



GSS ENERGY LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 201432529C)

ADJUSTMENTS TO THE UNAUDITED FINANCIAL STATEMENTS FOR THE FIRST QUARTER ENDED 31 MARCH 2015 AND SECOND QUARTER ENDED 30 JUNE 2015

1. ADJUSTMENTS TO THE UNAUDITED FINANCIAL STATEMENTS OF THE GROUP

The Board of Directors (the “**Board**”) of GSS Energy Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the Company’s previous announcements dated 11 May 2015 and 14 August 2015 in relation to the unaudited financial statements of the Group for the first quarter ended 31 March 2015 (“**1Q 2015 Results**”) and second quarter ended 30 June 2015 (“**2Q 2015 Results**”), respectively. The Board also refers to the Company’s previous announcements dated 11 April 2014, 1 June 2014, 30 June 2014, 2 Jul 2014, 11 July 2014, 16 July 2014, 23 July 2014, 12 August 2014, 13 August 2014, 20 August 2014, 28 August 2014, 1 September 2014 and 4 September 2014, its circular dated 7 August 2014 (the “**Circular**”), and its offer information statement dated 1 September 2014.

Unless otherwise defined, all capitalised terms used in this announcement shall have the meanings given in the Circular.

The Board would like to announce that a recent review of the Consideration for the Acquisition by GSS Energy Investment Holdings Limited (formerly known as GSIHL) (“**GEIHL**”) of 53.6842% of the issued share capital of CSEPL under the SPA dated 31 May 2014 has indicated that the 76,000,000 Consideration Shares allotted to JPEL and the Second Tranche cash consideration of S\$10,200,000 payable to JPEL, is of a nature that is “Contingent Consideration”. The former is contingent as it is subject to adjustment upon the occurrence of an Adjustment Event, while the latter is conditional upon evidence being provided, to GEIHL’s satisfaction, that the PT SPJ Mother Agreement has been renewed for an additional 5-year term from the expiry date.

As such, the Group will restate its 1Q 2015 Results and 2Q 2015 Results to reclassify the Second Tranche cash consideration of S\$10,200,000 from “Due to a Related Party” to “Contingent Consideration”. The Group will also record a further contingent consideration of S\$22,800,000 in relation to the Consideration Shares issued to JPEL, with a corresponding debit to “Capital Reserve”.

The total contingent consideration recorded of S\$33,000,000 will be cleared in the unaudited financial statements of the Group for the third quarter ending 31 September 2015 as a result of the Company’s entry into the settlement agreement dated 14 August 2015 (the “**Settlement Agreement**”) with JPEL. Please refer to the Company’s previous announcement dated 17 August 2015 for further information about the Settlement Agreement.

The following table summarises the financial effects resulting from the changes in accounting treatment:

Account caption affected by the adjustments	The Group					
	As at 30 June 2015			As at 31 March 2015		
	As Announced	Adjustment	Restated	As Announced	Adjustment	Restated
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
STATEMENT OF FINANCIAL POSITION						
Due to a related party	13,721	(10,200)	3,521	13,121	(10,200)	2,921
Contingent consideration	-	33,000	33,000	-	33,000	33,000
Capital reserves	-	(22,800)	(22,800)	-	(22,800)	(22,800)
Net asset value per ordinary share (S'pore cents)	8.85	(4.83)	4.02	13.46	(4.82)	8.64

2. CAUTION IN TRADING

Shareholders and potential investors of the Company are advised to read this announcement and any further announcements by the Company carefully. Shareholders of the Company are advised to refrain from taking any action in respect of their securities in the Company which may be prejudicial to their interests, and to exercise caution when dealing in the securities of the Company. In the event of any doubt, shareholders of the Company should consult their stockbrokers, bank managers, solicitors, accountants or other professional advisers.

By Order of the Board
GSS Energy Limited

Ng Say Tiong
 Chief Financial Officer
 3 November 2015

Tel: 6259-9133
 Fax: 6259-9822
 Email: saytiong@giken.com.sg

This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, Stamford Corporate Services Pte Ltd ("**Sponsor**"), for compliance with the relevant rules of Singapore Exchange Securities Trading Limited ("**SGX-ST**"). The Company's Sponsor has not independently verified the contents of this announcement.

This announcement has not been examined or approved by SGX-ST and SGX-ST assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Mr Bernard Lui
 Tel: (65) 6389 3000
 Email: bernard.lui@stamfordlaw.com.sg