



ATLANTIC NAVIGATION HOLDINGS (SINGAPORE) LIMITED

(Company Registration No. 200411055E)

Results for the Financial Period Ended
June 30, 2014

Unaudited Financial Statements and Dividend Announcement

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

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

The contact person for the Sponsor is Ms Karen Soh, Managing Director, Canaccord Genuity Singapore Pte. Ltd., at 77 Robinson Road #21-02 Singapore 068896, telephone (65) 6854 6160.



Second Quarter Financial Statement Announcement as on 30 June 2014

Part I - INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR ANNOUNCEMENTS

1(a)(i) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group together with a comparative statement for the corresponding period of the immediately preceding financial year.

	3 Months Ended			6 Months Ended		
	30/6/2014 ("2Q2014")	30/6/2013 ("2Q2013")	Increase/ (Decrease) %	30/6/2014 ("HY2014")	30/6/2013 ("HY2013")	Increase/ (Decrease) %
(US\$'000)						
Revenue	12,370	12,321	0.4%	23,597	22,561	4.6%
Cost of services	(7,064)	(7,063)	0.0%	(13,686)	(14,080)	(2.8)%
Gross profit	5,306	5,258	0.9%	9,911	8,481	16.9%
Finance income	4	-	N.M.	6	-	N.M.
Other income	11	6	83.3%	13	14	(7.1)%
Other items of expense						
Marketing and distribution expenses	(98)	(38)	157.9%	(131)	(51)	156.9%
Administrative expenses	(1,169)	(1,264)	(7.5)%	(2,360)	(2,323)	1.6%
Finance costs	(469)	(323)	45.2%	(821)	(598)	37.3%
Profit before tax	3,585	3,639	(1.5)%	6,618	5,523	19.8%
Income tax expense	-	-	-	-	-	-
Profit for the period attributable to owners of the Company	3,585	3,639	(1.5)%	6,618	5,523	19.8%
Other comprehensive income						
Items that may be reclassified subsequently to profit or loss						
Fair value changes in derivatives	156	64	143.8%	206	131	57.3%
Total comprehensive income for the period attributable to owners of the Company	3,741	3,703	1.0%	6,824	5,654	20.7%

N.M. : not meaningful

1(a)(ii) The following items (with appropriate breakdowns and explanations), if significant, must either be included in the income statement or in the notes to the income statement for the current financial period reported on and the corresponding period of the immediately preceding financial year.

	3 Months Ended			6 Months Ended		
	30/6/2014 ("2Q2014")	30/6/2013 ("2Q2013")	Increase/ (Decrease) %	30/6/2014 ("HY2014")	30/6/2013 ("HY2013")	Increase/ (Decrease) %
(US\$'000)						
Profit for the period is stated after (charging)/crediting:						
Depreciation of property, vessels and equipment	(1,194)	(1,129)	5.8%	(2,314)	(2,155)	7.4%
Allowance for doubtful trade debts, net	-	(66)	N.M.	-	(66)	N.M.
Impairment loss on property, vessels and equipment	-	(200)	N.M.	-	(200)	N.M.
(Loss) / Gain on disposal of property, vessels and equipment	(19)	3	N.M.	(19)	10	N.M.
Loss on de-recognition of derivatives	(24)	-	N.M.	(24)	-	N.M.

N.M. : not meaningful

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

Statement of Financial Position

	Group		Company	
	Unaudited As at 30/6/2014	Audited As at 31/12/2013	Unaudited As at 30/6/2014	Audited As at 31/12/2013
(US\$'000)				
ASSETS				
Non-current assets				
Property, vessels and equipment	90,528	75,348	-	-
Investment in subsidiaries	-	-	66,741	66,741
Prepayments	164	212	-	-
	<u>90,692</u>	<u>75,560</u>	<u>66,741</u>	<u>66,741</u>
Current assets				
Inventories	208	226	-	-
Trade and other receivables	12,187	13,958	21,733	7,622
Prepayments	488	242	-	-
Cash and cash equivalents	2,600	7,285	225	680
Bank deposits pledged	2,043	2,941	1,042	-
	<u>17,526</u>	<u>24,652</u>	<u>23,000</u>	<u>8,302</u>
Total assets	<u>108,218</u>	<u>100,212</u>	<u>89,741</u>	<u>75,043</u>
EQUITY AND LIABILITIES				
Current liabilities				
Trade and other payables	4,978	3,745	6	127
Other liabilities	1,820	3,245	-	60
Derivatives	-	157	-	-
Loans and borrowings	7,005	8,284	3,625	-
	<u>13,803</u>	<u>15,431</u>	<u>3,631</u>	<u>187</u>
Net current assets	<u>3,723</u>	<u>9,221</u>	<u>19,369</u>	<u>8,115</u>
Non-current liabilities				
Provisions	288	247	-	-
Derivatives	-	49	-	-
Loans and borrowings	17,634	13,354	10,875	-
	<u>17,922</u>	<u>13,650</u>	<u>10,875</u>	<u>-</u>
Total liabilities	<u>31,725</u>	<u>29,081</u>	<u>14,506</u>	<u>187</u>
Net assets	<u>76,493</u>	<u>71,131</u>	<u>75,235</u>	<u>74,856</u>
Equity attributable to owners of the Company				
Share capital	12,370	12,370	85,534	85,534
Other reserves	259	53	-	-
Retained earnings/(accumulated losses)	63,864	58,708	(10,299)	(10,678)
Total equity	<u>76,493</u>	<u>71,131</u>	<u>75,235</u>	<u>74,856</u>
Total equity and liabilities	<u>108,218</u>	<u>100,212</u>	<u>89,741</u>	<u>75,043</u>

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

	As at		As at	
	30/6/2014		31/12/2013	
(US\$'000)	Secured	Unsecured	Secured	Unsecured
(a) Amount repayable in one year or less, or on demand	7,005	-	8,284	-
(b) Amount repayable after one year	17,634	-	13,354	-
Total borrowing and securities	24,639	-	21,638	-

The above credit facilities are secured by one or several of

- (i) Mortgage over certain vessels;
- (ii) Assignment of earnings/charter proceeds, insurances and requisition compensation of mortgaged vessels;
- (iii) Assignment of all rights, titles and interests of mortgaged vessels' charters; and
- (iv) Bank deposits pledged in a retention account.

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

Statement of Cash Flows	6 Months Ended	
	30/6/2014	30/6/2013
(US\$'000)		
Operating activities		
Profit before tax	6,618	5,523
Adjustments for:		
Net loss / (gain) on disposal of property, vessels and equipment	19	(10)
Interest income	(6)	-
Depreciation of property, vessels and equipment	2,314	2,155
Allowance for doubtful debts, net	-	66
Finance costs	821	598
Provisions	41	(198)
Impairment loss on property, vessels and equipment	-	200
Operating cash flows before changes in working capital	9,807	8,334
Decrease / (increase) in inventories	18	(522)
Decrease / (increase) in trade and other receivables	1,771	(4,828)
(Increase) / decrease in prepayments	(198)	28
Increase / (decrease) in trade and other payables	1,233	(11,035)
(Decrease) / increase in other liabilities	(1,425)	562
Cash flows generated from / (used in) operations	11,206	(7,461)
Interest received	6	-
Interest paid	(821)	(598)
Net cash flows generated from / (used in) operating activities	10,391	(8,059)
Investing activities		
Purchase of property, vessels and equipment	(17,525)	(3,006)
Proceeds from disposal of property, vessels and equipment	12	18
Net cash flows used in investing activities	(17,513)	(2,988)
Financing activities		
Dividends paid on ordinary shares	(1,462)	-
Proceeds from loans and borrowings	14,500	13,519
Repayment of loans and borrowings	(11,499)	(2,452)
Decrease / (increase) in bank deposits pledged	898	(2,732)
Net cash flows generated from financing activities	2,437	8,335
Net decrease in cash and cash equivalents	(4,685)	(2,712)
Cash and cash equivalents at beginning of the period	7,285	7,493
Cash and cash equivalents at end of the period	2,600	4,781

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 capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Statement of Changes in Equity

Group	Equity, total US\$'000	Share capital US\$'000	Other reserves			Retained earnings US\$'000
			Hedging	Merger	Total	
			US\$'000	US\$'000	US\$'000	
Balance at 1 January 2014	71,131	12,370	(206)	259	53	58,708
Profit for the period	3,033	-	-	-	-	3,033
Fair value changes in derivatives	50	-	50	-	50	-
Total comprehensive income for the period	3,083	-	50	-	50	3,033
Balance at 31 March 2014	74,214	12,370	(156)	259	103	61,741
Profit for the period	3,585	-	-	-	-	3,585
Dividends paid on ordinary shares	(1,462)	-	-	-	-	(1,462)
Fair value changes in derivatives	156	-	156	-	156	-
Total comprehensive income for the period	2,279	-	156	-	156	2,123
Balance at 30 June 2014	76,493	12,370	-	259	259	63,864

Group	Equity, total US\$'000	Share capital US\$'000	Other reserves			Retained earnings US\$'000
			Hedging	Merger	Total	
			US\$'000	US\$'000	US\$'000	
Balance at 1 January 2013	58,064	12,370	(300)	259	(41)	45,735
Profit for the period	1,884	-	-	-	-	1,884
Fair value changes in derivatives	66	-	66	-	66	-
Total comprehensive income for the period	1,950	-	66	-	66	1,884
Balance at 31 March 2013	60,014	12,370	(234)	259	25	47,619
Profit for the period	3,639	-	-	-	-	3,639
Fair value changes in derivatives	64	-	64	-	64	-
Total comprehensive income for the period	3,703	-	64	-	64	3,639
Balance at 30 June 2013	63,717	12,370	(170)	259	89	51,258

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 capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Statement of Changes in Equity

Company	Equity, total	Share capital	Accumulated losses
	US\$'000	US\$'000	US\$'000
Balance at 1 January 2014	74,856	85,534	(10,678)
Profit for the period, representing total comprehensive income for the period	1,932	-	1,932
Balance at 31 March 2014	76,788	85,534	(8,746)
Loss for the period	(91)	-	(91)
Dividends paid on ordinary shares	(1,462)	-	(1,462)
Total comprehensive income for the period	(1,553)	-	(1,553)
Balance at 30 June 2014	75,235	85,534	(10,299)

Company	Equity, total	Share capital	Accumulated losses
	US\$'000	US\$'000	US\$'000
Balance at 1 January 2013	75,241	85,534	(10,293)
Loss for the period, representing total comprehensive income for the period	(46)	-	(46)
Balance at 31 March 2013	75,195	85,534	(10,339)
Loss for the period, representing total comprehensive income for the period	(105)	-	(105)
Balance at 30 June 2013	75,090	85,534	(10,444)

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 well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer 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.

As at 30 June 2014, 4,050,000 share options granted in January 2014 under the Atlantic ESOS remained outstanding. 2,025,000 share options are exercisable between 30 January 2015 and 29 January 2019, and the remaining 2,025,000 share options are exercisable between 30 January 2016 and 29 January 2019, at the exercise price of S\$0.34 if the vesting conditions are met. Save as disclosed, there were no other outstanding convertibles or treasury shares as at 30 June 2014 and 30 June 2013.

During the 6-month period ended 30 June 2014, there has been no increase in the issued and paid-up share capital of the Company.

1 (d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

	As at	
	30/6/2014	31/12/2013
Total number of issued shares excluding treasury shares	260,593,750	260,593,750

There were no treasury shares as at 30 June 2014 and 30 June 2013.

1 (d)(iv) A statement showing all the sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

Not applicable.

2 Whether the figures have been audited, or reviewed and in accordance with which auditing standard or practice.

The figures have not been audited or reviewed by the Company's auditors.

3 Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of 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 with those of the audited financial statements for the year ended 31 December 2013, as well as the applicable Financial Reporting Standards ("FRSs") which became effective for financial years beginning on or after 1 January 2014. The adoption of these new and revised FRSs has no material effect on the announcement for the current financial period.

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 item 4 above.

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.

	3 Months Ended		6 Months Ended	
	30/6/2014	30/6/2013	30/6/2014	30/6/2013
Earnings per ordinary share for the period based on net profit attributable to owners of the Company (US\$ cents)				
Basic earnings per share	1.38	1.40	2.54	2.12
Diluted earnings per share	1.36	1.40	2.51	2.12
Weighted average number of ordinary shares on issue applicable to basic EPS	260,593,750	260,593,750	260,593,750	260,593,750
Weighted average number of ordinary shares on issue applicable to diluted EPS	263,994,855	260,593,750	263,994,855	260,593,750

7 Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) current period reported on and (b) immediately preceding financial year.

	Group as at		Company as at	
	30/6/2014	31/12/2013	30/6/2014	31/12/2013
Net asset value per ordinary share (US\$ cents)	29.4	27.3	28.9	28.7

The net assets value per ordinary shares as at 30 June 2014 and 31 December 2013 were calculated based on 260,593,750 issued shares (excluding treasury shares) at 30 June 2014 and 31 December 2013.

8 A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:

- (a) 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; and
- (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

(a) Review of results of operations

(i) Revenue by business segments

	3 Months Ended			6 Months Ended		
	30/6/2014 ("2Q2014")	30/6/2013 ("2Q2013")	Increase/ (Decrease) %	30/6/2014 ("HY2014")	30/6/2013 ("HY2013")	Increase/ (Decrease) %
(US\$'000)						
Marine logistics services	11,389	11,869	(4.0)%	21,931	21,559	1.7%
Ship repair, fabrication and other marine services	981	452	117.0%	1,666	1,002	66.3%
	12,370	12,321	0.4%	23,597	22,561	4.6%

The Group's revenue for marine logistics services business for 2Q2014 decreased by US\$0.5 million or 4.0% compared to 2Q2013 mainly due to off-hire days for some of our owned vessels which are switching over to new charterers.

The Group's revenue for the ship repair, fabrication and other marine services business for 2Q2014 has increased by US\$0.5 million or 117.0% compared to 2Q2013 mainly due to higher level of business. Revenue for 2Q2013 was lower due to cessation of a long term contract.

(ii) Gross profit and gross profit margin

	3 Months Ended			6 Months Ended		
	30/6/2014 ("2Q2014")	30/6/2013 ("2Q2013")	Increase/ (Decrease) %	30/6/2014 ("HY2014")	30/6/2013 ("HY2013")	Increase/ (Decrease) %
(US\$'000)						
Gross profit						
Marine logistics services	4,926	5,182	(4.9)%	9,361	8,148	14.9%
Ship repair, fabrication and other marine services	380	76	400.0%	550	333	65.2%
	5,306	5,258	0.9%	9,911	8,481	16.9%

	3 Months Ended		6 Months Ended	
	30/6/2014 ("2Q2014")	30/6/2013 ("2Q2013")	30/6/2014 ("HY2014")	30/6/2013 ("HY2013")
(US\$'000)				
Gross profit margin				
Marine logistics services	43.3%	43.7%	42.7%	37.8%
Ship repair, fabrication and other marine services	38.7%	16.8%	33.0%	33.2%
	42.9%	42.7%	42.0%	37.6%

Gross profit of marine logistics services business for 2Q2014 decreased by US\$0.3 million or 4.9% compared to 2Q2013 mainly due to the decrease in revenue. Gross profit margin is marginally lower by 0.4 percentage point from 43.7% to 43.3% mainly due to additional service cost on standby vessels.

Gross profit of ship repair, fabrication and other marine services business for 2Q2014 increased by US\$0.3 million or 400% compared to 2Q2013 due to decrease in service cost. Gross profit margin improved by 21.9 percentage points from 16.8% to 38.7%. Gross profit margin for 2Q2013 was lower as a result of fixed overheads shared over a lower revenue base.

(iii) Other income

Other income for 2Q2014 comprised mainly the discount received from the supplier for the purchases made during the financial year 2013.

(iv) Marketing and distribution expenses

Marketing and distribution expenses in 2Q2014 comprised mainly travel expenses. The increase was due to the higher level of business development activities undertaken by the Group in 2Q2014.

(v) Administrative expenses

Administrative expenses was lower by US\$0.1 million in 2Q2014 compared to 2Q2013, mainly due to decrease in statutory and maintenance costs.

(vi) Finance costs

The increase in finance costs by US\$0.1 million in 2Q2014 compared to 2Q2013 was mainly due to higher interest expenses on higher level of borrowing with the Group having undertaken a new loan in June 2014 to partially finance the purchase of a multipurpose offshore support vessel and the early retirement of an existing term loan.

(vii) Profit before tax

Profit before tax for 2Q2014 was US\$3.6 million, which was about the same amount of profit before tax posted for 2Q2013.

(b) Review of financial position

(i) Non-current assets

Non-current assets increased by US\$15.1 million from US\$75.6 million as at 31 December 2013 to US\$90.7 million as at 30 June 2014, mainly due to the addition of a vessel to the Group's fleet and advance payment on a new vessel under construction for a total amount of approximately US\$17.5 million, partially offset by depreciation charges for the period.

(ii) Current assets

Current assets decreased by US\$7.2 million from US\$24.7 million as at 31 December 2013 to US\$17.5 million as at 30 June 2014 mainly due to the decrease in cash and cash equivalents, bank deposits pledged, and trade and other receivables. Cash and cash equivalents decreased by US\$4.7 million from US\$7.3 million as at 31 December 2013 to US\$2.6 million as at 30 June 2014 mainly due to the repayment of term loans and partial financing of new vessels. Bank deposits pledged decreased by US\$0.9 million from US\$2.9 million as at 31 December 2013 to US\$2.0 million as at 30 June 2014 due to the early repayment of a term loan. The decrease in trade and other receivables of US\$1.8 million is due to timely collection of trade receivables.

(iii) Non-current liabilities

Non-current liabilities increased by US\$4.2 million from US\$13.7 million as at 31 December 2013 to US\$17.9 million as at 30 June 2014 mainly due to new bank borrowings of US\$14.5 million (including non-current portion of US\$10.9 million) in June 2014, partially offset by early repayment of term loan balance amount of US\$7.4 million (including non-current portion of US\$2.5 million) (Balance as at 31 December 2013: US\$9.8 million, including non-current portion of US\$4.9 million).

(iv) Current liabilities

Current liabilities decreased by US\$1.6 million from US\$15.4 million as at 31 December 2013 to US\$13.8 million as at 30 June 2014 mainly due to early repayment of term loan and decrease in other liabilities. The increase in trade and other payables by US\$1.3 million from US\$3.7 million as at 31 December 2013 to US\$5.0 million as at 30 June 2014 was due to a higher level of purchases of material and services for the period under review.

(c) Liquidity and capital resources

(i) Net cash flow generated from operating activities

Net cash flows from operating activities amounted to US\$10.4 million mainly due to operating cash flows before changes in working capital of US\$9.8 million, an increase in trade and other payables, a decrease in trade and other receivables and a decrease in other liabilities during the period under review.

(ii) Net cash flows used in investing activities

Net cash flows used in investing activities amounting to US\$17.5 million was mainly due to addition of a multipurpose offshore support vessel to the fleet and milestone payment for a new vessel under construction.

(iii) Net cash flows generated from financing activities

Net cash flows from financing activities of US\$2.4 million was a result of new bank borrowings of US\$ 14.5 million, partially offset by repayment in loans and borrowings of US\$11.5 million, payment of dividend and decrease in bank deposits pledged.

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.

The Group continues to capitalise on opportunities within the Middle East where offshore energy and production investment remains high, and continues to provide a strong demand base for its business. Underpinned by this positive market environment, the Group will continue with its fleet upgrade and expansion program to grow its marine logistics services business in FY2014.

The Group had taken delivery of a new vessel in June 2014, a 60.5-metre multipurpose offshore support vessel and has existing contracts with shipbuilders for the construction of two new vessels (a 75-metre platform supply vessel and a self-propelled self-elevating liftboat). The vessels are expected to be delivered during the second quarter of 2015 and first quarter of 2016 respectively. Besides, the Group has acquired an additional offshore supply vessel in January 2014 which has been deployed under a 3-year charter from 20 March 2014, plus a 2-year extendable option.

Other than fleet expansion, the Group has started to develop strategic opportunities in new markets. In May 2014, the Group set up a new subsidiary known as Atlantic Maritime Ghana Private Limited ("AMG-Ghana") in which it holds a 90% equity interest. The Group is actively working with potential new clients in the West African market through AMG-Ghana. However, the Group remains cautious of potential pressures on charter rates due to new capacity coming on-stream from other vessel owners, as well as a reduced take-up of projects for its ship repair, fabrication and marine services.

11 Dividend

Not applicable.

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

No dividend has been declared or recommended.

13 Interested Person Transactions

Name of Interested Person	Aggregate value of all interested person transactions entered into during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920(1)(a)) US\$' 000	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000) US\$' 000
N/A	-	-

There was no interested person transaction entered into with value of more than S\$100,000 during 2Q2014.

The Group does not have any IPT general mandate from shareholders pursuant to Rule 920.

14 Negative confirmation by the Board pursuant to Rule 705 (5)

The Board of Directors confirms that, to the best of their knowledge, nothing has come to their attention which may render the unaudited interim financial results for the financial period ended 30 June 2014 to be false or misleading in any material aspect.

BY ORDER OF THE BOARD

Wong Siew Cheong

Executive Chairman and Chief Executive Officer

4 August 2014