NSL LTD
(Reg. no.: 196100107C)

Second Quarter Financial Statements Announcement

The figures have not been audited

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

1(a) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year

		THE GROUP					
		Quarter ended 30 June			6 months ended 30 June		
		2015	2014	Change	2015	2014	Change
		S$'000	S$'000	%	S$'000	S$'000	%
	Notes		(restated)			(restated)	
Continuing Operations							
Sales		110,325	109,442	1	210,187	213,299	(1)
Cost of sales		(88,404)	(94,223)	(6)	(170,944)	(182,330)	(6)
Gross profit		21,921	15,219	44	39,243	30,969	27
Other income		2,204	984	124	3,473	2,257	54
Distribution costs		(5,041)	(4,659)	8	(9,542)	(8,915)	7
Administrative expenses		(9,809)	(9,068)	8	(19,590)	(19,077)	3
Other expenses		(254)	(343)	(26)	(396)	(455)	(13)
Finance costs		(360)	(418)	(14)	(698)	(793)	(12)
Share of results of associated companies, net of tax		79	(205)	(139)	(21)	(317)	(93)
Profit before taxation	1	8,740	1,510	479	12,469	3,669	240
Taxation	2	(1,423)	(682)	109	(2,413)	(1,928)	25
Profit from continuing operations		7,317	828	784	10,056	1,741	478
Discontinued Operations							
Profit from discontinued operations	3	14,721	2,671	451	40,255	14,508	177
Total profit for the period		22,038	3,499	530	50,311	16,249	210
Profit attributable to equity holders of the Company:							
- from continuing operations		7,058	709	895	9,337	1,785	423
- from discontinued operations		14,731	2,554	477	40,177	14,312	181
		21,789	3,263	568	49,514	16,097	208
Profit / (loss) attributable to non-controlling interest:							
- from continuing operations		259	119	118	719	(44)	n/m
- from discontinued operations		(10)	117	n/m	78	196	(60)
		249	236	n/m	797	152	n/m
Earnings per ordinary share attributable to the equity holders of the Company (cents):							
- from continuing operations - basic and fully diluted		1.89	0.19	895	2.50	0.48	423
- from discontinued operations - basic and fully diluted		3.94	0.68	477	10.76	3.83	181

n/m: not meaningful

Comments on Income Statement

a) Gross Profit
Group gross profit increased by 44.0% and 27.0% in second quarter and half year ended June 2015 (or "2Q-2015" and "1H-2015") respectively due to improved operating margins from both the Precast & Prefabricated Bathroom Unit ("PBU") and Dry Mix divisions.

b) Other Income
The increases in other income in 2Q-2015 and 1H-2015 were contributed by a dividend income of $0.8 mil from an available-for-sale investment and higher interest income of $0.2 mil recorded in 2Q-2015.

c) Share of results of associated companies
The improvement in share of results of associated companies in 2Q-2015 was due to share of profits of PEINER SMAG Lifting Technologies GmbH ("PSLT"). Results of PSLT was consolidated as a 33.33% associate based on the equity method with effect from 1 May 2015 following the merger of the Group's container spreader business with Salzgitter Maschinenbau AG's grab business.

d) Taxation
Tax expense for 2Q-2015 and 1H-2015 were higher as compared to the corresponding periods in the previous year mainly due to higher profits before tax. For the corresponding periods in the preceding year, Group effective tax rates were significantly higher than Singapore corporate tax rate due mainly to losses incurred by certain subsidiaries which could not be set off against the profits earned by other subsidiaries in the Group.

Notes to the Income Statement

Note 1 – Profit before taxation and exceptional items from Continuing Operations is arrived at after (charging) / crediting the following items:	**THE GROUP**			
	Quarter ended 30 June		**6 months ended 30 June**	
	2015 S$'000	**2014 S$'000 (restated)**	**2015 S$'000**	**2014 S$'000 (restated)**
Interest income	869	590	1,590	1,324
Amortisation of intangible assets	(46)	(47)	(94)	(85)
Depreciation of property, plant and equipment and investment properties*	(3,501)	(4,233)	(7,179)	(7,913)
Foreign exchange loss, net	(105)	(82)	(12)	(169)
Fair value gain / (loss) of derivative financial instruments	6	(1)	5	(5)
Allowance for stocks obsolescence	(156)	(181)	(232)	(172)
Write-down of inventories to net realisable value, net	-	(1,472)	(436)	(1,824)
Allowance for impairment of trade receivables and bad debts written off, net	(213)	(71)	(271)	(1,308)
Gain on sale of property, plant and equipment, net	5	134	9	142
Amortisation of deferred income	47	45	93	92

*Decrease in depreciation in 2Q-2015 was attributable mainly to certain plant and machinery in Precast & PBU division's Malaysia operation being fully depreciated during the first quarter of 2015.

Note 2 – Taxation from Continuing Operations

	THE GROUP Quarter ended 30 June		THE GROUP 6 months ended 30 June	
	2015 S$'000	2014 S$'000 (restated)	2015 S$'000	2014 S$'000 (restated)
Taxation charge for the financial period comprises:				
- current period taxation	1,423	682	2,413	1,995
- over-provision in respect of prior years	-	-	-	(67)
	1,423	682	2,413	1,928

Note 3 – Discontinued Operations and Assets Held for Sale

a) On 5 December 2014, the Company and its direct wholly-owned subsidiary, NSL Engineering Holdings Pte. Ltd. ("NSEH") entered into agreement with Salzgitter Maschinenbau AG ("SMAG") in relation to the merger of NSE's RAM container spreader business with SMAG's grab business as the world's leading independent lifting device group in both bulk cargo and container handling. Under the agreement, NSEH will inject NSL Engineering Pte Ltd ("NSE") into SMAG's wholly-owned subsidiary, PEINER SMAG Lifting Technologies GmbH ("PSLT") in exchange for 33.33% equity stake in PSLT, the new holding company of NSE Group, with SMAG holding the remaining 66.67% equity stake.

The NSE Group represents a separate major line of business and is responsible for trading and management of spreader business. In accordance with FRS 105, *Non-current Assets Held for Sale and Discontinued Operations*, the NSE Group was disclosed as a discontinued operation and the carrying value of assets and liabilities of the NSE Group were classified as held for sale from 4Q-2014 and measured at the lower of carrying amount and fair value less costs to sell prior to their disposal. Comparative operating results for the period ended 30 June 2014 have been restated accordingly.

Following the completion of the merger arrangement on 29 April 2015, the 33.33% non-controlling equity stake in PSLT has been accounted for as an investment in associate as the Group has significant influence over PSLT and the share of financial results of PSLT has been accounted for based on the equity method under FRS 28 *Investments in Associates and Joint Ventures*.

b) On 21 August 2014, the Directors approved the divestment of the lime business in Singapore and Malaysia as well as limestone business and assets in Malaysia. Under the divestment arrangement, NSL Chemicals Ltd ("NSC"), a wholly-owned subsidiary of NSL Ltd (the "Company"), entered into binding termsheets (the "Termsheets") with Lhoist Singapore Pte Ltd ("Lhoist") on the principal terms for the such divestment to Lhoist or its subsidiary ("Lhoist Acquirer"). The definitive agreements with Lhoist Acquirer were signed and the divestment of lime business in Singapore and Malaysia was completed on 17 February 2015 for a cash consideration of approximately S$42.9 million, including preliminary completion account's adjustments of about S$0.5 million. Final cash consideration is subject to the finalization of the completion account's adjustments. The gain on divestment of lime business in Singapore and Malaysia recognized in 1H-2015 was approximately S$26.9 million, subject to finalization of the completion account's adjustments.

Following the completion of divestment of lime business, NSC has granted a call option to Lhoist Acquirer to acquire NSC's limestone business in Malaysia for an agreed consideration of S$4 million. The call option is exercisable by Lhoist Acquirer at any time before 30 June 2015 ("Call Option"). The Call Option has since expired without Lhoist Acquirer exercising its rights under the option.

Such lime and limestone business represents a major line of business in Chemical segment and is responsible with trading and management of lime and limestone business. In accordance with FRS 105, *Non-current Assets Held for Sale and Discontinued Operations*, the lime and limestone business in Chemical segment was disclosed as a discontinued operation. Comparative operating results for the financial period ended 30 June 2014 have been restated accordingly.

The carrying value of the assets and liabilities of the lime and limestone business were classified as held for sale as at 31 December 2014 and measured at the lower of carrying amount and fair value less costs to sell prior to their disposal. Following the lapse of the Call Option, Management continued to explore alternatives to realize the Group's carrying value in the limestone business via a disposal. Accordingly, the carrying value of the assets and liabilities of the limestone business were classified as held for sale as at 30 June 2015.

Note 3 – Discontinued Operations and Assets Held for Sale (cont'd)

c) In FY2013, the Group, through its wholly-owned subsidiary, NSL Chemicals Ltd ("NSC"), signed a share purchase agreement (the "Agreement") to dispose of the entire issued and paid-up share capital of NSL Chemicals (Thailand) Pte Ltd ("NSCT"), which holds a 22.83% shareholding in Bangkok Synthetics Co., Ltd ("BST") to SCG Chemicals Co., Ltd, ("SCG Chemicals") for an initial cash consideration of S$311.2 million and Contingent Consideration (as defined below).

In accordance with the Agreement, SCG Chemicals is obliged to pay NSC the insurance compensation (net of tax) received by BST and its subsidiaries during the period between 1 October 2013 and 31 December 2017 ("Insurance Claim Proceeds"), pursuant to insurance claims made in relation to the fire incident on 5 May 2012. SCG Chemicals shall pay NSC an amount equivalent to NSCT's previous proportionate share of BST ("Contingent Consideration"). Contingent Consideration totaling S$17.4 million was received and recognized in financial year ended 31 December 2013 upon completion of the disposal. During the first quarter of 2014, NSC recognized an additional Contingent Consideration of approximately S$10.0 million (net of tax), based on the Group's share of insurance compensation (net of tax) received by BST and its subsidiaries. The amount constituted the final settlement of the Contingent Consideration under the Agreement.

Gains related to the disposal of NSCT and the share of operating performance of BST was presented separately on the income statement as part of "discontinued operations".

d) An analysis of the results of discontinued operations (disposal group held for sale) is as follows:

	THE GROUP			
	Quarter ended 30 June		6 months ended 30 June	
	2015	2014	2015	2014
	S$'000	S$'000	S$'000	S$'000
Sales	2,946	20,463	10,647	40,355
Net expenses	(2,157)	(17,365)	(11,123)	(35,254)
Profit / (loss) before taxation	789	3,098	(476)	5,101
Taxation	45	(427)	(150)	(550)
Profit / (loss) from discontinued operations before exceptional items	834	2,671	(626)	4,551
Exceptional Items:				
- Gain on disposal of subsidiaries	13,887	-	40,881	9,957
Profit from discontinued operations*	14,721	2,671	40,255	14,508

Breakdown of Profit from discontinued operations	THE GROUP			
	Quarter ended 30 June		6 months ended 30 June	
	2015	2014	2015	2014
	S$'000	S$'000	S$'000	S$'000
Engineering operations	887	2,484	(1,066)	3,564
Lime and limestones operations	(53)	187	440	987
Exceptional (loss) / gain on disposal of lime business	(237)	-	26,924	-
Exceptional gain on disposal of NSCT	-	-	-	9,957
Exceptional gain on disposal of NSE group	14,124	-	13,957	-
	14,721	2,671	40,255	14,508

Note 3 – Discontinued Operations and Assets Held for Sale (cont'd)

e) The details of assets and liabilities of the disposal group classified as held for sale for the Group are as follows:

	THE GROUP	
	30.06.15	**31.12.14**
	S$'000	**S$'000**
Assets		
Inventories	23	20,368
Cash and bank balances	994	10,424
Receivables and prepayments	2,529	16,963
Property, plant and equipment	2,604	26,401
Intangible assets	172	423
Deferred tax assets	-	571
Associated company	-	1
Other non-current assets	-	18
Total assets	6,322	75,169
Liabilities		
Short term borrowings	-	1,887
Trade and other payables	1,348	14,775
Provision for other liabilities and charges	-	2,454
Other current liabilities	-	30
Long term borrowings	-	309
Deferred tax liabilities	557	1,395
Total liabilities	1,905	20,850

Statement of Comprehensive Income for Second Quarter ended 30 June 2015

	THE GROUP			
	Quarter ended 30 June		6 months ended 30 June	
	2015 S$'000	2014 S$'000	2015 S$'000	2014 S$'000
Total profit for the period	22,038	3,499	50,311	16,249
Other comprehensive income:				
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating foreign operations				
- Losses arising during the period	(3,702)	(94)	(3,623)	(851)
Available-for-sale financial assets				
- (Losses) / Gains arising during the period	(805)	180	43	610
Income tax relating to components of other comprehensive income	6	3	11	3
Other comprehensive (losses) / income for the year, net of tax	(4,501)	89	(3,569)	(238)
Total comprehensive income for the period	17,537	3,588	46,742	16,011
Total comprehensive income attributable to:				
Equity holders of the Company	17,300	3,312	46,084	15,841
Non-controlling interests	237	276	658	170
	17,537	3,588	46,742	16,011

1(b)(i) A balance sheet (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year

	THE GROUP		THE COMPANY	
	30.06.15 S$'000	31.12.14 S$'000	30.06.15 S$'000	31.12.14 S$'000
Share capital	193,839	193,839	193,839	193,839
Reserves	350,107	332,811	216,085	225,785
Shareholders' equity	543,946	526,650	409,924	419,624
Non-controlling interests	10,677	13,817	-	-
Total equity	554,623	540,467	409,924	419,624
Current Assets				
Inventories	48,935	59,121	-	-
Receivables and prepayments	131,822	132,665	38,466	35,268
Tax recoverable	1,130	1,127	-	-
Cash and bank balances	307,143	288,429	220,038	190,626
Other current assets	5	-	-	-
	489,035	481,342	258,504	225,894
Disposal group assets classified as held-for-sale (Note 3)	6,322	75,169	-	-
	495,357	556,511	258,504	225,894
Non-Current Assets				
Property, plant and equipment	136,550	138,943	194	256
Investment properties	8,562	8,648	-	-
Subsidiaries	-	-	85,232	85,232
Associated companies	51,251	6,107	-	-
Long term receivables and prepayments	1,801	1,328	118,535	118,652
Available-for-sale financial assets	8,924	8,882	8,424	8,317
Intangible assets	9,344	9,439	-	-
Deferred tax assets	3,254	3,347	-	-
Other non-current assets	98	99	-	-
	219,784	176,793	212,385	212,457
Total Assets	715,141	733,304	470,889	438,351
Current Liabilities				
Borrowings	(18,276)	(19,695)	-	-
Trade and other payables	(118,102)	(129,862)	(60,930)	(18,657)
Taxation	(3,138)	(3,157)	(35)	(33)
Deferred income	(406)	(337)	-	-
	(139,922)	(153,051)	(60,965)	(18,690)
Liabilities directly associated with disposal group classified as held-for-sale (Note 3)	(1,905)	(20,850)	-	-
	(141,827)	(173,901)	(60,965)	(18,690)
Non-Current Liabilities				
Provision for retirement benefits	(2,227)	(1,994)	-	-
Deferred tax liabilities	(3,723)	(3,840)	-	(37)
Borrowings	(11,425)	(11,728)	-	-
Deferred income	(1,316)	(1,374)	-	-
	(18,691)	(18,936)	-	(37)
Total Liabilities	(160,518)	(192,837)	(60,965)	(18,727)
Net Assets	554,623	540,467	409,924	419,624

Explanatory notes on consolidated balance sheet

a) Inventories
The decrease in inventories was due mainly to delivery of completed precast components for the operation in Malaysia under the Precast & PBU division.

b) Investment in Associated Companies
The increase in investment in associated companies was due to the Group's 33.33% interest in PSLT following the merger of the Group's container spreader business with Salzgitter Maschinenbau AG's grab business on 29 April 2015.

c) Disposal group assets classified as held-for-sale
Liabilities directly associated with disposal group classified as held-for-sale
The reductions were due to the completion of the disposal of the Group's Lime and Engineering businesses on 17 February 2015 and 29 April 2015 respectively.

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

Amount repayable in one year or less, or on demand

As at 30 June 2015		As at 31 December 2014	
Secured S$'000	Unsecured S$'000	Secured S$'000	Unsecured S$'000
16,133	2,143	18,957*	738*

Amount repayable after one year

As at 30 June 2015		As at 31 December 2014	
Secured S$'000	Unsecured S$'000	Secured S$'000	Unsecured S$'000
9,742	1,683	11,728*	-

* Amounts as at 31 December 2014 do not include secured borrowings of S$901,000 and unsecured borrowings of S$986,000 repayable in one year or less, or on demand, and secured borrowings of S$309,000 repayable after one year, which have been classified as "liabilities directly associated with disposal group classified as held-for-sale".

Details of any collateral

Included in the Group's property, plant and equipment are property, plant and equipment of subsidiaries of net book value of S$37,233,000 (31 December 2014: S$39,103,000) charged by way of debentures to banks for overdraft and term loan facilities granted.

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

	The Group			
	Quarter ended 30 June		6 months ended 30 June	
	2015	2014	2015	2014
	S$'000	S$'000	S$'000	S$'000
Cash Flows from Operating Activities				
Profit from continuing operations	7,317	828	10,056	1,741
Profit from discontinued operations	14,721	2,671	40,255	14,508
Profit for the financial year	22,038	3,499	50,311	16,249
Adjustments for:				
Taxation	1,378	1,109	2,563	2,478
Amortisation of intangible assets	61	105	150	186
Amortisation of deferred income	(47)	(45)	(93)	(92)
Depreciation of properties, plant and equipment and investment properties	3,693	5,118	7,970	9,628
Property, plant and equipment written off	-	95	-	106
Interest expense	369	469	733	888
Interest income	(870)	(617)	(1,594)	(1,372)
Dividend income from available-for-sale financial assets	(758)	-	(758)	-
Gain on disposal of property, plant and equipment (net)	-	(133)	-	(146)
Provision for retirement benefits (net)	131	123	291	204
Share of results of associated companies, net of tax	(79)	205	21	317
Exceptional items	(13,887)	-	(40,881)	(9,957)
Exchange differences and other adjustments	(496)	55	332	85
Operating cash flows before working capital changes	11,533	9,983	19,045	18,574
Changes in working capital, net of effects from disposal of a subsidiary company:				
Inventories	1,354	946	8,751	1,763
Receivables and prepayments	1,791	(5,156)	(977)	(8,898)
Deferred income	22	8	116	13
Trade and other payables	1,357	9,024	(10,893)	9,738
Cash generated from operations	16,057	14,805	16,042	21,190
Income tax paid	(1,532)	(1,669)	(2,739)	(2,735)
Retirement benefits paid	(7)	(22)	(73)	(77)
Net cash generated from operating activities	14,518	13,114	13,230	18,378
Cash Flows from Investing Activities				
Proceeds from disposal of property, plant and equipment	137	226	137	297
Proceeds from disposal of available-for-sale financial assets and other assets	-	5	-	5
Net cash (outflow) / inflow from disposal of subsidiary companies	(5,240)	10,170	33,696	10,170
Purchases of property, plant and equipment	(3,237)	(5,886)	(7,386)	(9,425)
Purchases of intangible assets	(30)	(275)	(106)	(482)
Interest received	781	1,052	1,213	1,397
Dividends received from available-for-sale financial assets	758	-	758	-
Proceeds from repayment of loan from an associated company	-	370	-	370
Net cash (used in) / generated from investing activities	(6,831)	5,662	28,312	2,332

	The Group			
	Quarter ended 30 June		6 months ended 30 June	
	2015 S$'000	2014 S$'000	2015 S$'000	2014 S$'000
Cash Flows from Financing Activities				
Proceeds from borrowings	3,661	6,708	9,113	13,345
Repayment of borrowings	(383)	(8,184)	(7,699)	(17,249)
Finance leases and hire purchases	(95)	(346)	(165)	(594)
Interest paid	(375)	(448)	(867)	(890)
Bank deposits pledged	11	-	(31)	-
Dividends paid to shareholders	(29,883)	(186,779)	(29,883)	(186,779)
Dividends paid to non-controlling interests	(277)	(525)	(738)	(525)
Net cash used in financing activities	(27,341)	(189,574)	(30,270)	(192,692)
Net (decrease) / increase in cash and cash equivalents	(19,654)	(170,798)	11,272	(171,982)
Cash and cash equivalents at beginning of the period	325,369	454,397	295,038	455,666
Effects of exchange rate changes on cash and cash equivalents	(512)	(107)	(1,107)	(192)
Cash and cash equivalents at end of the period	305,203	283,492	305,203	283,492
Cash and cash equivalents at end of the period comprise:				
- Cash and bank balances	307,143	273,799	307,143	273,799
- Cash classified as disposal group asset held for sale	994	14,336	994	14,336
- Less: bank deposits pledged	(2,934)	(2,355)	(2,934)	(2,355)
- Less: bank overdrafts	-	(2,288)	-	(2,288)
	305,203	283,492	305,203	283,492

Disposal of a subsidiary

	THE GROUP			
	Quarter ended 30 June		6 months ended 30 June	
	2015 S$'000	2014 S$'000	2015 S$'000	2014 S$'000
Carrying amounts of assets and liabilities disposed of				
Cash and cash equivalents	5,314	-	8,235	-
Trade and other receivables	9,819	-	16,171	-
Other current asset	18,819	-	22,285	-
Property, plant and equipment	14,487	-	23,065	-
Other non-current assets	755	-	770	-
Total assets	49,194	-	70,526	-
Trade and other payables	(16,836)	-	(21,002)	-
Deferred income tax liabilities	-	-	(794)	-
Other non-current liabilities	-	-	(7)	-
Total liabilities	(16,836)	-	(21,803)	-
Net assets derecognised	32,358	-	48,723	-
Less: Non-controlling interests	-	-	(3,059)	-
Net assets disposed of	32,358	-	45,664	-
The aggregate cash inflows arising from the disposal of subsidiaries were:				
Net assets disposed of	32,358	-	45,664	-
- Reclassification of currency translation reserve	(803)	-	1,315	-
- Reclassification of revaluation reserve	-	-	(220)	-
	31,555	-	46,759	-
Gain on disposal	13,887	-	40,881	9,957
Total sale consideration, net of transaction costs	45,442	-	87,640	9,957
Less: Investment in associate	(45,338)	-	(45,338)	-
Less: Cash and cash equivalents in subsidiary disposed of	(5,314)	-	(8,235)	-
Add / (Less): Sale consideration received / (receivable), net	-	10,170	(486)	213
(Less) / Add: Professional fees paid / payable, net	(30)	-	115	-
Net cash (outflow) / inflow on disposal of subsidiaries	(5,240)	10,170	33,696	10,170

Analysis of consolidated statement of cash flows

2Q-2015

The Group generated a positive operating cash flow of S$14.5 mil in 2Q-2015 as compared to cash inflow of S$13.1 mil in the corresponding period last year. The higher operating cash flow was attributable mainly to higher profits from continuing operations.

Net cash outflow from investing activities in 2Q-2015 was S$6.8 mil, mainly from cash and bank balance of S$5.3 mil de-consolidated upon completion of the merger of the Group's container spreader business with Salzgitter Maschinenbau AG's grab business on 29 April 2015.

The Group recorded a cash outflow of S$27.3 mil from financing activities in 2Q-2015 due mainly to lower amount of dividends paid to shareholders as compared to the corresponding period last year.

Overall, the Group recorded a lower net cash outflow of S$19.7 mil in 2Q-2015 as compared to S$170.8 mil in the same period last year due largely to higher dividend payment of S$186.8 mil in 2Q-2014. Group cash and cash equivalent stood at S$305.2 mil as of 30 June 2015.

1H-2015

The Group generated S$13.2 mil of operating cash flow in 1H-2015 as compared to cash inflow of S$18.4 mil in 1H-2014. The lower operating cash flow was mainly attributable to higher cash outflow from working capital changes in 1H-2015 as compared to 1H-2014.

Net cash inflow generated from investing activities in 1H-2015 was S$28.3 mil mainly from the cash inflow from disposal of the lime business.

A total of S$30.3 mil (1H-2014: S$192.7 mil) was used in financing activities in 1H-2015, mainly for the payment of FY2014 final and FY2015 interim dividends to shareholders.

Overall, the Group recorded a net cash inflow of S$11.3 mil for 6 months ended 30 June 2015 as compared to cash outflow of S$172.0 mil in the same period last year, owing mainly to higher dividend payment of S$186.8 mil in 1H-2014.

NSL LTD
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1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year

	Attributable to owners of the Company							Non-controlling interests	Total Equity
	Share Capital S$'000	Revenue Reserve S$'000	Translation Reserve S$'000	Revaluation Reserve S$'000	Fair Value Reserve S$'000	Other Reserves S$'000	Total S$'000	S$'000	S$'000
THE GROUP									
Balance as at 1 January 2015	193,839	341,486	(11,853)	220	2,479	479	526,650	13,817	540,467
Profit for the period	-	27,725	-	-	-	-	27,725	548	28,273
Other comprehensive income / (losses) for the period	-	-	206	-	853	-	1,059	(127)	932
Total comprehensive income for the period	-	27,725	206	-	853	-	28,784	421	29,205
Transfer of reserves	-	-	-	-	-	-	-	-	-
Dividends paid	-	(11,207)	-	-	-	-	(11,207)	-	(11,207)
Dividends paid to non-controlling interests of subsidiaries	-	-	-	-	-	-	-	(461)	(461)
Total transactions with owners, recognised directly in equity	-	(11,207)	-	-	-	-	(11,207)	(461)	(11,668)
Disposal of subsidiary	-	-	2,118	(220)	-	-	1,898	(3,059)	(1,161)
Balance as at 31 March 2015	193,839	358,004	(9,529)	-	3,332	479	546,125	10,718	556,843
Profit for the period	-	21,789	-	-	-	-	21,789	249	22,038
Other comprehensive losses for the period	-	-	(3,690)	-	(799)	-	(4,489)	(12)	(4,501)
Total comprehensive income / (losses) for the period	-	21,789	(3,690)	-	(799)	-	17,300	237	17,537
Transfer of reserves	-	179	-	-	-	(179)	-	-	-
Dividends paid	-	(18,676)	-	-	-	-	(18,676)	-	(18,676)
Dividends paid to non-controlling interests of subsidiaries	-	-	-	-	-	-	-	(278)	(278)
Total transactions with owners, recognised directly in equity	-	(18,676)	-	-	-	-	(18,676)	(278)	(18,954)
Disposal of subsidiary	-	-	(803)	-	-	-	(803)	-	(803)
Balance as at 30 June 2015	193,839	361,296	(14,022)	-	2,533	300	543,946	10,677	554,623

	Attributable to owners of the Company							Non-controlling interests	Total Equity
	Share Capital S$'000	Revenue Reserve S$'000	Translation Reserve S$'000	Revaluation Reserve S$'000	Fair Value Reserve S$'000	Other Reserves S$'000	Total S$'000	S$'000	S$'000
THE GROUP									
Balance as at 1 January 2014	193,839	501,658	(11,191)	1,946	3,024	434	689,710	12,932	702,642
Profit / (losses) for the period	-	12,834	-	-	-	-	12,834	(84)	12,750
Other comprehensive (losses) / income for the period	-	-	(735)	-	430	-	(305)	(22)	(327)
Total comprehensive income / (losses) for the period	-	12,834	(735)	-	430	-	12,529	(106)	12,423
Balance as at 31 March 2014	193,839	514,492	(11,926)	1,946	3,454	434	702,239	12,826	715,065
Profit for the period	-	3,263	-	-	-	-	3,263	236	3,499
Other comprehensive (losses) / income for the period	-	-	(134)	-	183	-	49	40	89
Total comprehensive income / (losses) for the period	-	3,263	(134)	-	183	-	3,312	276	3,588
Transfer of reserves	-	-	-	-	-	-	-	-	-
Dividends paid	-	(186,779)	-	-	-	-	(186,779)	-	(186,779)
Dividends paid to non-controlling interests of subsidiaries	-	-	-	-	-	-	-	(525)	(525)
Total transactions with owners, recognised directly in equity	-	(186,779)	-	-	-	-	(186,779)	(525)	(187,304)
Balance as at 30 June 2014	193,839	330,976	(12,060)	1,946	3,637	434	518,772	12,577	531,349

THE COMPANY	Share Capital S$'000	Revenue Reserve S$'000	Fair Value Reserve S$'000	Total S$'000
Balance as at 1 January 2015	193,839	223,696	2,089	419,624
Total comprehensive income for the period	-	19,471	880	20,351
Dividends paid	-	(11,207)	-	(11,207)
Balance as at 31 March 2015	193,839	231,960	2,969	428,768
Total comprehensive income for the period	-	607	(773)	(166)
Dividends paid	-	(18,678)	-	(18,678)
Balance as at 30 June 2015	193,839	213,889	2,196	409,924
Balance as at 1 January 2014	193,839	373,646	2,656	570,141
Total comprehensive income for the period	-	389	420	809
Balance as at 31 March 2014	193,839	374,035	3,076	570,950
Total comprehensive income for the period	-	3,692	199	3,891
Dividends paid	-	(186,779)	-	(186,779)
Balance as at 30 June 2014	193,839	190,948	3,275	388,062

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

There have been no changes to the issued share capital of the Company since 31 March 2015.
There were no outstanding options as at 30 June 2015 (30 June 2014: Nil).
The Company did not hold any treasury shares as at 30 June 2015 (30 June 2014: Nil).

1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at end of the immediately preceding year:-

	30 June 2015	31 December 2014
Number of issued shares excluding treasury shares	373,558,237	373,558,237

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

There were no sales, transfer, disposal, cancellation and/or use of treasury shares as at 30 June 2015 (31 December 2014: Nil).

2. Whether the figures have been audited, or reviewed and in accordance with which standard (e.g. the Singapore Standard on Auditing 910 (Engagements to Review Financial Statements), or an equivalent standard)

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

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of 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 accounting policies and methods of computation applied by the Group are consistent with those used in its most recently audited financial statements, except for those disclosed under paragraph 5.

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

The Group has applied the same accounting policies and method of computation in the financial statements for the current financial period compared with the audited financial statements for the year ended 31 December 2014.

Below are the mandatory standards, amendments and interpretations to existing standards that have been published, and are relevant for the Group's accounting periods beginning on or after 1 January 2015.

FRS 103 - Business Combinations (effective for annual periods beginning on or after 1 July 2014).

The standard is amended to clarify that an obligation to pay contingent consideration which meets the definition of a financial instrument is classified as a financial liability or as equity, on the basis of the definitions in FRS 32 Financial instruments: Presentation. The standard is further amended to clarify that all non-equity contingent consideration, both financial and non-financial, is measured at fair value at each reporting date, with changes in fair value recognised in profit and loss. The standard is also amended to clarify that FRS 103 does not apply to the accounting for the formation of any joint arrangement under FRS 111. The amendment also clarifies that the scope exemption only applies in the financial statements of the joint arrangement itself. The Group will apply this amendment for business combinations taking place on/after 1 January 2015.

FRS 108 - Operating Segments (effective for annual periods beginning on or after 1 July 2014)

The standard is amended to require disclosure of the judgements made by management in aggregating operating segments. This includes a description of the segments which have been aggregated and the economic indicators which have been assessed in determining that the aggregated segments share similar economic characteristics. The standard is further amended to require a reconciliation of segment assets to the entity's assets when segment assets are reported. This amendment will not result in any changes to the Group's accounting policies but will require more disclosures in the financial statements.

The adoption of the above revised FRS did not have significant impact on the financial statements of the Group for the current financial period.

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

THE GROUP (Aggregate)	Quarter ended 30 June		6 months ended 30 June	
	2015	2014	2015	2014
(a) Based on the weighted average number of ordinary shares in issue (cents)				
- Excluding exceptional items	2.12	0.87	2.31	1.64
- Including exceptional items	5.83	0.87	13.26	4.31
(b) On fully diluted basis (cents)				
- Excluding exceptional items	2.12	0.87	2.31	1.64
- Including exceptional items	5.83	0.87	13.26	4.31

The Group's earnings per share from continuing and discontinued operations are disclosed separately in the consolidated income statement on Page 1.

7. Net asset value (for the issuer and group) per ordinary share based on the 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

	THE GROUP		THE COMPANY	
	30.06.15	31.12.14	30.06.15	31.12.14
	S$	S$	S$	S$
Net asset value per ordinary share based on total number of issued shares excluding treasury shares as at the end of the reporting period	1.46	1.41	1.10	1.12

The Company does not have any treasury shares.

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 (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

Group Overview

	THE GROUP					
	Quarter ended 30 June			6 months ended 30 June		
Continuing Operations	**2015 S$'000**	**2014 S$'000 (restated)**	**Change %**	**2015 S$'000**	**2014 S$'000 (restated)**	**Change %**
Group Turnover	110,325	109,442	1	210,187	213,299	(1)
Group Profit Before Tax	8,740	1,510	479	12,469	3,669	240
Group Profit attributable to equity holders of the Company	7,058	709	895	9,337	1,785	423

n/m: not meaningful

2Q-2015 vs 2Q-2014

Group turnover in the second quarter of 2015 ("2Q-2015") was S$110.3 mil, 1% higher than S$109.4 mil achieved in the previous corresponding period ended June 2014 ("2Q-2014"). Sales revenue of the Dry Mix division increased during the period, whereas turnover of the Environmental Services division declined.

The Group recorded an increase in profit before tax of S$7.2mil to S$8.7 mil, driven by improved contributions from Precast & PBU and Dry Mix divisions. Group profit was also boosted by receipt of dividend income of S$0.8 mil from an available-for-sale investment in 2Q-2015. However, pre-tax profit from Environmental Services division was lower due to weak oil prices.

After taking into account income tax, the Group reported a profit attributable to equity holders of S$7.1 mil in 2Q-2015 compared to S$0.7 mil in 2Q-2014.

1H-2015 vs 1H-2014

Group turnover in first half of 2015 ("1H-2015") was comparable to the previous corresponding period ended June 2014 ("1H-2014"). This was attributable mainly to higher revenue recorded by the Dry Mix division. Revenue from the Environmental Services division declined during the period.

The Group's profit before tax improved to S$12.5 mil in 1H-2015 due to higher contributions from Precast & PBU and Dry Mix divisions. However, weak oil prices adversely impacted the performance of the Environmental Services division.

After taking into account income tax, the Group reported a profit attributable to equity holders of S$9.3 mil in 1H-2015 compared to S$1.8 mil in 1H-2014.

Turnover

Turnover (S$'mil)	THE GROUP					
	Quarter ended 30 June			6 months ended 30 June		
Continuing Operations	2015	2014 (restated)	Change (%)	2015	2014 (restated)	Change (%)
Precast & PBU	57.5	57.1	1	109.1	109.0	-
Dry Mix	27.6	22.3	24	53.2	43.4	23
Environmental Services	19.2	23.2	(17)	34.9	45.5	(23)
Others	6.0	6.8	(12)	13.0	15.4	(15)
	110.3	109.4	1	210.2	213.3	(1)

Turnover of the Precast & PBU division was comparable to the corresponding periods for 2Q-2015 and 1H-2015.

Sales of the Dry Mix division increased by 24% and 23% in 2Q-2015 and 1H-2015 respectively on the back of improved turnover from its operations across the region.

Environmental Services division's turnover declined by 17% and 23% in 2Q-2015 and 1H-2015 respectively, due mainly to the decrease in average selling prices for its core products, Recycled Fuel Oil (RFO) and Automotive Diesel Oil (ADO), attributable to weaker oil prices.

Attributable profit / (loss) before tax

Attributable profit / (loss) before tax (S$'mil)	THE GROUP					
	Quarter ended 30 June			6 months ended 30 June		
Continuing Operations	2015	2014 (restated)	Change (%)	2015	2014 (restated)	Change (%)
Precast & PBU	3.0	(2.3)	n/m	3.7	(5.0)	n/m
Dry Mix	5.6	3.5	60	10.1	6.5	55
Environmental Services	1.0	1.9	(47)	1.1	4.4	(75)
Share of PSLT results	0.2	-	n/m	0.2	-	n/m
Others (including unallocated corporate expenses)	(1.1)	(1.6)	(31)	(2.6)	(2.2)	18
	8.7	1.5	480	12.5	3.7	238

n/m: not meaningful

Precast & PBU
The division turned around with a pre-tax profit of S$3.0 mil and S$3.7 mil in 2Q-2015 and 1H-2015 respectively, due primarily to higher pre-tax performances from the operations in Singapore and Dubai. Operating performance of Malaysia improved during 2Q-2015 compared to the corresponding period last year, when it was adversely affected by cost overruns from a major project. However, the PBU operation in Finland reported lower pre-tax profits owing to lower sales revenue.

Dry Mix
Dry Mix operations reported higher pre-tax performance by 60% and 55% in 2Q-2015 and 1H-2015 respectively on the back of higher revenue from its operations across the region. Greater market penetration for its higher value added products plus positive market conditions were key revenue drivers.

Environmental Services
Pre-tax profit for 2Q-2015 decreased by 47% and 75% to S$1.0 mil and S$1.1 mil in 2Q-2015 and 1H-2015 respectively, due to lower revenue from its RFO and ADO businesses. Average selling prices for RFO and ADO declined owing to the sharp fall in oil prices during the current year.

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 Precast business in Singapore and Dubai is underpinned by a healthy order book while that of the Malaysian operation will continue to be challenging. However, risks associated with project delays and execution cannot be ruled out in the industry in which it operates. In the PBU business, Parmarine is expected to continue to contribute positively to the division's overall results.

The firm demand for Dry Mix products across the region would continue to sustain the Division's performance.

In the Environmental Services division, demand for its distribution business and waste management services is expected to remain firm. Weak oil prices will continue to adversely impact the Division's RFO business.

The order book for PSLT remains satisfactory, but PSLT will have to face the challenges posed by weak global markets.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

None

(b) Corresponding Period of the Immediately Preceding Financial Year

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

None

(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 has been declared or recommended for the three months ended 30 June 2015.

13. If the Group has obtained a general mandate from shareholders for Interested Person Transactions ("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 IPTs pursuant to Rule 920.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

14. 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

Not applicable.

15. 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.

16. A breakdown of sales

Not applicable.

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

Not applicable.

18. 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 format below. If there are no such persons, the issuer must make an appropriate negative statement

Not applicable.

CONFIRMATION BY THE BOARD

The Board of Directors of the Company hereby confirm that, to the best of their knowledge, nothing has come to their attention which may render the unaudited consolidated financial results for the six months ended 30 June 2015 to be false or misleading.

BY ORDER OF THE BOARD

LIM Su-Ling
Company Secretary
14 August 2015

This release may contain forward-looking statements which may be identified by phrases that the Company or Management or Directors “expects”, “believes” “anticipates” “foresees” or “forecasts”. These forward-looking statements, if any, are based on current expectations and assumptions that are subject to risks and uncertainties. Actual performance, outcome or financial results post the date of this release may differ materially from those expressed in this release. Some factors that may affect the actual performance of the NSL Ltd and its group of companies may include, without limitation, political, economic, geographical, climatic and social conditions in the countries where the NSL Ltd and its group of companies, its customers or its suppliers operate; armed conflict or the effects of terrorist activities or war, acts of God, tsunami, earthquake, natural disasters, floods, effects of global climatic change in any part of the world which may cause disruption in manufacture, supply (availability and costs) of raw or intermediate materials, power, water, fuel, crude oil, import, export, transportation network necessary for the acquisition and supply of goods and services or financial markets; currency fluctuations; fluctuations in the price of raw materials, power, water, fuel, crude oil or demand for natural rubber; volatility of financial markets; general industry conditions, interest rate trends, cost of borrowings and capital availability, intense competition from other companies and venues for the production, sale/distribution of goods and services of the NSL Ltd and its group of companies, changes in industry or market capacity or demands; obsolete inventory, market acceptance or rejection of new goods and services, continued market acceptance of existing goods and services of the NSL Ltd and its group of companies; risk of unanticipated increased costs of power, oil, fuel, crude oil or utilities to operate its various plants; continued ability of NSL Ltd and its group of companies to retain market size and competitiveness for its goods and services; the effect of changes to policies /regulations whether or not resulting in imposition or lifting of anti-dumping duties in countries which the NSL Ltd and its group of companies operate, industrial accident(s) in any facility(ies) of NSL Ltd and its group of companies and their effects; unavailability of insurance, adverse results on litigation or debt recovery, implementation of operating cost structure that is aligned with revenue growth; SARS, bird flu, killer pig disease and their effects; coup d’etat, civil unrest, civil uprisings, revolutions, demonstrations, protests in any part of the world where NSL Ltd and its group of companies operate; any factor which may cause revenues and income to fall short of anticipated levels; ability to develop manufacture and market products and services in a rapidly changing environment; management retention and succession; changes in operating expenses, including employee wages, benefits and training, and governmental and public policy changes. This statement only relates to information available as at the date of release and you are cautioned to seek professional advice from your stock broker, solicitor, accountant or other professional adviser if you are in any doubt as to the meaning of anything herein.