(Incorporated In Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(THE FIGURES HAVE NOT BEEN AUDITED)

	As at 31.01.2017 Unaudited RM'000	As at 31.07.2016 Audited RM'000
ASSETS		
Non-Current Assets		
Property, plant and equipment	60,409	61,553
Investment property	1,999	2,007
Intangible asset	540	1,084
Deferred tax assets		246
	62,948	64,890
Current Assets		
Inventories	16,277	16,635
Trade receivables	25,891	14,250
Other receivables	1,002	932
Tax recoverable	365	475
Cash and bank balances	8,233	12,835
	51,768	45,127
TOTAL ASSETS	114,716	110,017
EQUITY AND LIABILITIES		
Equity attributable to equity holders of the company		
Share capital	44,405	44,405
Reserves	48,049	46,550
	92,454	90,955
Non-controlling Interests	9	9
Total Equity	92,463	90,964
Non-Current Liabilities		
Borrowings	1,989	3,315
Deferred tax liabilities	116	
	2,105	3,315
Current Liabilities		
Borrowings	2,252	2,263
Trade payables	13,300	7,757
Other payables	4,596	5,718
	20,148	15,738
Total Liabilities	22,253	19,053
TOTAL EQUITY AND LIABILITIES	114,716	110,017
Net assets per stock unit attributable to ordinary		
equity holders of the company (RM)	2.0821	2.0483

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 July 2016.

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE QUARTER ENDED 31 JANUARY 2017

	INDIVIDUAL QUARTER 3 Months Ended		CUMULATIVE 6 Months	-
	31-Jan-17 RM'000 (Unaudited)	31-Jan-16 RM'000 (Unaudited)	31-Jan-17 RM'000 (Unaudited)	31-Jan-16 RM'000 (Unaudited)
Revenue	24,600	20,403	45,833	42,809
Cost of sales	(20,791)	(19,700)	(38,269)	(38,934)
Gross profit	3,809	703	7,564	3,875
Other income	159	127	323	295
Selling and administrative expenses	(3,043)	(2,185)	(5,618)	(5,084)
Finance costs	(62)	(105)	(132)	(224)
Profit/(loss) before tax	863	(1,460)	2,137	(1,138)
Taxation	(280)	271	(638)	92
Profit/(loss) for the period	583	(1,189)	1,499	(1,046)
Other comprehensive income/(loss): Other comprehensive income/(loss) for the period Total comprehensive income/(loss) for the period	- 583	(1,189)	1,499	(1,046)
Profit/(loss) attributable to: Equity holders of the company Non-controlling interests	583	(1,189)	1,499	(1,046)
	583	(1,189)	1,499	(1,046)
Total comprehensive income/(loss) attributable to: Equity holders of the company Non-controlling interests	583	(1,189)	1,499	(1,046)
•	583	(1,189)	1,499	(1,046)
Earnings/(losses) per share attributable to equity holders of the company: Basic and diluted (sen)	1.31	(2.68)	3.38	(2.36)

The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 July 2016.

(Incorporated in Malaysia)

NOTES TO THE CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

The following amounts have been charged/ (credited) in arriving at profit before tax:

	INDIVIDUAL QUARTER		CUMULATIV	E QUARTERS
	3 Months Ended		6 Months Ended	
	31-Jan-17 RM'000 (Unaudited)	31-Jan-16 RM'000 (Unaudited)	31-Jan-17 RM'000 (Unaudited)	31-Jan-16 RM'000 (Unaudited)
Interest income	(67)	(99)	(146)	(196)
Interest expenses	62	105	132	224
Depreciation	1,196	1,168	2,360	2,327
Amortisation of development costs	272	272	544	544
Impairment of golf club membership	1	1	1	1
(Reversal)/provision for warranties	(80)	404	(752)	991
Obsolete inventories written off	264	461	298	461
Gain on disposal of plant and equipment	(1)	-	(1)	-
Loss/ (gain) on foreign exchange				
- realised	296	(115)	346	313
- unrealised	(23)	4	(3)	(102)
Plant and equipment written off	30	1	30	1

Save as disclosed above and in the Condensed Consolidated Statement of Comprehensive Income, the other items required by Bursa Malaysia Securities Berhad Main Market Listing Requirements, Chapter 9, Appendix 9B are not applicable to the Group.

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE QUARTER ENDED 31 JANUARY 2017

(The figures have not been audited)

	•		table to Equit Non-distributal Share		e Company ← Distributable →	•		
<u>-</u>	Share capital RM'000	Share premium RM'000	buy- back reserve RM'000	Foreign Currency Translation RM'000	Retained profits RM'000	Total RM'000	Non-controlling Interests RM'000	Total Equity RM'000
At 1 Aug 2016	44,405	654	352	(22)	45,566	90,955	9	90,964
Other comprehensive income Profit for the period	-	-	-	-	- 1,499	- 1,499	- -	- 1,499
Total comprehensive income for the period	-	-	-	-	1,499	1,499	-	1,499
At 31 Jan 2017	44,405	654	352	(22)	47,065	92,454	9	92,463
At 1 Aug 2015	44,405	654	352	(20)	48,332	93,723	(87)	93,636
Loss for the period	-	-	-	-	(1,046)	(1,046)	-	(1,046)
Total comprehensive loss for the period	-	-	-	-	(1,046)	(1,046)	-	(1,046)
At 31 Jan 2016	44,405	654	352	(20)	47,286	92,677	(87)	92,590

The condensed consolidated statement of changes in equity should be read in conjunction with the audited financial statements for the year ended 31 July 2016.

(Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOW FOR THE QUARTER ENDED 31 JANUARY 2017

(The figures have not been audited)

	6 months ended 31-Jan-17 RM'000 (Unaudited)	6 months ended 31-Jan-16 RM'000 (Unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES	(,	(=,
Profit/(loss) before taxation	2,137	(1,138)
Adjustments for: Depreciation Amortisation of development costs Impairment of golf club membership Interest income Interest expense Short term accumulated compensated absences Obsolete inventories written off (Reversal)/provision for warranties	2,360 544 1 (146) 132 191 298 (752)	2,327 544 1 (196) 224 69 461 991
(Gain)/ loss on disposal of plant and equipment	(1)	-
Plant and equipment written off Unrealised (gain)/ loss on foreign exchange	30 (3)	(102)
Operating profit before working capital changes Receivables Inventories Payables	4,791 (11,712) 60 4,985	3,182 (233) (199) (1,642)
Cash generated from operations Tax paid Interest paid	(1,876) (166) (132)	1,108 (426) (224)
Net cash (used in)/ from operating activities	(2,174)	458
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received Purchase of property, plant and equipment Proceeds from disposal of plant and equipment	146 (1,238) 1	196 (647) -
Net cash used in investing activities	(1,091)	(451)
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of borrowings	(1,337)	(1,883)
Net cash used in financing activities	(1,337)	(1,883)
NET (DECREASE)/ INCREASE IN CASH AND CASH EQUIVALENTS CASH AND CASH EQUIVALENTS AT BEGINNING	(4,602)	(1,876)
OF THE PERIOD CURRENCY TRANSLATION DIFFERENCE	12,835	13,672 1
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	8,233	11,797

The condensed consolidated statement of cash flow should be read in conjunction with the audited financial statements for the year ended 31 July 2016.

(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT – 2ND QUARTER ENDED 31 JANUARY 2017

PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134

A1. Basis of Preparation

This condensed consolidated interim financial statement (Condensed Report) has been prepared in accordance with Malaysian Financial Reporting Standards ("MFRS") 134: Interim Financial Reporting and paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Condensed Report should be read in conjunction with the audited financial statements of MCE Holdings Berhad ('The Group') for the financial year ended 31 July 2016. These explanatory notes attached to the Condensed Report 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 since the financial year ended 31 July 2016.

A2. Significant Accounting Policies

The accounting policies and presentation adopted for the interim financial statements are consistent with those adopted for the annual financial statements of the Group for the year ended 31 July 2016.

The Group has not early adopted the following new or revised standards, amendments or IC Interpretations which are applicable to the Group that have been issued by the MASB but are not yet effective for the Group's current financial period ended 31 January 2017:

MFRS, Amendments to M	Effective for annual periods beginning on or after	
Amendments to MFRS 107	Disclosure Initiative	1 January 2017
Amendments to MFRS 112	Recognition of Deferred Tax Assets for Unrealised Losses	1 January 2017
MFRS 9	Financial Instruments (IFRS 9 issued by IASB in July 2014)	1 January 2018
MFRS 15	Revenue from Contracts with Customers	1 January 2018
Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred until further notice
Amendments to MFRS 15	Effective Date of MFRS 15	1 January 2018
Amendments to MFRS 15	Clarifications to MFRS 15 'Revenue from Contracts with Customers'	1 January 2018
Amendments to MFRS 2	Classification and measurement of Share-based Payment transactions	1 January 2018
MFRS 16	Leases	1 January 2019

The adoption of the above pronouncements will not have any financial impact to the Group.

(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT – 2ND QUARTER ENDED 31 JANUARY 2017

PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134

A3. Disclosure of Audit Report Qualification

The auditors' report of the Group's most recent audited financial statements for the financial year ended 31 July 2016 did not contain any qualification.

A4. Seasonal or Cyclical Factors Affecting Operations

The principal business operations of the Group are not significantly affected by any seasonal or cyclical factors.

A5. Unusual Items Affecting the Assets, Liabilities, Equity, Net Income or Cash Flows

There were no unusual items affecting the assets, liabilities, equity, net income or cash flows of the Group for the financial period ended 31 January 2017.

A6. Material Changes in Estimates

There were no changes in estimates that have a material effect in the current quarter.

A7. Changes in Debt and Equity Securities

There were no issuance and repayment of debt securities, share buy back, share cancellations, shares held as treasury shares and resale of treasury shares for the financial period ended 31 January 2017.

A8. Dividends Paid

No dividend has been paid during the financial period ended 31 January 2017.

(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT – 2ND QUARTER ENDED 31 JANUARY 2017

PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134

A9. Segmental Reporting

The Group is organised into 2 main reportable segments as follows:-

- Automotive parts involved in manufacturing and trading of automotive parts.
- Healthcare services involved in providing health care services.

(The healthcare services has yet to commence business)

The segmental information are as follows:-

3 months ended 31	Automotive	Healthcare	Elimination	Compalidated
January 2017	Parts	Services	Elimination	Consolidated
	RM'000	RM'000	RM'000	RM'000
<u>Revenue</u>				
External sales	24,600	-	-	24,600
Inter-segmental sales	4,051	-	(4,051)	
Total Revenue	28,651	-	(4,051)	24,600
Results				
Segment results	1,110	(76)	1	1,035
Interest expenses				(62)
Unallocated expenses				(110)
Profit before taxation				863
6 months ended 31	Automotive	Healthcare	Elimination	Consolidated
6 months ended 31 January 2017	Parts	Services	Elimination	Consolidated
January 2017			Elimination RM'000	Consolidated RM'000
January 2017 Revenue	Parts RM'000	Services		RM'000
January 2017	Parts	Services		
January 2017 Revenue	Parts RM'000	Services		RM'000
<u>January 2017</u> <u>Revenue</u> External sales	Parts RM'000 45,833	Services	RM'000	RM'000
Anuary 2017 Revenue External sales Inter-segmental sales	Parts RM'000 45,833 8,266	Services	RM'000 - (8,266)	RM'000 45,833
Anuary 2017 Revenue External sales Inter-segmental sales	Parts RM'000 45,833 8,266	Services	RM'000 - (8,266)	RM'000 45,833
Inter-segmental sales Total Revenue	Parts RM'000 45,833 8,266	Services	RM'000 - (8,266)	RM'000 45,833
Inter-segmental sales Total Revenue Results	Parts RM'000 45,833 8,266 54,099	Services RM'000	RM'000 - (8,266) (8,266)	45,833 - 45,833
Revenue External sales Inter-segmental sales Total Revenue Results Segment results	Parts RM'000 45,833 8,266 54,099	Services RM'000	RM'000 - (8,266) (8,266)	RM'000 45,833 - 45,833
External sales Inter-segmental sales Total Revenue Results Segment results Interest expenses	Parts RM'000 45,833 8,266 54,099	Services RM'000	RM'000 - (8,266) (8,266)	45,833 - 45,833 2,481 (132)

(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT – 2ND QUARTER ENDED 31 JANUARY 2017

PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134

A9. Segmental Reporting (Cont'd)

Assets & liabilities as at 31 January 2017	Automotive Parts RM'000	Healthcare Services RM'000	Elimination RM'000	Consolidated RM'000
Assets & liabilities				
Segmental assets	115,664	33,168	(34,158)	114,674
Unallocated assets				42
Consolidated total assets				114,716
Segmental liabilities Unallocated liabilities	21,890	4,124	(3,916)	22,098 155
Consolidated total liabilities				22,253
Other information				,
Capital expenditure Depreciation and	302	936	-	1,238
amortisation	2,899	5	-	2,904

No segmental information is provided on a geographical basis as the Group's activities are conducted primarily in Malaysia.

A10. Material Events Subsequent to the end of the Reporting Period

There were no material events subsequent to the end of the current financial period that have not been reflected in the interim financial reports for the said period as at the date of this report.

A11. Changes in the Composition of the Group

There was no changes in the composition of the Group during the period under review.

A12. Contingent Liabilities and Contingent Assets

The Group has no contingent liabilities and assets as at 31 January 2017.

(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT – 2ND QUARTER ENDED 31 JANUARY 2017

PART B – ADDITIONAL EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B1 Review of Performance

Comparison to preceding year corresponding quarter

For the second quarter ended 31 January 2017, the Group achieved consolidated revenue of RM24.60 million which was approximately 20.57% higher than the preceding year corresponding quarter. The increase in revenue was mainly due to high demand for Original Equipment Manufacturer (OEM) products in the current quarter. The Group recorded a profit after tax of RM0.58 million for the current quarter as compared to a loss after tax of RM1.19 million in the preceding year corresponding quarter mainly due to higher revenue in current quarter.

B2 Material Changes in Profit before Taxation for the Current Quarter with Immediate Preceding Quarter

	Current Quarter 31 Jan 2017 RM'000	Preceding Quarter 31 Oct 2016 RM'000
Revenue	24,600	21,233
Pre-tax profit before non-controlling interests	863	1,274

For the current quarter, the Group achieved revenue of RM24.60 million, representing a increase of 15.86% as compared to the preceding quarter ended 31 October 2016. The increase was attributable to higher demand for OEM products in the current quarter. The Group recorded a pre-tax profit before non-controlling interests ("NCI") of RM0.86 million for the quarter under review as compared to RM1.27 million for the preceding quarter as a result of higher operational cost for current quarter.

B3 Prospects Commentary

The Group continues to face the slowdown in demand from its OEM customers in tandem with the slowdown in overall domestic Total Industry Volume ("TIV"). However, the recent launches of new models by the two national car makers are contributing positively to the Group.

The Group will continue its efforts to mitigate increasing costs through its various cost reduction initiatives among which covering improvements of production processes and productivity. The Board is cautious of the challenging operating conditions of the automotive sector.

B4 Variance of Actual Profit from Forecast Profit & Shortfall on Profit Guarantee

There is no profit forecast prepared for public release and no profit guarantee provided by the Group for the current financial period.

(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT – 2ND QUARTER ENDED 31 JANUARY 2017

PART B – ADDITIONAL EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B5 Taxation

	3 months	ended	6 months ended		
	31.01.17	31.01.16	31.01.17	31.01.16	
	RM'000	RM'000	RM'000	RM'000	
Income tax:					
- current year	103	(99)	276	129	
- Under/(over) provision in prior years	-	-	-	-	
-	103	(99)	276	129	
Deferred tax	177	(172)	362	(221)	
Tax expense/ (income)	280	(271)	638	(92)	

The effective tax rate for the current quarter is higher than the statutory rate mainly due to certain expenses are not deductible for income tax purpose.

B6 Status of Corporate Proposals

There were no corporate proposals announced by the Company as at the date of issue of this quarterly report.

B7 Group Borrowings and Debt Securities

Group borrowings as at 31 January 2017:

Orou	oonowings as at 31 valually 2017.	RM'000
(a)	Secured borrowings	4,241
` '	Unsecured borrowings	-
		4,241
(b)	Short term	
	- term loans (secured)	2,150
	- hire purchase payable	102
		2,252
	Long term	
	- term loans (secured)	1,882
	- hire purchase payable	107
		1,989
	Total borrowings	4,241

All the above borrowings are denominated in Ringgit Malaysia.

B8 Financial Instruments

The Group does enter into forward foreign exchange currencies contracts to hedge its exposure to fluctuations in foreign currency arising from purchases.

The Group has no outstanding derivative financial instruments as at 31 January 2017.

(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT – 2ND QUARTER ENDED 31 JANUARY 2017

PART B – ADDITIONAL EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

B9 Changes in Material Litigation

There were no pending material litigation as at 23 March 2017 being a date not earlier than 7 days from the date of this quarterly report.

B10 Dividends

(a) Details of the dividend approved and declared by the Board of Directors is as follows:

	31.01.2017
Dividend for financial year	31 July 2017
Amount per share (single-tier)	1.5 sen
Approved and declared on	29 March 2017
Entitlement to dividends based on	
Record of Depositors as at	28 April 2017
Date payable	10 May 2017

⁽b) Total dividend for current financial period: 1.5 sen per share under single-tier system (2016: NIL).

B11 Earnings per Share

The basic and diluted earnings per share are calculated as follows:

	3 months ended		6 months ended	
	31.01.2017	31.01.2016	31.01.2017	31.01.2016
Profit/(loss) for the period attributable to ordinary equity holders of the company (RM000)	583	(1,189)	1,499	(1,046)
Weighted a verage number of ordinary shares in issue (RM'000)	44,405	44,405	44,405	44,405
Basic and diluted earnings/(losses) per share (sen)	1.31	(2.68)	3.38	(2.36)

(Incorporated in Malaysia)

NOTES TO THE INTERIM FINANCIAL REPORT – 2ND QUARTER ENDED 31 JANUARY 2017

B12 Disclosure of Realised and Unrealised Profits

The breakdown of the retained profits of the Group into realised and unrealised profits is as follows:

	As at 31.01.2017	As at 31.01.2016
	RM'000	RM'000
Total retained profits of the Company and		
its subsidiaries:		
- Realised	49,539	51,083
- Unrealised	(1,387)	(3,047)
	48,152	48,036
Less: Consolidation adjustments	(1,087)	(750)
Total group retained profits	47,065	47,286

B13 Memorandum of Understanding ("MOU")

The Company had entered into a Memorandum of Understanding ("MOU") with PT GARUDA MULTI INVESTAMA ("GMI") on 22 September 2015 for the purpose of setting forth a framework for the consultation and exchange of information and technology. The cooperation in the current stage shall focus on the development, production, marketing and supply of the Company's existing products for automobile manufacturers located in Indonesia and if so desired and mutually agreed by both parties be extended to other electronic and mechatronic parts and systems.

There were no further developments to-date.

B14 Authorised for issue

The interim financial statements were authorised by the Board of Directors in accordance with the resolution of the Directors on 29 March 2017.

By Order of the Board,

Lee Wee Hee (MAICSA 0773340) Pow Juliet (MAICSA 7020821) Company Secretaries Johor Bahru

Date: 29 March 2017 c.c. Securities Commission