

VENTURE CORPORATION LIMITED
Full Year Financial Statements And Dividend Announcement

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

Fourth quarter and year-to-date financial statements on consolidated results for the period ended December 31, 2016. 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 31.12.2016 S\$'000	3 months ended 31.12.2015 S\$'000	% increase/ (decrease)	12 months ended 31.12.2016 S\$'000	12 months ended 31.12.2015 S\$'000	% increase/ (decrease)
Revenue	854,581	694,013	23.1	2,874,219	2,656,502	8.2
Other income	1,412	234	n.m.	2,886	1,074	n.m.
Changes in finished goods and work in progress, and raw materials used	(643,264)	(534,761)	20.3	(2,172,305)	(2,040,683)	6.4
Employee benefits expense	(74,066)	(64,139)	15.5	(285,001)	(261,863)	8.8
Depreciation and amortisation expense	(13,586)	(10,758)	26.3	(45,111)	(43,147)	4.6
Research and development expense (Note 1)	(12,524)	(8,510)	47.2	(36,912)	(42,469)	(13.1)
Foreign currency exchange gain	3,900	1,160	n.m.	6,108	7,236	(15.6)
Other operating expenses (Note 2)	(53,228)	(26,047)	104.4	(133,147)	(98,981)	34.5
Investment revenue	861	1,008	(14.6)	3,059	2,989	2.3
Finance costs (interest expense on bank loans)	(216)	(249)	(13.3)	(895)	(977)	(8.4)
Share of profit of associates	1,238	1,114	11.1	2,962	2,028	46.1
Profit before tax	65,108	53,065	22.7	215,863	181,709	18.8
Income tax expense	(11,110)	(8,273)	34.3	(35,173)	(27,635)	27.3
Profit for the period	53,998	44,792	20.6	180,690	154,074	17.3
Other comprehensive income (loss):						
- Items may be reclassified subsequently to profit or loss						
Exchange differences on translation of foreign operations	51,629	(1,833)	n.m.	7,446	65,108	(88.6)
Translation gain reclassified to profit or loss on loss of significant influence on an associate (Note 3)	-	-	n.m.	(2,108)	-	n.m.
Fair value gain (loss) on available-for-sale investments	239	8	n.m.	183	(322)	n.m.
Fair value gain (loss) on cash flow hedge	64	40	60.0	(27)	40	n.m.
Total comprehensive income for the period	105,930	43,007	146.3	186,184	218,900	(14.9)
Profit attributable to:						
Owners of the Company	54,050	44,815	20.6	180,678	153,988	17.3
Non-controlling interests	(52)	(23)	126.1	12	86	(86.0)
	53,998	44,792	20.6	180,690	154,074	17.3
Total comprehensive income attributable to:						
Owners of the Company	105,977	43,090	145.9	186,349	218,782	(14.8)
Non-controlling interests	(47)	(83)	(43.4)	(165)	118	n.m.
	105,930	43,007	146.3	186,184	218,900	(14.9)

Note 1

Research and development (R&D) expense which comprised prototyping tooling, materials and its related services was higher in Q4 2016 driven by increased customers' requirements. R&D manpower costs are separately recorded under Employee benefits expense.

Note 2

Other operating expenses increased due to charges as disclosed in 1.(a)(ii).

Note 3

Foreign currency exchange gain includes S\$2.1 million translation gain reclassified to profit or loss due to loss of significant influence on an associate in Q2 2016.

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

	Group			Group		
	3 months ended 31.12.2016 S\$'000	3 months ended 31.12.2015 S\$'000	% increase/ (decrease)	12 months ended 31.12.2016 S\$'000	12 months ended 31.12.2015 S\$'000	% increase/ (decrease)
Overprovision (underprovision) of tax in respect of prior years	37	(259)	n.m.	84	(303)	n.m.
Allowance for doubtful trade receivables and bad debt written off	(3,517)	(2,522)	39.5	(7,315)	(2,663)	n.m.
Loss on disposal of property, plant and equipment, net	(276)	(47)	n.m.	(384)	(405)	(5.2)
Inventories reversal (written off)	541	(1,074)	n.m.	(4,190)	(3,473)	20.6
Impairment loss on available-for-sale investments (Note 4)	(5,910)	(380)	n.m.	(5,910)	(380)	n.m.
Accrual for legal settlement cost (Note 5)	(22,623)	-	n.m.	(26,308)	-	n.m.

Note 4

Impairment loss on available-for-sale investment was in relation to an investment in unquoted equity shares held by the group.

Note 5

A non-recurring accrual was made in relation to a settlement arising from dispute with a customer. Both parties have reached agreement to a full and final settlement on a confidential basis and release and discharge of all claims which the parties have against each other without any admissions or concessions of liability.

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	
	31.12.2016	31.12.2015	31.12.2016	31.12.2015
	S\$'000	S\$'000	S\$'000	S\$'000
ASSETS				
Current assets:				
Cash and bank balances	499,736	459,254	212,760	160,403
Trade receivables	712,994	570,407	227,389	111,496
Other receivables and prepayments	38,270	33,326	12,532	5,931
Inventories	622,988	556,471	47,726	52,753
Trade receivables due from subsidiaries	-	-	15,962	12,159
Other receivables due from subsidiaries	-	-	17,959	7,075
Income tax recoverable	5	60	-	-
Total current assets	1,873,993	1,619,518	534,328	349,817
Non-current assets:				
Investments in subsidiaries	-	-	1,227,849	1,227,849
Investments in associates	20,253	19,412	-	-
Available-for-sale investments	8,088	13,757	5,241	4,985
Other receivables	4,231	20,234	-	-
Property, plant and equipment	203,152	186,481	39,170	39,885
Intangible assets	1,283	21,510	913	2,218
Goodwill	639,708	639,708	-	-
Deferred tax assets	7,814	7,697	-	-
Total non-current assets	884,529	908,799	1,273,173	1,274,937
Total assets	2,758,522	2,528,317	1,807,501	1,624,754
LIABILITIES AND EQUITY				
Current liabilities:				
Bank loans	92,641	108,542	77,139	70,705
Trade payables	490,936	353,329	53,060	46,535
Other payables and accrued expenses	192,372	125,964	63,045	34,199
Trade payables due to subsidiaries	-	-	126,109	11,228
Other payables due to subsidiaries	-	-	21,223	21,306
Trade payables due to associates	4	-	-	-
Income tax payable	18,234	15,058	3,520	2,034
Total current liabilities	794,187	602,893	344,096	186,007
Non-current liabilities:				
Bank loan	-	26,475	-	26,475
Deferred tax liabilities	1,801	3,140	-	-
Total non-current liabilities	1,801	29,615	-	26,475
Capital and reserves:				
Share capital	713,686	693,333	713,686	693,333
Treasury shares	(2,569)	(2,081)	(2,569)	(2,081)
Share-based awards reserve	5,063	6,375	4,379	5,691
Investments revaluation and hedging reserve	21	(135)	21	(135)
Translation reserve	(144,382)	(149,897)	-	-
Reserve fund	3,066	2,398	-	-
Capital reserve	-	17	-	-
Accumulated profits	1,385,230	1,343,215	747,888	715,464
Equity attributable to owners of the Company	1,960,115	1,893,225	1,463,405	1,412,272
Non-controlling interests	2,419	2,584	-	-
Total equity	1,962,534	1,895,809	1,463,405	1,412,272
Total liabilities and equity	2,758,522	2,528,317	1,807,501	1,624,754

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 31.12.2016		As at 31.12.2015		As at 31.12.2016		As at 31.12.2015	
Secured	Unsecured	Secured	Unsecured	Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
26,883	65,758	-	108,542	26,883	50,256	-	70,705

(b) Amount repayable after one year

Group				Company			
As at 31.12.2016		As at 31.12.2015		As at 31.12.2016		As at 31.12.2015	
Secured	Unsecured	Secured	Unsecured	Secured	Unsecured	Secured	Unsecured
S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
-	-	26,475	-	-	-	26,475	-

(c) Details of any collateral

The secured bank loan is secured by pledged bank deposits.

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 31.12.2016 S\$'000	3 months ended 31.12.2015 S\$'000	12 months ended 31.12.2016 S\$'000	12 months ended 31.12.2015 S\$'000
Operating activities:				
Profit before Taxation	65,108	53,065	215,863	181,709
Adjustments for:				
Share of profit of associates	(1,238)	(1,114)	(2,962)	(2,028)
Inventories (reversal) written off	(541)	1,074	4,190	3,473
Depreciation expense	7,552	6,400	26,223	25,519
Allowance for doubtful trade receivables and bad debt written off	3,517	2,522	7,315	2,663
Amortisation of intangible assets	6,175	5,049	20,183	20,532
Interest income	(861)	(1,008)	(3,059)	(2,989)
Dividend income	(55)	(19)	(233)	(112)
Interest expense	216	249	895	977
Share-based payments expense	376	278	1,235	942
Impairment loss on available-for-sales investment	5,910	380	5,910	380
Write back of impairment loss on associate	-	(59)	-	-
Loss on disposal of plant and equipment, net	276	47	384	405
Translation gain reclassified to profit or loss on loss of significant influence on an associate	-	-	(2,108)	-
Operating profit before working capital changes	86,435	66,864	273,836	231,471
Trade receivables	(136,902)	22,025	(141,208)	21,274
Other receivables and prepayments	2,583	(4,922)	1,518	5,212
Inventories	21,532	80,112	(62,184)	30,610
Amount due to associates	(5)	2	4	(4)
Trade payables	47,023	(60,414)	130,014	(55,209)
Other payables and accrued expenses	37,420	11,429	63,695	26,778
Cash generated from operations	58,086	115,096	265,675	260,132
Interest paid	(216)	(249)	(895)	(977)
Income tax paid	(9,942)	(5,839)	(33,468)	(25,278)
Net cash from operating activities	47,928	109,008	231,312	233,877
Investing activities:				
Interest received	313	961	1,799	3,195
Dividend received from associates	314	210	1,047	913
Dividend received from other equity investments	18	19	160	112
Purchase of property, plant and equipment (Note 6)	(7,196)	(3,173)	(33,506)	(14,607)
Proceeds on disposal of plant and equipment	30	67	101	130
Addition of intangible assets	-	(83)	-	(380)
Proceeds on disposal of an available-for-sale investments	-	37	-	104
Purchase of an available-for-sale investment	-	(3,190)	-	(3,190)
Net cash used in investing activities	(6,521)	(5,152)	(30,399)	(13,723)
Financing activities:				
Dividend paid	-	-	(138,403)	(138,009)
Refund of unclaimed dividends	-	4	26	4
Repayment of bank loans	(8,415)	(48,949)	(48,485)	(75,897)
Proceeds from new bank loans	5,435	26,584	6,512	29,452
Proceeds from issue of shares	8,940	2,660	18,171	12,941
Purchase of treasury shares	-	-	(488)	-
Bank balances pledged as securities for bank facilities	-	(26,100)	-	(26,100)
Net cash from (used in) financing activities	5,960	(45,801)	(162,667)	(197,609)
Net increase in cash and cash equivalents	47,367	58,055	38,246	22,545
Cash and cash equivalents at beginning of period	403,151	378,544	433,154	393,256
Effect of foreign exchange rate changes on the balance of cash held in foreign currencies	24,210	(3,445)	3,328	17,353
Cash and cash equivalents at end of period	474,728	433,154	474,728	433,154
Cash and cash equivalents comprise:				
Cash	312,118	313,825	312,118	313,825
Fixed deposits	187,618	145,429	187,618	145,429
	499,736	459,254	499,736	459,254
Less: Pledged bank deposits	(25,008)	(26,100)	(25,008)	(26,100)
Cash and cash equivalents on the consolidated cash flow statement	474,728	433,154	474,728	433,154

Note 6

In Q2 2016, the Group completed the acquisition of leasehold property of which S\$5.7 million of the total consideration of S\$13.0 million was paid in 1H 2016.

1.(d)(i) Statement of changes in equity for the period ended December 31, 2015

	Share capital S\$'000	Treasury shares S\$'000	Share-based awards reserve S\$'000	Share- based Investments revaluation &		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
				Hedging reserve S\$'000	Translation reserve S\$'000						
The Group											
Balance at January 1, 2015	678,579	(2,081)	42,336	147	(214,973)	1,916	17	1,292,607	1,798,548	2,466	1,801,014
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	32,563	32,563	69	32,632
Other comprehensive income for the period	-	-	-	78	39,094	-	-	-	39,172	95	39,267
Total	-	-	-	78	39,094	-	-	32,563	71,735	164	71,899
Transactions with owners, recognised directly in equity											
Issue of shares	7,102	-	(915)	-	-	-	-	-	6,187	-	6,187
Appropriation to reserve fund	-	-	-	-	-	482	-	(482)	-	-	-
Share options lapsed	-	-	(3,710)	-	-	-	-	3,710	-	-	-
Recognition of share-based payments	-	-	240	-	-	-	-	-	240	-	240
Total	7,102	-	(4,385)	-	-	482	-	3,228	6,427	-	6,427
Balance at March 31, 2015	685,681	(2,081)	37,951	225	(175,879)	2,398	17	1,328,398	1,876,710	2,630	1,879,340
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	36,063	36,063	22	36,085
Other comprehensive loss for the period	-	-	-	(160)	(18,968)	-	-	-	(19,128)	(55)	(19,183)
Total	-	-	-	(160)	(18,968)	-	-	36,063	16,935	(33)	16,902
Transactions with owners, recognised directly in equity											
Issue of shares	3,734	-	(422)	-	-	-	-	-	3,312	-	3,312
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	-	-	-	(138,009)	(138,009)	-	(138,009)
Share options lapsed	-	-	(19)	-	-	-	-	19	-	-	-
Recognition of share-based payments	-	-	119	-	-	-	-	-	119	-	119
Share of an associate's share options reserve	-	-	17	-	-	-	-	-	17	-	17
Total	3,734	-	(305)	-	-	-	-	(137,990)	(134,561)	-	(134,561)
Balance at June 30, 2015	689,415	(2,081)	37,646	65	(194,847)	2,398	17	1,226,471	1,759,084	2,597	1,761,681
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	40,547	40,547	18	40,565
Other comprehensive loss for the period	-	-	-	(248)	46,723	-	-	-	46,475	52	46,527
Total	-	-	-	(248)	46,723	-	-	40,547	87,022	70	87,092
Transactions with owners, recognised directly in equity											
Issue of shares	914	-	(132)	-	-	-	-	-	782	-	782
Share options lapsed	-	-	(3,705)	-	-	-	-	3,705	-	-	-
Recognition of share-based payments	-	-	305	-	-	-	-	-	305	-	305
Total	914	-	(3,532)	-	-	-	-	3,705	1,087	-	1,087
Balance at September 30, 2015	690,329	(2,081)	34,114	(183)	(148,124)	2,398	17	1,270,723	1,847,193	2,667	1,849,860
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	44,815	44,815	(23)	44,792
Other comprehensive income for the period	-	-	-	48	(1,773)	-	-	-	(1,725)	(60)	(1,785)
Total	-	-	-	48	(1,773)	-	-	44,815	43,090	(83)	43,007
Transactions with owners, recognised directly in equity											
Issue of shares	3,004	-	(344)	-	-	-	-	-	2,660	-	2,660
Share options lapsed	-	-	(27,673)	-	-	-	-	27,673	-	-	-
Recognition of share-based payments	-	-	278	-	-	-	-	-	278	-	278
Refund of unclaimed dividends	-	-	-	-	-	-	-	4	4	-	4
Total	3,004	-	(27,739)	-	-	-	-	27,677	2,942	-	2,942
Balance at December 31, 2015	693,333	(2,081)	6,375	(135)	(149,897)	2,398	17	1,343,215	1,893,225	2,584	1,895,809

1.(d)(i) Statement of changes in equity for the period ended December 31, 2016

	Share capital S\$'000	Treasury shares S\$'000	Share- based awards reserve S\$'000	Investments revaluation & hedging 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, 2016	693,333	(2,081)	6,375	(135)	(149,897)	2,398	17	1,343,215	1,893,225	2,584	1,895,809
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	35,839	35,839	9	35,848
Other comprehensive loss for the period	-	-	-	(222)	(43,060)	-	-	-	(43,282)	(102)	(43,384)
Total	-	-	-	(222)	(43,060)	-	-	35,839	(7,443)	(93)	(7,536)
Transactions with owners, recognised directly in equity											
Issue of shares	1,209	-	(143)	-	-	-	-	-	1,066	-	1,066
Appropriation to reserve fund	-	-	-	-	-	668	-	(668)	-	-	-
Share options lapsed	-	-	(54)	-	-	-	-	54	-	-	-
Recognition of share-based payments	-	-	121	-	-	-	-	-	121	-	121
Total	1,209	-	(76)	-	-	668	-	(614)	1,187	-	1,187
Balance at March 31, 2016	694,542	(2,081)	6,299	(357)	(192,957)	3,066	17	1,378,440	1,886,969	2,491	1,889,460
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	43,391	43,391	16	43,407
Other comprehensive loss for the period	-	-	-	(20)	(11,605)	-	-	-	(11,625)	(58)	(11,683)
Total	-	-	-	(20)	(11,605)	-	-	43,391	31,766	(42)	31,724
Transactions with owners, recognised directly in equity											
Issue of shares	2,255	-	(252)	-	-	-	-	-	2,003	-	2,003
Purchase of treasury shares	-	(240)	-	-	-	-	-	-	(240)	-	(240)
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	-	-	-	(138,403)	(138,403)	-	(138,403)
Share options lapsed	-	-	(45)	-	-	-	-	45	-	-	-
Recognition of share-based payments	-	-	251	-	-	-	-	-	251	-	251
Share of associate's reserves	-	-	-	-	-	-	(17)	17	-	-	-
Refund of unclaimed dividends	-	-	-	-	-	-	-	26	26	-	26
Total	2,255	(240)	(46)	-	-	-	(17)	(138,315)	(136,363)	-	(136,363)
Balance at June 30, 2016	696,797	(2,321)	6,253	(377)	(204,562)	3,066	-	1,283,516	1,782,372	2,449	1,784,821
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	47,398	47,398	39	47,437
Other comprehensive gain (loss) for the period	-	-	-	95	8,556	-	-	-	8,651	(22)	8,629
Total	-	-	-	95	8,556	-	-	47,398	56,049	17	56,066
Transactions with owners, recognised directly in equity											
Issue of shares	6,678	-	(516)	-	-	-	-	-	6,162	-	6,162
Purchase of treasury shares	-	(248)	-	-	-	-	-	-	(248)	-	(248)
Share options lapsed	-	-	(253)	-	-	-	-	253	-	-	-
Recognition of share-based payments	-	-	487	-	-	-	-	-	487	-	487
Total	6,678	(248)	(282)	-	-	-	-	253	6,401	-	6,401
Balance at September 30, 2016	703,475	(2,569)	5,971	(282)	(196,006)	3,066	-	1,331,167	1,844,822	2,466	1,847,288
Total comprehensive income for the period											
Profit for the period	-	-	-	-	-	-	-	54,050	54,050	(52)	53,998
Other comprehensive gain for the period	-	-	-	303	51,624	-	-	-	51,927	5	51,932
Total	-	-	-	303	51,624	-	-	54,050	105,977	(47)	105,930
Transactions with owners, recognised directly in equity											
Issue of shares	10,211	-	(1,271)	-	-	-	-	-	8,940	-	8,940
Purchase of treasury shares	-	-	-	-	-	-	-	-	-	-	-
Share options lapsed	-	-	(13)	-	-	-	-	13	-	-	-
Recognition of share-based payments	-	-	376	-	-	-	-	-	376	-	376
Total	10,211	-	(908)	-	-	-	-	13	9,316	-	9,316
Balance at December 31, 2016	713,686	(2,569)	5,063	21	(144,382)	3,066	-	1,385,230	1,960,115	2,419	1,962,534

1.(d)(i) Statement of changes in equity for the period ended December 31, 2015

	Share capital S\$'000	Treasury shares S\$'000	Share- based awards reserve S\$'000	Investments revaluation & Hedging reserve S\$'000	Accumulated profits S\$'000	Total equity S\$'000
The Company						
Balance at January 1, 2015	678,579	(2,081)	41,669	147	709,469	1,427,783
Total comprehensive income for the period						
Profit for the period	-	-	-	-	24,140	24,140
Other comprehensive income for the period	-	-	-	78	-	78
Total	-	-	-	78	24,140	24,218
Transactions with owners, recognised directly in equity						
Issue of shares	7,102	-	(915)	-	-	6,187
Share options lapsed	-	-	(3,710)	-	3,710	-
Recognition of share-based payments	-	-	240	-	-	240
Total	7,102	-	(4,385)	-	3,710	6,427
Balance at March 31, 2015	685,681	(2,081)	37,284	225	737,319	1,458,428
Total comprehensive income for the period						
Profit for the period	-	-	-	-	34,666	34,666
Other comprehensive loss for the period	-	-	-	(160)	-	(160)
Total	-	-	-	(160)	34,666	34,506
Transactions with owners, recognised directly in equity						
Issue of shares	3,734	-	(422)	-	-	3,312
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	(138,009)	(138,009)
Share options lapsed	-	-	(19)	-	19	-
Recognition of share-based payments	-	-	119	-	-	119
Total	3,734	-	(322)	-	(137,990)	(134,578)
Balance at June 30, 2015	689,415	(2,081)	36,962	65	633,995	1,358,356
Total comprehensive income for the period						
Profit for the period	-	-	-	-	28,708	28,708
Other comprehensive loss for the period	-	-	-	(248)	-	(248)
Total	-	-	-	(248)	28,708	28,460
Transactions with owners, recognised directly in equity						
Issue of shares	914	-	(132)	-	-	782
Share options lapsed	-	-	(3,705)	-	3,705	-
Recognition of share-based payments	-	-	305	-	-	305
Total	914	-	(3,532)	-	3,705	1,087
Balance at September 30, 2015	690,329	(2,081)	33,430	(183)	666,408	1,387,903
Total comprehensive income for the period						
Profit for the period	-	-	-	-	21,379	21,379
Other comprehensive loss for the period	-	-	-	48	-	48
Total	-	-	-	48	21,379	21,427
Transactions with owners, recognised directly in equity						
Issue of shares	3,004	-	(344)	-	-	2,660
Share options lapsed	-	-	(27,673)	-	27,673	-
Recognition of share-based payments	-	-	278	-	-	278
Refund of unclaimed dividends	-	-	-	-	4	4
Total	3,004	-	(27,739)	-	27,677	2,942
Balance at December 31, 2015	693,333	(2,081)	5,691	(135)	715,464	1,412,272

1.(d)(i) Statement of changes in equity for the period ended December 31, 2016

	Share capital S\$'000	Treasury shares S\$'000	Share- based awards reserve S\$'000	Investments revaluation & Hedging reserve S\$'000	Accumulated profits S\$'000	Total equity S\$'000
The Company						
Balance at January 1, 2016	693,333	(2,081)	5,691	(135)	715,464	1,412,272
Total comprehensive income for the period						
Profit for the period	-	-	-	-	21,626	21,626
Other comprehensive loss for the period	-	-	-	(222)	-	(222)
Total	-	-	-	(222)	21,626	21,404
Transactions with owners, recognised directly in equity						
Issue of shares	1,209	-	(143)	-	-	1,066
Share options lapsed	-	-	(54)	-	54	-
Recognition of share-based payments	-	-	121	-	-	121
Total	1,209	-	(76)	-	54	1,187
Balance at March 31, 2016	694,542	(2,081)	5,615	(357)	737,144	1,434,863
Total comprehensive income for the period						
Profit for the period	-	-	-	-	75,395	75,395
Other comprehensive loss for the period	-	-	-	(20)	-	(20)
Total	-	-	-	(20)	75,395	75,375
Transactions with owners, recognised directly in equity						
Issue of shares	2,255	-	(252)	-	-	2,003
Purchase of treasury shares	-	(240)	-	-	-	(240)
Final tax exempt dividend paid in respect of the previous financial year	-	-	-	-	(138,403)	(138,403)
Share options lapsed	-	-	(45)	-	45	-
Recognition of share-based payments	-	-	251	-	-	251
Total	2,255	(240)	(46)	-	(138,358)	(136,389)
Balance at June 30, 2016	696,797	(2,321)	5,569	(377)	674,181	1,373,849
Total comprehensive income for the period						
Profit for the period	-	-	-	-	40,576	40,576
Other comprehensive gain for the period	-	-	-	95	-	95
Total	-	-	-	95	40,576	40,671
Transactions with owners, recognised directly in equity						
Issue of shares	6,678	-	(516)	-	-	6,162
Purchase of treasury shares	-	(248)	-	-	-	(248)
Share options lapsed	-	-	(253)	-	253	-
Recognition of share-based payments	-	-	487	-	-	487
Total	6,678	(248)	(282)	-	253	6,401
Balance at September 30, 2016	703,475	(2,569)	5,287	(282)	715,010	1,420,921
Total comprehensive income for the period						
Profit for the period	-	-	-	-	32,865	32,865
Other comprehensive gain for the period	-	-	-	303	-	303
Total	-	-	-	303	32,865	33,168
Transactions with owners, recognised directly in equity						
Issue of shares	10,211	-	(1,271)	-	-	8,940
Purchase of treasury shares	-	-	-	-	-	-
Share options lapsed	-	-	(13)	-	13	-
Recognition of share-based payments	-	-	376	-	-	376
Total	10,211	-	(908)	-	13	9,316
Balance at December 31, 2016	713,686	(2,569)	4,379	21	747,888	1,463,405

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

As at December 31, 2016, the total number of ordinary shares in issue was 279,119,577 (December 31, 2015: 276,773,577), of which 335,000 were treasury shares (December 31, 2015: 275,000).

The Company did not purchase any ordinary shares during Q4 2016 (Q4 2015: Nil). 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, 2016	276,773,577	693,333
Add: No. of share options exercised in Q1 2016	150,000	1,209
As at March 31, 2016	<u>276,923,577</u>	<u>694,542</u>
Add: No. of share options exercised in Q2 2016	277,000	2,255
As at June 30, 2016	<u>277,200,577</u>	<u>696,797</u>
Add: No. of share options exercised in Q3 2016	797,000	6,678
As at September 30, 2016	<u>277,997,577</u>	<u>703,475</u>
Add: No. of share options exercised in Q4 2016	1,122,000	10,211
As at December 31, 2016	<u><u>279,119,577</u></u>	<u><u>713,686</u></u>

	No. of treasury shares	S\$'000
As at January 1, 2016 and March 31, 2016	275,000	2,081
Add: No. of treasury shares purchased in Q2 2016	30,000	240
As at June 30, 2016	<u>305,000</u>	<u>2,321</u>
Add: No. of treasury shares purchased in Q3 2016	30,000	248
As at September 30, 2016 and December 31, 2016	<u><u>335,000</u></u>	<u><u>2,569</u></u>

	No. of shares	S\$'000
Issued shares excluding treasury shares as at January 1, 2016	<u>276,498,577</u>	<u>691,252</u>
Issued shares excluding treasury shares as at March 31, 2016	<u>276,648,577</u>	<u>692,461</u>
Issued shares excluding treasury shares as at June 30, 2016	<u>276,895,577</u>	<u>694,476</u>
Issued shares excluding treasury shares as at September 30, 2016	<u>277,662,577</u>	<u>700,906</u>
Issued shares excluding treasury shares as at December 31, 2016	<u><u>278,784,577</u></u>	<u><u>711,117</u></u>

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

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

Since the end of the previous financial quarter, 1,118,000 options (Q4 2015: 371,000) were exercised and 28,000 options (Q4 2015: 243,000) have lapsed.

As at December 31, 2016, there were 5,749,000 unissued shares of the Company under options in the 2004 Scheme (December 31, 2015: 8,600,000).

Venture Corporation Executives' Share Option Scheme ("The 2015 Scheme")

Since the end of the previous financial quarter, 4,000 options (Q4 2015: Nil) were exercised and 17,000 options (Q4 2015: 51,000) have lapsed.

As at December 31, 2016, there were 4,782,000 unissued shares of the Company under options in the 2015 Scheme. (December 31, 2015: 2,527,000).

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 December 31, 2016 the number of RSP shares stood at 850,000 (December 31, 2015: 610,000).

	No. of RSP shares awarded	Lapsed shares	No. of RSP shares net of lapsed shares
May 2012 Award	180,000	(60,000)	120,000
May 2013 Award	120,000	(40,000)	80,000
May 2014 Award	120,000	-	120,000
May 2015 Award	270,000	-	270,000
June 2016 Award	280,000	(20,000)	260,000
	<u>970,000</u>	<u>(120,000)</u>	<u>850,000</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, 2015.

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 31.12.2016	3 months ended 31.12.2015	12 months ended 31.12.2016	12 months ended 31.12.2015
(a) Based on the weighted average number of ordinary shares on issue (cents)	19.5	16.2	65.2	55.8
(b) On a fully diluted basis (cents) (detailing any adjustments made to the earnings)	19.3	16.2	64.8	55.6

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

	Group		Company	
	31.12.2016	31.12.2015	31.12.2016	31.12.2015
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)	703.1	684.7	524.9	510.8

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.

PERFORMANCE REVIEW

For the financial year ended 31 December 2016, the Group registered a 8.2% year-on-year increase in revenue to S\$2,874.2 million. For the three months ended 31 December 2016, Group revenue increased by 23.1% year-on-year to S\$854.6 million. Compared to the prior quarter, revenue for the reported quarter rose by 21.1%. New product/programme introduction by customers and revenue growth from customers won in recent years contributed to the improvement in revenue for the reported quarter.

For the twelve months ended 31 December 2016, the Group recorded profit before tax (PBT) of S\$215.9 million, an increase of 18.8% year-on-year. Including tax incentives granted to the subsidiaries of the Group, an income tax expense of S\$35.2 million was recorded for the year. Net profit (profit attributable to owners of the Company) rose 17.3% to S\$180.7 million for the financial year ended 31 December 2016. The Group recorded a net profit of S\$54.1 million for the quarter ended 31 December 2016, an improvement of 20.6% year-on-year and 14.0% quarter-on-quarter. The improvement in profitability was driven by revenue growth, value creation, as well as improvements in operational excellence across the Group's facilities and its entire value-chain. The Group registered net margin of 6.3% for the full year (FY 2015: 5.8%) and 6.3% for the reported quarter (4Q 2015: 6.5%).

Diluted Earnings Per Share for FY 2016 was 64.8 cents (FY 2015: 55.6 cents) and 19.3 cents (4Q 2015: 16.2 cents) for the quarter ended 31 December 2016.

FINANCIAL POSITION AND CASHFLOW

During the year, the Group generated cash from operations of S\$265.7 million (FY 2015: S\$260.1 million). Compared to FY 2015, The Group registered an increase in working capital position arising from higher balances in trade receivables and inventories. The increase in receivables was derived from the higher revenue recorded during the reported quarter. The increase in inventories is primarily to meet customers' requirements and programmes. As at the end of the financial year, the Group had cash and bank balances of S\$499.7 million (FY 2015: S\$459.3 million) and remained net cash positive at S\$407.1 million (FY 2015: S\$324.2 million).

As at 31 December 2016, Equity attributable to owners of the Company was S\$1,960.1 million (FY 2015: S\$1,893.2 million) and Net Asset Value per share was S\$7.03 (FY 2015: S\$6.85).

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

Not applicable.

10. **A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months**

The industry continues to undergo rapid change and transformation in a dynamic, highly competitive and globalised world. In the midst of all these, the Group remains steadfast in strengthening its Clusters of Excellence and deepening its partnerships for value creation with leaders in technology domains of interests.

Venture will continue to augment its solid customer base, forging new complementary and collaborative alliances through its well regarded engineering and manufacturing capabilities. Venture's entrepreneurial spirit coupled with its set of core values will continue to provide unparalleled dedication and energy to render strong support to all its business partners and clients.

Venture will also continue to invest in growing its core groups of management, technical and professional talents to realise its mission to be a leading global provider of technology services, products and solutions.

11. **Dividend**

(a) Current Financial Period Reported On

Name of Dividend	Final
Dividend Type	Cash
Dividend Amount per Share (in cents)	50 cents per ordinary share*
Tax Rate	Exempt

*subject to shareholders' approval at the forthcoming AGM

(b) Corresponding Period of the Immediately Preceding Financial Year

Name of Dividend	Final
Dividend Type	Cash
Dividend Amount per Share (in cents)	50 cents per ordinary share
Tax Rate	Exempt
Payment date	May 18, 2016

(c) Date payable

25 May 2017

(d) Books closure date

5pm on 17 May 2017

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

Not applicable

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.

14. **Please disclose a confirmation that the issuer has procured undertakings from all its directors and executive officers under Rule 720(1).**

The Group has procured undertakings from all its directors and executive officers

15. Segmental revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year

Segmental Results

a) By Reportable Segments

	Electronic Services Provider	Retail Store Solution & Industrial	Components Technology	Eliminations	Group
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
2016					
Revenue:					
External Sales	2,041,056	719,425	113,738	-	2,874,219
Inter-segment Sales	22,240	2,824	64,713	(89,777)	-
Total revenue	2,063,296	722,249	178,451	(89,777)	2,874,219
Results:					
Segment results	148,713	45,389	16,635	-	210,737
Investment revenue					3,059
Finance costs					(895)
Share of profit of associates					2,962
Profit before income tax					215,863
Income tax					(35,173)
Profit for the year					180,690

	Electronic Services Provider	Retail Store Solution & Industrial	Components Technology	Eliminations	Group
	S\$'000	S\$'000	S\$'000	S\$'000	S\$'000
2015					
Revenue:					
External Sales	1,806,646	746,088	103,768	-	2,656,502
Inter-segment Sales	18,879	1,384	25,011	(45,274)	-
Total revenue	1,825,525	747,472	128,779	(45,274)	2,656,502
Results:					
Segment results	114,948	54,272	8,449	-	177,669
Investment revenue					2,989
Finance costs					(977)
Share of profit of associates					2,028
Profit before income tax					181,709
Income tax					(27,635)
Profit for the year					154,074

b) By Product Segments

	2016 S\$'000	2015 S\$'000
Printing and Imaging	180,033	255,101
Networking and Communications	533,331	472,852
Retail Store Solutions and Industrial	719,782	746,088
Computer Peripherals & Data Storage	197,126	276,642
Test & Measurement/Medical & Life Science/Others	1,243,947	905,819
	2,874,219	2,656,502

c) By Geographical Segments

	2016 S\$'000	2015 S\$'000
Singapore	1,003,426	736,560
Asia-Pacific (excluding Singapore)	1,696,057	1,821,236
Others	174,736	98,706
	2,874,219	2,656,502

16. **In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business and geographical segments**

Please refer to item 8

17. **A breakdown of sales as follows:-**

	Group		
	Year Ended 31.12.2016 S\$'000	Year Ended 31.12.2015 S\$'000	% Increase
(a) Revenue reported for first half year	1,313,986	1,269,631	3.5%
(b) Operating profit after income tax before deducting non-controlling interests reported for first half year	79,255	68,717	15.3%
(c) Revenue reported for second half year	1,560,233	1,386,871	12.5%
(d) Operating profit after tax before deducting non-controlling interests reported for second half year	101,435	85,357	18.8%

18. **A breakdown of the annual dividend (in dollar value) for the issuer's latest full year and its previous full year**

	Latest Full Year (Proposed) S\$'000	Previous Full Year (Paid) S\$'000
Ordinary dividend for 2015	-	138,403
Proposed final ordinary dividend for 2016*	<u>139,392</u>	-
	<u>139,392</u>	<u>138,403</u>

*Based on 278,784,577 issued shares excluding treasury shares as at December 31, 2016

19. **Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(13) in the prescribed format. If there are no such persons, the issuer must make an appropriate negative statement.**

Pursuant to Rule 704(13) of the Listing Manual of the Singapore Exchange Securities Trading Limited, the Company confirms that there is no person occupying a managerial position in the Company who is related to a director, chief executive officer or substantial shareholder of the Company.

BY ORDER OF THE BOARD

Angeline Khoo Cheng Nee
Company Secretary
February 24, 2017