

**UNAUDITED RESULTS FOR THE THIRD QUARTER AND NINE MONTHS ENDED  
31 DECEMBER 2014**

**1(a) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.**

**CONSOLIDATED INCOME STATEMENT  
FOR THE THIRD QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2014 (IN \$ MILLION)**

	The Group		The Group	
	3 <sup>rd</sup> Quarter 2014-15	3 <sup>rd</sup> Quarter 2013-14	9 Months 2014-15	9 Months 2013-14
<b>REVENUE</b>	<b>265.3</b>	<b>283.8</b>	<b>844.6</b>	<b>867.1</b>
<b>EXPENDITURE</b>				
Staff costs	114.7	126.7	360.5	383.8
Material costs	34.4	50.6	134.5	163.0
Depreciation	10.6	8.9	31.0	25.9
Amortisation of intangibles	0.4	0.4	1.1	1.0
Company accommodation	13.1	12.3	40.3	37.0
Subcontract costs	41.6	35.7	137.2	102.3
Other operating expenses	26.2	24.0	79.1	72.7
	<b>241.0</b>	<b>258.6</b>	<b>783.7</b>	<b>785.7</b>
<b>OPERATING PROFIT</b>	<b>24.3</b>	<b>25.2</b>	<b>60.9</b>	<b>81.4</b>
Interest income	0.4	0.3	1.1	1.1
Interest on external borrowings	(0.1)	*	(0.2)	(0.1)
Surplus/(Loss) on disposal of property, plant and equipment	0.1	*	(0.2)	0.3
Surplus on disposal of a subsidiary company	-	-	5.8	-
Dividend from long-term investment	2.1	3.4	6.4	11.6
Share of profits of associated companies, net of tax	12.5	19.2	37.4	54.5
Share of profits of joint venture companies, net of tax	12.8	18.7	47.6	72.0
<b>PROFIT BEFORE TAXATION</b>	<b>52.1</b>	<b>66.8</b>	<b>158.8</b>	<b>220.8</b>
TAXATION	(5.3)	(5.1)	(14.5)	(16.5)
<b>PROFIT FOR THE PERIOD</b>	<b>46.8</b>	<b>61.7</b>	<b>144.3</b>	<b>204.3</b>
<b>PROFIT ATTRIBUTABLE TO:</b>				
<b>OWNERS OF THE PARENT</b>	<b>46.3</b>	<b>60.5</b>	<b>141.9</b>	<b>200.5</b>
NON-CONTROLLING INTERESTS	0.5	1.2	2.4	3.8
	<b>46.8</b>	<b>61.7</b>	<b>144.3</b>	<b>204.3</b>
BASIC EARNINGS PER SHARE (CENTS)	4.13	5.43	12.67	18.03
DILUTED EARNINGS PER SHARE (CENTS)	4.12	5.39	12.60	17.88

\* Amount less than \$0.1M

**Notes - Profit for the period is arrived at after charging/(crediting) the following:**

	The Group		The Group	
	3 <sup>rd</sup> Quarter 2014-15	3 <sup>rd</sup> Quarter 2013-14	9 Months 2014-15	9 Months 2013-14
	\$M	\$M	\$M	\$M
Bad debts written off	-	*	*	*
Provision / (write back of provision) for impairment of trade debtors, net	0.8	0.7	3.3	(0.7)
Exchange (gain) / loss, net	(1.9)	(0.1)	(3.2)	2.6
(Over)/under provision of tax in respect of prior year	(0.2)	(0.4)	0.1	(0.5)
Provision for stock obsolescence, net	1.4	0.7	4.6	3.7

**1(a)(i) Consolidated Statement of Comprehensive Income**

**STATEMENTS OF COMPREHENSIVE INCOME  
FOR THE THIRD QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2014 (IN \$ MILLION)**

	The Group			
	3 <sup>rd</sup> Quarter 2014-15	3 <sup>rd</sup> Quarter 2013-14	9 Months 2014-15	9 Months 2013-14
<b>PROFIT FOR THE PERIOD</b>	<b>46.8</b>	<b>61.7</b>	<b>144.3</b>	<b>204.3</b>
<b>OTHER COMPREHENSIVE INCOME</b>				
<u>Items that will not be reclassified to profit or loss:</u>				
Actuarial gain on remeasurement of defined benefit plan	*	-	*	-
<u>Items that may be reclassified subsequently to profit or loss:</u>				
Foreign currency translation	20.3	3.0	25.7	8.5
Net fair value adjustment on cash flow hedges	(3.0)	(0.5)	(4.8)	(0.2)
Share of other comprehensive income of associated and joint venture companies	(3.9)	(0.5)	(4.9)	(1.5)
	<u>13.4</u>	<u>2.0</u>	<u>16.0</u>	<u>6.8</u>
<b>OTHER COMPREHENSIVE INCOME, NET OF TAX</b>	<b>13.4</b>	<b>2.0</b>	<b>16.0</b>	<b>6.8</b>
<b>TOTAL COMPREHENSIVE INCOME</b>	<b>60.2</b>	<b>63.7</b>	<b>160.3</b>	<b>211.1</b>
<b>TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:</b>				
<b>OWNERS OF THE PARENT</b>	58.9	62.4	156.8	207.3
<b>NON-CONTROLLING INTERESTS</b>	1.3	1.3	3.5	3.8
	<u>60.2</u>	<u>63.7</u>	<u>160.3</u>	<u>211.1</u>

\* Amount less than \$0.1M

**STATEMENTS OF COMPREHENSIVE INCOME  
FOR THE THE THIRD QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2014 (IN \$ MILLION)**

	<b>The Company</b>			
	<b>3<sup>rd</sup> Quarter 2014-15</b>	<b>3<sup>rd</sup> Quarter 2013-14</b>	<b>9 Months 2014-15</b>	<b>9 Months 2013-14</b>
<b>PROFIT FOR THE PERIOD</b>	<b>44.5</b>	<b>60.4</b>	<b>137.0</b>	<b>187.3</b>
<b>OTHER COMPREHENSIVE INCOME</b>				
<u>Items that may be reclassified subsequently to profit or loss:</u>				
Net fair value adjustment on cash flow hedges	(3.0)	(0.5)	(4.8)	(0.2)
Other comprehensive income, net of tax	(3.0)	(0.5)	(4.8)	(0.2)
<b>TOTAL COMPREHENSIVE INCOME</b>	<b>41.5</b>	<b>59.9</b>	<b>132.2</b>	<b>187.1</b>

**1(b)(i) A balance sheet (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.**

**BALANCE SHEETS AT 31 DECEMBER 2014 (IN \$ MILLION)**

	<b>The Group</b>		<b>The Company</b>	
	<b>31 Dec 2014</b>	<b>31 Mar 2014</b>	<b>31 Dec 2014</b>	<b>31 Mar 2014</b>
<b>EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT</b>				
Share capital	409.6	387.3	409.6	387.3
Share-based compensation reserve	20.1	23.9	20.1	23.9
Foreign currency translation reserve	(103.1)	(127.7)	-	-
Fair value reserve	(10.3)	(0.6)	(4.5)	0.3
Equity transaction reserve	(2.4)	-	-	-
General reserve	950.9	1,078.0	616.0	748.0
	1,264.8	1,360.9	1,041.2	1,159.5
<b>NON-CONTROLLING INTERESTS</b>	24.1	29.6	-	-
<b>TOTAL EQUITY</b>	1,288.9	1,390.5	1,041.2	1,159.5
<b>NON-CURRENT LIABILITIES</b>				
Deferred taxation	25.8	26.8	24.0	24.4
Long-term bank loan	20.6	13.6	-	-
	46.4	40.4	24.0	24.4
	<b>1,335.3</b>	<b>1,430.9</b>	<b>1,065.2</b>	<b>1,183.9</b>
Represented by :				
<b>PROPERTY, PLANT AND EQUIPMENT</b>	344.9	337.2	291.6	286.0
<b>INTANGIBLES</b>	59.3	54.3	4.3	3.9
<b>SUBSIDIARY COMPANIES</b>	-	-	100.3	95.4
<b>ASSOCIATED COMPANIES</b>	335.0	309.4	181.0	179.8
<b>JOINT VENTURE COMPANIES</b>	130.1	126.5	56.6	56.6
<b>LONG-TERM INVESTMENTS</b>	14.6	14.6	14.6	14.6
<b>CURRENT ASSETS</b>				
Trade debtors	89.6	97.4	66.2	67.1
Prepayments and other debtors	13.9	19.1	6.8	13.3
Immediate holding company	55.9	57.2	54.9	55.0
Amount owing by related parties	49.6	48.8	51.5	50.9
Inventories	37.7	44.3	28.4	32.5
Work-in-progress	79.9	62.6	79.4	60.6
Short-term deposits	313.1	484.9	307.2	481.7
Cash and bank balances	51.8	50.8	38.0	35.5
	691.5	865.1	632.4	796.6
Less:				
<b>CURRENT LIABILITIES</b>				
Trade and other creditors	212.2	242.0	183.2	208.9
Amount owing to related parties	3.3	4.1	19.5	20.8
Bank loans	8.9	8.2	-	-
Tax payable	15.7	21.9	12.9	19.3
	240.1	276.2	215.6	249.0
<b>NET CURRENT ASSETS</b>	451.4	588.9	416.8	547.6
	<b>1,335.3</b>	<b>1,430.9</b>	<b>1,065.2</b>	<b>1,183.9</b>

**1(b)(ii) Aggregate amount of group's borrowings and debt securities.**

**(in \$ Million)**

**Amount repayable in one year or less, or on demand**

<b>31 Dec 2014</b>		<b>31 Mar 2014</b>	
Secured	Unsecured	Secured	Unsecured
-	8.9	-	8.2

**Amount repayable after one year**

<b>31 Dec 2014</b>		<b>31 Mar 2014</b>	
Secured	Unsecured	Secured	Unsecured
-	20.6	-	13.6

1(c) A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

**CONSOLIDATED CASH FLOW STATEMENTS  
FOR THE THIRD QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2014 (IN \$ MILLION)**

	The Group		The Group	
	3 <sup>rd</sup> Quarter 2014-15	3 <sup>rd</sup> Quarter 2013-14	9 Months 2014-15	9 Months 2013-14
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>				
Profit before taxation	52.1	66.8	158.8	220.8
Adjustments for:				
Depreciation	10.6	8.9	31.0	25.9
Amortisation of intangibles	0.4	0.4	1.1	1.0
Share-based compensation expense	0.6	0.4	2.2	0.8
(Surplus)/Loss on disposal of property, plant and equipment	(0.1)	*	0.2	(0.3)
Surplus on disposal of subsidiary company	-	-	(5.8)	-
Interest income	(0.4)	(0.3)	(1.1)	(1.1)
Interest on external borrowings	0.1	*	0.2	0.1
Share of profits of associated and joint venture companies, net of tax	(25.3)	(37.9)	(85.0)	(126.5)
Exchange differences	(1.9)	(0.1)	(3.2)	2.6
Dividend received from long-term investment	(2.1)	(3.4)	(6.4)	(11.6)
<b>Operating profit before working capital changes</b>	<b>34.0</b>	<b>34.8</b>	<b>92.0</b>	<b>111.7</b>
(Increase) / decrease in debtors	(12.3)	(12.2)	13.2	(20.5)
Decrease / (increase) in inventories and work-in-progress	8.3	(2.7)	(15.9)	(8.2)
(Decrease) / increase in creditors	(13.3)	12.2	(32.7)	(17.3)
Decrease in amounts owing by immediate holding company	17.6	27.2	0.3	16.7
(Increase) / decrease in amounts owing by related parties	(2.4)	(7.9)	(2.1)	5.6
<b>Cash generated from operations</b>	<b>31.9</b>	<b>51.4</b>	<b>54.8</b>	<b>88.0</b>
Income taxes paid	(7.3)	(8.2)	(20.4)	(20.7)
<b>NET CASH PROVIDED BY OPERATING ACTIVITIES</b>	<b>24.6</b>	<b>43.2</b>	<b>34.4</b>	<b>67.3</b>

\* Amount less than \$0.1M

**CONSOLIDATED CASH FLOW STATEMENTS  
FOR THE THIRD QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2014 (IN \$ MILLION)**

	The Group		The Group	
	3 <sup>rd</sup> Quarter 2014-15	3 <sup>rd</sup> Quarter 2013-14	9 Months 2014-15	9 Months 2013-14
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>				
Capital expenditure	(10.9)	(23.4)	(41.8)	(45.3)
Purchase of intangible assets	(0.5)	(0.8)	(3.6)	(4.6)
Proceeds from disposal of property, plant and equipment	0.2	*	0.3	0.8
Proceeds from disposal of a subsidiary, net of cash disposed	-	-	8.9	-
Interest received from deposits	0.2	0.2	1.4	1.0
Acquisition of additional interest in a subsidiary company	-	-	(3.4)	-
Proceeds from capital reduction of associated company	-	-	-	1.8
Dividends received from associated and joint venture companies	22.6	39.2	74.7	115.1
Dividend received from long-term investment	2.1	3.4	6.4	11.6
<b>NET CASH PROVIDED BY INVESTING ACTIVITIES</b>	<b>13.7</b>	<b>18.6</b>	<b>42.9</b>	<b>80.4</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>				
Proceeds from exercise of share options	0.6	6.3	16.3	27.1
Proceeds from issuance of share capital by a subsidiary company to non-controlling interests	-	-	*	-
Proceeds from borrowings	1.8	6.5	6.3	12.9
Repayment of borrowings	-	(0.3)	-	(0.9)
Interest paid	(0.1)	*	(0.2)	(0.1)
Dividends paid	(67.3)	(78.0)	(269.0)	(244.9)
Dividends paid by subsidiary companies to non-controlling interests	(1.4)	-	(4.2)	(2.9)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>(66.4)</b>	<b>(65.5)</b>	<b>(250.8)</b>	<b>(208.8)</b>
<b>NET CASH OUTFLOW</b>	<b>(28.1)</b>	<b>(3.7)</b>	<b>(173.5)</b>	<b>(61.1)</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING PERIOD</b>	<b>391.2</b>	<b>465.8</b>	<b>535.7</b>	<b>522.9</b>
Effect of exchange rate changes	1.8	*	2.7	0.3
<b>CASH AND CASH EQUIVALENTS AT END PERIOD</b>	<b>364.9</b>	<b>462.1</b>	<b>364.9</b>	<b>462.1</b>
<b>ANALYSIS OF CASH AND CASH EQUIVALENTS</b>				
Short-term deposits	313.1	413.9	313.1	413.9
Cash and bank balances	51.8	48.2	51.8	48.2
<b>CASH AND CASH EQUIVALENTS AT END PERIOD</b>	<b>364.9</b>	<b>462.1</b>	<b>364.9</b>	<b>462.1</b>

\* Amount less than \$0.1M

1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE THIRD QUARTER ENDED 31 DECEMBER 2014 (IN \$ MILLION)**

The Group	Attributable to Owners of the Parent							Non-controlling interests	Total equity
	Share capital	Share-based compensation reserve	Foreign currency translation reserve	Fair value reserve	Equity transaction reserve	General reserve	Total		
<b>Balance at 1 October 2014</b>	<b>408.8</b>	<b>19.7</b>	<b>(122.6)</b>	<b>(3.4)</b>	<b>(2.4)</b>	<b>971.9</b>	<b>1,272.0</b>	<b>24.2</b>	<b>1,296.2</b>
Profit for the period	-	-	-	-	-	46.3	46.3	0.5	46.8
Actuarial gain on remeasurement of defined benefit plan	-	-	-	-	-	*	*	*	*
Foreign currency translation	-	-	19.5	-	-	-	19.5	0.8	20.3
Net fair value adjustment on cash flow hedges	-	-	-	(3.0)	-	-	(3.0)	-	(3.0)
Share of other comprehensive income of associated / joint venture companies	-	-	*	(3.9)	-	-	(3.9)	-	(3.9)
Other comprehensive income, net of tax	-	-	19.5	(6.9)	-	*	12.6	0.8	13.4
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>19.5</b>	<b>(6.9)</b>	<b>-</b>	<b>46.3</b>	<b>58.9</b>	<b>1.3</b>	<b>60.2</b>
Share-based compensation expense	-	0.6	-	-	-	-	0.6	-	0.6
Share options exercised	0.8	(0.2)	-	-	-	-	0.6	-	0.6
Share options lapsed	-	*	-	-	-	*	-	-	-
Dividends	-	-	-	-	-	(67.3)	(67.3)	(1.4)	(68.7)
<b>Total contributions by and distributions to owners</b>	<b>0.8</b>	<b>0.4</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(67.3)</b>	<b>(66.1)</b>	<b>(1.4)</b>	<b>(67.5)</b>
<b>Balance at 31 December 2014</b>	<b>409.6</b>	<b>20.1</b>	<b>(103.1)</b>	<b>(10.3)</b>	<b>(2.4)</b>	<b>950.9</b>	<b>1,264.8</b>	<b>24.1</b>	<b>1,288.9</b>

\* Amount less than \$0.1M



**STATEMENTS OF CHANGES IN EQUITY  
FOR THE THIRD QUARTER ENDED 31 DECEMBER 2013 (IN \$ MILLION)**

The Group	Attributable to Owners of the Parent						Non-controlling interests	Total equity
	Share capital	Share-based compensation reserve	Foreign currency translation reserve	Fair value reserve	General reserve	Total		
<b>Balance at 1 October 2013</b>	<b>375.6</b>	<b>25.5</b>	<b>(128.9)</b>	<b>(1.3)</b>	<b>1,030.2</b>	<b>1,301.1</b>	<b>26.9</b>	<b>1,328.0</b>
Profit for the period	-	-	-	-	60.5	60.5	1.2	61.7
Foreign currency translation	-	-	2.9	-	-	2.9	0.1	3.0
Net fair value adjustment on cash flow hedges	-	-	-	(0.5)	-	(0.5)	-	(0.5)
Share of other comprehensive income of associated / joint venture companies	-	-	*	(0.5)	-	(0.5)	-	(0.5)
Other comprehensive income, net of tax	-	-	2.9	(1.0)	-	1.9	0.1	2.0
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>2.9</b>	<b>(1.0)</b>	<b>60.5</b>	<b>62.4</b>	<b>1.3</b>	<b>63.7</b>
Share-based compensation expense	-	0.4	-	-	-	0.4	-	0.4
Share options exercised	7.7	(1.4)	-	-	-	6.3	-	6.3
Share options lapsed	-	*	-	-	*	-	-	-
Dividends	-	-	-	-	(78.0)	(78.0)	-	(78.0)
<b>Total contributions by and distributions to owners</b>	<b>7.7</b>	<b>(1.0)</b>	<b>-</b>	<b>-</b>	<b>(78.0)</b>	<b>(71.3)</b>	<b>-</b>	<b>(71.3)</b>
<b>Balance at 31 December 2013</b>	<b>383.3</b>	<b>24.5</b>	<b>(126.0)</b>	<b>(2.3)</b>	<b>1,012.7</b>	<b>1,292.2</b>	<b>28.2</b>	<b>1,320.4</b>

\* Amount less than \$0.1M

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE THIRD QUARTER ENDED 31 DECEMBER 2014 (IN \$ MILLION)**

<b>The Company</b>	Share capital	Share-based compensation reserve	Fair value reserve	General reserve	Total
<b>Balance at 1 October 2014</b>	<b>408.8</b>	<b>19.7</b>	<b>(1.5)</b>	<b>638.8</b>	<b>1,065.8</b>
Profit for the period	-	-	-	44.5	44.5
Other comprehensive income, net of tax: Net fair value adjustment on cash flow hedges	-	-	(3.0)	-	(3.0)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>(3.0)</b>	<b>44.5</b>	<b>41.5</b>
Share-based compensation expense	-	0.6	-	-	0.6
Share options exercised	0.8	(0.2)	-	-	0.6
Share options lapsed	-	*	-	*	-
Dividends	-	-	-	(67.3)	(67.3)
<b>Total contributions by and distributions to owners</b>	<b>0.8</b>	<b>0.4</b>	<b>-</b>	<b>(67.3)</b>	<b>(66.1)</b>
<b>Balance at 31 December 2014</b>	<b>409.6</b>	<b>20.1</b>	<b>(4.5)</b>	<b>616.0</b>	<b>1,041.2</b>

\* Amount less than \$0.1M

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE THIRD QUARTER ENDED 31 DECEMBER 2013 (IN \$ MILLION)**

<b>The Company</b>	Share capital	Share-based compensation reserve	Fair value reserve	General reserve	Total
<b>Balance at 1 October 2013</b>	<b>375.6</b>	<b>25.5</b>	<b>(0.3)</b>	<b>695.8</b>	<b>1,096.6</b>
Profit for the period	-	-	-	60.4	60.4
Other comprehensive income, net of tax:					
Net fair value adjustment on cash flow hedges	-	-	(0.5)	-	(0.5)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>(0.5)</b>	<b>60.4</b>	<b>59.9</b>
Share-based compensation expense	-	0.4	-	-	0.4
Share options exercised	7.7	(1.4)	-	-	6.3
Share options lapsed	-	*	-	*	-
Dividends	-	-	-	(78.0)	(78.0)
<b>Total contributions by and distributions to owners</b>	<b>7.7</b>	<b>(1.0)</b>	<b>-</b>	<b>(78.0)</b>	<b>(71.3)</b>
<b>Balance at 31 December 2013</b>	<b>383.3</b>	<b>24.5</b>	<b>(0.8)</b>	<b>678.2</b>	<b>1,085.2</b>

\* Amount less than \$0.1M

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

## SHARE CAPITAL AND SHARE PLANS IN THE COMPANY

### (A) Share Capital

As at 31 December 2014, the Company has an issued share capital of 1,121,105,884 ordinary shares (31 March 2014: 1,115,561,658 ordinary shares).

The Company does not hold any treasury shares.

The movement of the Company's issued share capital during the third quarter from 1 October 2014 to 31 December 2014 is as follows:

Group and Company	Number of Shares	Share Capital (\$ Million)
Issued and fully paid share capital <u>Ordinary Shares</u>		
Balance at 1 October 2014	1,120,911,484	408.8
Share options exercised during the period October to December 2014	194,400	0.8
Balance at 31 December 2014	1,121,105,884	409.6

### (B) Employee Share Option Plan

- (i) During the period 1 October 2014 to 31 December 2014, options over 194,400 shares were exercised under the SIA Engineering Company Limited Employee Share Option Plan, which comprises the Senior Executive Share Option Scheme for senior executives and the Employee Share Option Scheme for all other employees.

- (ii) The movement of share options of the Company during the third quarter from 1 October 2014 to 31 December 2014 is as follows:

Date of grant	Balance at 01.10.2014	Cancelled	Exercised	Balance at 31.12.2014	Exercise Price*	Exercisable period
01.07.2005	1,661,525	(4,400)	(39,300)	1,617,825	\$2.10	01.07.2006-30.06.2015
03.07.2006	4,109,148	(16,800)	(69,500)	4,022,848	\$3.29	03.07.2007-02.07.2016
02.07.2007	8,944,844	(95,500)	(11,600)	8,837,744	\$4.52	02.07.2008-01.07.2017
01.07.2008	4,979,996	(24,800)	(74,000)	4,881,196	\$3.59	01.07.2010-30.06.2018
Total	19,695,513	(141,500)	(194,400)	19,359,613		

\* At the extraordinary general meeting of the Company held on 26 July 2004, the Company's shareholders approved an amendment to the Plan to allow for adjustment to the exercise prices of the existing options by the Committee administering the Plan, in the event of the declaration of a special dividend. Following approval by the Company's shareholders of the declaration of a special dividend of \$0.20 on 26 July 2004 and 21 July 2006, \$0.10 on 22 July 2011 and \$0.05 on 21 July 2014, the said Committee approved a reduction of \$0.20 in the exercise prices of all share options outstanding on 28 July 2004 and on 25 July 2006 respectively, \$0.10 on the outstanding share options on 29 July 2011 and \$0.05 on the outstanding share options on 7 August 2014. The exercise prices reflected here are the exercise prices after such adjustments.

- (iii) As at 31 December 2014, the number of share options of the Company outstanding was 19,359,613 (31 December 2013: 25,623,812).

**(C) Restricted Share Plan and Performance Share Plan**

- (i) In addition to the Employee Share Option Plan ("ESOP"), senior management staff are eligible to participate in two share-based incentive plans, the Restricted Share Plan ("RSP") and Performance Share Plan ("PSP"), which were approved by the shareholders of the Company on 25 July 2005.
- (ii) Depending on the achievement of pre-determined targets over a two-year period for the RSP and a three-year period for the PSP, the final number of restricted shares and performance shares awarded could range between 0% to 150% of the initial grant of the restricted shares and between 0% to 200% of the initial grant of the performance shares.

- (iii) As at 31 December 2014 the number of outstanding shares granted under the Company's RSP and PSP were 1,797,050 (31 December 2013: 1,973,576) and 396,574 (31 December 2013: 444,879) respectively. The movement of these share awards during the quarter from 1 October 2014 to 31 December 2014 is as follows:

**RSP**

Date of grant	Balance at 01.10.2014	Adjustment *	Cancelled	Released	Balance at 31.12.2014
01.07.2011	73,756	-	(662)	-	73,094
02.07.2012	155,988	-	(1,231)	-	154,757
08.07.2013	802,712	-	(11,512)	-	791,200
07.07.2014	791,147	-	(13,148)	-	777,999
Total	1,823,603	-	(26,553)	-	1,797,050

\*Adjustment at the end of the two-year performance period upon meeting stated performance targets.

**PSP**

Date of grant	Balance at 01.10.2014	Adjustment *	Cancelled	Released	Balance at 31.12.2014
02.07.2012	124,012	-	-	-	124,012
08.07.2013	137,645	-	-	-	137,645
07.07.2014	134,917	-	-	-	134,917
Total	396,574	-	-	-	396,574

\*Adjustment at the end of the three-year performance period upon meeting stated performance targets.

- 2. Whether the figures have been audited or reviewed and in accordance with which standard (e.g. the Singapore Standard on Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard).**

The figures have not been audited nor reviewed by the auditors.

- 3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).**

Not applicable.

- 4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.**

The Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period compared to the audited financial statements as at 31 March 2014 except for the adoption of the Financial Reporting Standards (FRS) and Interpretations of FRS (INT FRS) that are mandatory for financial year beginning on or after 1 April 2014. The adoption of these FRS and INT FRS has no significant impact to the Group.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

Please refer to paragraph 4.

6. Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

	Group		Group	
	3 <sup>rd</sup> Quarter 2014-15	3 <sup>rd</sup> Quarter 2013-14	9 Months 2014-15	9 Months 2013-14
Earnings per share (cents)				
- Basic *	4.13	5.43	12.67	18.03
- Diluted #	4.12	5.39	12.60	17.88

\* Based on the weighted average number of ordinary shares in issue.

# Based on the weighted average number of ordinary shares in issue, after adjusting for the dilutive effect of options.

7. Net asset value (for the issuer and group) per ordinary share based on issued share capital of the issuer at the end of the:-  
 (a) current financial period reported on; and  
 (b) immediately preceding financial year.

	Group		Company	
	As at 31 Dec 14	As at 31 Mar 14	As at 31 Dec 14	As at 31 Mar 14
Net asset value per share (cents)	112.8	122.0	92.9	103.9

8. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. The review must discuss any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors. It must also discuss any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.**

## **GROUP EARNINGS**

### Third Quarter FY2014-15

SIAEC Group posted a profit attributable to owners of the parent of \$46.3 million for the quarter ended 31 December 2014.

During the quarter, revenue decreased by \$18.5 million or 6.5% to \$265.3 million. Airframe and component overhaul revenue declined as work content was lower with fewer heavy checks. This decrease was mitigated by higher fleet management and line maintenance revenue. Expenditure decreased by \$17.6 million or 6.8% to \$241.0 million as the reduction in heavy checks resulted in lower material usage. Operating profit of \$24.3 million for the quarter was \$0.9 million or 3.6% lower than that for the same quarter last year.

Share of profits from associated and joint venture companies decreased by \$12.6 million or 33.2% to \$25.3 million. The decrease came mainly from the engine repair and overhaul centres, whose contributions fell by \$19.0 million or 54.9% to \$15.6 million this quarter. The retirement of older engines, as well as engine improvement modifications and longer engine "on-wing" life of certain aircraft models, resulted in a reduction in engine shop visits.

Basic earnings per share was 4.13 cents for the current quarter.

### Year-to-date (April – December 2014)

The Group recorded a profit attributable to owners of the parent of \$141.9 million for the nine months ended 31 December 2014.

Revenue decreased by \$22.5 million or 2.6% to \$844.6 million as a result of a decrease in airframe and component overhaul revenue. Expenditure at \$783.7 million was \$2.0 million or 0.3% lower, resulting in an operating profit of \$60.9 million.

Share of profits of associates and joint venture companies was \$85.0 million, a decline of \$41.5 million or 32.8%, arising from a decrease of \$44.0 million or 44.6% in contributions from the engine repair and overhaul centres.

## **GROUP FINANCIAL POSITION**

Equity attributable to owners of the parent at \$1,264.8 million was \$96.1 million or 7.1% lower than at 31 March 2014, following the payment of the final dividend in respect of FY2013-14 and interim dividend for FY2014-15, partially offset by profits earned for the period.

The cash balance of the Group was \$364.9 million as at 31 December 2014. Total assets amounted to \$1,575.4 million.

Net asset value per share as at 31 December 2014 was 112.8 cents.



**9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.**

Not applicable.

**10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.**

**OUTLOOK**

Overall, the operating environment remains challenging. While heavy maintenance business is stabilizing, engine shop visits will continue to decline.

With intense competition and increasing business costs, the pressure on margins will remain. We will continue with our efforts to manage costs that have yielded improvements in productivity and operating efficiencies.

With its strong balance sheet, the Group is well positioned to meet the challenges, and will continue to pursue various opportunities and strategic initiatives.

**11. Dividend**

***(a) Current Financial Period Reported On***

Any dividend recommended for the current financial period reported on? No

***(b) Corresponding Period of the Immediately Preceding Financial Year***

Any dividend declared for the corresponding period of the immediately preceding financial year? No

***(c) Date payable***

Not applicable.

***(d) Books closure date***

Not applicable.

**12. If no dividend has been declared/recommended, a statement to that effect.**

No dividend has been declared/recommended for the quarter ended 31 December 2014.

### 13. Interested Person Transactions

(In \$ Million)

The aggregate value of all Interested Person Transactions (“IPTs”) entered into during the 3<sup>rd</sup> quarter of Financial Year 2014-15 are as follows:

Name of Interested Person	<b>Non-Mandated</b> Aggregate value of all IPTs (excluding all mandated transactions pursuant to Rule 920 of the SGX Listing Manual and transactions less than \$100,000)	<b>Mandated</b> Aggregate value of all IPTs conducted under a shareholders’ mandate pursuant to Rule 920 of the SGX Listing Manual (excluding transactions less than \$100,000)
<b>Singapore Airlines Limited Group</b> - Scoot Pte Ltd - Nokscot Airlines Co Ltd	- -	0.7 42.8
<b>Temasek Holdings (Private) Limited and Associates</b> - AETOS Training Academy Pte Ltd	-	0.1
<b>SMRT Corporation Limited</b> - SMRT Taxis Pte Ltd	-	0.4
<b>ST Technologies Engineering Limited</b> - ST Aerospace Supplies Pte Ltd	-	0.1
<b>Total</b>	-	<b>44.1</b>

#### Notes:

1. All the transactions set out in the above are based on records from the Company’s Register of Interested Person Transactions for the financial period under review, and include transactions whose durations exceed the financial period under review and/or multiple transactions with the same interested person. The transactions were based on actual or estimated values of the transactions for the entire duration of the relevant transactions in the case of fixed term contracts or annual/periodic values of the transactions in the case of open-ended contracts, taking into account agreed rates.
2. All the above interested person transactions were done on normal commercial terms.

#### BY ORDER OF THE BOARD

Devika Rani Davar  
Company Secretary  
3 February 2015

Singapore Co. Regn. No.: 198201025C

**CONFIRMATION BY THE BOARD**

We, Stephen Lee Ching Yen and William Tan Seng Koon, being two directors of SIA Engineering Company Limited (the "Company"), do hereby confirm on behalf of the directors of the Company that, to the best of their knowledge, nothing has come to the attention of the board of directors of the Company which may render the third quarter and nine months FY2014/15 financial results to be false or misleading in any material respect.

On behalf of the Board,



STEPHEN LEE CHING YEN  
Chairman



WILLIAM TAN SENG KOON  
Chief Executive Officer

3 February 2015