



SWISSCO HOLDINGS LIMITED
Company Registration No: 200404711D

UNAUDITED FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT FOR THE FOURTH QUARTER AND FULL YEAR ENDED 31 DECEMBER 2015

PART I INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR ANNOUNCEMENTS

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

Consolidated Statement of Comprehensive Income

	Note	GROUP (Fourth Quarter)		Incr/ (Decr) %	GROUP (Year-to-date)		Incr/ (Decr) %
		3 months ended			12 months ended		
		31/12/2015	31/12/2014		31/12/2015	31/12/2014	
		US\$'000	US\$'000		US\$'000	US\$'000	
Revenue		21,761	37,323	(41.7)	69,646	65,514	6.3
Cost of sales		(16,107)	(17,400)	(7.4)	(26,934)	(37,331)	(27.9)
Gross profit		5,654	19,923	(71.6)	42,712	28,183	51.6
Other income		965	29	N/M	1,761	39	N/M
Other (losses)/gains, net	1(a)(ii)	(501)	5,354	N/M	10,740	5,344	N/M
Administrative expenses		(588)	(5,181)	(88.7)	(8,266)	(8,847)	(6.6)
Other expenses	1(a)(ii)	(23,645)	(29,231)	(19.1)	(45,213)	(30,860)	46.5
Results from operating activities		(18,115)	(9,106)	98.9	1,734	(6,141)	N/M
Finance income		354	884	(60.0)	2,452	2,266	8.2
Finance costs		(2,755)	(3,296)	(16.4)	(11,596)	(4,733)	N/M
Share of profits of associated companies and joint ventures		5,165	10,756	(52.0)	39,430	24,066	63.8
Profit before income tax		(15,351)	(762)	N/M	32,020	15,458	N/M
Income tax credit/(expense)		275	849	(67.6)	(851)	433	N/M
(Loss)/profit after income tax		(15,076)	87	N/M	31,169	15,891	96.1
Other comprehensive income:							
Items that may be reclassified subsequently to profit or loss:							
Currency translation differences arising from consolidation							
		22	(217)	N/M	(235)	276	N/M
Available-for-sale financial assets							
		-	(4,068)	N/M	-	(5,300)	N/M
		-	4,068	N/M	-	5,300	N/M
Other comprehensive income, net of tax		22	(217)	N/M	(235)	276	N/M
Total comprehensive income attributable to equity holders of the Company		(15,054)	(130)	N/M	30,934	16,167	91.3

N/M: Not Meaningful

Please see note 8 for explanation on the income statement review

1(a)(ii) The total comprehensive income attributable to equity holders of the Company include the following credits/(charges):-

	GROUP (Fourth Quarter)			GROUP (Year-to-date)		
	3 months ended		Incr/ (Decr) %	12 months ended		Incr/ (Decr) %
	31/12/2015 US\$'000	31/12/2014 US\$'000		31/12/2015 US\$'000	31/12/2014 US\$'000	
<u>Other (losses)/gains, net include:</u>						
Foreign exchange (loss)/gain	(512)	4,060	N/M	7,877	4,023	95.8
Gain on disposal of property, plant and equipment	11	926	N/M	2,961	953	N/M
Loss on disposal of available-for-sale financial assets	-	-	N/M	(98)	-	N/M
<u>Other expenses include:</u>						
Depreciation of property, plant and equipment	(6,157)	(5,725)	7.5	(24,900)	(7,529)	N/M
Amortisation of intangible assets	(153)	(2,154)	(92.9)	(626)	(2,154)	(70.9)
Impairment of goodwill	-	(15,414)	N/M	-	(15,414)	N/M
Impairment loss on property, plant and equipment	(14,000)	-	N/M	(14,000)	-	N/M
(Allowance)/write-back of impairment loss on trade receivables	(102)	225	N/M	(307)	400	N/M
Write back of/(allowance for) impairment loss on available-for-sale financial assets	63	(5,300)	N/M	(1,580)	(5,300)	(70.2)

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 31/12/2015 US\$'000	GROUP 31/12/2014 US\$'000	COMPANY 31/12/2015 US\$'000	COMPANY 31/12/2014 US\$'000
ASSETS				
Current assets				
Cash and cash equivalents	37,555	38,633	11,461	3,800
Available-for-sale financial assets	1,315	3,899	-	-
Trade and other receivables	17,517	21,505	48,262	75,041
Inventories	72	62	-	-
Other current assets	9,704	10,512	68	73
	<u>66,163</u>	<u>74,611</u>	<u>59,791</u>	<u>78,914</u>
Non-current assets				
Subsidiaries	-	-	437,144	437,184
Associated companies	38,860	27,600	-	-
Joint ventures	102,950	88,439	39	39
Property, plant and equipment	322,878	354,218	7	-
Intangible assets	218	832	-	-
	<u>464,906</u>	<u>471,089</u>	<u>437,190</u>	<u>437,223</u>
Total assets	<u>531,069</u>	<u>545,700</u>	<u>496,981</u>	<u>516,137</u>
LIABILITIES				
Current liabilities				
Trade and other payables	19,024	39,993	1,803	49,273
Borrowings	78,211	71,792	3,619	5,028
Derivatives	-	-	4	657
Current income tax liabilities	1,325	374	-	-
	<u>98,560</u>	<u>112,159</u>	<u>5,426</u>	<u>54,958</u>
Non-current liabilities				
Borrowings	154,628	176,405	71,872	77,843
Deferred tax liabilities	2,179	2,829	-	-
	<u>156,807</u>	<u>179,234</u>	<u>71,872</u>	<u>77,843</u>
Total liabilities	<u>255,367</u>	<u>291,393</u>	<u>77,298</u>	<u>132,801</u>
NET ASSETS	<u>275,702</u>	<u>254,307</u>	<u>419,683</u>	<u>383,336</u>
EQUITY				
Capital and reserves attributable to equity holders of the Company				
Share capital*	188,518	188,152	371,222	370,856
Redeemable exchangeable preference shares**	36,750	36,750	-	-
Other reserves	476	658	259	206
Retained earnings	49,958	28,747	48,202	12,274
TOTAL EQUITY	<u>275,702</u>	<u>254,307</u>	<u>419,683</u>	<u>383,336</u>

* In accordance to the Financial Reporting Standards on accounting for a Very Substantial Acquisition ("VSA"), the share capital of the Group represents the share capital of the subsidiary, Scott and English Energy Pte Ltd ("Scott and English")

** Redeemable exchangeable preference shares issued by certain subsidiaries

Please see note 8 for explanation on the statement of financial position review

1(b)(ii) In relation to the aggregate amount of the group's borrowings and debt securities, specify the following as at the end of the current financial period reported on with comparative figures as at the end of the immediately preceding financial year:-

(a) the amount repayable in one year or less, or on demand;

Group As at 31/12/2015	
Secured	Unsecured
US\$'000	US\$'000
63,796	14,415

Group As at 31/12/2014	
Secured	Unsecured
US\$'000	US\$'000
61,121	10,671

(b) the amount repayable after one year;

Group As at 31/12/2015	
Secured	Unsecured
US\$'000	US\$'000
84,924	69,704

Group As at 31/12/2014	
Secured	Unsecured
US\$'000	US\$'000
102,226	74,179

Details of any collateral

The Group's bank borrowings were secured by the pledge of the Group's leasehold properties, rigs and certain vessels.

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

	GROUP (Year-to-date)	
	31/12/2015	31/12/2014
	US\$'000	US\$'000
Cash flows from operating activities		
Profit before income tax	32,020	15,458
Adjustments for:		
Depreciation of property, plant and equipment	24,900	7,529
Amortisation of intangible assets	626	2,154
Impairment loss on property, plant and equipment	14,000	-
Impairment of goodwill	-	15,414
Impairment loss on available-for-sale financial assets	1,580	5,300
Loss on disposal of available-for-sale financial assets	98	-
Gain on disposal of property, plant and equipment	(2,961)	(953)
Share of profits of associated companies and joint ventures	(39,430)	(24,066)
Finance costs	11,596	4,733
Finance income	(2,452)	(2,266)
Share option expense	53	136
Performance share expense	366	-
Unrealised foreign exchange gain	(6,828)	-
Operating cash flows before changes in working capital	<u>33,568</u>	<u>23,439</u>
Changes in working capital:		
Trade and other receivables	6,393	(1,531)
Inventories	(10)	130
Other current assets	807	18,745
Trade and other payables	(21,641)	11,765
Net cash flows generated from operations	19,117	52,548
Income tax paid	(530)	(605)
Net cash flows generated from operating activities	<u>18,587</u>	<u>51,943</u>
Cash flows from investing activities		
Interest received	45	2,266
Loan to a joint venture	(3,840)	(24,175)
Amount due from joint ventures	-	(3,600)
Repayment from a joint venture	17,500	-
Amount due from associated companies	-	(1,631)
Amount due to associated companies	-	428
Investment in associated companies	-	(22,663)
Proceeds from disposal of property, plant and equipment	30,096	4,810
Purchase of property, plant and equipment	(34,741)	(168,656)
Purchase of Intangible assets	(11)	-
Proceeds from sale of available-for-sale financial assets	708	-
Net cash received from reverse acquisition	-	9,609
Net cash flows from/(used in) investing activities	<u>9,757</u>	<u>(203,612)</u>
Cash flows from financing activities		
Interest paid	(10,244)	(4,733)
Proceeds from bank borrowings	101,110	239,463
Repayment of bank borrowings	(110,237)	(81,946)
Proceeds from issue of ordinary shares	-	224
Net increase in restricted cash	(5,484)	(1,335)
Proceeds from issue of redeemable exchangeable preference shares	-	36,750
Dividends paid to shareholders of the Company	(9,958)	-
Net cash flows (used in)/from financing activities	<u>(34,813)</u>	<u>188,423</u>
Net (decrease)/increase in cash and cash equivalents	<u>(6,469)</u>	<u>36,754</u>
Cash and cash equivalents at beginning of financial year	37,298	773
Effects of currency translation on cash and cash equivalents	(93)	(229)
Cash and cash equivalents at end of financial year	<u>30,736</u>	<u>37,298</u>
Cash and cash equivalents at end of financial year include the following:		
Cash and cash equivalents	37,555	38,633
Less: Restricted cash	(6,819)	(1,335)
Cash and cash equivalents at end of financial year	<u>30,736</u>	<u>37,298</u>

Please note that it is not meaningful to present the quarter to quarter cash flows this year due to the VSA completed in 2014.

Please see note 8 for explanation on the statement of cash flows review

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 capitalization issues and distributions to shareholders, together with comparative statement for the corresponding period of the immediately preceding financial year.

<u>Group</u>	Share capital	Redeemable exchangeable preference shares	Other reserves	Retained earnings	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
As at 01/01/2015	188,152	36,750	658	28,747	254,307
Profit for the year	-	-	-	31,169	31,169
Currency translation differences arising from consolidation	-	-	(235)	-	(235)
Total comprehensive income for the year	-	-	(235)	31,169	30,934
Performance share plan - issue of new shares	366	-	-	-	366
Employee share option plan - value of employee services	-	-	73	-	73
Employee share options lapsed	-	-	(20)	-	(20)
Dividend paid for 2014	-	-	-	(9,958)	(9,958)
Total contribution by and distribution to owners	366	-	53	(9,958)	(9,539)
As at 31/12/2015	188,518	36,750	476	49,958	275,702
As at 01/01/2014	30,419	-	(283)	12,839	42,975
Profit for the year	-	-	-	15,891	15,891
Fair value loss on available-for-sale financial assets	-	-	(5,300)	-	(5,300)
Reclassification to profit and loss	-	-	5,300	-	5,300
Currency translation differences arising from consolidation	-	-	276	-	276
Total comprehensive income for the year	-	-	276	15,891	16,167
Reverse acquisition of Scott and English	158,055	-	-	-	158,055
Employee share option plan - issue of new shares	239	-	(15)	-	224
Employee share option plan - value of employee services	-	-	136	-	136
Issue of redeemable exchangeable preference shares	-	36,750	-	-	36,750
Effect of change in functional currency	(561)	-	544	17	-
Total contribution by and distribution to owners	157,733	36,750	665	17	195,165
As at 31/12/2014	188,152	36,750	658	28,747	254,307

<u>Company</u>	Share capital	Other reserves	Retained earnings	Total equity
	US\$'000	US\$'000	US\$'000	US\$'000
As at 01/01/2015	370,856	206	12,274	383,336
Profit for the year	-	-	45,886	45,886
Total comprehensive income for the year	-	-	45,886	45,886
Performance share plan - issue new shares	366	-	-	366
Employee share option plan – value of employee services	-	73	-	73
Employee share options lapsed	-	(20)	-	(20)
Dividend paid for 2014	-	-	(9,958)	(9,958)
Total contribution by and distribution to owners	366	53	(9,958)	(9,539)
As at 31/12/2015	371,222	259	48,202	419,683
As at 01/01/2014	75,941	(2,657)	8,252	81,536
Profit for the year	-	-	7,620	7,620
Net currency translation loss	-	(493)	-	(493)
Translation differences arising from change in functional to presentation currency	(3,126)	3,299	(173)	-
Total comprehensive income for the year	(3,126)	2,806	7,447	7,127
Employee share option plan - value of employee services	-	167	-	167
Employee share option plan – issue of new shares	707	(110)	-	597
Issuance of shares to acquire Scott & English	297,334	-	-	297,334
Dividend paid for 2013	-	-	(3,425)	(3,425)
Total contribution by and distribution to owners	298,041	57	(3,425)	294,673
As at 31/12/2014	370,856	206	12,274	383,336

1(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

Changes in the Company's share capital

The movement in the Company's issued and fully paid-up share capital from 1 January 2015 to 31 December 2015 was as follows:

Issued share capital	No. of shares	Share capital US\$'000
As at 1 January 2015	671,430,704	370,856
Issue of shares under the Performance Share Plan	1,018,000	366
As at 31 December 2015	672,448,704	371,222

On 5 May 2015, the Company issued 1,018,000 new ordinary shares pursuant to the Swissco Holdings Performance Share Plan.

There were unexercised options for 962,000 (based on consolidated shares) of unissued ordinary shares as at 31 December 2015 [31 December 2014: 1,537,000 (based on consolidated shares)].

The Company does not have any treasury shares.

1(d)(iii) Total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

	As at 31/12/2015	As at 31/12/2014
Total number of issued shares (excluding treasury shares)	672,448,704	671,430,704

The Company did not have any treasury shares as at 31 December 2015 and 31 December 2014.

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

Not applicable.

2. Please state whether the figures have been audited or reviewed, and if so which auditing standard or practice has been followed.

The figures have not been audited or reviewed by the Company's auditors.

3. If the figures have been audited or reviewed, please provide a statement on whether there are any qualifications or emphasis of matter.

Not applicable.

4. Please state whether the same accounting policies and method of computation as in the issuer's most recently audited financial statements have been followed.

Except as disclosed under item 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period as those applied for the audited financial statements for the financial year ended 31 December 2014.

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.

In the current financial period, the Group adopted all the applicable new and revised Singapore Financial Reporting Standards ("FRSs") and related Interpretations ("INT FRSs") that are relevant to its operations and effective for annual periods beginning on or after 1 January 2015. The adoption of these new/revised FRSs and INT FRSs does not result in changes to the Group's accounting policies and has no material effect on the financial statements.

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 4Q2015	GROUP 4Q2014	GROUP FY2015	GROUP FY2014
(Loss)/earnings per share (US cents) based on:-				
a) weighted average number of ordinary shares on issue	(2.24)	0.01	4.64	2.91
b) a fully diluted basis	(2.24)	0.01	4.30	2.85

Weighted average ordinary shares for calculation of:-

a) weighted average number of ordinary shares on issue	672,448,704	671,430,704	672,102,863	545,385,620
b) a fully diluted basis	724,883,604	683,454,354	724,537,763	557,467,035

7. Net asset value (for the issuer and group) per ordinary share based on total number of issued shares excluding treasury shares of the issuer at the end of the:-

- (a) current financial period reported on; and
(b) immediately preceding financial year.

	GROUP As at 31/12/2015	GROUP As at 31/12/2014	COMPANY As at 31/12/2015	COMPANY As at 31/12/2014
Net asset value per ordinary share (US cents)	35.53	32.40	62.41	57.09

The Group and Company's net asset value is calculated based on 672,448,704 (31 Dec 2014: 671,430,704) ordinary shares issued as at 31 December 2015.

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.

Income Statement Review
Financial year ended 31 December 2015

Revenue

(US\$' million)

Drilling

Offshore Support Vessels ("OSV")

Total Revenue

Group	Group	Group	Group
4Q2015	4Q2014	FY2015	FY2014
1.9	11.4	28.8	11.4
19.9	25.9	40.8	54.1
21.8	37.3	69.6	65.5

In accordance with the requirements of the Financial Reporting Standards, the consolidated financial statements were prepared as a continuation of Scott and English's financial statements. The results for the fourth quarter and full year ended 31 December 2015 comprised contributions from Scott and English's drilling segment, service assets segment as well as the OSV segment, while the results for the comparative quarter and full year ended 31 December 2014 comprised contributions from Scott and English's drilling segment and 5 months' results (August to December 2014) from OSV segment.

The Group's drilling segment currently owns two rigs and jointly owns another seven rigs. Two wholly-owned rigs commenced charter in 3Q2014 and contributed US\$28.8 million of charter revenue in FY2015 and US\$1.9 million in 4Q2015. Two wholly-owned rigs were off-charter in 2Q2015 and 4Q2015.

OSV revenue was derived from a total fleet of 37 vessels for the year ended 31 December 2015. Revenue from the OSV segment was US\$19.9 million for 4Q2015 (4Q2014: US\$25.9 million) and US\$40.8 million for FY2015 (FY2014: US\$54.1 million). The decrease in revenue was mainly due to reduction in maritime sales, lower average day rates and utilisation rates during the year.

Cost of sales for 4Q2015 and FY2015 comprised mainly maritime costs, maintenance, crew salaries and fuel costs.

Other (losses)/gains, net comprised mainly net gain on disposal of vessels, and net foreign exchange gain arising mainly from Singapore Dollar financial liabilities due to the strengthening of the United States dollar against the Singapore dollar.

Gain on disposal of vessels amounted to US\$3.0 million in FY2015 (FY2014: US\$1.0 million).

Net foreign exchange loss in 4Q2015 amounted to US\$0.5 million (4Q2014: net foreign exchange gain of US\$4.1 million), while net foreign exchange gain in FY2015 amounted to US\$7.9 million (FY2014: US\$4.0 million).

Administrative expenses comprised mainly staff costs and other general administrative expenses.

Other expenses for FY2015 comprised mainly depreciation charges of US\$24.9 million (FY2014: US\$7.5 million), impairment loss on rigs and vessels of US\$14.0 million (FY2014: Nil), impairment loss on available-for-sale financial assets of US\$1.6 million (FY2014: US\$5.3 million) and other operating costs.

Finance costs relate mainly to interest on bank borrowings, interest on bonds, interest on shareholders' loans and corporate guarantee fees payable to a joint venture partner for the provision of corporate guarantee to the banks. The decrease in finance costs from US\$3.3 million in 4Q2014 to US\$2.8 million in 4Q2015 was due to one-off bank facility fees incurred in 4Q2014. The increase in finance costs from US\$4.7 million in FY2014 to US\$11.6 million in FY2015 was mainly due to financing costs for two rigs acquired in September 2014 and interest on bonds issued in October 2014.

Share of profits of associated companies and joint ventures – Commencement of charters for the 50% owned drilling rigs and 50% owned accommodation rigs contributed to the share of profits of associated companies and joint ventures of US\$5.2 million in 4Q2015 (4Q2014: US\$10.8 million) and US\$39.4 million in FY2015 (FY2014: US\$24.1 million). The decrease in 4Q2015 was mainly attributable to lower contributions due to the off-charter and also our share of the impairment loss of US\$3 million of the 50% owned rig.

Profit after tax - Had there been no impairment loss on rigs and vessels of US\$17.0 million, the Group would have reported a profit after tax of US\$1.9 million for 4Q2015 and US\$48.2 million for FY2015. However, as a result of the impairment, the Group reported a loss after tax for 4Q2015 of US\$15.1 million and a profit after tax for FY2015 of US\$31.2 million.

Statement of Financial Position Review

Current assets

The Group's current assets decreased by US\$8.4 million from US\$74.6 million as at 31 December 2014 to US\$66.2 million as at 31 December 2015, mainly due to lower trade and other receivables and available for sale financial assets.

Non-current assets

The Group's non-current assets as at 31 December 2015 amounted to US\$464.9 million as compared to US\$471.1 million as at 31 December 2014, a decrease of US\$6.2 million. This was mainly due to positive contributions from associated companies and joint ventures during the year, offset by impairment loss on rigs and vessels, disposal of four vessels, and the repayment of loan by a joint venture.

Liabilities

The Group's total liabilities decreased by US\$36.0 million from US\$291.4 million as at 31 December 2014 to US\$255.4 million as at 31 December 2015. The decrease was mainly due to lower trade and other payables, loan repayments and translation gain on Singapore Dollar denominated financial liabilities, offset by higher provision for income tax.

As at 31 December 2015, the Group is in a net current liabilities position of US\$32.4 million (31 December 2014: US\$37.5 million). The Group manages its working capital requirements using short term borrowings. The Group expects to be able to rollover its short term borrowings and together with positive cash flows expected from its operations, to meet its obligations as and when they fall due.

Statement of Cash Flows Review

Net cash flows generated from operating activities amounted to US\$18.6 million for FY2015.

Net cash inflow from investing activities amounted to US\$9.8 million for FY2015. This was attributable to proceeds on sale of vessels of US\$30.1 million, sale of the available-for-sale financial assets of US\$0.7 million and loan repayment from a joint venture of US\$17.5 million. This was partially offset by cash outflows from the purchase of property, a service rig and four vessels amounting to US\$34.7 million and loan to a joint venture of US\$3.8 million.

Net cash outflow from financing activities amounted to US\$34.8 million for FY2015. This was attributable to proceeds of US\$101.1 million from loans drawn down to fund the acquisition of property and vessels, and the repayment of borrowings of US\$110.2 million, interest payments of US\$10.2 million, an increase in restricted cash of US\$5.5 million and dividend paid to shareholders of approximately US\$10.0 million for year 2014.

As a result of the above, there was a net decrease in cash and cash equivalents of US\$6.5 million for FY2015.

Net gearing as at 31 December 2015 was 0.71 times (31 December 2014: 0.82 times).

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

The Group has not disclosed any forecast or prospect statements to its shareholders previously.

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.

Market conditions are likely to remain challenging through 2016 as a result of the protracted downturn in the oil and gas industry ("O&G"). Oil prices are expected to remain volatile, leading to lower capital expenditure on exploration and production and contract awards in the industry.

Currently, two of our wholly owned and a 50% owned drilling rigs are off-charter and we shall continue to procure contracts for these rigs.

The Group's Offshore Support Vessel division will continue to step up its marketing efforts to increase its utilisation rates and explore new geographical markets including the Middle East, Africa and India.

11. If a decision regarding dividend has been made:-

(a) Whether an interim (final) ordinary dividend has been declared (recommended); and

<u>Name of dividend</u>	<u>First and final</u>
Dividend type	Cash
Dividend rate	S\$0.001 ordinary dividend per ordinary share
Tax rate	Tax exempt (one tier)

(b)(i) Amount per share

S\$0.001 per ordinary share.

(b)(ii) Previous corresponding period

S\$0.02 per ordinary share.

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated).

One-tier tax exempt.

(d) The date the dividend is payable.

To be announced at a later date, subject to Shareholders' approval at the Company's Annual General Meeting.

(e) The date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.

To be announced at a later date.

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 does not have a general mandate from shareholders for interested person transactions pursuant to Rule 920(1)(a)(ii).

Name of Interested Person	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S\$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S\$100,000)
Kim Seng Holdings Pte Ltd	US\$110,827	N.A.
Human Capital (Singapore) Pte Ltd	US\$84,913	N.A.

Kim Seng Holdings Pte Ltd ("KSH"), is a substantial shareholder (5.85%) of Swissco Holdings Limited. KSH is a company in which Mr Tan Fuh Gih, (a director and controlling shareholder of the Company) and his immediate family members are shareholders. Scott and English is renting the premise at No. 4 Tuas Avenue 5 from KSH with effect from 15 April 2014. The rental amount for the full year FY2015 was US\$110,827.

Madam Ho Geok Choo and Mr. Tan Fuh Gih hold 67.5% and 30% shareholdings respectively in Human Capital (Singapore) Pte Ltd, a national Continuing Education and Training Centre providing executive programmes and human resource consultancy services. The amount incurred for the leadership development programmes for the full year FY2015 was US\$84,913.

14. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7.7) under Rule 720(1).

Undertakings under Rule 720(1) Appendix 7.7 have been obtained from all directors and executive officers.

PART II ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

15. Segmented 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.

Management has determined the operating segments based on the organisation of the Group. The results of these operating segments are reviewed by the Executive Committee ("Exco") to make strategic decisions. The Exco comprises the Chairman, Executive Directors and Group Chief Financial Officer.

The Group has three reportable segments:

- Drilling Division
- Offshore Support Vessels Division ("OSV")
- Service Assets Division

The Exco assesses the performance of these operating segments based on profit after tax.

Sales between segments are carried out at arm's length. The revenue from external parties and total assets reported to the Exco is measured in a manner consistent with that of the financial statements.

FY2015

Business segments	Drilling US\$'000	OSV US\$'000	Service Assets US\$'000	Others US\$'000	Total US\$'000
Group					
Revenue					
Segment revenue	28,791	40,855	-	1,772	71,418
Inter-segment revenue	-	-	-	(1,772)	(1,772)
Revenue from external parties	28,791	40,855	-	-	69,646
Profit/(loss) after tax					
Finance income	2,444	8	-	-	2,452
Finance costs	(4,198)	(2,569)	-	(4,829)	(11,596)
Depreciation	(8,081)	(16,817)	-	(2)	(24,900)
Impairment loss on property, plant and equipment	(12,000)	(2,000)	-	-	(14,000)
Amortisation of intangible assets	(2)	(624)	-	-	(626)
Impairment loss on available-for-sale financial assets	-	(1,580)	-	-	(1,580)
Income tax expense	(1)	(850)	-	-	(851)
Share of profit of associated companies and joint ventures	30,344	357	8,729	-	39,430
Assets					
Reportable segment assets	128,752	233,543	15,204	11,760	389,259
Joint ventures	73,409	1,501	28,040	-	102,950
Associated companies	38,860	-	-	-	38,860
Total assets	241,021	235,044	43,244	11,760	531,069
Liabilities					
Reportable segment liabilities	80,177	94,627	290	76,769	251,863
Current income tax liabilities	-	1,325	-	-	1,325
Deferred tax liabilities	-	2,179	-	-	2,179
Total liabilities	80,177	98,131	290	76,769	255,367
Other segment information					
Capital expenditure	58	23,823	11,378	8	35,267

FY2014

Business segments	Drilling	OSV	Service Assets	Others	Total
	US\$'000	US\$'000	US\$'000	US\$'000	US\$'000
Group					
Revenue					
Segment revenue	11,380	54,134	-	1,340	66,854
Inter-segment revenue	-	-	-	(1,340)	(1,340)
Revenue from external parties	11,380	54,134	-	-	65,514
Profit/(loss) after tax					
Finance income	1,822	444	-	-	2,266
Finance costs	(2,279)	(1,083)	-	(1,371)	(4,733)
Depreciation	(2,021)	(5,508)	-	-	(7,529)
Amortisation of intangible assets	-	(2,154)	-	-	(2,154)
Impairment of goodwill	-	(15,414)	-	-	(15,414)
Impairment loss on available-for-sale financial assets	-	(5,300)	-	-	(5,300)
Income tax credit	-	433	-	-	433
Share of profit of associated companies and joint ventures	24,390	(254)	(70)	-	24,066
Assets					
Reportable segment assets	139,274	286,515	-	3,872	429,661
Joint ventures	53,974	1,143	33,322	-	88,439
Associated companies	27,600	-	-	-	27,600
Total assets	220,848	287,658	33,322	3,872	545,700
Liabilities					
Reportable segment liabilities	101,292	101,431	-	85,467	288,190
Current income tax liabilities	-	374	-	-	374
Deferred tax liabilities	-	2,829	-	-	2,829
Total liabilities	101,292	104,634	-	85,467	291,393
Other segment information					
Capital expenditure	120,151	44,900	3,605	-	168,656

GROUP

	FY2015	FY2014
	US\$'000	US\$'000
Revenue		
Mexico	28,790	11,380
United Arab Emirates	18,894	33,620
Singapore	10,516	4,360
United Kingdom	3,952	-
Malaysia	2,585	3,565
Brunei	2,569	-
Europe	1,655	-
Australia	514	2,371
Indonesia	142	5,373
Others	29	4,845
Total	69,646	65,514
Non-current assets		
Mexico	210,407	233,044
Singapore	209,942	236,888
United Arab Emirates	29,161	1,127
China	-	30
Others	15,396	-
Total	464,906	471,089

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

Not applicable.

17. A breakdown of sales as follows:-

	GROUP		
	FY2015	FY2014	Increase/ (Decrease)
	US\$'000	US\$'000	%
First Half			
(a) Revenue	37,451	-	N/M
(b) Operating profit after tax before deducting non-controlling interests reported for first half year	35,067	7,745	N/M
Second Half			
(c) Revenue	32,195	65,514	(51)
(d) Operating (loss)/profit after tax before deducting non-controlling interests reported for second half year	(3,898)	8,146	N/M

18. A breakdown of the total annual dividend (in dollar value)

	FY2015 (US\$'000)	FY2014 (US\$'000)
Ordinary	476	9,958
Preference	-	-
Total:	476	9,958

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):-

Name	Age	Family relationship with any director and/or chief executive officer and/or substantial shareholder	Current position and duties, and the year the position was held	Details of changes in duties and position held, if any, during the year
Tan Wei Min	49	Mr. Tan Wei Min is a substantial shareholder of the Company and the brother of Mr. Tan Fuh Gih, Executive Director and controlling shareholder of the Company.	He is appointed as Head of Marketing, Drilling Division and responsible for overseeing the marketing activities.	Appointed on 1 March 2015

BY ORDER OF THE BOARD

Lim How Teck
Chairman

Tan Fuh Gih
Executive Director

24 February 2016