

VENTURE CORPORATION LIMITED

Third Quarter Financial Statements And Dividend Announcement

The Board of Directors of Venture Corporation Limited wishes to make the following announcement:

Quarterly financial statements on consolidated results for the quarter ended September 30, 2014. These figures have not been audited or reviewed.

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

	Group			Group		
	3 months ended 30.09.2014 S\$'000	3 months ended 30.09.2013 S\$'000	% Increase/ (decrease)	9 months ended 30.09.2014 S\$'000	9 months ended 30.09.2013 S\$'000	% Increase/ (decrease)
Revenue	598,674	588,477	1.7	1,790,780	1,706,681	4.9
Other operating income	299	280	6.8	961	628	53.0
Changes in inventories of finished goods and work in progress	(11,386)	(22,833)	(50.1)	(16,733)	(52,400)	(68.1)
Raw materials and consumables used	(442,474)	(425,034)	4.1	(1,355,808)	(1,259,366)	7.7
Employee benefits expense	(63,667)	(62,654)	1.6	(188,925)	(184,221)	2.6
Depreciation and amortisation expense	(10,260)	(10,517)	(2.4)	(30,853)	(31,712)	(2.7)
Research and development expense	(8,726)	(9,726)	(10.3)	(20,363)	(22,370)	(9.0)
Foreign currency exchange adjustment (loss) gain	107	(132)	n.m.	(1,196)	4,067	n.m.
Other expenses	(23,811)	(23,426)	1.6	(69,425)	(65,696)	5.7
Investment revenue	1,285	339	279.1	2,006	1,091	83.9
Finance costs (interest on bank borrowings)	(249)	(340)	(26.8)	(782)	(935)	(16.4)
Share of profit of associates	1,133	1,093	3.7	2,300	2,242	2.6
Profit before tax	40,925	35,527	15.2	111,962	98,009	14.2
Income tax	(4,786)	(511)	836.6	(11,485)	(4,989)	130.2
Profit for the period	36,139	35,016	3.2	100,477	93,020	8.0

Other comprehensive income:

- Items may be reclassified subsequently to profit or loss

Exchange differences arising on translation of foreign operations	14,747	(5,508)	n.m.	1,350	22,535	(94.0)
Gain (loss) on available-for-sale investments taken to equity	5	67	(92.5)	57	(441)	n.m.
Total comprehensive income for the period	50,891	29,575	72.1	101,884	115,114	(11.5)

Profit attributable to:

Owners of the Company
Non-controlling interests

Owners of the Company	36,146	35,054	3.1	100,462	93,129	7.9
Non-controlling interests	(7)	(38)	(81.6)	15	(109)	n.m.
	36,139	35,016	3.2	100,477	93,020	8.0

Total comprehensive income attributable to:

Owners of the Company
Non-controlling interests

Owners of the Company	50,814	29,613	71.6	101,907	115,120	(11.5)
Non-controlling interests	77	(38)	n.m.	(23)	(6)	283.3
	50,891	29,575	72.1	101,884	115,114	(11.5)

1.(a)(ii) The profit after income tax includes the following (charges)/credits:

	Group			Group		
	3 months ended 30.09.2014 S\$'000	3 months ended 30.09.2013 S\$'000	% increase/ (decrease)	9 months ended 30.09.2014 S\$'000	9 months ended 30.09.2013 S\$'000	% increase/ (decrease)
(Underprovision) overprovision of tax in respect of prior years	(386)	729	n.m.	(545)	1,067	n.m.
Allowance for doubtful trade receivables	(37)	-	n.m.	(37)	(149)	(75.2)
Bad debt written off	-	-	n.m.	(3)	-	n.m.
Gain (loss) on disposal of property, plant and equipment, net	(181)	(23)	687.0	27	(40)	n.m.
Allowance for inventories	(71)	(300)	(76.3)	(212)	(920)	(77.0)
Inventories written off	(25)	(319)	(92.2)	(27)	(354)	(92.4)

Note:

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

	Group		Company	
	30.09.2014	31.12.2013	30.09.2014	31.12.2013
	S\$'000	S\$'000	S\$'000	S\$'000
ASSETS				
Current assets:				
Cash and cash equivalents	331,446	390,889	143,872	207,762
Trade receivables	497,108	520,282	69,815	78,069
Other receivables and prepayments	42,169	42,186	3,087	6,416
Inventories	563,773	527,923	53,699	49,489
Trade receivables due from subsidiaries	-	-	24,356	28,012
Other receivables due from subsidiaries	-	-	6,988	6,926
Trade receivables due from associates	-	4	-	-
Income tax recoverable	862	62	-	-
Total current assets	1,435,358	1,481,346	301,817	376,674
Non-current assets:				
Investments in subsidiaries	-	-	1,227,849	1,227,849
Investments in associates	76,147	75,160	51,300	51,300
Available-for-sale investments	10,763	25,733	1,389	16,309
Other receivables	12,332	-	-	-
Property, plant and equipment	185,259	152,644	40,309	2,017
Intangible assets	46,511	60,889	6,043	8,235
Goodwill	639,708	639,708	-	-
Deferred tax assets	7,290	6,885	-	-
Total non-current assets	978,010	961,019	1,326,890	1,305,710
Total assets	2,413,368	2,442,365	1,628,707	1,682,384
LIABILITIES AND EQUITY				
Current liabilities:				
Bank loans	166,663	161,795	76,218	68,337
Trade payables	351,687	335,124	39,097	45,002
Other payables and accrued expenses	85,813	100,121	25,801	24,833
Trade payables due to subsidiaries	-	-	4,064	4,150
Other payables due to subsidiaries	-	-	21,342	21,356
Trade payables due to associates	3	-	-	-
Income tax payable	6,305	6,098	1,959	1,030
Total current liabilities	610,471	603,138	168,481	164,708
Non-current liabilities:				
Deferred tax liabilities	7,629	9,981	-	-
Total non-current liabilities	7,629	9,981	-	-
Capital and reserves:				
Share capital	678,579	678,370	678,579	678,370
Treasury shares	(2,081)	(2,081)	(2,081)	(2,081)
Share-based awards reserve	42,375	41,719	41,708	41,052
Investments revaluation reserve	(40,489)	(40,546)	(38,292)	(38,349)
Translation reserve	(244,792)	(246,180)	-	-
Reserve fund	1,916	1,592	-	-
Capital reserve	17	17	-	-
Accumulated profits	1,357,349	1,393,938	780,312	838,684
Equity attributable to owners of the Company	1,792,874	1,826,829	1,460,226	1,517,676
Non-controlling interests	2,394	2,417	-	-
Total equity	1,795,268	1,829,246	1,460,226	1,517,676
Total liabilities and equity	2,413,368	2,442,365	1,628,707	1,682,384

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

(a) Amount repayable in one year or less, or on demand

Group				Company			
As at 30.09.2014		As at 31.12.2013		As at 30.09.2014		As at 31.12.2013	
Secured	Unsecured	Secured	Unsecured	Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
-	166,663	-	161,795	-	76,218	-	68,337

(b) Amount repayable after one year
Not applicable.

(c) Details of any collateral
Not applicable.

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

	3 months ended 30.09.2014 S\$'000	3 months ended 30.09.2013 S\$'000	9 months ended 30.09.2014 S\$'000	9 months ended 30.09.2013 S\$'000
Operating activities:				
Profit before tax	40,925	35,527	111,962	98,009
Adjustments for:				
Share of profit of associates	(1,133)	(1,093)	(2,300)	(2,242)
Allowance for inventories	71	300	212	920
Inventories written off	25	319	27	354
Depreciation expense	5,938	6,198	17,886	18,736
Bad debt written off	-	-	3	-
Allowance for doubtful trade receivables	37	-	37	149
Amortisation of intangible assets	5,154	5,467	15,158	15,466
Interest income	(1,285)	(339)	(2,006)	(1,091)
Dividend income	(17)	(18)	(344)	(404)
Interest expense	249	340	782	935
Share-based payments expense	474	796	1,292	2,639
Write off of investment in associate	23	114	69	342
(Gain) loss on disposal of plant and equipment, net	181	23	(27)	40
Operating profit before working capital changes	50,642	47,634	142,751	133,853
Trade receivables	25,370	(30,828)	24,379	(10,107)
Other receivables and prepayments	(16,540)	8,167	(11,342)	(8,706)
Inventories	(16,842)	(32,561)	(35,027)	(59,970)
Amount due from associates	3	7	7	1
Trade payables	(9,993)	18,738	15,761	37,560
Other payables and accrued expenses	546	10,076	(14,314)	(197)
Cash generated from operations	33,186	21,233	122,215	92,434
Interest paid	(250)	(346)	(815)	(867)
Income tax paid	(5,376)	(4,014)	(14,677)	(12,208)
Net cash from operating activities	27,560	16,873	106,723	79,359
Investing activities:				
Interest received	206	339	927	1,091
Dividend received from associates	314	472	802	1,050
Dividend received from other equity investments	17	18	344	404
Purchase of property, plant and equipment	(3,138)	(13,357)	(52,692)	(29,453)
Proceeds on disposal of plant and equipment	574	55	2,367	564
Addition of intangible assets	(160)	(304)	(769)	(2,746)
Proceeds on disposal of an available-for-sale investments	-	106	15,038	193
Purchase of an available-for-sale investment	(23)	-	(23)	(526)
Net cash used in investing activities	(2,210)	(12,671)	(34,006)	(29,423)
Financing activities:				
Dividends paid	-	-	(137,368)	(137,456)
Repayment of bank loans	(19,209)	(32,099)	(26,617)	(121,351)
Proceeds from new bank loans	9,982	10,142	31,180	81,780
Proceeds from issue of shares	209	-	209	5,147
Purchase of treasury shares	-	(377)	-	(1,324)
Net cash used in financing activities	(9,018)	(22,334)	(132,596)	(173,204)
Net (decrease) increase in cash and cash equivalents	16,332	(18,132)	(59,879)	(123,268)
Cash and cash equivalents at beginning of period	310,387	357,337	390,889	453,424
Effect of foreign exchange rate changes on the balance of cash held in foreign currencies	4,727	(1,971)	436	7,078
Cash and cash equivalents at end of period	331,446	337,234	331,446	337,234
Cash and cash equivalents at end of period includes the following:				
Cash	263,485	333,506	263,485	333,506
Fixed deposits	67,961	3,728	67,961	3,728
Cash and cash equivalents at the end of the period	331,446	337,234	331,446	337,234

1.(d)(i) Statement of changes in equity for the period ended September 30, 2013

	Share capital S\$'000	Treasury shares S\$'000	Share-based awards reserve S\$'000	Investments revaluation reserve S\$'000	Translation reserve S\$'000	Reserve fund S\$'000	Capital reserve S\$'000	Accumulated profits S\$'000	Equity attributable to owners of the Company S\$'000	Non-controlling interests S\$'000	Total equity S\$'000
The Group											
Balance at January 1, 2013	673,223	(569)	41,190	(39,901)	(277,676)	1,592	42	1,399,451	1,797,352	2,450	1,799,802
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	28,012	28,012	(53)	27,959
Other comprehensive income for the period	-	-	-	115	13,489	-	-	-	13,604	24	13,628
Total	-	-	-	115	13,489	-	-	28,012	41,616	(29)	41,587
Transactions with owners, recognised directly in equity											
Issue of shares	1,691	-	-	-	-	-	-	-	1,691	-	1,691
Repurchase of shares	-	(207)	-	-	-	-	-	-	(207)	-	(207)
Share options lapsed	-	-	(70)	-	-	-	-	70	-	-	-
Recognition of share-based payments	-	-	951	-	-	-	-	-	951	-	951
Total	1,691	(207)	881	-	-	-	-	70	2,435	-	2,435
Balance at March 31, 2013	674,914	(776)	42,071	(39,786)	(264,187)	1,592	42	1,427,533	1,841,403	2,421	1,843,824
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	30,063	30,063	(18)	30,045
Other comprehensive income for the period	-	-	-	(623)	14,451	-	-	-	13,828	79	13,907
Total	-	-	-	(623)	14,451	-	-	30,063	43,891	61	43,952
Transactions with owners, recognised directly in equity											
Issue of shares	3,456	-	-	-	-	-	-	-	3,456	-	3,456
Repurchase of shares	-	(740)	-	-	-	-	-	-	(740)	-	(740)
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	-	-	-	(137,456)	(137,456)	-	(137,456)
Share options lapsed	-	-	(367)	-	-	-	-	367	-	-	-
Recognition of share-based payments	-	-	892	-	-	-	-	-	892	-	892
Total	3,456	(740)	525	-	-	-	-	(137,089)	(133,848)	-	(133,848)
Balance at June 30, 2013	678,370	(1,516)	42,596	(40,409)	(249,736)	1,592	42	1,320,507	1,751,446	2,482	1,753,928
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	35,054	35,054	(38)	35,016
Other comprehensive income for the period	-	-	-	67	(5,508)	-	-	-	(5,441)	-	(5,441)
Total	-	-	-	67	(5,508)	-	-	35,054	29,613	(38)	29,575
Transactions with owners, recognised directly in equity											
Repurchase of shares	-	(377)	-	-	-	-	-	-	(377)	-	(377)
Share options lapsed	-	-	(70)	-	-	-	-	70	-	-	-
Recognition of share-based payments	-	-	796	-	-	-	-	-	796	-	796
Total	-	(377)	726	-	-	-	-	70	419	-	419
Balance at September 30, 2013	678,370	(1,893)	43,322	(40,342)	(255,244)	1,592	42	1,355,631	1,781,478	2,444	1,783,922

1.(d)(i) Statement of changes in equity for the period ended September 30, 2014

	Share capital S\$'000	Treasury shares S\$'000	Share-based awards reserve S\$'000	Investments revaluation reserve S\$'000	Translation reserve S\$'000	Reserve fund S\$'000	Capital reserve S\$'000	Accumulated profits S\$'000	Equity attributable to owners of the Company S\$'000	Non-controlling interests S\$'000	Total equity S\$'000
The Group											
Balance at January 1, 2014	678,370	(2,081)	41,719	(40,546)	(246,180)	1,592	17	1,393,938	1,826,829	2,417	1,829,246
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	30,770	30,770	15	30,785
Other comprehensive income for the period	-	-	-	(65)	(4,638)	-	-	-	(4,703)	(93)	(4,796)
Total	-	-	-	(65)	(4,638)	-	-	30,770	26,067	(78)	25,989
Transactions with owners, recognised directly in equity											
Appropriation to reserve fund	-	-	-	-	-	324	-	(324)	-	-	-
Share options lapsed	-	-	(367)	-	-	-	-	367	-	-	-
Recognition of share-based payments	-	-	330	-	-	-	-	-	330	-	330
Total	-	-	(37)	-	-	324	-	43	330	-	330
Balance at March 31, 2014	678,370	(2,081)	41,682	(40,611)	(250,818)	1,916	17	1,424,751	1,853,226	2,339	1,855,565
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	33,546	33,546	7	33,553
Other comprehensive income for the period	-	-	-	117	(8,637)	-	-	-	(8,520)	(29)	(8,549)
Total	-	-	-	117	(8,637)	-	-	33,546	25,026	(22)	25,004
Transactions with owners, recognised directly in equity											
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	-	-	-	(137,368)	(137,368)	-	(137,368)
Share options lapsed	-	-	(130)	-	-	-	-	130	-	-	-
Recognition of share-based payments	-	-	488	-	-	-	-	-	488	-	488
Total	-	-	358	-	-	-	-	(137,238)	(136,880)	-	(136,880)
Balance at June 30, 2014	678,370	(2,081)	42,040	(40,494)	(259,455)	1,916	17	1,321,059	1,741,372	2,317	1,743,689
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	36,146	36,146	(7)	36,139
Other comprehensive income for the period	-	-	-	5	14,663	-	-	-	14,668	84	14,752
Total	-	-	-	5	14,663	-	-	36,146	50,814	77	50,891
Transactions with owners, recognised directly in equity											
Issue of shares	209	-	-	-	-	-	-	-	209	-	209
Share options lapsed	-	-	(139)	-	-	-	-	139	-	-	-
Recognition of share-based payments	-	-	474	-	-	-	-	-	474	-	474
Refund of unclaimed dividends	-	-	-	-	-	-	-	5	5	-	5
Total	209	-	335	-	-	-	-	144	688	-	688
Balance at September 30, 2014	678,579	(2,081)	42,375	(40,489)	(244,792)	1,916	17	1,357,349	1,792,874	2,394	1,795,268

1.(d)(i) Statement of changes in equity for the period ended September 30, 2013

	Share capital S\$'000	Treasury shares S\$'000	Share- based awards reserve S\$'000	Investments revaluation reserve S\$'000	Accumulated profits S\$'000	Total equity S\$'000
The Company						
Balance at January 1, 2013	673,223	(569)	40,523	(37,704)	679,471	1,354,944
Total comprehensive income for the period						
Profit for the period	-	-	-	-	155,995	155,995
Other comprehensive income for the period	-	-	-	115	-	115
Total	-	-	-	115	155,995	156,110
Transactions with owners, recognised directly in equity						
Issue of shares	1,691	-	-	-	-	1,691
Repurchase of shares	-	(207)	-	-	-	(207)
Share options lapsed	-	-	(70)	-	70	-
Recognition of share-based payments	-	-	951	-	-	951
Total	1,691	(207)	881	-	70	2,435
Balance at March 31, 2013	674,914	(776)	41,404	(37,589)	835,536	1,513,489
Total comprehensive income for the period						
Profit for the period	-	-	-	-	101,113	101,113
Other comprehensive income for the period	-	-	-	(623)	-	(623)
Total	-	-	-	(623)	101,113	100,490
Transactions with owners, recognised directly in equity						
Issue of shares	3,456	-	-	-	-	3,456
Repurchase of shares	-	(740)	-	-	-	(740)
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	(137,456)	(137,456)
Share options lapsed	-	-	(367)	-	367	-
Recognition of share-based payments	-	-	892	-	-	892
Total	3,456	(740)	525	-	(137,089)	(133,848)
Balance at June 30, 2013	678,370	(1,516)	41,929	(38,212)	799,560	1,480,131
Total comprehensive income for the period						
Profit for the period	-	-	-	-	15,375	15,375
Other comprehensive income for the period	-	-	-	67	-	67
Total	-	-	-	67	15,375	15,442
Transactions with owners, recognised directly in equity						
Repurchase of shares	-	(377)	-	-	-	(377)
Share options lapsed	-	-	(70)	-	70	-
Recognition of share-based payments	-	-	796	-	-	796
Total	-	(377)	726	-	70	419
Balance at September 30, 2013	678,370	(1,893)	42,655	(38,145)	815,005	1,495,992

1.(d)(i) Statement of changes in equity for the period ended September 30, 2014

	Share capital S\$'000	Treasury shares S\$'000	Share-based awards reserve S\$'000	Investments revaluation reserve S\$'000	Accumulated profits S\$'000	Total equity S\$'000
The Company						
Balance at January 1, 2014	678,370	(2,081)	41,052	(38,349)	838,684	1,517,676
Total comprehensive income for the period						
Profit for the period	-	-	-	-	32,077	32,077
Other comprehensive income for the period	-	-	-	(65)	-	(65)
Total	-	-	-	(65)	32,077	32,012
Transactions with owners, recognised directly in equity						
Share options lapsed	-	-	(367)	-	367	-
Recognition of share-based payments	-	-	330	-	-	330
Total	-	-	(37)	-	367	330
Balance at March 31, 2014	678,370	(2,081)	41,015	(38,414)	871,128	1,550,018
Total comprehensive income for the period						
Profit for the period	-	-	-	-	10,133	10,133
Other comprehensive income for the period	-	-	-	117	-	117
Total	-	-	-	117	10,133	10,250
Transactions with owners, recognised directly in equity						
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	(137,368)	(137,368)
Share options lapsed	-	-	(130)	-	130	-
Recognition of share-based payments	-	-	488	-	-	488
Total	-	-	358	-	(137,238)	(136,880)
Balance at June 30, 2014	678,370	(2,081)	41,373	(38,297)	744,023	1,423,388
Total comprehensive income for the period						
Profit for the period	-	-	-	-	36,145	36,145
Other comprehensive income for the period	-	-	-	5	-	5
Total	-	-	-	5	36,145	36,150
Transactions with owners, recognised directly in equity						
Issue of shares	209	-	-	-	-	209
Share options lapsed	-	-	(139)	-	139	-
Recognition of share-based payments	-	-	474	-	-	474
Refund of unclaimed dividends	-	-	-	-	5	5
Total	209	-	335	-	144	688
Balance at September 30, 2014	678,579	(2,081)	41,708	(38,292)	780,312	1,460,226

1.(d)(ii) Share capital and treasury shares

As at Sep 30, 2014, the total number of ordinary shares in issue was 275,039,577 (Sep 30, 2013: 275,011,577), of which 275,000 were treasury shares (Sep 30, 2013: 250,000).

The Company did not purchase any ordinary share during Q3 2014 (Q3 2013: 50,000 shares purchased). Ordinary shares purchased by the Company are held as treasury shares which can, in accordance with the Companies Act, be sold for cash, transferred for the purposes of or pursuant to an employee's share-based scheme; transferred as consideration for the acquisition of shares in or assets of another company or assets of a person; or cancelled. There were no sales, transfers, disposal, cancellation and/or use of treasury shares during the period.

	No. of ordinary shares in issue	S\$'000
As at January 1, 2014	275,011,577	678,370
Add: No. of share options exercised in Q3 2014	28,000	209
As at September 30, 2014	<u>275,039,577</u>	<u>678,579</u>

	No. of treasury shares	S\$'000
As at January 1, 2014 and Sep 30, 2014	<u>275,000</u>	<u>2,081</u>

	No. of shares	S\$'000
Issued shares excluding treasury shares as at January 1, 2014	<u>274,736,577</u>	<u>676,289</u>
Issued shares excluding treasury shares as at September 30, 2014	<u>274,764,577</u>	<u>676,498</u>

1.(d)(iii) Share-based awards

Venture Corporation Executives' Share Option Scheme ("The 2004 Scheme")

Since the end of the previous financial quarter, 28,000 options were exercised (Sep 30, 2013: Nil). As at Sep 30, 2014, there were 15,271,000 unissued shares of the Company under options in the 2004 Scheme (Sep 30, 2013: 10,052,000).

Since the end of the previous financial quarter, 172,000 options (Sep 30, 2013: 92,000) have lapsed.

Venture Corporation Restricted Share Plan ("RSP")

The RSP has a 5-year vesting period and is subject to the rules of the RSP. As at Q3 2014, the number of RSP shares is 390,000.

	No. of RSP shares awarded	Lapsed shares	No. of RSP shares net of lapsed shares
May 2012 Award	180,000	(30,000)	150,000
May 2013 Award	120,000	-	120,000
May 2014 Award	120,000	-	120,000
	<u>420,000</u>	<u>(30,000)</u>	<u>390,000</u>

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

These 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 Group has adopted the same accounting policies and methods of computation in the financial statements for the current reporting period compared with the audited financial statements for the year ended December 31, 2013.

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

There are no changes in accounting policies and methods of computation.

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 30.09.2014	3 months ended 30.09.2013	9 months ended 30.09.2014	9 months ended 30.09.2013
(a) Based on the weighted average number of ordinary shares on issue (cents)	13.2	12.8	36.6	33.9
(b) On a fully diluted basis (cents) (detailing any adjustments made to the earnings)	13.2	12.8	36.6	33.9

7. **Net asset value per ordinary share**

	Group		Company	
	30.09.2014	31.12.2013	30.09.2014	31.12.2013
Net asset value per ordinary share based on the total number of issued shares excluding treasury shares at the end of the financial period reported on (cents)	652.5	664.9	531.4	552.4

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.

The Group registered revenue of S\$598.7 million for the quarter ended 30 September 2014, a slight increase of 1.7% compared to the corresponding quarter of the prior year. The Test & Measurement/Medical/Others segment registered year-on-year revenue growth of 25.9%. This improvement was offset by the year-on-year revenue decline respectively of 35.1% and 10.0% in the Computer Peripherals & Data Storage segment and the Printing & Imaging segment. Revenue for the first nine months of this year grew 4.9% year-on-year to S\$1,790.8 million.

For the quarter ended 30 September 2014, the Group registered profit attributable to owners of the company ("net profit") of S\$36.1 million, an improvement of 3.1% compared to the corresponding quarter of the prior year. The Group recorded an income tax expense of S\$4.8 million for the reported quarter (3Q 2013: S\$0.5 million). This level of tax reflects mainly changes in tax incentives granted to its subsidiaries. At a pre-tax level, profitability stood at S\$40.9 million, an increase of 15.2% over the corresponding quarter of the previous year. This translates to a PBT (profit before tax) margin of 6.8% (3Q 2013: 6.0%). The improved profitability profile reflects a favourable business-mix shift and the Group's ability to sustain an efficient operating structure. For the nine months ended 30 September 2014, the Group recorded a net profit of S\$100.5 million, 7.9% higher than the prior year period.

Diluted Earnings Per Share for the quarter was 13.2 cents (3Q 2013: 12.8 cents).

For the quarter ended 30 September 2014, the Group recorded S\$50.6 million of operating profit before working capital changes and generated cash from operations of S\$33.2 million. There was a slight increase in working capital for the reported quarter. For the nine months ended 30 September 2014, the Group reported S\$142.8 million of operating profit before working capital changes and generated cash from operations of S\$122.2 million.

As at end September 2014, the Group's cash and cash equivalent balances stood at S\$331.4 million, compared to S\$390.9 million as at the end of 2013. The Group is net cash positive at S\$164.8 million. For the quarter ended 30 September 2014, the Group recorded non-current Other Receivables of S\$12.3 million arising from a manufacturing agreement with a new customer upon their acquisition and continuation of an existing customer's business.

As at 30 September 2014, equity attributable to owners of the Company was S\$1,792.9 million (As at 31 December 2013: S\$1,826.8 million) and the Net Asset Value per share was S\$6.53 (As at 31 December 2013: S\$6.65).

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**

Whilst business sentiment of most of the Group's customers is generally positive, a number of areas of concern remain. Wage pressures may persist and customer consolidation is expected to continue though it may be less frequent.

The Group expects to roll out new business programmes from both new and existing customers. Contributions from its ongoing investments in R&D, technology and product/process developments are trending in a positive manner. Its unrelenting focus on Kaizen and Operational Excellence should also continue to yield meaningful contributions. The Group has continually demonstrated a high degree of responsiveness, agility and flexibility which are well regarded by its customers. The quality and diversity of these initiatives will support and augment the Group's differentiated strategy, as well as position Venture to take advantage of emerging opportunities.

11. **Dividend**

(a) Current Financial Period Reported On

Name of Dividend	Nil
Dividend Type	Nil
Dividend Amount per Share (in cents)	Nil
Tax Rate	Nil

(b) Corresponding Period of the Immediately Preceding Financial Year

Name of Dividend	Nil
Dividend Type	Nil
Dividend Amount per Share (in cents)	Nil
Tax Rate	Nil

(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 for the period ended September 30, 2014 is recommended or declared.

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 Group has not sought a general mandate from shareholders for Interested Person Transactions.

BY ORDER OF THE BOARD

Angeline Khoo
Company Secretary
November 7, 2014

VENTURE CORPORATION LIMITED
Company Registration Number 198402886H

CONFIRMATION BY THE BOARD PURSUANT TO RULE 705(5) OF THE LISTING MANUAL

On behalf of the Board of Directors of the Company, we, the undersigned, hereby confirm to the best of our knowledge that nothing has come to the attention of the Board of Directors of the Company which may render the financial statements for the third quarter ended September 30, 2014 to be false or misleading in any material aspect.

On behalf of the Directors

(signed)
Wong Ngit Liong
Director

(signed)
Goon Kok Loon
Director

November 7, 2014