

BOUSTEAD SINGAPORE LIMITED
AND ITS SUBSIDIARIES



ENGINEERING THE WORLD OF THE FUTURE

ENERGY-RELATED ENGINEERING • WATER & WASTEWATER ENGINEERING • REAL ESTATE SOLUTIONS • GEO-SPATIAL TECHNOLOGY

SGXNET ANNOUNCEMENT
UNAUDITED RESULTS FOR 3Q FY2014
ENDED 31 DECEMBER 2013



Corporate Profile

Established in 1828, Boustead Singapore Limited is a progressive global service provider of infrastructure-related engineering services and geo-spatial solutions. Focusing on the engineering and development of key infrastructure to support economic growth in the public and private sectors of emerging markets, the Group's strong suite of Engineering Services comprises:

- Energy-Related Engineering;
- Water & Wastewater Engineering; and
- Real Estate Solutions.

The Group's Geo-Spatial Technology arm provides professional services and exclusively distributes Esri geo-spatial technology – the world's leading geographic information systems – to major markets across Australia and South East Asia. These solutions are essential to the effective planning, deployment and management of key infrastructure and resources in countries.

To date, the Group has undertaken infrastructure-related projects in 84 countries globally.

In 2008 and 2009, the Group was recognised in the prestigious Forbes Asia 200 Best Under A Billion as one of the Asia Pacific's 200 best public-listed corporations under US\$1 billion in revenue. The Group is also listed on the MSCI Global Small Cap Index for Singapore and the FTSE ST Small Cap Index.

BOUSTEAD SINGAPORE LIMITED
(Company Registration No. 197501036K)

Unaudited Financial Statements and Related Announcement for the Third Quarter Ended 31 December 2013

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.

	Note	GROUP Third quarter ended			GROUP 9-month period ended		
		31.12.13 \$'000	31.12.12 \$'000	Inc/(Dcr) %	31.12.13 \$'000	31.12.12 \$'000	Inc/(Dcr) %
Revenue		129,687	141,510	-8%	371,695	367,093	1%
Cost of sales		(80,477)	(94,942)	-15%	(244,929)	(247,903)	-1%
Gross profit		49,210	46,568	6%	126,766	119,190	6%
Other operating income	1	845	6,941	-88%	8,013	14,233	-44%
Selling and distribution expenses		(9,050)	(7,900)	15%	(27,149)	(25,640)	6%
Administrative expenses		(11,018)	(12,002)	-8%	(31,820)	(31,740)	0%
Other operating expenses	2	(5,367)	(4,902)	9%	(15,492)	(12,973)	19%
Finance costs		(250)	(226)	11%	(575)	(888)	-35%
Profit before income tax	3	24,370	28,479	-14%	59,743	62,182	-4%
Income tax expense	4	(4,973)	(1,607)	209%	(12,191)	(6,276)	94%
Profit for the period		19,397	26,872	-28%	47,552	55,906	-15%
Profit attributable to:							
Owners of the company		18,424	26,221	-30%	45,160	53,696	-16%
Non-controlling interests		973	651	49%	2,392	2,210	8%
		19,397	26,872	-28%	47,552	55,906	-15%

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. (cont'd)

	GROUP Third quarter ended			GROUP 9-month period ended		
	31.12.13 \$'000	31.12.12 \$'000	Inc/(Dcr) %	31.12.13 \$'000	31.12.12 \$'000	Inc/(Dcr) %
Profit for the period	19,397	26,872	-28%	47,552	55,906	-15%
Other comprehensive income (net of tax):						
Exchange differences on translation of foreign operations	(1,535)	(486)	216%	(4,771)	(2,568)	86%
Investment revaluation reserve						
- Fair value changes during the year	3,360	(1,843)	NM	6,093	(7,029)	NM
Other comprehensive income/(loss) for the period, net of tax	1,825	(2,329)	NM	1,322	(9,597)	NM
Total comprehensive income for the period	21,222	24,543	-14%	48,874	46,309	6%
Total comprehensive income attributable to:						
Owners of the company	20,493	23,944	-14%	47,431	44,317	7%
Non-controlling interests	729	599	22%	1,443	1,992	-28%
	21,222	24,543	-14%	48,874	46,309	6%

NM – not meaningful

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. (cont'd)

	GROUP			GROUP		
	Third quarter ended			9-month period ended		
	31.12.13 \$'000	31.12.12 \$'000	Inc/(Dcr) %	31.12.13 \$'000	31.12.12 \$'000	Inc/(Dcr) %
<u>Note 1: Other operating income</u>						
Interest income	1,041	845	23%	3,074	2,635	17%
Gain on disposal of assets held for sale	-	-		5,021	-	NM
Gain on disposal of available-for-sale investments	123	5,764	-98%	142	5,727	-98%
Gain on disposal of subsidiaries	466	-	NM	385	9,799	-96%
Fair value adjustment on foreign exchange contracts and held-for-trading investments	(1,472)	(205)	618%	38	(93)	NM
Net foreign currency exchange adjustment	369	253	46%	(1,604)	(142)	1030%
Impairment loss on available-for-sale investments	-	-		-	(4,517)	-100%
Others	318	284	12%	957	824	16%
	845	6,941	-88%	8,013	14,233	-44%
<p>Note 2: There have been reclassifications of comparative figures for fair value adjustment on foreign exchange contracts and held-for-trading investments and loss on disposal of available-for-sale investments from administrative expenses to be consistent with the current period's presentation.</p>						
<p>Note 3: The profit before income tax is arrived at after (charging)/crediting the following:</p>						
Depreciation expense	(2,199)	(1,903)	16%	(6,003)	(4,240)	42%
Loss on disposal of property, plant and equipment	(22)	132	NM	(38)	114	NM
Share-based payment expense	-	-		(15)	-	NM
<u>Note 4: Income tax</u>						
Overprovision in prior years	294	3,257	-91%	269	8,045	-97%

The provision for income tax is made after taking into account non-deductible expenses and temporary differences and based on the statutory tax rates of the respective countries. For the current period, the Group's income tax expense varied from the amount of income tax expense determined by applying the Singapore income tax rate of 17% mainly due to certain expenses which are not deductible for tax purposes and overseas subsidiaries' profits which are subject to higher tax rates.

NM – 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.

Statements of Financial Position

	Note	GROUP		COMPANY	
		31.12.13 \$'000	31.3.13 \$'000	31.12.13 \$'000	31.3.13 \$'000
ASSETS					
Current assets					
Cash and cash equivalents		231,492	223,507	47,855	58,606
Trade receivables		121,275	124,673	-	-
Other receivables and prepayments		31,594	46,375	715	48,329
Held-for-trading investments		1,335	5,307	1,335	5,307
Foreign exchange contracts		372	-	-	-
Loans to subsidiaries		-	-	37,195	16,256
Inventories		4,570	5,260	-	-
Properties held for sale		30,426	30,449	-	-
Contracts work-in-progress		57,571	40,544	-	-
Available-for-sale investments		3,562	4,635	-	4,635
		482,197	480,750	87,100	133,133
Assets held for sale		-	15,550	-	-
Total current assets		482,197	496,300	87,100	133,133
Non-current assets					
Property, plant and equipment		16,435	18,545	-	-
Investment properties		105,465	50,346	-	-
Goodwill		1,349	1,568	-	-
Other intangible assets		1,518	1,829	74	74
Investment in joint venture		4,722	-	-	-
Investments in associates		16,027	2,787	2,787	2,787
Investments in subsidiaries		-	-	134,994	131,666
Available-for-sale investments		54,513	32,340	57,990	32,255
Deferred tax assets		2,727	3,191	-	-
Total non-current assets		202,756	110,606	195,845	166,782
Total assets		684,953	606,906	282,945	299,915
LIABILITIES AND EQUITY					
Current liabilities					
Bank loans	1(b)(ii)	5,415	9,290	-	-
Foreign exchange contracts		-	321	22	162
Trade and other payables		246,224	224,003	4,258	4,898
Loans from subsidiaries		-	-	190,899	203,773
Contracts work-in-progress		22,227	7,642	-	-
Income tax payable		14,644	18,896	-	-
Dividend payable		28	-	28	-
		288,538	260,152	195,207	208,833
Liabilities associated with assets held for sale		-	3,825	-	-
Total current liabilities		288,538	263,977	195,207	208,833
Non-current liabilities					
Long-term bank loans	1(b)(ii)	48,094	25,155	-	-
Pension liability		2,175	1,959	-	-
Deferred income		1,445	1,253	-	-
Deferred tax liabilities		2,129	2,236	-	-
Total non-current liabilities		53,843	30,603	-	-
Capital, reserves and non-controlling interests					
Share capital	1(d)(i)	90,826	74,021	90,826	74,021
Treasury shares		(10,401)	(10,472)	(10,401)	(10,472)
Accumulated profits		262,948	253,206	326	26,539
Other reserves	1(d)(i)	(13,638)	(15,887)	6,987	994
Equity attributable to owners of the company		329,735	300,868	87,738	91,082
Non-controlling interests		12,837	11,458	-	-
Total equity		342,572	312,326	87,738	91,082
Total liabilities and equity		684,953	606,906	282,945	299,915

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

Amount repayable within one year or less, or on demand

As at 31.12.13 \$'000		As at 31.3.13 \$'000	
Secured	Unsecured	Secured	Unsecured
5,415	-	9,290	-

Amount repayable after one year

As at 31.12.13 \$'000		As at 31.3.13 \$'000	
Secured	Unsecured	Secured	Unsecured
48,094	-	25,155	-

An amount of \$3,875,000 as at 31 March 2013 was secured by way of a legal mortgage on a leasehold property of a subsidiary at 12 Changi North Way, Singapore. Full repayment has been made.

An amount of \$1,480,000 (31.3.13: \$2,200,000) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 16 Changi North Way, Singapore.

An amount of \$4,100,000 (31.3.13: \$4,850,000) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 85 Tuas South Avenue 1, Singapore.

An amount of \$2,805,000 (31.3.13: \$3,180,000) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 25 Changi North Rise, Singapore.

An amount of \$8,280,000 (31.3.13: \$9,315,000) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 80 Boon Keng Road, Singapore.

An amount of \$3,750,000 (31.3.13: \$4,200,000) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 26 Changi North Rise, Singapore.

An amount of \$6,093,750 (31.3.13: \$6,825,000) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 10 Changi North Way, Singapore.

An amount of \$27,000,000 (31.3.13: \$Nil) is secured by way of a legal mortgage on a leasehold property of a subsidiary at 36 Tuas Road, Singapore.

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.

Consolidated Statement of Cash Flows

	GROUP		GROUP	
	Third quarter ended 31.12.13 \$'000	31.12.12 \$'000	9-month period ended 31.12.13 \$'000	31.12.12 \$'000
Operating activities				
Profit before income tax	24,370	28,479	59,743	62,182
Adjustments for:				
Depreciation expense	2,199	1,903	6,003	4,240
Loss/(Gain) on disposal of property, plant and equipment	22	(132)	38	(114)
Impairment loss on available-for-sale investments	-	-	-	4,517
Gain on disposal of assets held for sale	-	-	(5,021)	-
Gain on disposal of subsidiaries	(466)	-	(385)	(9,799)
Fair value adjustment on foreign exchange contracts and held-for-trading investments	1,472	205	(38)	93
Share-based payment expense	-	-	15	-
Gain on disposal of available-for-sale investments	(123)	(5,764)	(142)	(5,727)
Finance costs	250	226	575	888
Interest income	(1,041)	(845)	(3,074)	(2,635)
Operating cash flows before changes in working capital	26,683	24,072	57,714	53,645
Decrease/(Increase) in receivables	(39,308)	(27,699)	16,578	(26,450)
(Increase)/Decrease in inventories and contracts work-in-progress	28,581	10,293	(1,752)	(14,369)
(Increase)/Decrease in properties held for sale	-	2,298	-	(6,782)
Increase in payables	12,230	22,650	22,968	32,129
Cash generated from operations	28,186	31,614	95,508	38,173
Interest received	1,041	845	3,074	2,635
Interest paid	(250)	(226)	(575)	(888)
Income tax paid	(4,318)	(1,629)	(16,023)	(14,631)
Net cash generated from operating activities	24,659	30,604	81,984	25,289

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.

Consolidated Statement of Cash Flows (cont'd)

	GROUP		GROUP	
	Third quarter ended 31.12.13 \$'000	31.12.12 \$'000	9-month period ended 31.12.13 \$'000	31.12.12 \$'000
Investing activities				
Proceeds from disposal of property, plant and equipment	87	527	183	532
Proceeds from disposal of available-for-sale investments	5,001	13,032	9,638	13,660
Proceeds from disposal of held-for-trading investments	3,210	-	3,210	-
Proceeds from repayment of loan by a joint venture	6,408	-	6,408	-
Purchase of property, plant and equipment	(867)	(2,054)	(2,128)	(3,810)
Purchase of other intangible assets	-	(92)	-	(92)
Purchase of available-for-sale investments	(11,105)	(20,130)	(24,476)	(20,130)
Increase in investment properties	(45,110)	(7,789)	(75,755)	(29,024)
Loan to an associate company	(11,889)	-	(11,889)	-
Net cash inflow from disposal of assets held for sale	-	-	17,306	-
Net cash inflow from disposal of subsidiaries	19	-	301	53,244
Net cash inflow from disposal of a subsidiary retained as a joint venture	-	-	7,485	-
Net cash inflow on acquisition of subsidiaries	112	-	112	-
Net cash outflow on acquisition of an associate company	(1,351)	-	(1,351)	-
Net cash (used in)/from investing activities	(55,485)	(16,506)	(70,956)	14,380
Financing activities				
Net proceeds from issue of shares of the company	-	-	120	60
Proceeds from short-term bank loans	-	-	-	38,400
Proceeds from long-term bank loans	27,000	-	27,000	22,556
Repayment of short-term bank loans	-	-	-	(38,400)
Repayment of long-term bank loans	(1,354)	(2,395)	(7,936)	(4,765)
Payment of dividends to non-controlling interests	(150)	-	(1,027)	(429)
Repurchase of shares	-	(3,771)	-	(3,771)
Dividends paid	(10,300)	(10,030)	(18,748)	(25,193)
Net cash (used in)/generated from financing activities	15,196	(16,196)	(591)	(11,542)
Net increase/(decrease) in cash and cash equivalents	(15,630)	(2,098)	10,437	28,127
Cash and cash equivalents at beginning of the period	247,595	220,959	223,507	192,507
Effect of foreign exchange rate changes	(473)	(338)	(2,452)	(2,111)
Cash and cash equivalents at end of the period	231,492	218,523	231,492	218,523

	GROUP		GROUP	
	Third quarter ended 31.12.13 \$'000	31.12.12 \$'000	9-month period ended 31.12.13 \$'000	31.12.12 \$'000
<u>Note to Consolidated Statement of Cash Flows</u>				
Cash and cash equivalents				
Cash at bank	109,294	71,926	109,294	71,926
Short-term deposits	122,198	146,597	122,198	146,597
Cash and cash equivalents at end of the period	231,492	218,523	231,492	218,523

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.

	(-----Other reserves-----)								Equity attributable to owners of the company	Non-controlling interests	Total
	Share capital	Treasury shares	Accumulated profits	Investment revaluation reserve	Capital reserve	Share-based payment reserve	Foreign currency translation reserve	Subtotal			
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
GROUP											
Balance at 1 April 2013	74,021	(10,472)	253,206	835	(10,710)	159	(6,171)	(15,887)	300,868	11,458	312,326
Total comprehensive income for the period	-	-	26,736	2,733	-	-	(2,531)	202	26,938	714	27,652
Dividends to non-controlling shareholders	-	-	-	-	-	-	-	-	-	(118)	(118)
Disposal of subsidiaries	-	-	-	-	-	-	-	-	-	92	92
Dividends	-	-	(25,118)	-	-	-	-	-	(25,118)	-	(25,118)
Issue of shares	16,805	71	-	-	-	(100)	-	(100)	16,776	-	16,776
Balance at 30 September 2013	90,826	(10,401)	254,824	3,568	(10,710)	59	(8,702)	(15,785)	319,464	12,146	331,610
Total comprehensive income for the period	-	-	18,424	3,360	-	-	(1,291)	2,069	20,493	729	21,222
Acquisition of subsidiary	-	-	-	-	-	-	-	-	-	112	112
Dividends to non-controlling shareholders	-	-	-	-	-	-	-	-	-	(150)	(150)
Disposal of subsidiaries	-	-	-	-	-	-	78	78	78	-	78
Dividends	-	-	(10,300)	-	-	-	-	-	(10,300)	-	(10,300)
Balance at 31 December 2013	90,826	(10,401)	262,948	6,928	(10,710)	59	(9,915)	(13,638)	329,735	12,837	342,572

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)										
	Share capital \$'000	Treasury shares \$'000	Accumulated profits \$'000	Investments revaluation reserve \$'000	Capital reserve \$'000	Share-based payment reserve \$'000	Foreign currency translation reserve \$'000	Subtotal \$'000	Equity attributable to owners of the company \$'000	Non-controlling interests \$'000	Total \$'000
GROUP											
Balance at 1 April 2012	73,961	(6,701)	196,945	4,916	(10,710)	29	(3,986)	(9,751)	254,454	9,878	264,332
Total comprehensive income for the period	-	-	27,475	(5,186)	-	-	(1,916)	(7,102)	20,373	1,393	21,766
Dividends to non-controlling shareholders	-	-	-	-	-	-	-	-	-	(303)	(303)
Dividends	-	-	(15,163)	-	-	-	-	-	(15,163)	-	(15,163)
Issue of shares	60	-	-	-	-	-	-	-	60	-	60
Balance at 30 September 2012	74,021	(6,701)	209,257	(270)	(10,710)	29	(5,902)	(16,853)	259,724	10,968	270,692
Total comprehensive income for the period	-	-	26,221	(1,843)	-	-	(434)	(2,277)	23,944	599	24,543
Dividends	-	-	(10,030)	-	-	-	-	-	(10,030)	-	(10,030)
Repurchase of shares	-	(3,771)	-	-	-	-	-	-	(3,771)	-	(3,771)
Balance at 31 December 2012	74,021	(10,472)	225,448	(2,113)	(10,710)	29	(6,336)	(19,130)	269,867	11,567	281,434

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)						Total \$'000
	Share capital \$'000	Treasury shares \$'000	Accumulated profits \$'000	Investments revaluation reserve \$'000	Share- based payment reserve \$'000	Subtotal \$'000	
COMPANY							
Balance at 1 April 2013	74,021	(10,472)	26,539	835	159	994	91,082
Total comprehensive income for the period	-	-	9,331	2,733	-	2,733	12,064
Dividends	-	-	(25,118)	-	-	-	(25,118)
Issue of shares	16,805	71	-	-	(100)	(100)	16,776
Balance at 30 September 2013	90,826	(10,401)	10,752	3,568	59	3,627	94,804
Total comprehensive income for the period	-	-	(126)	3,360	-	3,360	3,234
Dividends	-	-	(10,300)	-	-	-	(10,300)
Issue of shares	-	-	-	-	-	-	-
Balance at 31 December 2013	90,826	(10,401)	326	6,928	59	6,987	87,738

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)						Total \$'000
	Share capital \$'000	Treasury shares \$'000	Accumulated profits \$'000	Investments revaluation reserve \$'000	Share- based payment reserve \$'000	Subtotal \$'000	
COMPANY							
Balance at 1 April 2012	73,961	(6,701)	15,736	4,916	29	4,945	87,941
Total comprehensive income for the period	-	-	9,802	(5,186)	-	(5,186)	4,616
Dividends	-	-	(15,163)	-	-	-	(15,163)
Issue of shares	60	-	-	-	-	-	60
Balance at 30 September 2012	74,021	(6,701)	10,375	(270)	29	(241)	77,454
Total comprehensive loss for the period	-	-	(2,131)	(1,843)	-	(1,843)	(3,974)
Dividends	-	-	(10,030)	-	-	-	(10,030)
Repurchase of shares	-	(3,771)	-	-	-	-	(3,771)
Balance at 31 December 2012	74,021	(10,472)	(1,786)	(2,113)	29	(2,084)	59,679

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.

The issued and paid-up capital of the Company (excluding treasury shares) remain unchanged at 515,000,524 ordinary shares as previous period reported on. As at 31 December 2013, there were a total of 16,343,089 (31.12.12: 16,456,000) treasury shares.

As at 31 December 2013, there were unexercised options of 60,000 (31.12.12: 260,000) of unissued ordinary shares under the Boustead Share Option Scheme 2001.

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 31.12.13	As at 31.3.13
Total number of issued shares (excluding treasury shares)	515,000,524	501,479,524

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

On 1 August 2013, 112,911 treasury shares were utilised for issue of 112,911 ordinary shares under the Boustead Restricted Share Plan 2011.

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.

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 same accounting policies and methods of computation as in the most recently audited annual financial statements have been applied.

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.

None.

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	
	Third quarter ended 31.12.13	31.12.12	9-month period ended 31.12.13	31.12.12
Earnings per ordinary share for the period after deducting any provision for preference dividends:-				
(i) Based on weighted average number of ordinary shares in issue (¢)	3.6	5.2	8.9	10.7
(ii) On a fully diluted basis (¢)	3.6	5.2	8.9	10.7
Weighted average number of ordinary shares in issue:				
Basic (*)	515,000,524	501,479,524	507,590,292	504,088,857
Fully diluted basis (**)	515,600,502	501,578,069	508,188,467	504,182,546

* The basic earnings per share is computed based on the weighted average number of ordinary shares in issue.

** The fully diluted earnings per share is computed based on weighted average number of ordinary shares in issue adjusted for the effects of all potential dilutive ordinary shares.

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 current financial period reported on and immediately preceding financial year.

	GROUP		COMPANY	
	31.12.13	31.3.13	31.12.13	31.3.13
Net asset value per ordinary share based on issued shares (excluding treasury shares) as at the end of the period reported on (¢)	64.0	60.0	17.0	18.2
Number of issued shares (excluding treasury shares) as at the end of the period reported on	515,000,524	501,479,524	515,000,524	501,479,524

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.**

Overview

The Group's revenue is derived largely from project-oriented businesses and as such, quarterly results would not accurately reflect the full-year's performance. Full-year to full-year comparisons are more appropriate for analytical purposes.

For 3Q FY2014 ended 31 December 2013, the Group registered revenue of \$129.7 million and profit attributable to owners of the company of \$18.4 million, a decrease of 8% and 30% respectively, compared to 3Q FY2013. The financial results of 3Q FY2013 contained the following non-recurring items: 1) a \$5.8 million gain on disposal of an available-for-sale investment; and 2) a \$3.3 million income tax refund. After adjusting for such non-recurring items, the profit attributable to owners of the company for 3Q FY2014 would have been 7% higher than that of 3Q FY2013.

For 9M FY2014, the Group achieved revenue of \$371.7 million, an increase of 1% over 9M FY2013. Profit attributable to owners of the company came in at \$45.2 million, 16% lower than that of 9M FY2013. However, after adjusting for significant non-recurring items, it would have been 16% higher than that of 9M FY2013.

Segment/Division Revenue

Segment/ Division	Revenue			Revenue		
	3Q FY2014 \$m	3Q FY2013 \$m	Favourable/ (Unfavourable) Change %	9M FY2014 \$m	9M FY2013 \$m	Favourable/ (Unfavourable) Change %
Engineering Services						
- Energy- Related Engineering	49.5	31.5	+57	126.3	86.3	+46
- Water & Wastewater Engineering	2.2	6.0	-63	8.6	16.0	-46
- Real Estate Solutions	51.0	77.0	-34	158.3	179.8	-12
	102.7	114.5	-10	293.2	282.1	+4
Geo-Spatial Technology	27.0	27.0	+0	78.5	85.0	-8
Group Total	129.7	141.5	-8	371.7	367.1	+1

The Energy-Related Engineering Division boosted revenue to \$49.5 million, up 57%, on the robust recovery of the downstream oil & gas business.

Amidst the continuing competitive landscape globally, the Water & Wastewater Engineering Division experienced a 63% decline in revenue to \$2.2 million.

The Real Estate Solutions Division recorded revenue of \$51.0 million, a fall of 34%. The reduction in design-and-build revenue was partly due to fewer projects implemented this quarter and the ongoing strategy of expanding the industrial leasehold portfolio, which in future will provide increasing recurring rental income.

The Geo-Spatial Technology Division attained a 7% revenue improvement in 3Q FY2014 compared to the corresponding quarter last year. However, due to the weaker AUD, the translated revenue in SGD terms for both quarters was similar.

Group Profitability

For 3Q FY2014, the Group's gross profit reached \$49.2 million, a rise of 6%. The gross profit margin strengthened to 38%, compared to 33% a year earlier, due largely to the unlocking of improved gross margins on specific projects undertaken by the Group's engineering divisions.

Other operating income in 3Q FY2014 was considerably lower than that of 3Q FY2013, as the latter included a \$5.8 million gain on disposal of an available-for-sale investment.

Overhead and other operating expenses climbed marginally by 3% to \$25.4 million, due mainly to higher selling and distribution expenses, and an increase in other operating expenses related to the growth of the completed portion of the industrial leasehold portfolio.

Profit before income tax decreased by 14% to \$24.4 million. A breakdown of the profit before income tax by core operating divisions is provided.

Segment/ Division	PBT			PBT		
	3Q FY2014 \$m	3Q FY2013 \$m	Favourable/ (Unfavourable) Change %	9M FY2014 \$m	9M FY2013 \$m	Favourable/ (Unfavourable) Change %
Engineering Services						
- Energy-Related Engineering	4.0	3.2	+25	10.3	7.5	+37
- Water & Wastewater Engineering	0.6	0.4	+50	0.3	0.0	NM
- Real Estate Solutions	12.5	*20.9	-40	31.8	**41.5	-23
	17.1	24.5	-30	42.4	49.0	-13
Geo-Spatial Technology	6.9	6.6	+5	18.7	22.4	-17
HQ Activities	0.4	(2.6)	NM	(1.4)	*** (9.2)	+85
Group Total	24.4	28.5	-14	59.7	62.2	-4

* Includes gain on disposal of available-for-sale investment
** Includes gain on disposal of subsidiary and gain on disposal of available-for-sale investment
*** Includes impairment loss on available-for-sale investment
NM – not meaningful

All four core operating divisions were profitable, with profit growth registered across three of the divisions.

For 3Q FY2014, the Group's profit attributable to owners of the company decreased to \$18.4 million, down 30%, due to reasons mentioned earlier.

Statement of Cash Flows

During 3Q FY2014, as a result of a significant increase in investment properties and the payment of interim dividends, cash and cash equivalents (after taking into account the effect of foreign exchange rate changes) were reduced by \$16.1 million to \$231.5 million. Net cash generated from operating activities amounted to \$24.7 million. Net cash used in investing activities amounted to \$55.5 million, due primarily to the \$45.1 million increase in investment properties and a \$13.2 million cash outflow on the acquisition of and loan to an associate company. Net cash generated from financing activities amounted to \$15.2 million, with an inflow of \$27 million from a new long-term bank loan secured for the purchase of the AusGroup property and offset by the payment of \$10.3 million in interim dividends.

Statement of Financial Position

At the end of 9M FY2014, the Group's financial position remained healthy.

Net contracts work-in-progress increased due to specific project costs which had been incurred and invoiced to clients by the Group's engineering divisions and certified after 9M FY2014. Investment properties more than doubled to \$105.5 million, due mainly to the purchase of the AusGroup property and the progressive construction of the industrial leasehold portfolio. Non-current available-for-sale investments climbed to \$54.5 million as the Group continued to expand investment positions under the cash management programme. Long-term bank loans grew significantly with the new bank loan secured for the purchase of the AusGroup property.

The increase in the Group's share capital to \$90.8 million was the result of the successful take-up of about two-thirds of the scrip dividend offered on the applicable final and special dividends for FY2013.

The Group's net asset value per share improved to 64.0 cents at the end of 9M FY2014 from 60.0 cents at the end of FY2013.

The Group's net cash position (i.e. net of all bank borrowings) stood at \$178.0 million at the end of 9M FY2014, translating to a net cash per share position of 34.6 cents. In addition, the Group held \$59.4 million in held-for-trading and available-for-sale investments at the end of 9M FY2014.

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

None.

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 remains cautious on its business outlook in line with the current uncertain global economic conditions.

Enquiry pipelines across the Group remain healthy although negotiation periods are expected to remain slightly protracted. Intensifying competition may also have an impact on future gross margins.

During 3Q FY2014, the Group made good progress on several fronts related to property-related business developments. Firstly, the Group expanded the industrial leasehold portfolio to enhance future recurring rental income and also to achieve a critical mass in order to unlock the value of the portfolio. The Group completed the acquisition of the AusGroup property, a good redevelopment opportunity, and also secured Energy Alloys and Tognum as new clients under design-build-and-lease arrangements. Secondly, the Group entered the new market of Iskandar Malaysia through a joint venture between business units of Boustead Projects, AME, Tat Hong and CSC for the joint development of almost 120,000 square metres of vacant industrial land in Nusajaya.

At the start of 2014, Boustead Projects took a 5.5% stake in the proposed acquisition of Grade A commercial property, TripleOne Somerset in Singapore, together with a consortium of partners led by Perennial Real Estate Holdings. TripleOne Somerset will undergo a planned \$150 million asset enhancement programme, in which Boustead Projects intends to participate, subject to pricing and the consortium's approval.

The Group's order book backlog currently stands at \$371 million (as at the end of 3Q FY2014 plus new orders since), compared to \$340 million stated in the 3Q FY2013 financial results announcement.

With a healthy \$178 million net cash position, ready access to bank financing and a \$500 million multicurrency debt issuance programme in place, the Group is well positioned to enter into more strategic alliances and capitalise on new investment opportunities.

Since the Group's last update in respect of the Group's financial exposure in Libya on the Al Marj Project in the 2Q FY2014 financial results announcement, the Group's legal advisors have reconfirmed the strength of the Group's case. The trial is scheduled to take place from 18 to 28 February 2014.

The Group expects profits in FY2014 to remain sturdy but will not match the record level achieved in FY2013.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared 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/recommendeded for this period.

13. If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Company has not obtained a general mandate from shareholders for interested person transactions.

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

We, Wong Fong Fui and Loh Kai Keong, being two of the directors of Boustead Singapore Limited (the "Company"), do hereby confirm on behalf of the directors of the Company that, to the best of our knowledge, nothing has come to the attention of the board of directors of the Company which may render the 3Q FY2014 financial results to be false or misleading in any material aspect.

On behalf of the board of directors

WONG FONG FUI
Chairman

LOH KAI KEONG
Director

BY ORDER OF THE BOARD

Alvin Kok
Company Secretary
13 February 2014