Co Reg No. 199956789A (Incorporated in the Republic of Singapore)

FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2014

DIRECTORS' REPORT

For the financial year ended 31 December 2014

The Directors present their report together with the audited consolidated financial statements of the Group and balance sheet and statement of changes in equity of the Company for the financial year ended 31 December 2014.

1. DIRECTORS

The Directors of the Company in office at the date of this report are:

Jacob Tan (Chairman)
Emily Lee (Deputy Chairman)
Michael Goh (Chief Executive Officer)
Joshua Lim

2. AUDIT COMMITTEE

The Audit Committee of the Board of Directors comprises five independent Directors. Members of the Committee are:

Lim Daniel (Chairman)

Tony Tan

Emma Ho

Alvin Yeo

Danny Lin

The Audit Committee recommended to the Board of Directors the re-appointment of ABC LLP as external auditors of the Company at the forthcoming Annual General Meeting.

3. DIRECTORS' INTEREST IN SHARES AND DEBENTURES

According to the Register of Directors' shareholdings kept by the Company for the purpose of Section 164 of the Companies Act, none of the Directors holding office at the end of the financial year had any interest in the shares and debentures of the Company and related corporations, except as follows:

	Holdings At				
<i>K</i> ************************************	<u>1.1.2014</u>	31.12.2014	21.1.2014		
ABC Limited					
(Ordinary shares)					
Jacob Tan	20,000	33,000	33,000		
Emily Lee	9,000	43,200	43,200		
Michael Goh	2,321,666	3,114,832	3,114,832		
Joshua Lim	200,000	220,000	220,000		

DIRECTORS' REPORT

For the financial year ended 31 December 2014

4. AUDITORS

The auditors, ABC LLP, have expressed their willingness to accept re-appointment.

On behalf of the Board

JACOB TAN

Chief Executive Officer

EMILY LEE

Senior Executive Director

Singapore, 2 February 2015

STATEMENT BY DIRECTORS

For the financial year ended 31 December 2014

We, JACOB TAN and EMILY LEE being two Directors of ABC Limited, do hereby state that in the opinion of the Directors, the consolidated financial statements of the Group and the balance sheet and statement of changes in equity of the Company are drawn up so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 December 2014, and of the results, changes in equity and cash flows of the Group and changes in equity of the Company for the financial year then ended and at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

On behalf of the Board

JACOB TAN

Chief Executive Officer

Singapore, 2 February 2015

EMILY LEE

Senior Executive Director

INDEPENDENT AUDITORS' REPORT to the Members of ABC Limited For the financial year ended 31 December 2014

Report on the Financial Statements

We have audited the accompanying financial statements of ABC Limited ("Company") and its subsidiaries ("Group") which comprise the balance sheets of the Group and the Company as at 31 December 2014, the profit and loss account, statement of comprehensive income, statement of changes in equity and statement of cash flows of the Group and the statement of changes in equity of the Company for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Singapore Companies Act (the "Act") and Singapore Financial Reporting Standards and for devising and maintaining a system of internal accounting controls sufficient to provide reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss accounts and balance sheets and to maintain accountability of assets.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

INDEPENDENT AUDITORS' REPORT to the Members of ABC Limited For the financial year ended 31 December 2014

Opinion

In our opinion, the consolidated financial statements of the Group and the balance sheet and statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 December 2014 and of the results, changes in equity and cash flows of the Group and changes in equity of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiaries incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

ABC LLP

Public Accountants and Certified Public Accountants Singapore

Olivia Tan Partner Appointed on 21 April 2014

2 February 2015

BALANCE SHEETS As at 31 December 2014

		Group		Company		
	Note	31	31	31	31	
		December	December	December	December	
		2014	2013	2014	2013	
		\$'000	\$'000	\$'000	\$'000	
Share capital	3	1,016,112	906,409	1,016,112	906,409	
Reserves	4	6,374,270	5,508,975	4,193,452	3,783,517	
Share capital & reserves		7,390,382	6,415,384	5,209,564	4,689,926	
Non-controlling interests		3,800,674	2,866,384	-		
Capital employed		11,191,056	9,281,768	5,209,564	4,689,926	
cup-uncu-p-cy cu			,,,,	-,,	4	
Represented by:						
Fixed assets	5	2,715,517	2,243,150	4,080	5,120	
Investment properties	6	4,610,107	3,207,539	// A <u>-</u>	-	
Subsidiaries	7	_	- ·	3,928,160	3,580,409	
Associated companies	8	4,232,047	3,586,904	_	55	
Investments	9	310,759	299,896	<u>_</u>	_	
Long term assets	10	267,060	28,646	339	360	
Intangibles	11	98,573	107,676	-	-	
intuing.vies	11	12,234,063	9,473,811	3,932,579	3,585,944	
Current assets		12,20 1,000	7,175,011	0,702,817	3,303,711	
Stocks & work-in-progress		6	* *			
in excess of related	12	6,218,945	3,940,126	_	_	
billings	12	0,210,710	3,7 .0,120			
Amounts due from:		K P				
- subsidiaries	13		_	2,204,813	1,732,273	
- associated companies	13	403,775	305,162	1,483	2,575	
Debtors	14	2,027,933	1,958,993	78,164	82,416	
Short term investments	15	577,400	536,872	70,104	02,410	
Bank balances, deposits &	16	3,020,454	4,245,990	1,621	207,073	
cash	10	3,020,434	4,243,990	1,021	207,073	
Casii		12,248,507	10,987,143	2,286,081	2,024,337	
Current liabilities		12,240,307	10,707,143	2,200,001	2,024,337	
Creditors	17	5,323,267	4,342,963	234,396	138,435	
Billings on work-in-	1 /	3,323,207	7,572,705	234,370	130,733	
progress	12	1,863,881	1,638,193	_	_	
in excess of related costs	12	1,005,001	1,030,193	-	-	
Provisions	18	77,674	83,586			
Amounts due to:	10	77,074	65,560	-	-	
- subsidiaries	12			220 952	241.702	
	13 13	62 019	180,609	229,852	241,792	
- associated companies		63,918	*	17 ((0	0.047	
Term loans	19 27	808,475	391,764	17,668	9,047	
Taxation	27	478,911	455,079	22,244	26,147	
Bank overdrafts	20	0.616.126	736	-	415.421	
		8,616,126	7,092,930	504,160	415,421	
Net current assets		3,632,381	3,894,213	1,781,921	1,608,916	
Non-current liabilities		2,002,001	2,071,213	19.019/21	1,000,710	
Term loans	19	4,068,696	3,675,968	500,000	500,000	
i viili ivulis	1)	7,000,070	3,013,700	200,000	200,000	

Deferred taxation	21	606,692	410,288	4,936	4,934
		4,675,388	4,086,256	504,936	504,934
Net assets		11,191,056	9,281,768	5,209,564	4,689,926

See accompanying notes to the financial statements.

CONSOLIDATED PROFIT AND LOSS ACCOUNTFor the financial year ended 31 December 2014

	<u>Note</u>	2014 \$'000	2013 \$'000
Revenue	22	10,082,467	9,139,608
Materials and subcontract costs		(6,273,001)	(5,767,767)
Staff costs	23	(1,432,889)	(1,367,077)
Depreciation and amortisation		(208,571)	(188,633)
Other operating expenses		(270,699)	(259,820)
Operating profit	24	1,897,307	1,556,311
Investment income	25	24,589	7,946
Interest income	25	113,982	111,350
Interest expenses	25	(98,230)	(64,701)
Share of results of associated companies	8	239,772	278,211
Profit before tax and exceptional items		2,177,420	1,889,117
Exceptional items	26	1,135,282	661,101
Profit before taxation		3,312,702	2,550,218
Taxation	27	(640,506)	(560,060)
Profit for the year		2,672,196	1,990,158
			_
Attributable to:			
Shareholders of the Company	/ 	1,840,512	1,511,064
Non-controlling interests	•	831,684	479,094
		2,672,196	1,990,158
K /			
Earnings per ordinary share	28		
- basic	20	103.5 cts	85.9 cts
- diluted		103.3 cts	85.3 cts
- diluted		102.4 Cts	65.5 CIS
Gross dividend per ordinary share	29		
Interim dividend paid	-	17.0 cts	14.5 cts
Final dividend proposed		26.0 cts	23.7 cts
Total distribution		43.0 cts	38.2 cts
	•	-3.0 -0.0	

See accompanying notes to the financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOMEFor the financial year ended 31 December 2014

	2014 \$'000	2013 \$'000
Profit for the year	2,672,196	1,990,158
Available-for-sale assets		
- Fair value changes arising during the year	(146,669)	130,996
- Realised & transferred to profit and loss account	(18,906)	1,663
Cash flow hedges		
- Fair value changes arising during the year, net of tax	(116,932)	(1,247)
- Realised & transferred to profit and loss account	10,725	(47,508)
	<i>K</i>	
Foreign exchange translation	15 215	(100.550)
- Exchange difference arising during the year	15,617	(100,559) 10,013
- Realised & transferred to profit and loss account	(4,077)	10,013
Share of other comprehensive (expense)/income	7 //	
of associated companies	(13,880)	3,133
Other comprehensive (expense)/income for the	(254 122)	(2.500)
year,	(274,122)	(3,509)
net of tax		
Total comprehensive income for the year	2,398,074	1,986,649
Attributable to:		
Shareholders of the Company	1,570,211	1,547,122
Non-controlling interests	827,863	439,527
	2,398,074	1,986,649

CONSOLIDATED STATEMENT OF CASH FLOWS For the financial year ended 31 December 2014

	2014 \$'000	2013 \$'000
OPERATING ACTIVITIES	\$ 000	\$ 000
Operating profit	1,897,307	1,556,311
Adjustments:	1,000.,000.	1,000,011
Depreciation and amortisation	208,571	188,633
Share-based payment expenses	51,274	38,437
Profit on sale of fixed assets and investment properties	(26,959)	(4,949)
Impairment of assets	-	10,715
Operational cash flow before changes in working capital	2,130,193	1,789,147
Working capital changes:	_,,_	
Stocks & work-in-progress	(1,856,459)	(594,375)
Debtors	(314,907)	(292,304)
Creditors	563,681	(65,033)
Investments	(217,518)	(71,646)
Intangibles	(10,199)/	(5,256)
Advances to associated companies	(223,772)	928
Translation of foreign subsidiaries	9,414	(73,660)
· ·	/80,433	687,801
Interest received	119,032	112,888
Interest paid	(98,118)	(57,223)
Income taxes paid, net of refunds received	(343,424)	(293,226)
Net cash (used in)/from operating activities	(242,077)	450,240
INVESTING ACTIVITIES		
Acquisition of subsidiary and business	-	(49,184)
Advance payment for acquisition of a subsidiary	(207,930)	-
Acquisition and further investment in associated companies	(477,340)	(343,788)
Acquisition of fixed assets and investment properties	(875,773)	(873,073)
Proceeds from disposal of interest in a subsidiary	-	16,281
Disposal of subsidiaries	(153)	-
Return of capital and disposal of associated companies	53,970	303,165
Proceeds from disposal of fixed assets and investment properties	73,936	58,430
Dividend received from investments and associated companies	175,516	245,119
Net cash used in investing activities	(1,257,774)	(643,050)
FINANCING ACTIVITIES		
Proceeds from share issues	99,281	73,501
Proceeds from non-controlling shareholders of subsidiaries	245,275	5,091
Proceeds from disposal of interest in a subsidiary	24,991	-
Proceeds from term loans	1,231,567	3,221,224
Repayment of term loans	(422,128)	(921,644)
Acquisition of additional shares in subsidiaries	(22,211)	(117,464)
Dividend paid to shareholders of the Company	(723,857)	(627,183)
Dividend paid to non-controlling shareholders of subsidiaries	(157,867)	(129,580)
Net cash from financing activities	275,051	1,503,945
	,,	
Net (decrease)/increase in cash and cash equivalents	(1,224,800)	1,311,135
Cash and cash equivalents as at 1 January	4,245,254	2,934,119
Cash and cash equivalents as at 31 December	3,020,454	4,245,254

See accompanying notes to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS For the financial year ended 31 December 2014

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. GENERAL

The Company is incorporated and domiciled in Singapore and is listed on the Singapore Exchange Securities Trading Limited. The address of its principal place of business and registered office is 1 Broadway Avenue #01-01, Singapore 123456.

The Company's principal activity is that of an investment holding and management company.

There has been no significant change in the nature of these principal activities during the financial year.

The financial statements of the Group for the financial year ended 31 December 2014 and the balance sheet and statement of changes in equity of the Company at 31 December 2014 were authorised for issue in accordance with a resolution of the Board of Directors on 2 February 2015.

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation

The financial statements have been prepared in accordance with the provisions of the Singapore Companies Act and Singapore Financial Reporting Standards ("FRS"). The financial statements have been prepared under the historical cost convention, except as disclosed in the accounting policies below.

NOTES TO THE FINANCIAL STATEMENTS For the financial year ended 31 December 2014

5. PROPERTY, PLANT AND EQUIPMENT

				Plant,		
	Freehold	Leasehold		Machinery	Capital	
	Land &	Land &	Motor	&	Work-in-	
	Buildings	Buildings	Vehicles	Equipment	Progress	/ Total
	\$'000	\$'000	\$'000	\$'000	\$,000	\$'000
Group						
2014					<i>K</i>	
Cost					4	
At 1 January	121,558	1,353,706	320,642	1,991,375	256,398	4,043,679
Additions	8,507	22,854	5,163	45,193	553,566	635,283
Disposals	(1,225)	(10,124)	(30,127)	(34,908)	-	(76,384)
Write-off	-	-	(1,202)	(1,005)	(5)	(2,212)
Subsidiary disposed	-	(67)	-	(1,463)	-	(1,530)
Reclassification						
- Stocks	-	13,559	7/	-	-	13,559
 Investment properties 	-	24,500	<u></u> +	64,500	-	89,000
- Other assets	9	76	(12,276)	(2,460)	(698)	(15,349)
 Other fixed assets 						
categories	(26,645)	47,559	132,019	60,882	(213,815)	-
Exchange differences	338	(5,279)	(1,975)	(3,964)	(706)	(11,586)
At 31 December	102,542	1,446,784	412,244	2,118,150	594,740	4,674,460
Accumulated						
Depreciation &						
Impairment Losses		4				
At 1 January	33,757	572,107	141,732	1,052,933	-	1,800,529
Depreciation charge	3,616	52,052	24,472	121,855	-	201,995
Impairment loss	// /					
(Note 26)	891	16,900	-	-	-	17,791
Disposals	(636)	(4,147)	(9,229)	(32,313)	-	(46,325)
Write-off	<u> </u>	-	(1,023)	(782)	-	(1,805)
Subsidiary disposed	-	(66)	-	(1,206)	-	(1,272)
Reclassification	•			• 40		2.40
- Stocks	-	-	- (4.160)	248	-	248
- Other assets	25	67	(4,166)	(2,031)	-	(6,105)
- Other fixed assets		260		(2(0)		
categories	- (117)	260	(7(3)	(260)	-	((112)
Exchange differences	(117)	(2,816)	(762)	(2,418)	-	(6,113)
At 31 December	37,536	634,357	151,024	1,136,026	-	1,958,943
NI/D LY	(= 00<	012 425	264 222	002.12.1	504540	2 515 515
Net Book Value	65,006	812,427	261,220	982,124	594,740	2,715,517

NOTES TO THE FINANCIAL STATEMENTS For the financial year ended 31 December 2014

Group	Freehold Land & <u>Buildings</u> \$'000	Leasehold Land & Buildings \$'000	Motor <u>Vehicles</u> \$'000	Plant, Machinery & Equipment \$'000	Capital Work-in- <u>Progress</u> \$'000	Total \$'000
2013						4
Cost						
At 1 January	54,337	1,333,783	233,049	1,855,079	278,232	3,754,480
Additions	147	30,454	48,017	52,817	99,405	230,840
Disposals	-	(2,573)	(22,797)	(20,062)	-	(45,432)
Write-off	(22)	(68)	-	(4,751)	(7,442)	(12,283)
Subsidiary acquired	68,377	3,762	44,033	60,517	-	176,689
Subsidiaries disposed	-	-	-	(1,239)	-	(1,239)
Reclassification						
- Stocks	-	-	-	(946)	-	(946)
- Investment properties	(676)	<u>-</u>	-	162	-	(514)
- Other assets	(92)	(7,615)	- •	(30)	(945)	(8,682)
- Other fixed assets						
categories	606	16,100	21,247	71,480	(109,433)	-
Exchange differences	(1,119)	(20,137)	(2,907)	(21,652)	(3,419)	(49,234)
At 31 December	121,558	1,353,706	320,642	1,991,375	256,398	4,043,679
Accumulated			7			
Depreciation &						
Impairment Losses		44				
At 1 January	18,852	522,729	125,689	930,038	-	1,597,308
Depreciation charge	2,319	48,382	22,760	113,254	-	186,715
Impairment loss						
(Note 26)	·//	10,319	-	17,453	-	27,772
Disposals	0 to -	(1,742)	(11,532)	(16,839)	-	(30,113)
Write-off	(22)	(470)	(3,913)	(3,634)	-	(8,039)
Subsidiary acquired	13,254	2,539	10,522	26,838	-	53,153
Subsidiaries disposed	-	-	-	(232)	-	(232)
Reclassification						
- Stocks	-	-	-	178	-	178
- Other assets	(26)	(1,158)	-	(89)	-	(1,273)
- Other fixed assets						
categories	-	450	-	(450)	-	-
Exchange differences	(620)	(8,942)	(1,794)	(13,584)		(24,940)
At 31 December	33,757	572,107	141,732	1,052,933		1,800,529
Net Book Value	87,801	781,599	178,910	938,442	256,398	2,243,150

During the financial year, the Group recognised impairment losses of \$17,791,000 (2013: \$27,772,000) which relates to write-down of non-performing assets in the Property and Investment divisions.

NOTES TO THE FINANCIAL STATEMENTS For the financial year ended 31 December 2014

	Freehold	Plant,	
	Land &	Machinery	
	Buildings	<u>&</u>	Total
C	\$'000	Equipment	\$'000
Company 2014		\$'000	
Cost			/
At 1 January	6,569	6,867	13,436
Additions	0,307	101	101
Disposals	_	(80)	(80)
At 31 December	6,569	6,888	13,457
At 31 December	0,307	0,000	13,437
Accumulated			
Depreciation			
At 1 January	1,793	6,523	8,316
Depreciation charge	41 //	209	250
Impairment loss	891	-	891
Disposals		(80)	(80)
At 31 December	2,725	6,652	9,377
Net Book Value	3,844	236	4,080
Walter and the second s			
2013	*		
Cost			
At 1 January	6,569	7,046	13,615
Additions	, <u>-</u>	133	133
Disposals	_	(312)	(312)
At 31 December	6,569	6,867	13,436
Accumulated			
<u>Depreciation</u>			
At 1 January	1,752	6,433	8,185
Depreciation charge	41	298	339
Disposals		(208)	(208)
At 31 December	1,793	6,523	8,316
Net Book Value	4,776	344	5,120

14. TRADE AND OTHER RECEIVABLES

	Group		Com	ipany
	2014	2013	2014	2013
	\$'000	\$'000	\$'000	\$'000
Trade debtors	1,249,437	1,053,217	-	_
Provision for doubtful debts	(39,367)	(39,156)	_	_
	1,210,070	1,014,061		
Long term receivables due				
within one year (Note 10)	11,315	1,431	195	200
Sundry debtors	83,154	62,598	853	371
Prepaid project cost & prepayments	85,628	57,275	210	197
Derivative financial	,			-,,
instruments (Note 33)	96,736	106,488	76,541	81,228
Tax recoverable	21,652	23,189	_	-
Goods & Services Tax receivable	92,094	88,466	<u> </u>	_
Interest receivable	14,701	19,751	31	42
Deposits paid	19,479	18,246	334	378
Land tender deposits	38,020	140,021	-	-
Advance land payments	115,493	241,796	_	_
Recoverable accounts	42,057	41,765	_	_
Accrued receivables	17,981	9,459	_	_
Advances to subcontractors	103,294	116,386	_	_
Advances to corporations in which	100,251	<i>*</i> 110,500		
the Group has investment interests	249	250	_	_
Advances to non-controlling		250		
shareholders of subsidiaries	104,474	44,759	_	_
Shareholasis of Saosialaries	* 846,327	971,880	78,164	82,416
Provision for doubtful debts	(28,464)	(26,948)	70,104	02,110
1 To Vision for doubtful debts	817,863	944,932	78,164	82,416
Total	2,027,933	1,958,993	78,164	82,416
Total	2,027,933	1,930,993	70,104	62,410
11				
M	C. 11			
Movements in the provision for debto	rs are as follow	WS:		
At 1 January	66,104	64,372	_	_
Charge to profit and loss account	4,619	5,609	_	_
Amount written off	(2,370)	(2,598)	_	_
Subsidiary disposed	(228)	-	_	_
Exchange differences	(294)	(1,279)	_	_
At 31 December	67,831	66,104		
/ 1101255000	37,001			
<i>W</i>				

17. TRADE AND OTHER PAYABLES

		Group	C	Company
	2014	2013	2014	2013
	\$'000	\$'000	\$'000	\$'000
Trade creditors	850,953	682,357	-	38
Customers' advances				
and deposits	98,334	74,999	57	57
Derivative financial				
instruments (Note 33)	141,422	51,720	90,665	26,950
Sundry creditors	1,000,570	754,078	3,404	_{//} 16,905
Accrued operating expenses	2,720,461	2,305,512	136,798	90,980
Advances from				•
non-controlling shareholders	361,795	337,410	<u>//-</u>	-
Retention monies	132,489	119,756	<u> </u>	-
Interest payables	17,243	17,131	3,472	3,505
	5,323,267	4,342,963	234,396	138,435

Advances from non-controlling shareholders of certain subsidiaries are unsecured and are repayable on demand. Interest is charged at rates ranging from 0.93% to 12.00% (2013: 1.04% to 6.00%) per annum on interest-bearing loans.