



**SINGAPORE TELECOMMUNICATIONS LIMITED  
AND SUBSIDIARY COMPANIES**

**SGX APPENDIX 7.2 ANNOUNCEMENT  
FOR THE THIRD QUARTER AND NINE MONTHS  
ENDED 31 DECEMBER 2014**

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**CONSOLIDATED INCOME STATEMENT (UNAUDITED)***For the third quarter and nine months ended 31 December 2014*

	Notes	Quarter 31 Dec		Nine Months 31 Dec	
		2014 S\$ Mil	2013 S\$ Mil	2014 S\$ Mil	2013 S\$ Mil
Operating revenue		<b>4,427.0</b>	4,263.3	<b>12,884.0</b>	12,719.7
Operating expenses	2	<b>(3,231.6)</b>	(3,022.7)	<b>(9,164.5)</b>	(8,940.8)
Other income	3	<b>33.3</b>	23.4	<b>97.3</b>	79.3
		<b>1,228.7</b>	1,264.0	<b>3,816.8</b>	3,858.2
Depreciation and amortisation	4	<b>(541.1)</b>	(533.0)	<b>(1,618.9)</b>	(1,599.1)
		<b>687.6</b>	731.0	<b>2,197.9</b>	2,259.1
Exceptional items	5	<b>1.7</b>	(12.1)	<b>28.7</b>	134.0
<b>Profit on operating activities</b>		<b>689.3</b>	718.9	<b>2,226.6</b>	2,393.1
Associates and joint ventures					
- share of ordinary results		<b>683.3</b>	531.1	<b>1,960.4</b>	1,620.8
- share of tax of ordinary results		<b>(205.6)</b>	(183.5)	<b>(637.2)</b>	(528.0)
- share of exceptional items (post-tax)	6	<b>(21.3)</b>	(17.5)	<b>(57.9)</b>	(66.6)
		<b>456.4</b>	330.1	<b>1,265.3</b>	1,026.2
<b>Profit before interest, investment income (net) and tax</b>		<b>1,145.7</b>	1,049.0	<b>3,491.9</b>	3,419.3
Interest and investment income (net)	7	<b>11.2</b>	41.6	<b>66.1</b>	93.0
Finance costs	8	<b>(80.6)</b>	(75.1)	<b>(230.8)</b>	(230.7)
<b>Profit before tax</b>		<b>1,076.3</b>	1,015.5	<b>3,327.2</b>	3,281.6
Tax expense	9	<b>(105.1)</b>	(142.1)	<b>(480.2)</b>	(523.3)
<b>Profit after tax</b>		<b>971.2</b>	873.4	<b>2,847.0</b>	2,758.3
<b>Attributable to:</b>					
Shareholders of the Company		<b>969.8</b>	872.3	<b>2,842.7</b>	2,753.7
Non-controlling interests		<b>1.4</b>	1.1	<b>4.3</b>	4.6
		<b>971.2</b>	873.4	<b>2,847.0</b>	2,758.3
<b>Earnings per share attributable to shareholders of the Company</b>					
- basic	10	<b>6.09¢</b>	5.47¢	<b>17.84¢</b>	17.28¢
- diluted	10	<b>6.07¢</b>	5.46¢	<b>17.79¢</b>	17.24¢

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)***For the third quarter and nine months ended 31 December 2014*

	Quarter 31 Dec		Nine Months 31 Dec	
	2014 S\$ Mil	2013 S\$ Mil	2014 S\$ Mil	2013 S\$ Mil
<b>Profit after tax</b>	<b>971.2</b>	873.4	<b>2,847.0</b>	2,758.3
<b>Other comprehensive (loss)/ income</b>				
<b>Items that may be reclassified subsequently to income statement:</b>				
Exchange differences arising from translation of foreign operations and other currency translation differences for the period	(126.8)	(246.4)	(595.1)	(1,532.1)
Cash flow hedges				
- Fair value changes during the period	246.6	192.2	361.6	565.7
- Tax effects	(17.9)	(39.6)	(29.3)	(128.1)
	228.7	152.6	332.3	437.6
- Fair value changes transferred to income statement	(183.1)	(127.5)	(219.4)	(425.0)
- Tax effects	23.9	34.3	28.2	116.5
	(159.2)	(93.2)	(191.2)	(308.5)
	69.5	59.4	141.1	129.1
Fair value changes on available-for-sale investments during the period	(37.0)	(8.2)	32.7	(16.4)
Share of other comprehensive (loss)/ income of associates and joint ventures	(18.1)	15.0	68.2	(82.5)
Other comprehensive loss, net of tax	(112.4)	(180.2)	(353.1)	(1,501.9)
<b>Total comprehensive income</b>	<b>858.8</b>	693.2	<b>2,493.9</b>	1,256.4
<b>Attributable to:</b>				
Shareholders of the Company	857.3	692.1	2,489.5	1,251.7
Non-controlling interests	1.5	1.1	4.4	4.7
	858.8	693.2	2,493.9	1,256.4

## STATEMENTS OF FINANCIAL POSITION

As at 31 December 2014

	Notes	Group		Company	
		As at 31 Dec 14 S\$ Mil (Unaudited)	As at 31 Mar 14 S\$ Mil (Audited)	As at 31 Dec 14 S\$ Mil (Unaudited)	As at 31 Mar 14 S\$ Mil (Audited)
<b>Current assets</b>					
Cash and cash equivalents		629.3	622.5	74.8	105.0
Trade and other receivables		3,775.7	3,555.8	555.9	652.4
Due from subsidiaries		-	-	1,970.1	1,933.4
Derivative financial instruments		36.6	3.4	25.7	2.5
Inventories		257.6	169.6	23.2	19.5
		<b>4,699.2</b>	<b>4,351.3</b>	<b>2,649.7</b>	<b>2,712.8</b>
<b>Non-current assets</b>					
Property, plant and equipment		10,580.2	11,096.3	1,937.9	2,037.5
Intangible assets		11,980.6	10,739.7	0.7	1.0
Subsidiaries		-	-	13,499.6	13,484.5
Joint ventures		10,129.9	9,949.9	22.1	24.1
Associates		263.7	178.3	603.5	603.5
Loan to an associate		1,610.5	1,330.5	1,610.5	1,330.5
Available-for-sale investments ("AFS")		277.8	291.3	45.5	54.9
Derivative financial instruments		579.3	298.0	313.4	160.5
Deferred tax assets		835.5	828.5	-	-
Other non-current receivables		294.5	256.2	207.0	198.5
		<b>36,552.0</b>	<b>34,968.7</b>	<b>18,240.2</b>	<b>17,895.0</b>
<b>Total assets</b>		<b>41,251.2</b>	<b>39,320.0</b>	<b>20,889.9</b>	<b>20,607.8</b>
<b>Current liabilities</b>					
Trade and other payables		3,841.7	3,797.9	894.4	996.9
Due to subsidiaries		-	-	708.3	837.2
Advance billings		632.0	643.6	73.6	66.0
Current tax liabilities		363.9	366.0	154.7	59.1
Borrowings (unsecured)	12	-	774.6	-	-
Borrowings (secured)	12	25.7	38.9	0.4	1.5
Derivative financial instruments		3.5	11.5	1.2	2.3
Net deferred gain		67.9	57.5	-	-
Dividend payable		1,084.2	-	1,084.2	-
		<b>6,018.9</b>	<b>5,690.0</b>	<b>2,916.8</b>	<b>1,963.0</b>
<b>Non-current liabilities</b>					
Borrowings (unsecured)	12	8,511.6	7,046.9	856.4	793.2
Borrowings (secured)	12	204.8	179.7	161.9	161.9
Derivative financial instruments		312.8	412.8	361.8	359.6
Advance billings		286.6	298.5	160.0	164.1
Deferred income		5.3	7.6	-	-
Net deferred gain		1,383.2	1,155.7	-	-
Deferred tax liabilities		556.2	444.9	263.5	242.5
Other non-current liabilities		274.8	191.3	20.7	24.2
		<b>11,535.3</b>	<b>9,737.4</b>	<b>1,824.3</b>	<b>1,745.5</b>
<b>Total liabilities</b>		<b>17,554.2</b>	<b>15,427.4</b>	<b>4,741.1</b>	<b>3,708.5</b>
<b>Net assets</b>		<b>23,697.0</b>	<b>23,892.6</b>	<b>16,148.8</b>	<b>16,899.3</b>
<b>Share capital and reserves</b>					
Share capital	13	2,634.0	2,634.0	2,634.0	2,634.0
Reserves		21,040.3	21,234.2	13,514.8	14,265.3
<b>Equity attributable to shareholders of the Company</b>					
		<b>23,674.3</b>	<b>23,868.2</b>	<b>16,148.8</b>	<b>16,899.3</b>
Non-controlling interests		22.7	24.4	-	-
<b>Total equity</b>		<b>23,697.0</b>	<b>23,892.6</b>	<b>16,148.8</b>	<b>16,899.3</b>

**STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)***For the third quarter ended 31 December 2014*

Group - 2014	Attributable to shareholders of the Company										
	Share Capital S\$ Mil	Treasury Shares <sup>(1)</sup> S\$ Mil	Capital Reserve - Performance Shares S\$ Mil	Currency Translation Reserve <sup>(2)</sup> S\$ Mil	Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Other Reserves <sup>(3)</sup> S\$ Mil	Total S\$ Mil	Non-controlling Interests S\$ Mil	Total Equity S\$ Mil
Balance as at 1 October 2014	2,634.0	(20.0)	(123.7)	(4,161.3)	(67.2)	175.9	26,645.1	(1,182.1)	23,900.7	26.8	23,927.5
Changes in equity for the quarter											
Performance shares purchased by Trust <sup>(4)</sup>	-	(6.1)	-	-	-	-	-	-	(6.1)	-	(6.1)
Performance shares vested	-	0.1	(0.1)	-	-	-	-	-	-	-	-
Equity-settled performance shares	-	-	4.8	-	-	-	-	-	4.8	-	4.8
Transfer of liability to equity	-	-	0.2	-	-	-	-	-	0.2	-	0.2
Share of other reserves of associates and joint ventures	-	-	-	-	-	-	-	0.5	0.5	-	0.5
Interim dividend payable	-	-	-	-	-	-	(1,084.2)	-	(1,084.2)	-	(1,084.2)
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	(5.6)	(5.6)
Others	-	-	-	-	-	-	1.1	-	1.1	-	1.1
	-	(6.0)	4.9	-	-	-	(1,083.1)	0.5	(1,083.7)	(5.6)	(1,089.3)
Total comprehensive (loss)/ income for the quarter	-	-	-	(126.9)	69.5	(37.0)	969.8	(18.1)	857.3	1.5	858.8
<b>Balance as at 31 December 2014</b>	<b>2,634.0</b>	<b>(26.0)</b>	<b>(118.8)</b>	<b>(4,288.2)</b>	<b>2.3</b>	<b>138.9</b>	<b>26,531.8</b>	<b>(1,199.7)</b>	<b>23,674.3</b>	<b>22.7</b>	<b>23,697.0</b>

**STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)***For the third quarter ended 31 December 2014*

Group - 2013	Attributable to shareholders of the Company										Non-controlling Interests S\$ Mil	Total Equity S\$ Mil
	Share Capital S\$ Mil	Treasury Shares <sup>(1)</sup> S\$ Mil	Capital Reserve - Performance Shares S\$ Mil	Currency Translation Reserve <sup>(2)</sup> S\$ Mil	Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Other Reserves <sup>(3)</sup> S\$ Mil	Total S\$ Mil			
Balance as at 1 October 2013	2,634.0	(28.6)	(108.3)	(3,851.0)	(180.5)	72.6	25,683.0	(1,294.9)	22,926.3	20.8	22,947.1	
Changes in equity for the quarter												
Performance shares purchased by Trust <sup>(4)</sup>	-	(4.9)	-	-	-	-	-	-	(4.9)	-	(4.9)	
Performance shares vested	-	0.7	(0.7)	-	-	-	-	-	-	-	-	
Equity-settled performance shares	-	-	5.1	-	-	-	-	-	5.1	-	5.1	
Transfer of liability to equity	-	-	0.5	-	-	-	-	-	0.5	-	0.5	
Performance shares purchased by Singtel Optus Pty Limited ("Optus") and vested	-	-	(0.7)	-	-	-	-	-	(0.7)	-	(0.7)	
Share of other reserves of associates and joint ventures	-	-	0.1	-	-	-	-	0.4	0.5	-	0.5	
Interim dividend payable	-	-	-	-	-	-	(1,084.2)	-	(1,084.2)	-	(1,084.2)	
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	(0.3)	(0.3)	
Others	-	-	-	-	-	-	1.6	-	1.6	(2.4)	(0.8)	
	-	(4.2)	4.3	-	-	-	(1,082.6)	0.4	(1,082.1)	(2.7)	(1,084.8)	
Total comprehensive (loss)/ income for the quarter	-	-	-	(246.4)	59.4	(8.2)	872.3	15.0	692.1	1.1	693.2	
<b>Balance as at 31 December 2013</b>	<b>2,634.0</b>	<b>(32.8)</b>	<b>(104.0)</b>	<b>(4,097.4)</b>	<b>(121.1)</b>	<b>64.4</b>	<b>25,472.7</b>	<b>(1,279.5)</b>	<b>22,536.3</b>	<b>19.2</b>	<b>22,555.5</b>	

**STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)***For the third quarter ended 31 December 2014*

Company - 2014	Share Capital S\$ Mil	Treasury Shares <sup>(1)</sup> S\$ Mil	Capital Reserve - Performance Shares S\$ Mil	Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Total Equity S\$ Mil
Balance as at 1 October 2014	2,634.0	-	(63.3)	(58.0)	43.9	14,106.3	16,662.9
Changes in equity for the quarter							
Equity-settled performance shares	-	-	2.7	-	-	-	2.7
Transfer of liability to equity	-	-	0.2	-	-	-	0.2
Contribution to Trust <sup>(4)</sup>	-	-	(4.9)	-	-	-	(4.9)
Interim dividend payable	-	-	-	-	-	(1,084.2)	(1,084.2)
	-	-	(2.0)	-	-	(1,084.2)	(1,086.2)
Total comprehensive income/ (loss) for the quarter	-	-	-	72.4	(8.0)	507.7	572.1
<b>Balance as at 31 December 2014</b>	<b>2,634.0</b>	<b>-</b>	<b>(65.3)</b>	<b>14.4</b>	<b>35.9</b>	<b>13,529.8</b>	<b>16,148.8</b>

**STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)***For the third quarter ended 31 December 2014*

Company - 2013	Share Capital S\$ Mil	Treasury Shares <sup>(1)</sup> S\$ Mil	Capital Reserve - Performance Shares S\$ Mil	Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Total Equity S\$ Mil
Balance as at 1 October 2013	2,634.0	(0.5)	(64.2)	(131.7)	47.6	14,029.2	16,514.4
Changes in equity for the quarter							
Performance shares vested	-	0.5	(0.5)	-	-	-	-
Equity-settled performance shares	-	-	1.4	-	-	-	1.4
Transfer of liability to equity	-	-	0.5	-	-	-	0.5
Contribution to Trust <sup>(4)</sup>	-	-	(3.7)	-	-	-	(3.7)
Interim dividend payable	-	-	-	-	-	(1,084.2)	(1,084.2)
	-	0.5	(2.3)	-	-	(1,084.2)	(1,086.0)
Total comprehensive income/ (loss) for the quarter	-	-	-	26.1	(4.2)	440.2	462.1
<b>Balance as at 31 December 2013</b>	<b>2,634.0</b>	<b>-</b>	<b>(66.5)</b>	<b>(105.6)</b>	<b>43.4</b>	<b>13,385.2</b>	<b>15,890.5</b>

**Notes:**

- (1) 'Treasury Shares' are accounted for in accordance with Singapore Financial Reporting Standard ("FRS") 32, **Financial Instruments: Disclosure and Presentation**.
- (2) 'Currency Translation Reserve' relates mainly to the translation of the net assets of foreign subsidiaries, associates and joint ventures of the Group denominated mainly in Australian Dollar, Indian Rupee, Indonesian Rupiah, Philippine Peso, Thai Baht and United States Dollar.
- (3) 'Other Reserves' relate mainly to goodwill on acquisitions completed prior to 1 April 2001 and the share of other comprehensive (loss)/ income of the associates and joint ventures.
- (4) DBS Trustee Limited (the "Trust") is the trustee of a trust established to administer the performance share plans.



**STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)***For the nine months ended 31 December 2014*

Group - 2014	Attributable to shareholders of the Company									Non-controlling Interests S\$ Mil	Total Equity S\$ Mil
	Share Capital S\$ Mil	Treasury Shares <sup>(1)</sup> S\$ Mil	Capital Reserve - Performance Shares S\$ Mil	Currency Translation Reserve <sup>(2)</sup> S\$ Mil	Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Other Reserves <sup>(3)</sup> S\$ Mil	Total S\$ Mil		
Balance as at 1 April 2014	2,634.0	(38.6)	(99.0)	(3,693.0)	(138.8)	106.2	26,366.5	(1,269.1)	23,868.2	24.4	23,892.6
Changes in equity for the period											
Performance shares purchased by the Company	-	(2.3)	-	-	-	-	-	-	(2.3)	-	(2.3)
Performance shares purchased by Trust <sup>(4)</sup>	-	(23.4)	-	-	-	-	-	-	(23.4)	-	(23.4)
Performance shares vested	-	38.3	(38.3)	-	-	-	-	-	-	-	-
Equity-settled performance shares	-	-	20.0	-	-	-	-	-	20.0	-	20.0
Transfer of liability to equity	-	-	15.2	-	-	-	-	-	15.2	-	15.2
Cash paid to employees under performance share plans	-	-	(0.2)	-	-	-	-	-	(0.2)	-	(0.2)
Performance shares purchased by Optus and vested	-	-	(15.7)	-	-	-	-	-	(15.7)	-	(15.7)
Share of other reserves of associates and joint ventures	-	-	(0.8)	-	-	-	-	1.2	0.4	-	0.4
Final dividend paid	-	-	-	-	-	-	(1,593.8)	-	(1,593.8)	-	(1,593.8)
Interim dividend payable	-	-	-	-	-	-	(1,084.2)	-	(1,084.2)	-	(1,084.2)
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	(5.6)	(5.6)
Others	-	-	-	-	-	-	0.6	-	0.6	(0.5)	0.1
	-	12.6	(19.8)	-	-	-	(2,677.4)	1.2	(2,683.4)	(6.1)	(2,689.5)
Total comprehensive (loss)/ income for the period	-	-	-	(595.2)	141.1	32.7	2,842.7	68.2	2,489.5	4.4	2,493.9
<b>Balance as at 31 December 2014</b>	<b>2,634.0</b>	<b>(26.0)</b>	<b>(118.8)</b>	<b>(4,288.2)</b>	<b>2.3</b>	<b>138.9</b>	<b>26,531.8</b>	<b>(1,199.7)</b>	<b>23,674.3</b>	<b>22.7</b>	<b>23,697.0</b>

**STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)**

For the nine months ended 31 December 2014

Group - 2013	Attributable to shareholders of the Company										Non-controlling Interests S\$ Mil	Total Equity S\$ Mil
	Share Capital S\$ Mil	Treasury Shares <sup>(1)</sup> S\$ Mil	Capital Reserve - Performance Shares S\$ Mil	Currency Translation Reserve <sup>(2)</sup> S\$ Mil	Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Other Reserves <sup>(3)</sup> S\$ Mil	Total S\$ Mil			
Balance as at 1 April 2013	2,634.0	(42.1)	(89.9)	(2,565.2)	(250.2)	80.8	25,424.8	(1,227.6)	23,964.6	24.6	23,989.2	
Changes in equity for the period												
Performance shares purchased by the Company	-	(4.1)	-	-	-	-	-	-	(4.1)	-	(4.1)	
Performance shares purchased by Trust <sup>(4)</sup>	-	(14.6)	-	-	-	-	-	-	(14.6)	-	(14.6)	
Performance shares vested	-	28.0	(28.0)	-	-	-	-	-	-	-	-	
Equity-settled performance shares	-	-	17.0	-	-	-	-	-	17.0	-	17.0	
Transfer of liability to equity	-	-	10.9	-	-	-	-	-	10.9	-	10.9	
Cash paid to employees under performance share plans	-	-	(0.1)	-	-	-	-	-	(0.1)	-	(0.1)	
Performance shares purchased by Optus and vested	-	-	(12.1)	-	-	-	-	-	(12.1)	-	(12.1)	
Share of other reserves of associates and joint ventures	-	-	(1.8)	-	-	-	-	1.6	(0.2)	-	(0.2)	
Goodwill transferred from 'Other Reserves' to 'Retained Earnings' on dilution	-	-	-	-	-	-	(29.0)	29.0	-	-	-	
Final dividend paid	-	-	-	-	-	-	(1,594.2)	-	(1,594.2)	-	(1,594.2)	
Interim dividend payable	-	-	-	-	-	-	(1,084.2)	-	(1,084.2)	-	(1,084.2)	
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	-	(7.7)	(7.7)	
Others	-	-	-	-	-	-	1.6	-	1.6	(2.4)	(0.8)	
	-	9.3	(14.1)	-	-	-	(2,705.8)	30.6	(2,680.0)	(10.1)	(2,690.1)	
Total comprehensive (loss)/ income for the period	-	-	-	(1,532.2)	129.1	(16.4)	2,753.7	(82.5)	1,251.7	4.7	1,256.4	
<b>Balance as at 31 December 2013</b>	<b>2,634.0</b>	<b>(32.8)</b>	<b>(104.0)</b>	<b>(4,097.4)</b>	<b>(121.1)</b>	<b>64.4</b>	<b>25,472.7</b>	<b>(1,279.5)</b>	<b>22,536.3</b>	<b>19.2</b>	<b>22,555.5</b>	

**STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)***For the nine months ended 31 December 2014*

Company - 2014	Share Capital S\$ Mil	Treasury Shares <sup>(1)</sup> S\$ Mil	Capital Reserve - Performance Shares S\$ Mil	Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Total Equity S\$ Mil
Balance as at 1 April 2014	2,634.0	(1.4)	(67.4)	(104.5)	45.3	14,393.3	16,899.3
Changes in equity for the period							
Performance shares purchased by the Company	-	(2.0)	-	-	-	-	(2.0)
Performance shares vested	-	3.4	(3.6)	-	-	-	(0.2)
Equity-settled performance shares	-	-	10.1	-	-	-	10.1
Transfer of liability to equity	-	-	15.2	-	-	-	15.2
Cash paid to employees under performance share plans	-	-	(0.2)	-	-	-	(0.2)
Contribution to Trust <sup>(4)</sup>	-	-	(19.4)	-	-	-	(19.4)
Final dividend paid	-	-	-	-	-	(1,594.3)	(1,594.3)
Interim dividend payable	-	-	-	-	-	(1,084.2)	(1,084.2)
	-	1.4	2.1	-	-	(2,678.5)	(2,675.0)
Total comprehensive income/ (loss) for the period	-	-	-	118.9	(9.4)	1,815.0	1,924.5
<b>Balance as at 31 December 2014</b>	<b>2,634.0</b>	<b>-</b>	<b>(65.3)</b>	<b>14.4</b>	<b>35.9</b>	<b>13,529.8</b>	<b>16,148.8</b>

**STATEMENTS OF CHANGES IN EQUITY (UNAUDITED)**

For the nine months ended 31 December 2014

Company - 2013	Share Capital S\$ Mil	Treasury Shares <sup>(1)</sup> S\$ Mil	Capital Reserve - Performance Shares S\$ Mil	Hedging Reserve S\$ Mil	Fair Value Reserve S\$ Mil	Retained Earnings S\$ Mil	Total Equity S\$ Mil
Balance as at 1 April 2013	2,634.0	-	(69.9)	(130.3)	56.8	13,574.6	16,065.2
Changes in equity for the period							
Performance shares purchased by the Company	-	(4.1)	-	-	-	-	(4.1)
Performance shares vested	-	4.1	(3.2)	-	-	-	0.9
Equity-settled performance shares	-	-	6.6	-	-	-	6.6
Transfer of liability to equity	-	-	10.9	-	-	-	10.9
Cash paid to employees under performance share plans	-	-	(0.1)	-	-	-	(0.1)
Contribution to Trust <sup>(4)</sup>	-	-	(10.8)	-	-	-	(10.8)
Final dividend paid	-	-	-	-	-	(1,595.0)	(1,595.0)
Interim dividend payable	-	-	-	-	-	(1,084.2)	(1,084.2)
	-	-	3.4	-	-	(2,679.2)	(2,675.8)
Total comprehensive income/ (loss) for the period	-	-	-	24.7	(13.4)	2,489.8	2,501.1
<b>Balance as at 31 December 2013</b>	<b>2,634.0</b>	<b>-</b>	<b>(66.5)</b>	<b>(105.6)</b>	<b>43.4</b>	<b>13,385.2</b>	<b>15,890.5</b>

**Notes:**

- (1) 'Treasury Shares' are accounted for in accordance with Singapore Financial Reporting Standard ("FRS") 32, **Financial Instruments: Disclosure and Presentation**.
- (2) 'Currency Translation Reserve' relates mainly to the translation of the net assets of foreign subsidiaries, associates and joint ventures of the Group denominated mainly in Australian Dollar, Indian Rupee, Indonesian Rupiah, Philippine Peso, Thai Baht and United States Dollar.
- (3) 'Other Reserves' relate mainly to goodwill on acquisitions completed prior to 1 April 2001 and the share of other comprehensive income/ (loss) of the associates and joint ventures.
- (4) DBS Trustee Limited (the "Trust") is the trustee of a trust established to administer the performance share plans.

**CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)**

For the third quarter and nine months ended 31 December 2014

	Quarter		Nine Months	
	31 Dec		31 Dec	
	2014	2013	2014	2013
	S\$ Mil	S\$ Mil	S\$ Mil	S\$ Mil
<b>Cash Flows from Operating Activities</b>				
Profit before tax	1,076.3	1,015.5	3,327.2	3,281.6
<b>Adjustments for</b>				
Depreciation and amortisation	541.1	533.0	1,618.9	1,599.1
Exceptional items	(1.8)	11.8	(69.3)	(142.9)
Interest and investment income (net)	(11.2)	(41.6)	(66.1)	(93.0)
Finance costs	80.6	75.1	230.8	230.7
Share of results of associates and joint ventures (post-tax)	(456.4)	(330.1)	(1,265.3)	(1,026.2)
Other non-cash items	9.9	5.6	33.8	19.2
	162.2	253.8	482.8	586.9
<b>Operating cash flow before working capital changes</b>	<b>1,238.5</b>	<b>1,269.3</b>	<b>3,810.0</b>	<b>3,868.5</b>
<b>Changes in operating assets and liabilities</b>				
Trade and other receivables	(183.1)	14.4	(501.1)	(224.1)
Trade and other payables	191.5	(121.3)	428.6	(299.6)
Inventories	(18.8)	(5.4)	(68.9)	(26.1)
Currency translation adjustments of subsidiaries	2.9	(0.1)	2.2	(3.1)
<b>Cash generated from operations</b>	<b>1,231.0</b>	<b>1,156.9</b>	<b>3,670.8</b>	<b>3,315.6</b>
Payment to employees in cash under performance share plans	-	-	(1.1)	(4.9)
Dividends received from associates and joint ventures	59.1	51.4	1,093.5	1,071.6
Tax benefit payment to an associate (Note 1)	-	(142.6)	-	(142.6)
Net payment of income tax and withholding tax	(72.7)	(37.1)	(501.4)	(411.1)
<b>Net cash inflow from operating activities</b>	<b>1,217.4</b>	<b>1,028.6</b>	<b>4,261.8</b>	<b>3,828.6</b>
<b>Cash Flows from Investing Activities</b>				
Dividends received from AFS investments	0.3	0.3	3.2	3.1
Interest received	18.3	18.5	39.8	41.6
Payment for acquisition of subsidiaries, net of cash acquired (Note 2)	-	(6.9)	(443.0)	(48.4)
Investment in associates and joint ventures (Note 3)	(0.9)	(13.2)	(1.4)	(397.9)
Investment in AFS investments	(3.8)	(2.2)	(23.0)	(47.5)
Proceeds from sale of AFS investments	11.2	0.3	60.6	7.8
Proceeds from sale of an associate (Note 1)	-	37.8	-	37.8
Balance carried forward	25.1	34.6	(363.8)	(403.5)

**CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)***For the third quarter and nine months ended 31 December 2014*

	Quarter 31 Dec		Nine Months 31 Dec	
	2014 S\$ Mil	2013 S\$ Mil	2014 S\$ Mil	2013 S\$ Mil
<b>Cash Flows from Investing Activities (continued)</b>				
Balance brought forward	25.1	34.6	(363.8)	(403.5)
Payment for acquisition of non-controlling interest	-	-	(2.7)	-
Proceeds from disposal of subsidiary, net of cash received	-	0.7	-	0.7
Proceeds from capital reduction of associated and joint venture companies	4.0	-	6.0	-
Payment for purchase of property, plant and equipment	(548.7)	(459.6)	(1,676.8)	(1,447.9)
Proceeds from sale of property, plant and equipment	6.0	0.4	9.9	5.9
Purchase of intangible assets	(64.4)	(23.7)	(926.6)	(253.7)
Withholding tax paid on intra-group interest income	-	-	(16.4)	(17.5)
<b>Net cash outflow for investing activities</b>	<b>(578.0)</b>	<b>(447.6)</b>	<b>(2,970.4)</b>	<b>(2,116.0)</b>
<b>Cash Flows from Financing Activities</b>				
Proceeds from term loans	285.4	-	3,246.0	2,093.9
Repayment of term loans	(718.8)	(384.6)	(2,628.4)	(1,840.9)
Proceeds from bond issue	-	339.2	-	339.2
Proceeds from finance lease liabilities	5.7	1.3	16.7	6.7
Finance lease payments	(11.0)	(12.1)	(33.4)	(34.9)
Net (repayment of)/ proceeds from borrowings	(438.7)	(56.2)	600.9	564.0
Net interest paid on borrowings and swaps	(85.1)	(84.9)	(243.0)	(243.7)
Purchase of performance shares	(6.1)	(5.6)	(41.4)	(30.8)
Final dividend paid to shareholders of the Company	-	-	(1,593.8)	(1,594.2)
Dividend paid to non-controlling interests	(5.6)	(7.7)	(5.6)	(7.7)
Others	1.1	1.6	1.1	1.6
<b>Net cash outflow for financing activities</b>	<b>(534.4)</b>	<b>(152.8)</b>	<b>(1,281.8)</b>	<b>(1,310.8)</b>
Net change in cash and cash equivalents	105.0	428.2	9.6	401.8
Exchange effects on cash and cash equivalents	0.5	(6.3)	(2.8)	(29.9)
Cash and cash equivalents at beginning of period	523.8	861.0	622.5	911.0
<b>Cash and cash equivalents at end of period</b>	<b>629.3</b>	<b>1,282.9</b>	<b>629.3</b>	<b>1,282.9</b>

**NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)***For the third quarter and nine months ended 31 December 2014*

**Note (1):** In the corresponding period last year, the Group made payments of S\$142.6 million to NetLink Trust in consideration of its transfer of tax benefits utilised by the Group, and S\$11.4 million for additional investment in NetLink Trust. The monies were subsequently utilised by NetLink Trust for its acquisition of 100% equity interest in OpenNet Pte. Ltd. ("**OpenNet**"). The Group received its share of the proceeds of S\$37.8 million following the divestment of its equity interest in OpenNet to NetLink Trust.

**Note (2): Payment for acquisition of subsidiaries**

(a) During the current period, Amobee, Inc. ("**Amobee**") acquired 100% of the share capital of Kontera Technologies, Inc. ("**Kontera**"), and Adconion Media, Inc. and Adconion Pty Limited (together, "**Adconion**") for S\$177.7 million (US\$142 million) and S\$267.8 million (US\$214 million) respectively. The fair values of identifiable net assets and the net cash outflow on the acquisitions were as follows -

	31 Dec 2014 S\$ Mil (Unaudited)
Identifiable intangible assets (provisional)	145.4
Non-current assets	4.5
Cash and cash equivalents	5.6
Current assets (excluding cash and cash equivalents)	58.9
Total liabilities	<u>(86.5)</u>
Net assets acquired	127.9
Goodwill (provisional)	<u>317.6</u>
Total cash consideration	445.5
Less: Consideration unpaid as at 31 December 2014	(8.5)
Less: Cash and cash equivalents acquired	<u>(5.6)</u>
<b>Net outflow of cash</b>	<b><u>431.4</u></b>

(b) During the current period, deferred payments of S\$11.6 million were made in respect of the acquisitions of Amobee and Pixable, Inc.

(c) The payments in the corresponding period last year were for the acquisition of Gradient X, Inc., for S\$18.2 million (US\$15 million), and deferred payments of S\$30.2 million in respect of the acquisitions of Amobee and Pixable, Inc.

**Note (3): Investment in associates and joint ventures**

The payments in the corresponding period last year were mainly for the acquisition of additional equity interest of 3.62% in Bharti Telecom Limited from a wholly-owned subsidiary of Temasek Holdings (Private) Limited, for S\$383.6 million. Temasek Holdings (Private) Limited is the holding company of Singapore Telecommunications Limited ("**Singtel**").

**NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)***For the third quarter and nine months ended 31 December 2014***Note (4): Non-cash transaction**

In the current quarter, Singtel sold certain infrastructure assets to NetLink Trust, a 100%-owned associate of Singtel, for an aggregate consideration of S\$280 million. The aggregate consideration paid by NetLink Trust was financed by loans from Singtel.

**Note (5):** For the purposes of the consolidated statement of cash flows, cash and cash equivalents comprised:

	As at 31 Dec	
	2014 S\$ Mil (Unaudited)	2013 S\$ Mil (Unaudited)
Fixed deposits	161.6	735.9
Cash and bank balances	467.7	547.0
	<u>629.3</u>	<u>1,282.9</u>



**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS**

For the third quarter and nine months ended 31 December 2014

**1. BASIS OF PREPARATION**

The Group prepares its condensed consolidated interim financial statements in accordance with Singapore Financial Reporting Standard (“FRS”) 34, *Interim Financial Reporting*. The same accounting policies and methods of computation have been applied in the preparation of the financial statements for the current quarter as the most recent audited financial statements as at 31 March 2014. The adoption of the new or revised FRS, amendments to FRS and Interpretations to FRS which became mandatory from 1 April 2014 did not have a significant impact on the financial statements of the Group and the Company.

**2. OPERATING EXPENSES**

This included the following items -

Group	Quarter 31 Dec		Nine Months 31 Dec	
	2014	2013	2014	2013
	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)
Impairment of trade receivables	29.1	30.8	80.4	123.5
Allowance for inventory obsolescence	1.6	1.3	2.4	19.5

**3. OTHER INCOME**

Other income included the following items -

Group	Quarter 31 Dec		Nine Months 31 Dec	
	2014	2013	2014	2013
	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)
Rental income	1.0	1.0	3.0	3.0
Bad trade debts recovered	1.0	0.7	2.7	2.3
Net exchange loss - trade related	(1.7)	(3.8)	(6.7)	(7.7)
Net gain/ (loss) on disposal of property, plant and equipment	1.3	(0.3)	1.9	4.4

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS***For the third quarter and nine months ended 31 December 2014***4. DEPRECIATION AND AMORTISATION**

Group	Quarter 31 Dec		Nine Months 31 Dec	
	2014	2013	2014	2013
	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)
Depreciation of property, plant and equipment	495.8	490.6	1,476.0	1,473.8
Amortisation of intangible assets	46.1	43.2	145.2	127.6
Amortisation of deferred gain on sale of a joint venture	(0.8)	(0.8)	(2.3)	(2.3)
	<b>541.1</b>	<b>533.0</b>	<b>1,618.9</b>	<b>1,599.1</b>

**5. EXCEPTIONAL ITEMS**

Group	Quarter 31 Dec		Nine Months 31 Dec	
	2014	2013	2014	2013
	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)
<b>Exceptional gains</b>				
Gain on dilution of SingPost	-	-	65.4	-
Gain on dilution of interest in Airtel	-	-	-	149.7
Gain on sale of AFS investments	16.6	-	25.6	5.8
Gain on dilution of interest in other associates and joint ventures	1.6	0.8	3.3	4.5
Gain on disposal of a subsidiary	-	1.0	-	1.0
	<b>18.2</b>	<b>1.8</b>	<b>94.3</b>	<b>161.0</b>
<b>Exceptional losses</b>				
Staff restructuring costs	(0.1)	(0.4)	(40.6)	(8.9)
Loss on sale of AFS investments	(0.1)	-	(8.7)	-
Impairment of AFS investments	(16.3)	(13.5)	(16.3)	(18.1)
	<b>(16.5)</b>	<b>(13.9)</b>	<b>(65.6)</b>	<b>(27.0)</b>
	<b>1.7</b>	<b>(12.1)</b>	<b>28.7</b>	<b>134.0</b>

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS***For the third quarter and nine months ended 31 December 2014***6. SHARE OF EXCEPTIONAL ITEMS OF ASSOCIATES AND JOINT VENTURES (POST-TAX)**

Group	Quarter 31 Dec		Nine Months 31 Dec	
	2014	2013	2014	2013
	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)
Share of Airtel's exceptional items	(19.8)	(16.8)	(47.4)	(18.2)
Share of Globe's accelerated depreciation	(1.5)	(8.3)	(10.5)	(56.0)
Share of ACPL Marine's gain on sale of asset	-	7.6	-	7.6
	<b>(21.3)</b>	<b>(17.5)</b>	<b>(57.9)</b>	<b>(66.6)</b>

**7. INTEREST AND INVESTMENT INCOME (NET)**

Group	Quarter 31 Dec		Nine Months 31 Dec	
	2014	2013	2014	2013
	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)
Interest income from				
- bank deposits	2.2	3.4	7.3	9.3
- others	7.2	8.1	26.9	25.0
	9.4	11.5	34.2	34.3
Dividends from joint ventures	8.8	27.0	36.0	47.2
Gross dividends from AFS investments	0.5	0.9	3.9	4.8
Fair value gains/ (losses) on fair value hedges				
- hedged item	17.1	50.8	23.0	201.7
- hedging instrument	(18.1)	(50.8)	(32.5)	(201.7)
	(1.0)	-	(9.5)	-
Fair value (losses)/ gains on cash flow hedges				
- hedged item	(183.1)	(127.5)	(219.4)	(425.0)
- hedging instrument	183.1	127.5	219.4	425.0
	-	-	-	-
Other fair value (losses)/ gains	(6.0)	1.6	2.2	7.0
Net exchange (losses)/ gains - non-trade related	(0.5)	0.6	(0.7)	(0.3)
	<b>11.2</b>	<b>41.6</b>	<b>66.1</b>	<b>93.0</b>

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS**

For the third quarter and nine months ended 31 December 2014

**8. FINANCE COSTS**

Group	Quarter 31 Dec		Nine Months 31 Dec	
	2014	2013	2014	2013
	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)
Interest expense on				
- bonds	64.0	60.2	191.7	183.0
- bank loans	9.8	6.4	17.8	24.3
- others	6.5	7.7	21.2	22.6
	80.3	74.3	230.7	229.9
Less: Amounts capitalised	(0.6)	(4.4)	(6.1)	(13.5)
	79.7	69.9	224.6	216.4
Effects of hedging using interest rate swaps	(0.2)	4.1	2.7	10.9
Unwinding of discounts (including adjustments)	1.1	1.1	3.5	3.4
	80.6	75.1	230.8	230.7

**9. TAX EXPENSE**

Group	Quarter 31 Dec		Nine Months 31 Dec	
	2014	2013	2014	2013
	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)	S\$ Mil (Unaudited)
Current and deferred tax expense attributable to current period's profits	153.1	142.1	526.8	524.8
Current and deferred tax adjustments in respect of prior years	(0.4)	-	1.0	(1.5)
Recognition of deferred tax credit <sup>(1)</sup>	(47.6)	-	(47.6)	-
	105.1	142.1	480.2	523.3

**Note:**

(1) This relates to deferred tax credit recognised on certain property, plant and equipment transferred to an associate.

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS***For the third quarter and nine months ended 31 December 2014***10. WEIGHTED AVERAGE NUMBER OF ORDINARY SHARES**

Group	Quarter 31 Dec		Nine Months 31 Dec	
	2014 '000 (Unaudited)	2013 '000 (Unaudited)	2014 '000 (Unaudited)	2013 '000 (Unaudited)
Weighted average number of ordinary shares in issue for calculation of basic earnings per share	<b>15,937,594</b>	15,934,848	<b>15,937,093</b>	15,934,125
Adjustment for dilutive effect of performance share plan	<b>42,076</b>	40,432	<b>42,076</b>	40,432
Weighted average number of ordinary shares for calculation of diluted earnings per share	<b>15,979,670</b>	15,975,280	<b>15,979,169</b>	15,974,557

The weighted average number of ordinary shares in issue had been adjusted to exclude the number of performance shares held by the Trust.

**11. FAIR VALUE MEASUREMENTS**

The Group classifies financial assets and liabilities measured at fair value using a fair value hierarchy which reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following levels -

- (a) quoted prices (unadjusted) in active markets for identical assets or liabilities (**Level 1**);
- (b) inputs other than quoted prices included within Level 1 which are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (**Level 2**); and
- (c) inputs for the asset or liability which are not based on observable market data (unobservable inputs) (**Level 3**).

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS***For the third quarter and nine months ended 31 December 2014***11. FAIR VALUE MEASUREMENTS (CONTINUED)**

The following table presents the assets and liabilities measured at fair value as at 31 December 2014:

<b>Group 31 Dec 2014 (Unaudited)</b>	<b>Level 1 S\$ Mil</b>	<b>Level 2 S\$ Mil</b>	<b>Level 3 S\$ Mil</b>	<b>Total S\$ Mil</b>
<b>Financial assets</b>				
AFS investments <sup>(1)</sup>				
- Quoted equity securities	106.7	-	-	<b>106.7</b>
- Unquoted investments	-	-	97.2	<b>97.2</b>
	106.7	-	97.2	<b>203.9</b>
Derivative financial instruments	-	615.9	-	<b>615.9</b>
	106.7	615.9	97.2	<b>819.8</b>
<b>Financial liabilities</b>				
Derivative financial instruments	-	316.3	-	<b>316.3</b>

<b>Group 31 Mar 2014 (Audited)</b>	<b>Level 1 S\$ Mil</b>	<b>Level 2 S\$ Mil</b>	<b>Level 3 S\$ Mil</b>	<b>Total S\$ Mil</b>
<b>Financial assets</b>				
AFS investments <sup>(1)</sup>				
- Quoted equity securities	62.9	-	-	<b>62.9</b>
- Unquoted investments	-	-	108.2	<b>108.2</b>
	62.9	-	108.2	<b>171.1</b>
Derivative financial instruments	-	301.4	-	<b>301.4</b>
	62.9	301.4	108.2	<b>472.5</b>
<b>Financial liabilities</b>				
Derivative financial instruments	-	424.3	-	<b>424.3</b>

**Note:**

(1) Excluded AFS investments stated at cost of S\$73.9 million (31 March 2014: S\$120.2 million).

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS***For the third quarter and nine months ended 31 December 2014***11. FAIR VALUE MEASUREMENTS (Continued)**

<b>Company 31 Dec 2014 (Unaudited)</b>	<b>Level 1 S\$ Mil</b>	<b>Level 2 S\$ Mil</b>	<b>Level 3 S\$ Mil</b>	<b>Total S\$ Mil</b>
<b>Financial assets</b>				
AFS investments				
- Quoted equity securities	35.6	-	-	<b>35.6</b>
- Unquoted equity securities	-	-	9.9	<b>9.9</b>
	35.6	-	9.9	<b>45.5</b>
Derivative financial instruments	-	339.1	-	<b>339.1</b>
	35.6	339.1	9.9	<b>384.6</b>
<b>Financial liabilities</b>				
Derivative financial instruments	-	363.0	-	<b>363.0</b>

<b>Company 31 Mar 2014 (Audited)</b>	<b>Level 1 S\$ Mil</b>	<b>Level 2 S\$ Mil</b>	<b>Level 3 S\$ Mil</b>	<b>Total S\$ Mil</b>
<b>Financial assets</b>				
AFS investments				
- Quoted equity securities	44.4	-	-	<b>44.4</b>
- Unquoted equity securities	-	-	10.5	<b>10.5</b>
	44.4	-	10.5	<b>54.9</b>
Derivative financial instruments	-	163.0	-	<b>163.0</b>
	44.4	163.0	10.5	<b>217.9</b>
<b>Financial liabilities</b>				
Derivative financial instruments	-	361.9	-	<b>361.9</b>

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS***For the third quarter and nine months ended 31 December 2014***11. FAIR VALUE MEASUREMENTS (Continued)**

The following table presents the liabilities not measured at fair value (but with fair value disclosed) as at 31 December 2014:

31 Dec 2014 (Unaudited)	Carrying Value S\$ Mil	Fair value			Total S\$ Mil
		Level 1 S\$ Mil	Level 2 S\$ Mil	Level 3 S\$ Mil	
<b>Financial liabilities</b>					
<b>Group</b>					
Bonds	<b>6,815.7</b>	5,387.1	1,763.9	-	<b>7,151.0</b>
<b>Company</b>					
Bonds	<b>856.4</b>	966.1	-	-	<b>966.1</b>

31 Mar 2014 (Audited)	Carrying Value S\$ Mil	Fair value			Total S\$ Mil
		Level 1 S\$ Mil	Level 2 S\$ Mil	Level 3 S\$ Mil	
<b>Financial liabilities</b>					
<b>Group</b>					
Bonds	6,696.9	5,189.1	1,745.7	-	6,934.8
<b>Company</b>					
Bonds	793.2	835.6	-	-	835.6

Except as disclosed in the above tables, the carrying values of other financial assets and financial liabilities approximate their fair values.



**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS***For the third quarter and nine months ended 31 December 2014***12. GROUP'S BORROWINGS AND DEBT SECURITIES**

	Group		Company	
	31 Dec 14 S\$ Mil (Unaudited)	31 Mar 14 S\$ Mil (Audited)	31 Dec 14 S\$ Mil (Unaudited)	31 Mar 14 S\$ Mil (Audited)
<b>Unsecured borrowings</b>				
Repayable within one year	-	774.6	-	-
Repayable after one year	8,511.6	7,046.9	856.4	793.2
	<b>8,511.6</b>	<b>7,821.5</b>	<b>856.4</b>	<b>793.2</b>
<b>Secured borrowings</b>				
Repayable within one year	25.7	38.9	0.4	1.5
Repayable after one year	204.8	179.7	161.9	161.9
	<b>230.5</b>	<b>218.6</b>	<b>162.3</b>	<b>163.4</b>
	<b>8,742.1</b>	<b>8,040.1</b>	<b>1,018.7</b>	<b>956.6</b>

Unsecured borrowings comprise bonds and bank loans.

Secured borrowings comprise finance lease liabilities, including lease liabilities in respect of certain assets leased from NetLink Trust, and certain bank loans of Adconion secured on the assets and shares in Adconion Media, Inc. and its subsidiary, Adconion Direct, Inc. and a fixed and floating charge on the assets in Adconion Pty Ltd.

**13. SHARE CAPITAL AND OTHER EQUITY INFORMATION**

Group and Company	Quarter and Nine months 31 Dec 14	
	Number of shares Mil (Unaudited)	Share capital S\$ Mil (Unaudited)
Balance as at beginning and end of period	<b>15,943.5</b>	<b>2,634.0</b>

As at 31 December 2014, the number of outstanding performance shares under the Singtel's performance share plans was 37,732,527 (31 March 2014: 46,303,329).

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS**

For the third quarter and nine months ended 31 December 2014

**14. DIVIDENDS**

On 12 November 2014, the Directors approved an interim one-tier exempt ordinary dividend of 6.8 cents (FY2014: 6.8 cents) per share totalling S\$1.08 billion in respect of the financial year ending 31 March 2015.

The dividend has been accounted for in the shareholders' equity as an appropriation of 'Retained Earnings' in the third quarter and nine months ended 31 December 2014. The interim dividend was paid in January 2015.

In the nine months ended 31 December 2014, a final one-tier exempt ordinary dividend of 10.0 cents per share totalling S\$1.59 billion was paid in respect of the previous financial year ended 31 March 2014.

**15. NET ASSET VALUE**

	Group As at		Company As at	
	31 Dec 14 S\$ (Unaudited)	31 Mar 14 S\$ (Audited)	31 Dec 14 S\$ (Unaudited)	31 Mar 14 S\$ (Audited)
<b>Net asset value per share</b>	<b>1.49</b>	<b>1.50</b>	<b>1.01</b>	<b>1.06</b>

As at the end of the reporting period, the number of ordinary shares of the Group used for the above calculation had been adjusted to exclude the number of performance shares held by the Trust.

**16. CONTINGENT LIABILITIES****(a) Guarantees**

- (i) As at 31 December 2014, the Group and Company provided bankers' and other guarantees, and insurance bonds of S\$441.3 million and S\$215.9 million (31 March 2014: S\$648.2 million and S\$312.7 million) respectively.
- (ii) As at 31 December 2014, the Company provided guarantees for loans of S\$1.10 billion (31 March 2014: S\$950 million) drawn down under various loan facilities entered into by Singtel Group Treasury Pte. Ltd. ("SGT") with maturities between December 2016 and May 2017.
- (iii) As at 31 December 2014, the Company provided guarantees for SGT's notes issue of an aggregate equivalent amount of S\$3.40 billion (31 March 2014: S\$3.40 billion) due between July 2016 and September 2021.

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS**

*For the third quarter and nine months ended 31 December 2014*

**16. CONTINGENT LIABILITIES (CONTINUED)**

- (b) Consistent with other large groups, Singapore Telecom Australia Investments Pty Limited (“**STAI**”), the head tax entity in Australia, has been subject to information requests from the Australian Taxation Office (“**ATO**”). STAI has received information requests in connection with the acquisition financing of Optus. STAI has been responding to the ATO’s queries. In December 2013, STAI received a tax position paper from the ATO and subsequently, on 22 October 2014, STAI received a Statement of Audit Position. The Statement of Audit Position will be further subject to an Independent Review within the ATO. STAI has received advice from external experts in relation to the matter and intends to defend its position. Accordingly, no provision has been made as at 31 December 2014.
- (c) Optus (and certain subsidiaries) is in dispute with third parties regarding certain transactions entered into in the ordinary course of business. Some of these disputes involve legal proceedings relating to the contractual obligations of the parties and/or representations made, including the amounts payable by Optus’ companies under the contracts and claims against Optus’ companies for compensation for alleged breach of contract and/or representations. Optus is vigorously defending all these claims.

**17. CONTINGENT LIABILITIES OF JOINT VENTURES**

- (a) Bharti Airtel Limited (“**Airtel**”), a 32.4% joint venture of the Group, has disputes with various government authorities in the respective jurisdictions where its operations are based, as well as with third parties regarding certain transactions entered into in the ordinary course of business.

On 8 January 2013, the local regulator, Department of Telecommunications (“**DOT**”) issued a demand on Airtel Group for Rs. 52.01 billion (Singtel’s share: S\$351 million) towards levy of one time spectrum charge. The demand included a retrospective charge of Rs. 9.09 billion (Singtel’s share: S\$61 million) for holding GSM spectrum beyond 6.2 Mhz for the period from 1 July 2008 to 31 December 2012 and also a prospective charge of Rs. 42.92 billion (Singtel’s share: S\$290 million) for GSM spectrum held beyond 4.4 Mhz for the period from 1 January 2013, till the expiry of the initial terms of the respective licenses.

In the opinion of Airtel, inter-alia, the above demand amounts to alteration of the terms of the licenses issued in the past. Airtel believes, based on independent legal opinion and its evaluation, that it is not probable that any material part of the claim will be awarded against Airtel and therefore, pending outcome of this matter, no provision has been recognised.

As at 31 December 2014, other taxes, custom duties and demands under adjudication, appeal or disputes amounted to approximately Rs. 75.7 billion (Singtel’s share: S\$512 million). In respect of some of the tax issues, pending final decisions, Airtel had deposited amounts with statutory authorities.

Airtel Group has 79.05% shareholding in Airtel Networks Limited (“**ANL**”), whose principal activity is the provision of mobile telecommunication services in Nigeria.

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS**

*For the third quarter and nine months ended 31 December 2014*

**17. CONTINGENT LIABILITIES OF JOINT VENTURES (Continued)**

Econet Wireless Limited (“**EWL**”) has claimed for entitlement to a 5% stake in ANL in 2004 and a claim alleging breach of a shareholders’ agreement between EWL and former shareholders of ANL in 2006. Airtel is appealing earlier court and arbitral decisions and is defending its positions vigorously. Under the terms of the acquisition by Airtel of these assets from Zain International B.V. in 2010, Airtel has the benefit of applicable seller’s indemnities in respect of such matters.

- (b) The Group holds an equity interest of 23.3% in Advanced Info Service Public Company Limited (“**AIS**”).

Revenue share disputes arising from abolishment of excise tax

In January 2008, TOT Public Company Limited (“**TOT**”) and CAT Telecom Public Company Limited (“**CAT**”) demanded additional payments of revenue share from AIS and its subsidiary, Digital Phone Company Limited (“**DPC**”) respectively.

CAT had submitted its case against DPC to arbitration and the Arbitral Tribunal has dismissed CAT’s case against DPC on 1 March 2011. On 3 June 2011, CAT began proceedings to appeal against the Arbitral Tribunal’s decision in the Central Administrative Court.

On 20 May 2011, the Arbitral Tribunal dismissed TOT’s claim against AIS for additional revenue share. On 22 September 2011, TOT submitted its case to the Central Administrative Court to appeal against the Arbitral Tribunal’s award.

TOT’s demands for additional revenue share

On 26 January 2011, TOT sent a letter demanding AIS to pay additional revenue share based on gross interconnection income received from 2007 to 2010 of THB 17,803 million (Singtel’s share: S\$167 million) plus interest at the rate of 1.25% per month. AIS sent a letter opposing the said claim to TOT on 21 February 2011. On 9 March 2011, AIS submitted the dispute to arbitration.

On 29 July 2014, TOT submitted a dispute to the Arbitration Institute demanding AIS to pay additional revenue share on the interconnection income from 2011 to 2012 amounting to THB 9,984 million (Singtel’s share: S\$94 million) plus interest at the rate of 1.25% per month. TOT requested the Arbitral Tribunal to consider this case together with the case filed on 9 March 2011.

The disputes are pending the arbitration procedures.

TOT’s demand for access charge

On 9 May 2011, TOT submitted a case to the Central Administrative Court against CAT as first defendant and DPC as second defendant demanding access charge amounting to THB 2,954 million (Singtel’s share: S\$28 million) plus interest.

On 31 July 2014, TOT submitted a revised petition to adjust the access charge from THB 2,954 million to THB 5,454 million (Singtel’s share: S\$51 million) calculated up to 16 September 2013 plus value-added tax and interest calculated up to 10 July 2014.

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS**

*For the third quarter and nine months ended 31 December 2014*

**17. CONTINGENT LIABILITIES OF JOINT VENTURES (Continued)**

AIS' management believes that the case has no material impact to its financial statements as DPC has complied with the law and relevant agreements and the dispute will be settled in favour of DPC. This case is pending consideration of the Central Administrative Court.

TOT's demand for compensation from 900 MHz subscribers porting to 2100 MHz

On 25 September 2014, TOT submitted a dispute to the Arbitration Institute demanding AIS to pay compensation for the porting of 900 MHz subscribers to 2100 MHz, amounting to THB 9,126 million (Singtel's share: S\$86 million) plus interest at 7.5% per annum, including fees and other expenses to be incurred during the arbitration process.

AIS' management believes that the case has no material impact to its financial statements as AIS has complied with the relevant agreements and the dispute will be settled in favour of AIS. This case is pending the arbitration procedures.

- (c) Globe Telecom, Inc. ("**Globe**"), a 47.2% joint venture of the Group, is contingently liable for various claims arising in the ordinary conduct of business and certain tax assessments which are either pending decision by the Courts or are being contested, the outcome of which are not presently determinable. In the opinion of Globe's management and legal counsel, the eventual liability under these claims, if any, will not have a material or adverse effect on Globe Group's financial position and results of operations.
- (d) The Group holds an equity interest of 35% in PT Telekomunikasi Selular ("**Telkomsel**"). As at 31 December 2014, Telkomsel has filed appeals and cross-appeals amounting to approximately IDR 990 billion (Singtel's share: S\$37 million) for various tax claims arising in certain tax assessments which are pending final decisions, the outcome of which are not presently determinable.

**SELECTED NOTES TO THE INTERIM FINANCIAL STATEMENTS**

*For the third quarter and nine months ended 31 December 2014*

**18. GROUP SEGMENT INFORMATION**

Segment information is presented based on the information reviewed by senior management for performance measurement and resource allocation.

Singtel Group is structured into three business segments, namely Group Consumer, Group Enterprise and Group Digital Life.

Group Consumer comprises the consumer businesses across Singapore and Australia, as well as the Group's investments, namely AIS in Thailand, Airtel in India, Africa and South Asia, Globe in the Philippines, and Telkomsel in Indonesia. It focuses on driving greater value and performance from the core carriage business including mobile, pay TV, fixed broadband and voice, as well as equipment sales.

Group Enterprise comprises the business groups across Singapore and Australia and focuses on growing the Group's position in the enterprise markets. Key services include mobile, fixed voice and data, managed services, cloud computing, and IT services and professional consulting.

Group Digital Life focuses on using the latest internet technologies and assets of the Group's operating companies to develop new revenue and growth engines by entering adjacent businesses where it has a competitive advantage. It includes digital marketing, e-commerce, concierge and hyper-local services.

Corporate comprises the costs of Group functions not allocated to the three business segments.

The measurement of segment results which is before exceptional items, is in line with the basis of information presented to management for internal management reporting purposes.

The costs of shared and common infrastructure are allocated to business segments using established methodologies. With effect from 1 April 2014, certain costs have been reallocated between Consumer and Enterprise business segments as a result of higher utilisation of shared infrastructure by mobile in Australia.

For comparative purpose, the EBITDA and EBIT of the business segments for the corresponding period ended 31 December 2013 have been restated to reflect the changes in cost allocation and other adjustments. The impact of the change was a reduction to Group Consumer's EBITDA and EBIT of S\$48 million and S\$95 million respectively, and a corresponding increase to Group Enterprise's EBITDA and EBIT of S\$48 million and S\$95 million respectively. The Group's overall EBITDA and EBIT remain unchanged.

**18. GROUP SEGMENT INFORMATION (Continued)***For the nine months ended 31 December 2014*

<b>Group 31 December 2014 (Unaudited)</b>	<b>Group Consumer S\$ Mil</b>	<b>Group Enterprise S\$ Mil</b>	<b>Group Digital Life S\$ Mil</b>	<b>Group Corporate S\$ Mil</b>	<b>Group Total S\$ Mil</b>
<b>Operating revenue</b>	7,937.2	4,714.1	232.7	-	<b>12,884.0</b>
Operating expenses	(5,558.8)	(3,175.9)	(376.4)	(53.4)	<b>(9,164.5)</b>
Other income/ (expense)	75.6	21.4	(0.6)	0.9	<b>97.3</b>
<b>Earnings before interest, tax, depreciation and amortisation ("EBITDA")</b>	<b>2,454.0</b>	<b>1,559.6</b>	<b>(144.3)</b>	<b>(52.5)</b>	<b>3,816.8</b>
Share of pre-tax results of associates and joint ventures					
- Airtel	569.1	-	-	-	<b>569.1</b>
- Telkomsel	742.6	-	-	-	<b>742.6</b>
- Globe	218.5	-	-	-	<b>218.5</b>
- AIS	311.7	-	-	-	<b>311.7</b>
- Others	0.3	-	-	91.0	<b>91.3</b>
	1,842.2	-	-	91.0	<b>1,933.2</b>
<b>EBITDA and share of pre-tax results of associates and joint ventures</b>	<b>4,296.2</b>	<b>1,559.6</b>	<b>(144.3)</b>	<b>38.5</b>	<b>5,750.0</b>
Depreciation and amortisation	(1,103.7)	(454.0)	(60.1)	(1.1)	<b>(1,618.9)</b>
<b>Earnings before interest and tax ("EBIT")</b>	<b>3,192.5</b>	<b>1,105.6</b>	<b>(204.4)</b>	<b>37.4</b>	<b>4,131.1</b>

<b>Group As at 31 December 2014 (Unaudited)</b>	<b>Group Consumer S\$ Mil</b>	<b>Group Enterprise S\$ Mil</b>	<b>Group Digital Life S\$ Mil</b>	<b>Group Corporate S\$ Mil</b>	<b>Group Total S\$ Mil</b>
<b>Segment assets</b>					
Investment in associates and joint ventures					
- Airtel	4,982.9	-	-	-	<b>4,982.9</b>
- Telkomsel	3,321.2	-	-	-	<b>3,321.2</b>
- Globe	1,002.1	-	-	-	<b>1,002.1</b>
- AIS	726.0	-	-	-	<b>726.0</b>
- Others	22.7	-	-	338.7	<b>361.4</b>
	10,054.9	-	-	338.7	<b>10,393.6</b>
Goodwill on acquisition of subsidiaries	9,194.3	174.9	668.6	-	<b>10,037.8</b>
Other assets	10,849.1	4,827.5	881.4	4,261.8	<b>20,819.8</b>
	<b>30,098.3</b>	<b>5,002.4</b>	<b>1,550.0</b>	<b>4,600.5</b>	<b>41,251.2</b>

**18. GROUP SEGMENT INFORMATION (Continued)***For the nine months ended 31 December 2014*

Group 31 December 2013 (Unaudited)	Group Consumer S\$ Mil	Group Enterprise S\$ Mil	Group Digital Life S\$ Mil	Group Corporate S\$ Mil	Group Total S\$ Mil
<b>Operating revenue</b>	7,944.9	4,655.8	104.3	14.7	<b>12,719.7</b>
Operating expenses	(5,575.5)	(3,088.1)	(217.1)	(60.1)	<b>(8,940.8)</b>
Other income/ (expense)	52.8	23.1	(1.6)	5.0	<b>79.3</b>
<b>EBITDA</b>	<b>2,422.2</b>	<b>1,590.8</b>	<b>(114.4)</b>	<b>(40.4)</b>	<b>3,858.2</b>
Share of pre-tax results of associates and joint ventures					
- Airtel	356.2	-	-	-	<b>356.2</b>
- Telkomsel	721.0	-	-	-	<b>721.0</b>
- Globe	166.4	-	-	-	<b>166.4</b>
- AIS	319.6	-	-	-	<b>319.6</b>
- Others	0.8	-	-	71.0	<b>71.8</b>
	1,564.0	-	-	71.0	<b>1,635.0</b>
<b>EBITDA and share of pre-tax results of associates and joint ventures</b>	<b>3,986.2</b>	<b>1,590.8</b>	<b>(114.4)</b>	<b>30.6</b>	<b>5,493.2</b>
Depreciation and amortisation	(1,101.0)	(460.9)	(36.3)	(0.9)	<b>(1,599.1)</b>
<b>EBIT</b>	<b>2,885.2</b>	<b>1,129.9</b>	<b>(150.7)</b>	<b>29.7</b>	<b>3,894.1</b>

Group As at 31 March 2014 (Audited)	Group Consumer S\$ Mil	Group Enterprise S\$ Mil	Group Digital Life S\$ Mil	Group Corporate S\$ Mil	Group Total S\$ Mil
<b>Segment assets</b>					
Investment in associates and joint ventures					
- Airtel	4,889.6	-	-	-	<b>4,889.6</b>
- Telkomsel	3,433.8	-	-	-	<b>3,433.8</b>
- Globe	900.0	-	-	-	<b>900.0</b>
- AIS	624.2	-	-	-	<b>624.2</b>
- Others	24.8	-	-	255.8	<b>280.6</b>
	9,872.4	-	-	255.8	<b>10,128.2</b>
Goodwill on acquisition of subsidiaries	9,199.1	181.9	322.6	-	<b>9,703.6</b>
Other assets	10,472.2	4,873.0	542.7	3,600.3	<b>19,488.2</b>
	<b>29,543.7</b>	<b>5,054.9</b>	<b>865.3</b>	<b>3,856.1</b>	<b>39,320.0</b>



**18. GROUP SEGMENT INFORMATION (Continued)**

*For the nine months ended 31 December 2014*

A reconciliation of the total reportable segments' EBIT to the Group's profit before tax is as follows -

Group	31 Dec 14 S\$ Mil (Unaudited)	31 Dec 13 S\$ Mil (Unaudited)
<b>EBIT</b>	<b>4,131.1</b>	<b>3,894.1</b>
Exceptional items	28.7	134.0
Share of exceptional items of associates and joint ventures (post-tax)	(30.7)	(80.8)
Share of tax of ordinary results of associates and joint ventures	(637.2)	(528.0)
<b>Profit before interest, investment income (net) and tax</b>	<b>3,491.9</b>	<b>3,419.3</b>
Interest and investment income (net)	66.1	93.0
Finance costs	(230.8)	(230.7)
<b>Profit before tax</b>	<b>3,327.2</b>	<b>3,281.6</b>

**OTHER INFORMATION**

**19.** The financial position as at 31 December 2014 and the results, statement of changes in equity and cash flows for the third quarter and nine months ended 31 December 2014 presented in this announcement have not been audited, but have been reviewed by Deloitte & Touche LLP in Singapore in accordance with the Singapore Standard on Review Engagements 2410 – *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* (see review report on page 34 of this announcement).

**20. REVIEW OF PERFORMANCE OF THE GROUP**

Please refer to the Management Discussion and Analysis of the Group for the third quarter and nine months ended 31 December 2014.

**21. WHERE A FORECAST, OR A PROSPECT STATEMENT, HAS BEEN PREVIOUSLY DISCLOSED TO SHAREHOLDERS, ANY VARIANCE BETWEEN IT AND THE ACTUAL RESULTS.**

Please refer to the Management Discussion and Analysis of the Group for the third quarter and nine months ended 31 December 2014.

**22. 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 OPERATING PERIOD AND THE NEXT 12 MONTHS.**

Please refer to the Management Discussion and Analysis of the Group for the third quarter and nine months ended 31 December 2014.

**23. INTERESTED PERSON TRANSACTIONS**

The Group has not obtained a general mandate from the shareholders of the Company for Interested Person Transactions.

**CONFIRMATION BY THE BOARD**

On behalf of the Board of Directors of the Company, we, the undersigned, hereby confirm to the best of our knowledge that nothing has come to the attention of the Board of Directors of the Company which may render the financial statements for the third quarter and nine months ended 31 December 2014 to be false or misleading.

On behalf of the Board of Directors

**Fang Ai Lian**  
Chairman of Audit Committee

**Chua Sock Koong**  
Director

Singapore  
11 February 2015

**INDEPENDENT AUDITORS' REVIEW REPORT**

The Board of Directors  
Singapore Telecommunications Limited  
31 Exeter Road  
Comcentre  
Singapore 239732

Dear Sirs

**SINGAPORE TELECOMMUNICATIONS LIMITED AND SUBSIDIARY COMPANIES  
REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION AS OF AND FOR THE THIRD  
QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2014****Introduction**

We have reviewed the accompanying statement of financial position of Singapore Telecommunications Limited ("Singtel" or the "Company") as of 31 December 2014 and statement of changes in equity of the Company for the Third Quarter and Nine Months then ended, the statement of financial position of Singapore Telecommunications Limited and its subsidiary companies (the "Group") as of 31 December 2014 and related income statement, statement of comprehensive income, statement of changes in equity and statement of cash flows of the Group for the Third Quarter and Nine Months then ended, selected notes and other explanatory information ("interim financial information").

The Management of Singtel are responsible for the preparation and presentation of the interim financial information in accordance with Financial Reporting Standard 34 *Interim Financial Reporting* ("FRS 34"). Such interim financial information has been prepared by Management of Singtel for announcement on the Singapore Exchange and the Australian Securities Exchange. Our responsibility is to express a conclusion to this interim financial information based on our review.

**Scope of Review**

We conducted our review in accordance with Singapore Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Singapore Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

**Conclusion**

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with FRS 34.

Deloitte & Touche LLP  
Public Accountants and  
Chartered Accountants

Singapore  
11 February 2015