Privasia Technology Berhad Company No.825092 - U (Incorporated In Malaysia)

Unaudited condensed consolidated interim financial statements for the period ended 31 December 2016

# PRIVASIA TECHNOLOGY BHD (825092 - U)

(Incorporated In Malaysia)

Unaudited condensed consolidated interim financial statements

Unaudited condensed consolidated statements of financial position as at 31 December 2016

	As at 31.12.2016	As at 31.12.2015
	RM	RM
Assets		
Property, plant and equipment	41,425,241	29,763,142
Investment properties	2,273,936	4,261,689
Intangible assets	37,793,420	37,313,581
Available-for-sale financial asset	500,000	500,000
Deferred tax assets	1,073,987	1,073,987
Total non-current assets	83,066,584	72,912,399
Inventorios	2 250 222	2 240 200
Inventories	2,350,823	3,218,269
Tax recoverable	1,336,335	1,312,609
Trade receivables	20,979,160	25,354,111
Unbilled revenue	6,804,668	3,273,209
Other receivables, deposits and prepayments	7,875,602	6,930,587
Deposits, cash and bank balances	10,922,544	9,225,227
Total current assets	50,269,132	49,314,012
Total assets	133,335,716	122,226,411
Equity		
Share capital	55,820,002	55,820,002
Reserves	24,621,614	25,625,464
Equity attributable to owners of the Company	80,441,616	81,445,466
Non-controlling interests	(185,011)	(609,480)
Total equity	80,256,605	80,835,986
Liabilities		
Loans and borrowings	19,330,100	9,448,752
Deferred tax liabilities	2,599,000	2,102,721
Total non-current liabilities	21,929,100	11,551,473
Loans and borrowings	10,715,342	3,021,053
Trade payables	11,660,011	18,936,262
Other payables and accruals	8,774,658	7,848,637
Taxation	-	33,000
Total current liabilities	31,150,011	29,838,952
Total liabilities	53,079,111	41,390,425
Total equity and liabilities	133,335,716	122,226,411
Net assets per share (RM)	0.14	0.15

PRIVASIA TECHNOLOGY BHD (825092 - U)
(Incorporated In Malaysia)
Unaudited condensed consolidated interim financial statements
Unaudited condensed consolidated statements of profit or loss and other comprehensive income for the period ended 31 December 2016

	Three Months ended 31 December		Twelve Mon 31 Dece	
	2016	2015	2016	2015
	RM	RM	RM	RM
Continuing operations				
Revenue Cost of Sales	19,577,430 (10,747,600)	18,634,921 (12,219,192)	74,496,247 (48,016,305)	81,345,878 (54,527,976)
Gross profit	8,829,830	6,415,729	26,479,942	26,817,902
Other income Operating expenses	155,517 (8,960,278)	81,897 (6,652,234)	1,208,664 (23,730,016)	235,353 (23,267,230)
Results from operating activities	25,069	(154,608)	3,958,590	3,786,025
Finance income Finance costs	34,073 (525,536)	16,902 (107,213)	80,589 (891,937)	54,545 (532,721)
Net finance costs	(491,463)	(90,311)	(811,348)	(478,176)
(Loss) / Profit before tax	(466,394)	(244,919)	3,147,242	3,307,849
Tax (credit)/ expense	(1,132,000)	149,994	(2,810,223)	(1,115,615)
Net (loss) / profit for the period	(1,598,394)	(94,925)	337,019	2,192,234
Comprehensive (loss)/ income for the period	(1,598,394)	(94,925)	337,019	2,192,234
(Loss) / Profit attributable to: Owner of the company Non-controlling interest (Loss)/ Profit for the period	(1,686,143) 87,749 (1,598,394)	707,354 (802,279) (94,925)	112,550 224,469 337,019	3,119,771 (927,537) 2,192,234
Comprehensive (loss) / income for the period Owner of the company Non-controlling interest Comprehensive (loss) / income for the period	(1,686,143) 87,749 (1,598,394)	707,354 (802,279) (94,925)	112,550 224,469 337,019	3,119,771 (927,537) 2,192,234
Basic earnings per ordinary shares (sen) From continuing operations	(0.30)	0.13	0.02	0.56
Diluted earnings per ordinary shares (sen) From continuing operations	(0.30)	0.13	0.02	0.56

PRIVASIA TECHNOLOGY BHD (825092 - U)
(Incorporated In Malaysia)
Unaudited condensed consolidated interim financial statements
Unaudited condensed consolidated statement of changes in equity for the period ended 31 December 2016

		le to owners of the Compa	ny>		
	Non-distributable	Distributable			
	Share capital	Retained earnings	Subtotal	Non- controlling Interests	Total equity
	RM	RM	RM	RM	RM
At 1 January 2015	55,820,002	23,901,193	79,721,195	318,057	80,039,252
Total comprehensive income for the period	-	3,119,771	3,119,771	(927,537)	2,192,234
Change in ownership interests in subsidiary	-	-	-	-	<del>-</del>
Dividends paid for the period	<del>_</del>	(1,395,500)	(1,395,500)	-	(1,395,500)
At 31 December 2015	55,820,002	25,625,464	81,445,466	(609,480)	80,835,986
At 1 January 2016	55,820,002	25,625,464	81,445,466	(609,480)	80,835,986
Total comprehensive income for the period	-	112,550	112,550	224,469	337,019
Change in ownership interests in subsidiary	-	-	-	200,000	200,000
Dividends paid for the period		(1,116,400)	(1,116,400)	-	(1,116,400)
At 31 December 2016	55,820,002	24,621,614	80,441,616	(185,011)	80,256,605

# PRIVASIA TECHNOLOGY BHD (825092 - U)

(Incorporated In Malaysia)

Unaudited condensed consolidated interim financial statements

Unaudited condensed consolidated statement of cash flows for the period ended 31 December 2016

	Twelve months ended 31.12.2016	Twelve months ended 31.12.2015
	RM	RM
Cash flow from operating activities		
Profit before taxation	3,147,242	3,307,849
Adjustment for :		
Amortisation of intangible assets	227,028	527,514
Depreciation of investment properties	152,646	47,767
Depreciation of property, plant and equipment	8,298,304	8,814,139
Finance income	(80,589)	(54,545)
Finance costs	891,937	532,721
Impairment of inventories	· <u>-</u>	129,492
Reversal of impairment loss on trade receivables	(169,918)	-
Impairment loss on trade receivables	2,266,698	858,875
Bad debts written off	6,060	173,606
Property, plant and equipment written off	1,014	6,916
Gain on disposal of property, plant and equipment	(901)	<del>-</del>
Unrealised (gain)/loss on foreign exchange	(747,198)	697,965
Operating profit before changes in working capital	13,992,323	15,042,299
Change in inventories	(2,132,550)	(677,465)
Change in work-in progress	- '-	849,448
Change in trade and other receivables	(2,204,362)	(8,868,922)
Change in trade and other payables	(5,603,034)	4,158,013
Cash generated from operations	4,052,377	10,503,373
Tax refunded	990	990
Tax paid	(2,371,660)	(3,100,356)
Interest received	80,589	54,545
Net cash generated from operating activities	1,762,296	7,458,552
Cash flow from investing activities		
Acquisition of intangible assets	(706,866)	(951,964)
Acquisition of property, plant and equipment	(15,125,414)	(7,429,648)
Net cash used in investing activities	(15,832,280)	(8,381,612)
Cash flow from financing activities		
Issuance of share capital	200,000	-
Interest paid	(891,937)	(532,721)
Decrease/ (Increase) in pledged deposits	162,421	(817,298)
Dividend paid	(1,116,400)	(1,395,500)
Increase of loans & borrowings	12,614,496	1,856,794
Net cash generated from/ (used in) financing activities	10,968,580	(888,725)
Net decrease in cash and cash equivalent	(3,101,404)	(1,811,785)
Cash and cash equivalents at 1 January	5,857,580	7,770,509
Cash and cash equivalents at 31 December	2,756,176	5,958,724

# Cash and cash equivalent

The reconciliation of cash and cash equivalent as presented in the condensed consolidated statement of cash flows to the deposits, cash and bank balances as presented in the condensed consolidated statement of financial position is as follows:

deposits, cash and bank balances as presented in the condensed consolidated statement of financial position is as follows:			
	Twelve months ended		
	31.12.2016	31.12.2015	
Fixed deposit with licensed banks	4,328,716	5,156,694	
Cash and bank balances	6,593,828	4,068,533	
Deposits, cash and bank balances as presented in the condensed consolidated			
statement of financial position	10,922,544	9,225,227	
Less: Pledged deposits with licensed banks	(3,002,940)	(3,165,360)	
Bank overdrafts	(5,163,428)	(101,143)	
Cash and cash equivalent as presented in the condensed consolidated		<u> </u>	
statement of cash flows	2,756,176	5,958,724	

# PRIVASIA TECHNOLOGY BHD (825092 - U)

(Incorporated In Malaysia)

Notes to the unaudited condensed consolidated interim financial statements

The unaudited condensed consolidated interim financial statements have been prepared in compliance with the Listing Requirements of Bursa Malaysia Securities Berhad for the ACE Market and with Malaysian Financial Reporting Standard (MFRS) 134 Interim Financial Reporting, which is in compliance with International Accounting Standard (IAS) 34, Interim

The unaudited condensed consolidated interim financial statements have been reviewed by the auditors in accordance with ISRE 2410.

The unaudited condensed consolidated interim financial statements should be read in conjunction with the latest audited financial statements of Privasia Technology Berhad ("the Company") and its subsidiaries ("Group") for the financial year ended ("FYE") 31 December 2015 and are available upon request from the Company's registered office at No. 13A, Jalan SS21/56B, Damansara Utama, 47400 Petaling Jaya, Selangor Darul Ehsan.

The notes to these unaudited condensed consolidated interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group for the financial period ended 31 December 2016.

## Significant accounting policies

The accounting policies applied by the Group in these unaudited condensed consolidated interim financial statements are the same as those applied by the Group in its consolidated annual financial statements as at and for the year ended 31 December 2015.

There were no material changes in estimates of amount reported in prior financial periods which may have a material effect in the financial period under review.

### Seasonal and cyclical factors

The results of the Group were not materially affected by any significant seasonal and cyclical factors during the financial period under review.

# Unusual items due to their nature, size or incidence

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the financial period under review.

# Issuances, cancellations, repurchases, resale and repayment of debt and equity securities

There were no issuances, cancellations, repurchases, resale and repayment of debt and equity securities in the Company during the financial period under review.

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On 24 June 2016, a payment of a final dividend of 0.20 sen per ordinary share totalling RM1,116,400 in respect of the financial year ended 31 December 2015 was approved in the Eighth Annual General Meeting by the shareholders and was paid on 18 August 2016.

There were no other dividends declared/recommended and paid for the financial period under review.

8 Loans and Borrowings	Gro	Group			
Non-current	31 December 2016 RM	31 December 2015 RM			
Secured term loans from licensed banks Finance lease liabilities	13,175,804 6,154,296 19,330,100	7,826,161 1,622,591 9,448,752			
Current	RM	RM			
Secured term loans from licensed banks Finance lease liabilities Bank overdrafts	2,138,337 3,413,577 5,163,428 10,715,342	1,190,024 1,729,886 101,143 3,021,053			
Total	30,045,442	12,469,805			

# Segmental reporting

The Group has three reportable segments, as described below, which are the Group's strategic business units. The strategic business units offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic business units, the Group's Chief Executive Officer (the chief operating decision maker) reviews internal management reports at least on a monthly basis. The following summary describes the operations in each of the Group's current reportable segments

# Information Technology ("IT")

Comprise of IT infrastructure outsourcing, consultancy and systems integration and procurement management.

# Information and Communications Technology ("ICT")

Provision of wireless broadband infrastructure, comprehensive mobile and wireless communications consultancy, and systems development for ICT and mobile solutions providers and enterprises.

# Satellite-based network services ("SAT")

The SAT segment provides a broad spectrum of satellite-based network solutions, such as managed network, high speed internet, value-added broadband applications and satellite IP Virtual Private Network for the commercial sector and general public.

Performance is measured based on segment results, as included in the internal management reports that are reviewed by the Group's Chief Executive Officer. Segment results are used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

The analysis of the Group's operations for the financial period ended 31 December 2016 is as follows:-

	IT	ICT	SAT	ELIMINATION	Total
	RM	RM	RM	RM	RM
Total segment revenue - external	38,502,239	27,338,614	9,422,938	(767,544)	74,496,247
Gross profit	21,856,266	6,839,717	(2,091,970)	(124,071)	26,479,942
Other income	144,254	554,803	509,607	-	1,208,664
Other operating expenses	(11,253,390)	(7,948,487)	(4,133,646)	(394,493)	(23,730,016)
Results from operating activities	10,747,130	(553,967)	(5,716,009)	(518,564)	3,958,590
Finance income					80,589
Finance costs					(891,937)
Tax expense					(2,810,223)
Net profit for the period					337,019
Segment assets	96,717,617	28,154,253	10,639,382	(69,080,727)	66,430,525
Unallocated assets					66,905,191
Total assets					133,335,716
Segment liabilities	42,011,246	34,525,905	16,382,141	(47,958,434)	44,960,858
Unallocated liabilities				, , , ,	8,118,252
Total liabilities					53,079,110

# 10 Material events subsequent to the end of the interim period

There were no material subsequent events up to the date of this report that will affect the financial statements of the financial period under review.

# 11 Change in composition of the Group

There were no changes in the composition of the Group for the financial period under review.

# 12 Changes in contingent liabilities or contingent assets

As at the date of this report, the Group does not have any contingent liabilities or contingent assets.

### 13 Capital commitments

There were no material commitments for the purchase of property, plant and equipment incurred or known to be incurred for in the current financial period under review.

### 14 Financial instruments

The Group's financial risk management objectives and policies and risk profile are consistent with those disclosed in the consolidated annual financial statements as at and for the year ended 31 December 2015.

### Fair value information

The carrying amounts of cash and cash equivalents, trade and others receivables, trade and other payables and short term borrowings approximate fair values due to the relatively short term nature of these financial instruments.

It was not practicable to estimate the fair value of the Company's investment in unquoted shares due to the lack of comparable quoted prices in an active market and the fair value cannot be reliably measured.

### Fair value hierarchy

The table below analyses financial instruments not carried at fair value for which fair value is disclosed and carrying amounts shown in the statement of financial position.

# Fair value of financial instruments not carried at fair

	value		
	Level 3	Total Fair Value	Carrying Amount
	RM	RM	RM
As at 31 December 2016 Financial liabilities			
Secured term loans from licensed banks	(15,314,141)	(15,314,141)	(15,314,141)
Finance lease liabilities	(9,661,522)	(9,661,522)	(9,567,873)
As at 31 December 2015			
Financial liabilities			
Secured term loans from licensed banks	(9,016,185)	(9,016,185)	(9,016,185)
Finance lease liabilities	(3,378,145)	(3,378,145)	(3,352,477)

During the 12 months ended 31 December 2016, there were no transfers between fair value hierarchy of financial assets and financial liabilities.

# Other notes pursuant to Bursa Malaysia Listing Requirements: Chapter 9, Appendix 9B

For the fourth quarter ended 31 December 2016 (4Q16), Privasia noted higher revenue of RM19.58 million compared to RM18.63 million a year ago. This was attributable to higher revenue recognition in the Information and Communications Technology (ICT) segment in line with billings from telecommunications services projects, which offset the lower sales in the Information Technology (IT) segment due to project completion.

Privasia noted loss before tax (LBT) of RM.047 million in the fourth quarter ended 31 December 2016 (4Q16) compared to LBT of RM0.24 million in the previous corresponding quarter (4Q15). This was due to the impairment of trade receivables amounting to RM2.27 million and higher finance costs for equipment purchase. The satellite-based services (SAT) division was also affected by the weakening ringgit during the quarter. These factors, together with higher taxes from deferred tax assets recognised in 4Q15, led the Group to record RM1.68 million net loss, compared to net profit of RM0.71 million a year ago.

For the full year ended 31 December 2016 (FY16), PBT was largely maintained at RM3.15 million on revenue of RM74.50 million, against PBT of RM3.31 million on revenue of RM81.35 million in the previous financial year. FY16 net profit stood at RM0.11 million compared to RM3.12 million previously on higher deferred tax.

The IT and ICT segments recorded revenues of RM38.50 million and RM27.34 million respectively in FY16, compared to RM46.26 million and RM29.21 million respectively in FY15 due to similar factors stated above. Sales in the SAT segment increased to RM9.42 million from RM8.89 million a year ago on stronger billings.

Comparison with preceding quarter
4Q16 revenue was largely maintained at RM19.58 million compared to RM19.25 million in the preceding quarter. 4Q16 LBT and net losses versus 3Q16 PBT and net profit of RM1.65 million and RM0.76 million respectively were due to similar factors stated above.

### 16 Future prospects

In addition to our orderbook of approximately RM115 million which will last us till 2021, Privasia intends to continue investing into enhancing our Intellectual Property (IP) solutions namely in Procurement and Port Solutions, to widen our product range and appeal to a larger pool of existing and potential customers across small-medium enterprises (SMEs) and large corporations. In the ICT segment, we intend to tender for engineering projects directly with telecommunications companies, hence moving up the value chain from our past experience as a subcontractor. We are optimistic that we would be able to deliver on projects based on our internal resources and planning.

We are cognisant of the various challenges in the external environment which hampered the profitability of the SAT division. Nonetheless we remain optimistic of the division's long-term growth prospects and are putting in place strategies to capture the opportunities ahead. With the commissioning of our satellite hub, we are extending our range of services to target a wider pool of customers. We are also strengthening our commercial position with customers and improving our costs structure over the long term.

We are confident that these measures will contribute positively to our future prospects.

### 17 Variance on Profit Forecast

Not applicable as the Group has not issued any profit forecast.

### 18 Income tax expenses

	Current quart 31 Decer		Cummulative quar 31 Decemb	
	2016	2015	2016	2015
	RM	RM	RM	RM
Current tax				
- Current year	84,000	637,630	2,537,000	2,939,260
- Prior year	-	80,848	(223,056)	(605,173)
	84,000	718,478	2,313,944	2,334,087
Deferred tax		(000 170)		(4.040.470)
Origination and reversal of temporary differences	1,048,000	(868,472)	496,279	(1,218,472)
Tax expenses from continuing operations	1,132,000	(149,994)	2,810,223	1,115,615

# 19 Unquoted investments and properties

There were no purchase or disposal of unquoted investments and properties for the current financial period under review.

# 20 Status of corporate proposals announced

There were no corporate proposals announced.

# 21 Off balance sheet financial instruments

As at the reporting date, the Group does not have any off balance sheet financial instruments.

# 22 Material litigation

There was no material litigation for the current financial period under review.

# 23 Auditor's report on preceding annual financial statements

The auditor's report on the latest audited annual financial statements for the year ended 31 December 2015 was not modified.

# 24 Profit for the period

	Current quarter ended 31 December		Cummulative quarter ended	
			31 Decemb	er
	2016	2015	2016	2015
	RM	RM	RM	RM
Profit for the period is arrived at after charging/ (crediting):				
Amortisation of intangible assets	(71,880)	124,756	227,028	527,514
Depreciation of investment properties	122,128	11,941	152,646	47,767
Depreciation of property, plant and equipment	2,784,404	2,466,528	8,298,304	8,814,139
Property, plant and equipment written off	-	(15,691)	1,014	6,916
Reversal of impairment loss on trade receivables	(26,959)	4,000	(169,918)	-
Impairment loss on trade receivables	2,266,698	475,980	2,266,698	858,875
Bad debts written off	6,060	173,606	6,060	173,606
Unrealised (gain)/loss on foreign exchange	2,640	(194,141)	(747,198)	697,965
Realised loss on foreign exchange	111,866	231,040	183,735	441,552
Gain on disposal of property, plant and equipment	(901)	-	(901)	-
Impairment of inventories	-	129,492	-	129,492
Finance costs	525,536	107,213	891,937	532,721
Finance income	(34,073)	(16,902)	(80,589)	(54,545)

The following items are not applicable for the current financial period under review:

- 1) Write off of inventories:
- 2) (Gain)/ loss on derivatives

# 25 Earnings per share (a) Basic earnings per share

Basic earnings per share is calculated by dividing the earnings after taxation for the period by the weighted average number of ordinary shares in issue during the period.

	Current quarter ended 31 December					quarter ended cember
	2016 RM	2015 RM	2016	2015		
Profit attributable to equity holders (RM)	(1,686,143)	707,354	112,550	3,119,771		
Weighted average number of ordinary shares in issue (units)	558,200,020	558,200,020	558,200,020	558,200,020		
Basic earnings per share (sen)	(0.30)	0.13	0.02	0.56		

(b) Diluted earnings per share
There are no dilutive effects to the shares during the financial period under review.

# 26 Breakdown of realised and unrealised profits

The breakdown of retained profits of the Group as at reporting date, into realised and unrealised profits, as disclosed to the directive issued by Bursa Malaysia Securities Berhad ("Bursa Malaysia") on 25 March 2010, is as follows:-

	Group	
	31 December 2016	31 December 2015
	RM	RM
Total retained profits of Privasia Technology Berhad and its subsidiaries		
- Realised	13,132,039	14,362,339
- Unrealised	(1,630,908)	(1,881,827)
	11,501,131	12,480,512
Add: Consolidation adjustments	13,120,483	13,144,952
Total group retained profits as per consolidated interim financial statements	24,621,614	25,625,464

The determination of realised and unrealised profits is based on Guidance of Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, issued by the Malaysian Institute of Accountants on 20 December 2010.

27 Authorisation for issue
The unaudited condensed consolidated interim financial statement were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 24 February 2017.