

**UNAUDITED RESULTS FOR THE SECOND QUARTER AND HALF YEAR ENDED  
30 SEPTEMBER 2012**

**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 SECOND QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2012 (IN \$ MILLION)**

	The Group		The Group	
	2 <sup>nd</sup> Quarter 2012-13	2 <sup>nd</sup> Quarter 2011-12	1 <sup>st</sup> Half 2012-13	1 <sup>st</sup> Half 2011-12
<b>REVENUE</b>	<b>284.5</b>	<b>272.4</b>	<b>585.0</b>	<b>550.0</b>
<b>EXPENDITURE</b>				
Staff costs	120.4	117.5	243.8	234.5
Material costs	55.7	49.0	115.8	103.3
Depreciation	7.7	9.4	16.1	18.8
Amortisation of intangibles	0.6	0.5	0.9	0.8
Company accommodation	11.8	12.2	24.0	24.3
Subcontract costs	30.5	33.7	67.8	64.1
Other operating expenses	26.2	16.1	50.6	35.5
	<b>252.9</b>	<b>238.4</b>	<b>519.0</b>	<b>481.3</b>
<b>OPERATING PROFIT</b>	<b>31.6</b>	<b>34.0</b>	<b>66.0</b>	<b>68.7</b>
Interest income	0.3	0.4	0.7	0.9
Interest on external borrowings	*	*	*	*
(Loss) / surplus on disposal of property, plant and equipment	*	(0.1)	*	1.2
Other non-operating items	0.2	-	0.2	-
Dividend from long-term investment	4.9	3.2	8.9	6.7
Share of profits of joint venture companies	22.6	17.0	47.8	33.5
Share of profits of associated companies	16.2	23.5	31.0	44.2
<b>PROFIT BEFORE TAXATION</b>	<b>75.8</b>	<b>78.0</b>	<b>154.6</b>	<b>155.2</b>
TAXATION	(7.8)	(6.0)	(15.6)	(14.5)
<b>PROFIT FOR THE PERIOD</b>	<b>68.0</b>	<b>72.0</b>	<b>139.0</b>	<b>140.7</b>
<b>PROFIT ATTRIBUTABLE TO:</b>				
<b>OWNERS OF THE PARENT</b>	<b>67.1</b>	<b>71.2</b>	<b>137.2</b>	<b>139.3</b>
<b>NON-CONTROLLING INTERESTS</b>	<b>0.9</b>	<b>0.8</b>	<b>1.8</b>	<b>1.4</b>
	<b>68.0</b>	<b>72.0</b>	<b>139.0</b>	<b>140.7</b>
<b>BASIC EARNINGS PER SHARE (CENTS)</b>	<b>6.09</b>	<b>6.50</b>	<b>12.47</b>	<b>12.73</b>
<b>DILUTED EARNINGS PER SHARE (CENTS)</b>	<b>6.04</b>	<b>6.44</b>	<b>12.37</b>	<b>12.61</b>

\* Amount less than \$0.1M

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

	The Group		The Group	
	2 <sup>nd</sup> Quarter 2012-13	2 <sup>nd</sup> Quarter 2011-12	1 <sup>st</sup> Half 2012-13	1 <sup>st</sup> Half 2011-12
	\$M	\$M	\$M	\$M
(Write back of provision) / provision for impairment of trade debtors, net	(0.2)	(0.6)	0.3	(0.3)
Exchange loss / (gain), net	3.5	(7.1)	3.7	(8.6)
Overprovision of tax in respect of prior year	*	*	(0.8)	*
Provision for stock obsolescence	1.7	1.0	3.3	1.6

\* Amount less than \$0.1M

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

#### STATEMENTS OF COMPREHENSIVE INCOME FOR THE SECOND QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2012 (IN \$ MILLION)

	The Group			
	2 <sup>nd</sup> Quarter 2012-13	2 <sup>nd</sup> Quarter 2011-12	1 <sup>st</sup> Half 2012-13	1 <sup>st</sup> Half 2011-12
<b>PROFIT FOR THE PERIOD</b>	<b>68.0</b>	<b>72.0</b>	<b>139.0</b>	<b>140.7</b>
<b>OTHER COMPREHENSIVE INCOME</b>				
Foreign currency translation	(18.0)	24.9	(12.3)	13.7
Net fair value adjustment on cash flow hedges	4.2	(10.1)	3.5	(9.9)
Share of other comprehensive income of associated and joint venture companies	1.4	(1.2)	0.6	(1.0)
Other comprehensive income, net of tax	(12.4)	13.6	(8.2)	2.8
<b>TOTAL COMPREHENSIVE INCOME</b>	<b>55.6</b>	<b>85.6</b>	<b>130.8</b>	<b>143.5</b>
<b>TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:</b>				
<b>OWNERS OF THE PARENT</b>	55.4	83.7	129.4	141.5
<b>NON-CONTROLLING INTERESTS</b>	0.2	1.9	1.4	2.0
	<b>55.6</b>	<b>85.6</b>	<b>130.8</b>	<b>143.5</b>

	The Company			
	2 <sup>nd</sup> Quarter 2012-13	2 <sup>nd</sup> Quarter 2011-12	1 <sup>st</sup> Half 2012-13	1 <sup>st</sup> Half 2011-12
<b>PROFIT FOR THE PERIOD</b>	<b>64.7</b>	<b>59.0</b>	<b>134.5</b>	<b>124.6</b>
<b>OTHER COMPREHENSIVE INCOME</b>				
Net fair value adjustment on cash flow hedges	4.2	(10.1)	3.5	(9.9)
<b>TOTAL COMPREHENSIVE INCOME</b>	<b>68.9</b>	<b>48.9</b>	<b>138.0</b>	<b>114.7</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 30 SEPTEMBER 2012 (IN \$ MILLION)**

	<b>The Group</b>		<b>The Company</b>	
	<b>30 Sep 2012</b>	<b>31 Mar 2012</b>	<b>30 Sep 2012</b>	<b>31 Mar 2012</b>
<b>EQUITY ATTRIBUTABLE TO OWNERS OF THE PARENT</b>				
Share capital	329.5	317.3	329.5	317.3
Share-based compensation reserve	34.7	38.2	34.7	38.2
Foreign currency translation reserve	(141.2)	(129.2)	-	-
Fair value reserve	4.5	(0.9)	3.1	(0.4)
General reserve	999.9	1,028.9	691.2	721.7
	<b>1,227.4</b>	<b>1,254.3</b>	<b>1,058.5</b>	<b>1,076.8</b>
<b>NON-CONTROLLING INTERESTS</b>	24.6	25.5	-	-
<b>TOTAL EQUITY</b>	<b>1,252.0</b>	<b>1,279.8</b>	<b>1,058.5</b>	<b>1,076.8</b>
<b>DEFERRED TAXATION</b>	26.2	26.4	24.6	24.2
	<b>1,278.2</b>	<b>1,306.2</b>	<b>1,083.1</b>	<b>1,101.0</b>
Represented by :				
<b>PROPERTY, PLANT AND EQUIPMENT</b>	308.5	308.8	274.0	274.5
<b>INTANGIBLES</b>	47.8	37.7	2.6	2.6
<b>SUBSIDIARY COMPANIES</b>	-	-	89.2	76.0
<b>ASSOCIATED COMPANIES</b>	298.5	304.8	182.0	182.0
<b>JOINT VENTURE COMPANIES</b>	113.4	113.2	56.6	56.6
<b>LONG-TERM INVESTMENTS</b>	14.6	14.6	14.6	14.6
<b>CURRENT ASSETS</b>				
Trade and other debtors	95.4	107.7	76.4	88.6
Immediate holding company	72.7	47.0	70.0	45.1
Amount owing by related parties	48.2	50.0	49.3	43.5
Inventories	52.7	53.5	40.8	43.0
Work-in-progress	61.9	64.1	58.6	61.8
Short-term deposits	381.5	460.5	378.9	458.1
Cash and bank balances	50.1	37.4	40.5	26.0
	<b>762.5</b>	<b>820.2</b>	<b>714.5</b>	<b>766.1</b>
Less:				
<b>CURRENT LIABILITIES</b>				
Trade and other creditors	236.5	263.9	215.5	236.3
Amount owing to related parties	1.6	-	10.0	9.6
Bank loans	3.1	2.4	-	-
Tax payable	25.9	26.8	24.9	25.5
	<b>267.1</b>	<b>293.1</b>	<b>250.4</b>	<b>271.4</b>
<b>NET CURRENT ASSETS</b>	<b>495.4</b>	<b>527.1</b>	<b>464.1</b>	<b>494.7</b>
	<b>1,278.2</b>	<b>1,306.2</b>	<b>1,083.1</b>	<b>1,101.0</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>30 Sep 2012</b>		<b>31 Mar 2012</b>	
Secured	Unsecured	Secured	Unsecured
-	3.1	-	2.4

**Amount repayable after one year**

<b>30 Sep 2012</b>		<b>31 Mar 2012</b>	
Secured	Unsecured	Secured	Unsecured
-	-	-	-

**Details of any collateral**

N.A.

**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 SECOND QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2012 (IN \$ MILLION)**

	The Group		The Group	
	2 <sup>nd</sup> Quarter 2012-13	2 <sup>nd</sup> Quarter 2011-12	1 <sup>st</sup> Half 2012-13	1 <sup>st</sup> Half 2011-12
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>				
Profit before taxation	75.8	78.0	154.6	155.2
Adjustments for:				
Depreciation	7.7	9.4	16.1	18.8
Amortisation of intangibles	0.6	0.5	0.9	0.8
Share-based compensation expense	0.3	0.9	1.1	1.6
Loss / (surplus) on disposal of property, plant and equipment	*	0.1	*	(1.2)
Interest income	(0.3)	(0.4)	(0.7)	(0.9)
Interest on external borrowings	*	*	*	*
Share of profits of associated and joint venture companies	(38.8)	(40.5)	(78.8)	(77.7)
Exchange differences	3.5	(7.1)	3.7	(8.6)
Dividend received from long-term investment	(4.9)	(3.2)	(8.9)	(6.7)
<b>Operating profit before working capital changes</b>	<b>43.9</b>	<b>37.7</b>	<b>88.0</b>	<b>81.3</b>
(Increase) / decrease in debtors	(0.1)	(10.9)	12.9	(9.8)
Decrease / (increase) in inventories and work-in-progress	5.8	(1.2)	3.0	(24.7)
(Decrease) / increase in creditors	(39.9)	(21.8)	(26.3)	16.9
Increase in amounts owing by immediate holding company	(5.1)	(8.5)	(25.8)	(20.5)
(Increase) / Decrease in amounts owing by related parties	(3.6)	(7.9)	3.4	(10.8)
<b>Cash generated from / (used in) operations</b>	<b>1.0</b>	<b>(12.6)</b>	<b>55.2</b>	<b>32.4</b>
Income taxes paid	(12.9)	(11.7)	(13.2)	(11.7)
<b>NET CASH (USED IN) / PROVIDED BY OPERATING ACTIVITIES</b>	<b>(11.9)</b>	<b>(24.3)</b>	<b>42.0</b>	<b>20.7</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>				
Capital expenditure	(9.5)	(7.3)	(17.9)	(15.3)
Purchase of intangible assets	(0.6)	(0.3)	(12.5)	(12.9)
Proceeds from disposal of property, plant and equipment	0.1	0.1	0.1	0.5
Interest received from deposits	0.4	0.7	0.8	1.1
Investment in an associated company	-	-	-	(2.7)
Dividends received from associated and joint venture companies	35.4	30.5	71.4	62.8
Dividend received from long-term investment	4.9	3.2	8.9	6.7
<b>NET CASH PROVIDED BY INVESTING ACTIVITIES</b>	<b>30.7</b>	<b>26.9</b>	<b>50.8</b>	<b>40.2</b>

\* Amount less than \$0.1M

**CONSOLIDATED CASH FLOW STATEMENTS  
FOR THE SECOND QUARTER AND HALF YEAR ENDED 30 SEPTEMBER 2012 (IN \$ MILLION)**

	The Group		The Group	
	2 <sup>nd</sup> Quarter 2012-13	2 <sup>nd</sup> Quarter 2011-12	1 <sup>st</sup> Half 2012-13	1 <sup>st</sup> Half 2011-12
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>				
Proceeds from exercise of share options	3.5	5.0	7.8	11.3
Net proceeds from borrowings	0.9	0.3	0.6	0.3
Interest paid	*	*	*	*
Repayment of finance lease obligations	-	*	-	*
Dividends paid	(165.2)	(263.1)	(165.2)	(263.1)
Dividends paid by subsidiary companies to non-controlling interests	(0.2)	(2.3)	(2.3)	(2.3)
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>(161.0)</b>	<b>(260.1)</b>	<b>(159.1)</b>	<b>(253.8)</b>
<b>NET CASH OUTFLOW</b>	<b>(142.2)</b>	<b>(257.5)</b>	<b>(66.3)</b>	<b>(192.9)</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING PERIOD</b>	<b>574.5</b>	<b>645.0</b>	<b>497.9</b>	<b>581.4</b>
Effect of exchange rate changes	(0.7)	1.4	*	0.4
<b>CASH AND CASH EQUIVALENTS AT END PERIOD</b>	<b>431.6</b>	<b>388.9</b>	<b>431.6</b>	<b>388.9</b>
<b>ANALYSIS OF CASH AND CASH EQUIVALENTS</b>				
Short-term deposits	381.5	353.6	381.5	353.6
Cash and bank balances	50.1	35.3	50.1	35.3
<b>CASH AND CASH EQUIVALENTS AT END PERIOD</b>	<b>431.6</b>	<b>388.9</b>	<b>431.6</b>	<b>388.9</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 SECOND QUARTER ENDED 30 SEPTEMBER 2012 (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 July 2012</b>	<b>322.2</b>	<b>38.4</b>	<b>(123.9)</b>	<b>(2.3)</b>	<b>1,099.0</b>	<b>1,333.4</b>	<b>24.6</b>	<b>1,358.0</b>
Profit for the period	-	-	-	-	67.1	67.1	0.9	68.0
Foreign currency translation	-	-	(17.3)	-	-	(17.3)	(0.7)	(18.0)
Net fair value adjustment on cash flow hedges	-	-	-	4.2	-	4.2	-	4.2
Share of other comprehensive income of associated / joint venture companies	-	-	*	2.6	(1.2)	1.4	-	1.4
Other comprehensive income, net of tax	-	-	(17.3)	6.8	(1.2)	(11.7)	(0.7)	(12.4)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>(17.3)</b>	<b>6.8</b>	<b>65.9</b>	<b>55.4</b>	<b>0.2</b>	<b>55.6</b>
Share-based compensation expense	-	0.3	-	-	-	0.3	-	0.3
Share awards released	2.9	(2.9)	-	-	-	-	-	-
Share options exercised	4.4	(0.9)	-	-	-	3.5	-	3.5
Share options lapsed	-	(0.2)	-	-	0.2	-	-	-
Dividends	-	-	-	-	(165.2)	(165.2)	(0.2)	(165.4)
<b>Total contributions by and distributions to owners</b>	<b>7.3</b>	<b>(3.7)</b>	<b>-</b>	<b>-</b>	<b>(165.0)</b>	<b>(161.4)</b>	<b>(0.2)</b>	<b>(161.6)</b>
<b>Balance at 30 September 2012</b>	<b>329.5</b>	<b>34.7</b>	<b>(141.2)</b>	<b>4.5</b>	<b>999.9</b>	<b>1,227.4</b>	<b>24.6</b>	<b>1,252.0</b>

\* Amount less than \$0.1M

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2011 (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 July 2011</b>	<b>305.5</b>	<b>40.1</b>	<b>(139.1)</b>	<b>4.6</b>	<b>1,156.5</b>	<b>1,367.6</b>	<b>25.6</b>	<b>1,393.2</b>
Profit for the period	-	-	-	-	71.2	71.2	0.8	72.0
Foreign currency translation	-	-	23.8	-	-	23.8	1.1	24.9
Net fair value adjustment on cash flow hedges	-	-	-	(10.1)	-	(10.1)	-	(10.1)
Share of other comprehensive income of associated / joint venture companies	-	-	0.1	(1.3)	-	(1.2)	-	(1.2)
Other comprehensive income, net of tax	-	-	23.9	(11.4)	-	12.5	1.1	13.6
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>23.9</b>	<b>(11.4)</b>	<b>71.2</b>	<b>83.7</b>	<b>1.9</b>	<b>85.6</b>
Share-based compensation expense	-	0.9	-	-	-	0.9	-	0.9
Share awards released	2.6	(2.6)	-	-	-	-	-	-
Share options exercised	6.2	(1.2)	-	-	-	5.0	-	5.0
Share options lapsed	-	(0.1)	-	-	0.1	-	-	-
Dividends	-	-	-	-	(263.1)	(263.1)	(2.3)	(265.4)
<b>Total contributions by and distributions to owners</b>	<b>8.8</b>	<b>(3.0)</b>	<b>-</b>	<b>-</b>	<b>(263.0)</b>	<b>(257.2)</b>	<b>(2.3)</b>	<b>(259.5)</b>
<b>Balance at 30 September 2011</b>	<b>314.3</b>	<b>37.1</b>	<b>(115.2)</b>	<b>(6.8)</b>	<b>964.7</b>	<b>1,194.1</b>	<b>25.2</b>	<b>1,219.3</b>



**STATEMENTS OF CHANGES IN EQUITY  
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2012 (IN \$ MILLION)**

<b>The Company</b>	Share capital	Share-based compensation reserve	Fair value reserve	General reserve	Total
<b>Balance at 1 July 2012</b>	<b>322.2</b>	<b>38.4</b>	<b>(1.1)</b>	<b>791.5</b>	<b>1,151.0</b>
Profit for the period	-	-	-	64.7	64.7
Other comprehensive income, net of tax:					
Net fair value adjustment on cash flow hedges	-	-	4.2	-	4.2
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>4.2</b>	<b>64.7</b>	<b>68.9</b>
Share-based compensation expense	-	0.3	-	-	0.3
Share options released	2.9	(2.9)	-	-	-
Share options exercised	4.4	(0.9)	-	-	3.5
Share options lapsed	-	(0.2)	-	0.2	-
Dividends	-	-	-	(165.2)	(165.2)
<b>Total contributions by and distributions to owners</b>	<b>7.3</b>	<b>(3.7)</b>	<b>-</b>	<b>(165.0)</b>	<b>(161.4)</b>
<b>Balance at 30 September 2012</b>	<b>329.5</b>	<b>34.7</b>	<b>3.1</b>	<b>691.2</b>	<b>1,058.5</b>

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE SECOND QUARTER ENDED 30 SEPTEMBER 2011 (IN \$ MILLION)**

<b>The Company</b>	Share capital	Share-based compensation reserve	Fair value reserve	General reserve	Total
<b>Balance at 1 July 2011</b>	<b>305.5</b>	<b>40.1</b>	<b>4.0</b>	<b>870.1</b>	<b>1,219.7</b>
Profit for the period	-	-	-	59.0	59.0
Other comprehensive income, net of tax:					
Net fair value adjustment on cash flow hedges	-	-	(10.1)	-	(10.1)
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>(10.1)</b>	<b>59.0</b>	<b>48.9</b>
Share-based compensation expense	-	0.9	-	-	0.9
Share options released	2.6	(2.6)	-	-	-
Share options exercised	6.2	(1.2)	-	-	5.0
Share options lapsed	-	(0.1)	-	0.1	-
Dividends	-	-	-	(263.1)	(263.1)
<b>Total contributions by and distributions to owners</b>	<b>8.8</b>	<b>(3.0)</b>	<b>-</b>	<b>(263.0)</b>	<b>(257.2)</b>
<b>Balance at 30 September 2011</b>	<b>314.3</b>	<b>37.1</b>	<b>(6.1)</b>	<b>666.1</b>	<b>1,011.4</b>

**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 30 September 2012, the Company has an issued share capital of 1,101,721,342 ordinary shares (31 March 2012: 1,097,635,481 ordinary shares).

The Company does not hold any treasury shares.

The movement of the Company's issued share capital during the second quarter from 1 July 2012 to 30 September 2012 is as follows:

<b>Group and Company</b>	<b>Number of Shares</b>	<b>Share Capital (\$ Million)</b>
Issued and fully paid share capital <u>Ordinary Shares</u>		
Balance at 1 July 2012	1,099,560,881	322.2
Share options exercised during the period July to September 2012	1,176,425	4.4
Share awards released during the period July to September 2012	984,036	2.9
Balance at 30 September 2012	1,101,721,342	329.5

### **(B) Employee Share Option Plan**

- (i) During the period from 1 July 2012 to 30 September 2012, 1,176,425 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 second quarter from 1 July 2012 to 30 September 2012 is as follows:

Date of grant	Balance at 01.07.2012	Cancelled	Exercised	Balance at 30.09.2012	Exercise Price*	Exercisable period
01.07.2003	440,225	(1,800)	(33,025)	405,400	\$1.25	01.07.2004-30.06.2013
01.07.2004	1,882,300	(3,600)	(97,300)	1,781,400	\$1.59	01.07.2005-30.06.2014
01.07.2005	4,164,575	(7,200)	(257,500)	3,899,875	\$2.15	01.07.2006-30.06.2015
03.07.2006	8,553,425	(26,800)	(401,700)	8,124,925	\$3.34	03.07.2007-02.07.2016
02.07.2007	14,472,050	(100,800)	(2,500)	14,368,750	\$4.57	02.07.2008-01.07.2017
01.07.2008	9,888,128	(7,200)	(384,400)	9,496,528	\$3.64	01.07.2010-30.06.2018
Total	39,400,703	(147,400)	(1,176,425)	38,076,878		

\* 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 again on 21 July 2006, the Committee approved a reduction of \$0.20 in the exercise prices of all outstanding share options on 28 July 2004 and on 25 July 2006 respectively. The said Committee approved another \$0.10 reduction in the exercise prices of the outstanding share options on 29 July 2011 following approval by the Company's shareholders of the declaration of a special dividend of \$0.10 on 22 July 2011. The exercise prices reflected here are the exercise prices after such adjustments.

- (iii) As at 30 September 2012, the number of share options of the Company outstanding was 38,076,878 (30 September 2011: 42,582,725).

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

- (i) In addition to the Employee Share Option Plan ("ESOP"), senior management staff are entitled to 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 30 September 2012, the number of outstanding shares granted under the Company's RSP and PSP were 2,227,603 (30 September 2011 : 2,239,305) and 468,866 (30 September 2011 : 437,261) respectively. The movement of these share awards during the quarter from 1 July 2012 to 30 September 2012 is as follows:

**RSP**

Date of grant	Balance at 01.07.2012 / Date of grant	Adjustment *	Cancelled	Released	Balance at 30.09.2012
01.07.2008	220,906	-	(1,504)	(219,402)	-
01.07.2009	413,500	-	(1,500)	(211,979)	200,021
13.07.2009	58,573	-	-	(29,400)	29,173
01.07.2010	718,374	-	(33,075)	(357,290)	328,009
01.07.2011	826,949	-	(2,149)	-	824,800
01.07.2012	845,600	-	-	-	845,600
<b>Total</b>	<b>3,083,902</b>	<b>-</b>	<b>(38,228)</b>	<b>(818,071)</b>	<b>2,227,603</b>

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

**PSP**

Date of grant	Balance at 01.07.2012 / Date of grant	Adjustment *	Cancelled	Released	Balance at 30.09.2012
13.07.2009	105,195	73,636	(12,866)	(165,965)	-
01.07.2010	174,987	-	-	-	174,987
01.07.2011	157,079	-	-	-	157,079
01.07.2012	136,800	-	-	-	136,800
<b>Total</b>	<b>574,061</b>	<b>73,636</b>	<b>(12,866)</b>	<b>(165,965)</b>	<b>468,866</b>

\*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 2012 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 2012. 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.**

Change in Accounting Estimates

The Company has performed an industry benchmarking study of the depreciation rate of its property, plant and equipment. Following the review, the Company revised the estimated useful lives of its plant, equipment & tooling to align it to industry practice with effect from 1 April 2012. The effect of this change is a reduction in depreciation expense of approximately \$0.7 million for 2<sup>nd</sup> Quarter 2012-13.

**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	
	2 <sup>nd</sup> Quarter 2012-13	2 <sup>nd</sup> Quarter 2011-12	1 <sup>st</sup> Half 2012-13	1 <sup>st</sup> Half 2011-12
Earnings per share (cents)				
- Basic *	6.09	6.50	12.47	12.73
- Diluted #	6.04	6.44	12.37	12.61

\* 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 30 Sep 12	As at 31 Mar 12	As at 30 Sep 12	As at 31 Mar 12
Net asset value per share (cents)	111.4	114.3	96.1	98.1

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**

### First Half FY2012-13

SIAEC Group recorded a profit attributable to owners of the parent of \$137.2 million for the first half ended 30 September 2012, a decrease of \$2.1 million or 1.5%. Profit in the same period last year included a write-back of tax provision of \$3.1 million. Share of profits from associated and joint venture companies increased \$1.1 million or 1.4% to \$78.8 million, and accounted for 51.0% of the Group's pre-tax profits.

Revenue increased \$35.0 million or 6.4% to \$585.0 million. This was primarily attributable to revenue from materials, fleet management programme and line maintenance. Expenditure, at \$519.0 million, increased \$37.7 million or 7.8% mainly due to higher material cost, exchange loss, and higher subcontract and staff costs incurred to support the increase in workload.

Operating profit decreased \$2.7 million or 3.9% to \$66.0 million. Performance for the current period was impacted by an exchange loss of \$3.7 million compared to an exchange gain of \$8.6 million in the last year.

Basic earnings per share was 12.47 cents for the first half of this financial year.

### Second Quarter FY2012-13

Profit attributable to owners of the parent was \$4.1 million or 5.8% lower at \$67.1 million in the second quarter. Profit in the corresponding quarter last year included a write-back of tax provision of \$3.1 million. Share of profits from associated and joint venture companies declined by \$1.7 million or 4.2% to \$38.8 million.

The Group's operating profit decreased \$2.4 million or 7.1% to \$31.6 million. Revenue was \$12.1 million or 4.4% higher and expenditure increased \$14.5 million or 6.1%. Performance in the current quarter was impacted by an exchange loss of \$3.5 million compared to an exchange gain of \$7.1 million a year ago.

Basic earnings per share was 6.09 cents for the current quarter.

## **GROUP FINANCIAL POSITION**

Equity attributable to owners of the parent decreased by \$26.9 million or 2.1% to \$1,227.4 million as at 30 September 2012, mainly due to the payment of the final dividend in respect of FY2011-12, partially offset by profit earned for the period.

The Company has no borrowings and the Group's cash balance stood at \$431.6 million as at 30 September 2012. Total assets amounted to \$1,545.3 million, after payment of the final dividend in August 2012. Net asset value per share as at 30 September 2012 was 111.4 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**

Demand for the Group's core businesses is expected to be sustained in the near term. However, the operating environment remains challenging as global economic uncertainties continue to impact the aviation industry.

Vigilance in cost control and productivity improvements will be maintained. With a diversified portfolio, the Group is well placed to take advantage of growth opportunities in the region



## 11. Dividend

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

Any dividend recommended for the current financial period reported on? Yes

To achieve a better balance between the interim and final dividends, the Company has declared a higher interim dividend of 7 cents per share, an increase of 1 cent per share from the previous year.

Name of dividend	Interim
Dividend Type	Cash
Dividend Rate	7.0 cents per ordinary share
Tax rate	Tax exempt one-tier

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

Any dividend declared for the corresponding period of the immediately preceding financial year? Yes

Name of dividend	Interim
Dividend Type	Cash
Dividend Rate	6.0 cents per ordinary share
Tax rate	Tax exempt one-tier

### **(c) Date payable**

The interim dividend will be paid on 21 November 2012.

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

Notice is hereby given that duly completed and stamped transfers together with all relevant documents of or evidencing title received by the Company's Share Registrars, M & C Services Private Limited, at 138 Robinson Road #17-00, The Corporate Office, Singapore 068906 up to 5 p.m. on 7 November 2012 will be registered to determine shareholders' entitlements to the interim dividend. Thereafter the Share Transfer Books and the Register of Members of the Company will be closed on 8 November 2012 for the preparation of dividend warrants. The interim dividend will be paid on 21 November 2012 to members on the Register as at 7 November 2012.

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

Not applicable.

### 13. Additional Information

#### Interested Person Transactions

(In \$ Million)

The aggregate value of interested person transactions ("IPTs") entered into during the quarter under review are as follows:

Name of interested person	2 <sup>nd</sup> Quarter 2012-13	
	Aggregate value of all IPTs (excluding transactions less than \$100,000 and transactions conducted under a shareholders' mandate pursuant to Rule 920 of the SGX Listing Manual)	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)
Tiger Airways Holdings Ltd	–	23.6
Singapore Airlines Ltd	–	16.3
SMRT Taxis Pte Ltd	–	0.2
<b>Total</b>	<b>–</b>	<b>40.1</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  
30 October 2012

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 second quarter and half year 2012-13 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

30 October 2012