



# YINSON HOLDINGS BERHAD

Company No: 259147-A  
(Incorporated in Malaysia)

## CONDENSED CONSOLIDATED INCOME STATEMENT For The Quarter And Twelve Months Ended 31 January 2015

	Current quarter 3 months ended		Cumulative quarter 12 months ended	
	31.1.2015	31.1.2014	31.1.2015	31.1.2014
	Unaudited RM'000	Unaudited RM'000	Unaudited RM'000	Restated RM'000
Revenue	253,622	249,435	1,083,424	941,861
Cost of trading goods sold	(120,126)	(160,538)	(556,126)	(679,812)
Direct expenses	(96,721)	(67,612)	(367,301)	(187,530)
Gross profit	36,775	21,285	159,997	74,519
Other operating income	101,263	128,908	159,028	135,895
Administrative expenses	(37,239)	(45,426)	(79,565)	(63,741)
Profit from operations	100,799	104,767	239,460	146,673
Finance costs	(9,825)	(11,269)	(51,818)	(28,971)
Share of results of joint ventures	17,857	10,229	91,386	35,686
Share of results of associates	(143)	320	(131)	(1,316)
Profit before tax	108,688	104,047	278,897	152,072
Income tax expense	(7,773)	(4,352)	(27,793)	(8,958)
<b>Profit for the year</b>	<b>100,915</b>	<b>99,695</b>	<b>251,104</b>	<b>143,114</b>
<b>Profit attributable to:</b>				
Owners of the parent	99,733	98,589	247,505	139,751
Non-controlling interests	1,182	1,106	3,599	3,363
	100,915	99,695	251,104	143,114
<b>Earnings per share attributable to owners of the parent: #</b>				
Basic (sen)	10.49	14.33	26.04	20.31
Diluted (sen)	10.49	14.33	26.04	20.31

# - comparative adjusted for rights issue and share split of RM1 each into two 50 sen shares

These condensed consolidated income statement should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements

**YINSON HOLDINGS BERHAD (Company No. 259147-A)**

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME  
For The Quarter And Twelve Months Ended 31 January 2015**

	Current quarter 3 months ended		Cumulative quarter 12 months ended	
	31.1.2015 Unaudited RM'000	31.1.2014 Unaudited RM'000	31.1.2015 Unaudited RM'000	31.1.2014 Restated RM'000
Profit for the year	100,915	99,695	251,104	143,114
Other comprehensive income to be reclassified to profit or loss in subsequent periods:				
- Exchange differences on translation of foreign operations	51,037	21,372	52,201	22,043
- Net loss on available-for-sale financial assets	(7,931)	(4,546)	(7,872)	(12,378)
- Reclassification of cumulative loss of AFS reserve recognised as impairment loss to profit or loss	-	19,223	-	19,223
<b>Total comprehensive income for the year</b>	<b>144,021</b>	<b>135,744</b>	<b>295,433</b>	<b>172,002</b>
<b>Total comprehensive income for the year attributable to:</b>				
Owners of the parent	142,839	134,638	291,834	168,639
Non-controlling interests	1,182	1,106	3,599	3,363
	<b>144,021</b>	<b>135,744</b>	<b>295,433</b>	<b>172,002</b>

*These condensed consolidated statement of comprehensive income should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements*

**YINSON HOLDINGS BERHAD (Company No. 259147-A)**

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION****As At 31 January 2015**

	AS AT 31.1.2015 Unaudited RM'000	AS AT 31.1.2014 Restated RM'000
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment	1,163,180	1,023,958
Investment properties	30,215	15,155
Land use rights	4,324	4,420
Intangible assets	9,457	109
Investment in joint ventures	356,676	410,965
Investment in associates	29,391	29,211
Other receivables	-	1,981
Available-for-sale financial assets	9,686	15,733
Deferred tax assets	6,219	1,148
	<b>1,609,148</b>	<b>1,502,680</b>
<b>Current assets</b>		
Inventories	27,595	40,041
Trade and other receivables	433,487	376,623
Other current assets	20,161	9,420
Tax recoverable	793	420
Marketable securities	10	13
Derivatives	30,518	-
Favourable contracts	6,256	11,536
Cash and bank balances	364,386	267,077
	<b>883,206</b>	<b>705,130</b>
<b>TOTAL ASSETS</b>	<b>2,492,354</b>	<b>2,207,810</b>

**YINSON HOLDINGS BERHAD (Company No. 259147-A)**

(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION****As At 31 January 2015**

	AS AT 31.1.2015 Unaudited RM'000	AS AT 31.1.2014 Restated RM'000
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Issued capital	516,399	258,200
Share premium	417,163	112,941
Retained earnings	454,559	219,964
Foreign currency translation reserve	73,023	20,822
Available-for-sale reserve	(11,350)	(3,478)
<b>Equity attributable to owners of the parent</b>	<b>1,449,794</b>	<b>608,449</b>
<b>Non-controlling interests</b>	<b>8,863</b>	<b>5,919</b>
<b>Total equity</b>	<b>1,458,657</b>	<b>614,368</b>
<b>Non-current liabilities</b>		
Loans and borrowings	474,593	668,394
Net employee defined benefit liabilities	3,233	7,669
Unfavourable contracts	56,596	66,697
Deferred tax liabilities	6,724	11,246
	<b>541,146</b>	<b>754,006</b>
<b>Current liabilities</b>		
Loans and borrowings	348,580	621,739
Trade and other payables	114,327	180,795
Unfavourable contracts	17,416	24,577
Derivatives	214	127
Tax payables	12,014	12,198
	<b>492,551</b>	<b>839,436</b>
<b>Total liabilities</b>	<b>1,033,697</b>	<b>1,593,442</b>
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>2,492,354</b>	<b>2,207,810</b>
<b>Net assets per share attributable to owners of the parent (RM)</b>	<b>1.404</b>	<b>2.357</b>

*These condensed consolidated statement of financial position should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.*

# YINSON HOLDINGS BERHAD (Company No. 259147-A)

(Incorporated in Malaysia)

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY For The Twelve Months Ended 31 January 2015

	Attributable to owners of the parent				Total equity attributable to owners of the parent RM'000	Non-controlling interests RM'000	Total equity RM'000
	Issued capital RM'000	Share premium RM'000	Foreign currency translation reserve RM'000	Available-for-sale reserve RM'000			
<b>At 1 February 2013</b>	200,355	8,076	(1,221)	(10,323)	281,232	2,556	283,788
Total comprehensive income for the year	-	-	22,043	6,845	168,639	3,363	172,002
Share issuance	57,845	105,277	-	-	163,122	-	163,122
Share issuance expenses	-	(412)	-	-	(412)	-	(412)
Dividends in respect of the previous year	-	-	-	-	(4,132)	-	(4,132)
<b>At 31 January 2014</b>	<b>258,200</b>	<b>112,941</b>	<b>20,822</b>	<b>(3,478)</b>	<b>608,449</b>	<b>5,919</b>	<b>614,368</b>
<b>At 31 January 2014</b>	258,200	112,941	20,822	(3,478)	535,127	5,919	541,046
Effect of purchase price allocation adjustment	-	-	-	-	73,322	-	73,322
<b>At 31 January 2014 (Restated) / 1 February 2014</b>	<b>258,200</b>	<b>112,941</b>	<b>20,822</b>	<b>(3,478)</b>	<b>608,449</b>	<b>5,919</b>	<b>614,368</b>
Reclassification to associate	-	-	-	-	-	(655)	(655)
Total comprehensive income for the year	-	-	52,201	(7,872)	291,834	3,599	295,433
Share issuance	258,199	309,840	-	-	568,039	-	568,039
Share issuance expenses	-	(5,618)	-	-	(5,618)	-	(5,618)
Dividends in respect of the previous year	-	-	-	-	(12,910)	-	(12,910)
<b>At 31 January 2015</b>	<b>516,399</b>	<b>417,163</b>	<b>73,023</b>	<b>(11,350)</b>	<b>1,449,794</b>	<b>8,863</b>	<b>1,458,657</b>

These condensed consolidated statement of changes in equity should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

**YINSON HOLDINGS BERHAD (Company No. 259147-A)**  
(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**  
**For The Twelve Months Ended 31 January 2015**

	12 months ended	
	31.1.2015 Unaudited RM'000	31.1.2014 Restated RM'000
<b>OPERATING ACTIVITIES</b>		
Profit before tax	278,897	152,072
Adjustments for:		
Amortisation and depreciation	91,214	22,825
Amortisation of favourable contracts	5,981	-
Amortisation of unfavourable contracts	(22,480)	(2,111)
Write down of inventories	10,000	-
Impairment loss on receivables	14,049	5,842
Reversal of impairment loss on receivables	-	(14)
Impairment loss on AFS financial assets	-	19,223
Unrealised gain on foreign exchange	(60,508)	(4,263)
Finance costs	51,818	28,971
Fair value adjustment on investment properties	(405)	20
Fair value adjustment on marketable securities	3	(2)
Fair value adjustment on derivatives	(30,431)	7
Gain on a bargain purchase from acquisition of subsidiaries	-	(121,336)
Gain on disposal of property, plant and equipment	-	(558)
Gain on disposal of subsidiary and joint venture	(20,866)	-
Property, plant and equipment written off	229	350
Share of results of joint ventures	(91,386)	(35,686)
Share of results of associates	131	1,316
Dividend income	(3,303)	(1)
Interest income	(4,459)	(3,694)
Operating cash flows before working capital changes	218,484	62,961
Receivables	(70,455)	(78,465)
Other current assets	(11,837)	32,611
Inventories	2,446	(36,946)
Payables	20,585	10,960
Cash flows from/(used in) operations	159,223	(8,879)
Interest received	4,459	3,694
Interest paid	(51,818)	(26,502)
Tax paid	(34,527)	(11,543)
<b>Net cash flows from/(used in) operating activities</b>	<b>77,337</b>	<b>(43,230)</b>
<b>INVESTING ACTIVITIES</b>		
Dividend received	3,303	1
Net cash flow on acquisition of subsidiaries	-	(358,320)
Net cash flow on disposal of subsidiary and joint venture	189,655	-
Investment in joint ventures	(1,618)	(44,105)
Investment in associates	-	(193)
Proceeds from disposal of property, plant and equipment	70	4,324
Addition in investment property	(14,655)	-
Purchase of intangible assets	(8,943)	(3)
Purchase of property, plant and equipment	(134,566)	(3,118)
<b>Net cash flows from/(used in) investing activities</b>	<b>33,246</b>	<b>(401,414)</b>

**YINSON HOLDINGS BERHAD (Company No. 259147-A)**  
(Incorporated in Malaysia)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**  
**For The Twelve Months Ended 31 January 2015**

	12 months ended	
	31.1.2015	31.1.2014
	Unaudited	Restated
	RM'000	RM'000
<b>FINANCING ACTIVITIES</b>		
Increase in short-term borrowings	23,505	62,899
(Repayment to)/Advances from directors	(85,450)	84,572
Drawdown of term loans	7,920	404,647
Repayment of term loans	(457,754)	(32,502)
Dividends paid	(12,910)	(4,132)
Repayment of obligations under finance leases	(5,771)	(3,826)
Net cash outflow from dilution to associate	(391)	-
Proceeds from shares issuance	568,039	163,122
Shares issuance expenses	(5,618)	(412)
Addition of fixed deposit pledged as security	(5,703)	(66,914)
<b>Net cash flows from financing activities</b>	<b>25,867</b>	<b>607,454</b>
<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>136,450</b>	<b>162,810</b>
Effects of foreign exchange rate changes	(34,153)	11,110
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING</b>		
<b>OF THE YEAR</b>	<b>184,984</b>	<b>11,064</b>
<b>CASH AND CASH EQUIVALENTS AT THE END OF YEAR</b>	<b>287,281</b>	<b>184,984</b>

	As at	As at
	31.1.2015	31.1.2014
	RM'000	RM'000
<b>CASH AND CASH EQUIVALENTS COMPRISE:</b>		
Cash and bank balances	364,386	267,077
Bank overdrafts (included within short-term borrowings)	(4,405)	(15,096)
	359,981	251,981
Deposits pledged to banks	(72,700)	(66,997)
	<b>287,281</b>	<b>184,984</b>

*These condensed consolidated statement of cash flows should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.*

**1. Basis of Preparation**

This unaudited condensed consolidated interim financial statements (Condensed Report) of Yinson Holdings Berhad (the "Group" or "YHB") for the year ended 31 January 2015 have been prepared in accordance with *MFRS134: Interim Financial Reporting*, paragraph 9.22 and Appendix 9B of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. This Condensed Report also complies with *IAS34: Interim Financial Reporting* issued by the International Accounting Standards Board ("IASB").

This Condensed Report should be read in conjunction with the audited financial statements for the financial year ended 31 January 2014. The significant accounting policies and methods adopted for the Condensed Report are consistent with those adopted for the audited financial statements for the financial year ended 31 January 2014 except for the adoption of Amendments to Standards and Issue Committee (IC) Interpretations effective as of 1 January 2014.

- Amendments to MFRS 10 *Consolidated Financial Statements: Investment Entities*
- Amendments to MFRS 12 *Disclosure of Interests in Other Entities: Investment Entities*
- Amendments to MFRS 127 *Separate Financial Statements: Investment Entities*
- Amendments to MFRS 132 *Financial Instruments: Presentation – Offsetting Financial Assets and Financial Liabilities*
- Amendments to MFRS 136 *Impairment of Assets – Recoverable Amount Disclosures for Non-Financial Assets*
- Amendments to MFRS 139 *Financial Instruments: Recognition and Measurement*
- IC Interpretation 21 *Levies*

**MFRSs and Amendments to MFRSs issued but not yet effective**

At the date of authorisation of the Condensed Report, the following Standards were issued but not yet effective and have not been adopted by the Group.

- MFRS 9 *Financial Instruments (IFRS 9 Financial Instruments as issued by IASB in July 2014)* (Effective 1 January 2018)
- Amendments to MFRS 119 *Defined Benefits Plans: Employee Contributions* (Effective 1 July 2014)
- Annual Improvements to MFRSs 2010 – 2012 Cycle (effective 1 July 2014)
- Annual Improvements to MFRSs 2011 – 2013 Cycle (effective 1 July 2014)
- Amendments to MFRS 116 and MFRS 138 *Clarification of Acceptable Methods of Depreciation and Amortisation* (effective 1 January 2016)
- Amendments to MFRS 11 *Accounting for Acquisitions of Interest in Joint Operations* (effective 1 January 2016)
- MFRS 14 : *Regulatory Deferral Accounts* (effective 1 January 2016)
- MFRS 15 : *Revenue from Contracts with Customers* (effective 1 January 2017)
- Amendments to MFRS 116 and MFRS 141 *Agriculture: Bearer Plants* (effective 1 January 2016)
- Amendments to MFRS 127 *Equity Method in Separate Financial Statements* (effective 1 January 2016)
- Amendments to MFRS 10 and MFRS 128 *Sale or Contribution of Assets between Investor and its Associate or Joint Venture* (effective 1 January 2016)
- Amendments to MFRSs contained in the document entitled "Annual Improvements to FRSS 2012 -2014 Cycle "(effective 1 January 2016)



The directors expect that the adoption of the above standards and interpretations will have no material impact on the financial statements in the year of initial application except as discussed below:

#### MFRS 9 Financial Instruments

In November 2014, MASB issued the final version of MFRS 9, replacing MFRS 139. The adoption of MFRS 9 will have an effect on the classification and measurement of the Group's financial assets, but will not have an impact on the classification and measurements of the Group's financial liabilities. MFRS9 also requires impairment assessments to be on an expected loss model, replacing MFRS 139 incurred loss model. In addition, MFRS 9 introduces a substantially-reformed model for hedge accounting, with enhanced disclosures about risk management activity.

This standard will come into effect on or after 1 January 2018 with early adoption permitted. The Group is currently assessing the impact of the adoption of this Standard.

#### **2. Seasonal or Cyclical Factors**

The Group's transport operations are generally affected by major festivals that occur in the first and third quarter of the financial year as there were fewer working days.

#### **3. 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 quarter ended 31 January 2015.

#### **4. Changes in Accounting Estimate**

There were no material changes in accounting estimates during the year under review that would have a material effect that would substantially affect the results of the Group, except for retrospective adjustments have been made on the fair values of the vessels and service contracts attached to the vessels which were determined on a provisional basis in prior year, following the finalisation of the independent valuation. The fair values of vessels and service contracts and the gain on a bargain purchase recognised in prior year have been increased by approximately RM73.322 million respectively after adjusted.

#### **5. Changes in the Composition of the Group**

There were no changes in the composition of the Group during the quarter ended 31 January 2015 except for the followings:

i) As at 11 December 2014, Yinson Production AS ("YPAS") (formerly known as Fred. Olsen Production ASA), via Yinson Production Pte Ltd ("YPPL"), acquired a 49% equity interest in Yinson Production West Africa Limited ("YPWAL") from Oil and Marine Agencies (Ghana) Limited ("OMA") for a total consideration of GHS 4,900 and the remaining 51% of the equity interest in the joint venture, YPWAL, is being held by OMA. The principal activities of YPWAL is operation of floating production storage offloading ("FPSO") units and other offshore facilities for the production of offshore oil and gas fields.

ii) As at 2 January 2015, a wholly-owned subsidiary, Yinson Nereus Ltd was incorporated in the Republic of the Marshall Islands. The principal activity of the newly incorporated company shall be investment holding.

iii) As at 26 January 2015, Yinson Nereus Ltd acquired a 49% of the equity interest in OY Offshore Limited ("OYOL") from Oil and Marine Agencies (Ghana) Limited ("OMA") for a total consideration of GHS 4,900 and the remaining 51% of the equity interest in the joint venture, OYOL, is being held by OMA. The principal activities of OYOL is to operate and manage offshore support and supply vessels.

## 6. Segmental Information

For Twelve Months Ended 31 January 2015					
	Marine	Transport	Trading	Other	Consolidated
	RM'000	RM'000	RM'000	Operations	RM'000
				RM'000	
<b>Revenue</b>					
External Sales					
Gross revenue	432,329	94,187	595,929	20,336	1,142,781
Elimination	(33,220)	(779)	(6,104)	(19,254)	(59,357)
Net revenue	399,109	93,408	589,825	1,082	1,083,424
<b>Results</b>					
Segment results	112,085	5,230	7,504	114,641	239,460
Finance costs					(51,818)
Share of results of joint ventures					91,386
Share of results of associates					(131)
Income tax expense					(27,793)
Profit net of tax and before non-controlling interests					251,104
Non-controlling interests					(3,599)
Profit net of tax for the year					247,505

For Twelve Months Ended 31 January 2014					
	Marine	Transport	Trading	Other	Consolidated
	RM'000	RM'000	RM'000	Operations	RM'000
				RM'000	
<b>Revenue</b>					
External Sales					
Gross revenue	162,085	106,046	714,048	9,031	991,210
Elimination	(35,021)	(685)	(5,670)	(7,973)	(49,349)
Net revenue	127,064	105,361	708,378	1,058	941,861
<b>Results</b>					
Segment results	27,360	7,880	20,043	91,390	146,673
Finance costs					(28,971)
Share of results of joint ventures					35,686
Share of results of associates					(1,316)
Income tax expense					(8,958)
Profit net of tax and before non-controlling interests					143,114
Non-controlling interests					(3,363)
Profit net of tax for the year					139,751

For management purposes, the Group is organized into business units based on their product and services, and has four operating segments as follows:

- The marine segment consists of leasing of vessels, provision of barge services and marine management services.
- The transport segment consists of the provision of trucking services.

- (c) The trading segment consists of trading activities mainly in the construction related materials.
- (d) Other operations consist of provision of warehouses, rental from investment properties and investment income.

Transactions between segments are carried out on mutually agreed basis. The effects of such inter-segment transactions are eliminated on consolidation.

### **Marine**

Revenue from marine segment for the year under review has increased by RM272.045 million as compared to the corresponding prior year ended 31 January 2014. The increase was mainly due to increase in contribution from new subsidiary, Yinson Production AS ("YPAS"), acquired in December 2013. The increase in revenue resulted in an increase in segment results for the year under review by RM84.725 million as compared to the corresponding prior year ended 31 January 2014.

### **Transport**

Revenue from transport segment for the year under review has decreased by RM11.953 million or 11.3% as compared to the corresponding prior year ended 31 January 2014. The decrease was mainly due to the decrease in demand for the Group's transportation services.

The decrease in revenue and drop in gross profit margin resulted in a decrease in segment result by RM2.650 million as compared to corresponding prior year ended 31 January 2014.

### **Trading**

Revenue from trading segment for the year under review has decreased by RM118.553 million or 16.7% as compared to the corresponding prior year ended 31 January 2014. The decrease was mainly due to the decrease in demand. The segment result decreased by RM12.539 million as compared to the corresponding prior year ended 31 January 2014 mainly due to the write down of inventories RM10 million and increase in impairment loss of trade receivable by RM7.9 million.

### **Other Operations**

The segment results in other operations recorded RM114.641 million as compared to RM91.390 million in corresponding prior year ended 31 January 2014. Included in current financial year's segment results are gain of RM20.866 million from disposal of subsidiary and joint venture, fair value gain on forward contracts of RM30.518 million and foreign exchange gain of RM58 million arising from appreciation of US Dollar against Ringgit Malaysia. In contrast, prior financial year' segment results included impairment loss on AFS investment of RM19.223 million and the gain on bargain purchase of prior year has been adjusted retrospectively to RM 121.336 million following the finalisation of the valuation of the acquired vessels and service contracts by an independent valuer.

### **Results of Joint Ventures and Associates**

The share of the results of joint ventures has increased to profit of RM91.386 million for the year ended 31 January 2015 as compared to RM35.686 million for the corresponding prior year ended 31 January 2014 was mainly due to contribution of RM37.226 million from a floating, production and storage and offloading facility ("FPSO") operation which come on-stream during the year and RM15.356 million from the joint venture of subsidiary acquired in December 2013.

The share of results of associates has recorded a loss of RM0.131 million for the year ended 31 January 2015 as compared to a loss of RM1.316 million for the corresponding prior year ended 31 January 2014 due to improvement in the results of an associate.

### **Consolidated profit before tax**

For the current year under review, the Group's profit before tax has increased by RM126.825 million or 83% to RM278.897 million as compared to RM152.072 million for the corresponding

prior year ended 31 January 2014. The increase was mainly attributable to the gain from disposal of subsidiary and joint venture, fair value gain on forward contracts, increase in contribution from marine segment, favorable foreign exchange fluctuation, improved contribution from trading segment and increase in share of results of joint ventures.

## 7. Profit Before Tax

Included in the profit before tax are the following items:

	Current quarter 3 months ended		Cumulative quarter 12 months ended	
	31.1.2015 RM'000	31.1.2014 RM'000	31.1.2015 RM'000	31.1.2014 RM'000
Interest income	(876)	(708)	(4,459)	(3,694)
Dividend income	(3,303)	-	(3,303)	-
Other income including investment income	(524)	(3,855)	(7,118)	(6,939)
Bad debts recovered	(10)	(60)	(73)	(209)
Amortisation of land use rights	24	24	96	96
Amortisation of intangible assets	1	2	4	8
Amortisation of favourable contracts	5,981	-	5,981	-
Amortisation of unfavourable contracts	(2,862)	(2,111)	(22,480)	(2,111)
Reversal of impairment loss on receivable	-	-	-	(14)
Write down of inventories	10,000	-	10,000	-
Impairment loss on receivable	9,098	1,618	14,049	5,842
Impairment loss on AFS investment	-	19,223	-	19,223
Finance costs	9,825	11,269	51,818	28,971
Loss/(Gain) on foreign exchange - realised	(7,043)	446	(9,298)	(261)
Gain on foreign exchange - unrealised	(55,723)	(6,585)	(60,508)	(4,263)
Net fair value adjustment on on derivatives	(30,445)	7	(30,431)	7
Gain on bargain purchase	-	(121,336)	-	(121,336)
Property, plant and equipment written off	41	202	229	350
Depreciation of property, plant and equipment	24,723	11,977	91,114	22,721
Gain on disposal of property, plant and equipment	-	-	-	(558)
Gain on disposal of subsidiary and joint venture	-	-	(20,866)	-
Net fair value adjustment on marketable securities	1	1	3	(2)
Net fair value adjustment on investment properties	(405)	20	(405)	20
Gain on disposal of held for trading investment securities	-	-	-	(1)

## 8. Income Tax Expense

The income tax expense figures consist of:

	Current quarter 3 months ended		Cumulative quarter 12 months ended	
	31.1.2015	31.1.2014	31.1.2015	31.1.2014
	RM'000	RM'000	RM'000	RM'000
Current period income tax	11,896	4,130	32,937	10,533
Deferred tax:				
- Relating to origination and reversal of temporary difference	(4,123)	222	(5,144)	(1,575)
<b>Total income tax expense</b>	<b>7,773</b>	<b>4,352</b>	<b>27,793</b>	<b>8,958</b>

The effective tax rate of the Group is lower than the statutory tax rate in Malaysia due to certain income of subsidiaries are not subject to taxation and certain income of subsidiaries are subject to lower tax rates.

## 9. Earnings Per Share

### (a) Basic

Basic earnings per share amount are calculated by dividing the profit for the current and cumulative quarter of financial year 2015, net of tax, attributable to owners of the parent by the weighted average number of shares outstanding during the year.

The following reflect the profit and share data used in the computation of basic and diluted earnings per share:

	Current quarter 3 months ended		Cumulative quarter 12 months ended	
	31.1.2015	31.1.2014	31.1.2015	31.1.2014
Profit net of tax attributable to owners of the parent used in the computation of EPS (RM'000)	99,733	98,589	247,505	139,751
Weighted average number of ordinary shares in issue ('000) #	950,475	688,075	950,475	688,075
Basic earnings per share (sen)	10.49	14.33	26.04	20.31

# - comparative adjusted for rights issue and share split of RM1 each into two 50 sen shares

### (b) Diluted

Diluted earnings per share is the same as basic earnings per share as there is no dilutive potential ordinary shares outstanding as at 31 January 2015.

## 10. Acquisitions and disposals of property, plant and equipment

During the current year under review, the Group acquired property, plant and equipment ("PPE") with aggregate cost of RM143.738 million (31 January 2014: RM11.093 million).

During the current year ended 31 January 2015, the Group disposed PPE with a carrying amount of RM0.070 million (31 January 2014: RM3.766 million) and a net gain on disposal of Nil (31 January 2014: RM0.558 million) was recognised and included in other operating income.

## 11. Fair Value Hierarchy

The Group uses the following hierarchy for determining the fair value of the financial instruments carried at fair value:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

As at reporting date, the carrying amounts of available-for-sale financial assets and marketable securities were measured using Level 1 method of hierarchy whereas interest rate swaps and forward foreign exchange contracts were measured by using Level 2 method in the hierarchy in determining their fair value.

## 12. Debt and Equity Securities

Except for the issuance of the 258,199,610 ordinary shares of RM1.00 each under rights issue at a value of RM2.20 for each share for a total consideration of RM568.039 million, there were no other issuances, repayment of debts, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares during the current year under review.

## 13. Interest-bearing Loans and Borrowings

The Group's total borrowings as at 31 January 2015 are as follows:

	Secured	Unsecured	Total
	RM'000	RM'000	RM'000
Short term borrowings	135,613	212,967	348,580
Long term borrowings	474,593	-	474,593
<b>Total borrowings</b>	<b>610,206</b>	<b>212,967</b>	<b>823,173</b>

Except for the borrowings of RM646.224 million denominated in United States Dollar, all other borrowings are denominated in Ringgit Malaysia.

## 14. Dividend Paid

At the Annual General Meeting held on 31 July 2014, the shareholders of the Company have approved the payment of Final Single-tier Dividend of 1.25 sen per share in respect of the financial year ended 31 January 2014. The dividend was paid on 12 September 2014.

## 15. Capital Commitments

As at 31 January 2015, the capital commitment for property, plant and equipment not provided for in the interim condensed financial statements is as follows:

- approved and contracted for – RM990.315 million
- approved but not contracted for – RM7.647 million

## 16. Changes in Contingent Liabilities and Contingent Assets

There were no changes in contingent assets and no changes in contingent liabilities since the last audited financial statements.

## 17. Related Party Disclosures

Significant related party transactions are as follows:

	Current quarter 3 months ended		Cumulative quarter 12 months ended	
	31.1.2015	31.1.2014	31.1.2015	31.1.2014
	RM'000	RM'000	RM'000	RM'000
<u>With companies substantially owned by directors, Lim Han Weng and Bah Kim Lian</u>				
Rental income from Yinson Tyres Sdn Bhd	15	15	60	60
Transport income from Liannex Corporation (S) Pte Ltd	1,178	1,875	5,011	7,048
Transport income from Handal Indah Sdn Bhd	1	-	10	11
Transport income from Kargo Indera Sdn Bhd	-	-	-	112
Sales of goods to Handal Indah Sdn Bhd	-	11	8	231
Sales of goods to Triton Commuter Sdn Bhd	-	34	-	353
Purchases from Yinson Tyres Sdn Bhd	722	776	3,505	3,251
Interest expense from Liannex Corporation (S) Pte Ltd	-	8	-	31
Barge income from Liannex Corporation (S) Pte Ltd	596	477	3,430	3,262
Purchases of goods from Liannex Corporation (S) Sdn Bhd	-	42	48	145
<u>With joint ventures</u>				
Sales of goods to PTSC South East Asia Pte Ltd	-	-	-	755
Interest income from PTSC South East Asia Pte Ltd	396	371	1,481	622
Interest income from PTSC Asia Pacific Pte Ltd	25	232	54	2,698
<u>With associate</u>				
Ship management fee from Regulus Offshore Sdn Bhd	157	-	613	-
Management fee from Regulus Offshore Sdn Bhd	-	-	20	-
Purchases from Regulus Offshore Sdn Bhd	14	-	585	-
Rental income from Regulus Offshore Sdn Bhd	62	-	186	-

The Directors are of the opinion that the above transactions have been established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties. All outstanding balances with these related parties are unsecured and are to be settled in cash within three months of reporting date.

## **18. Event After The Reporting Date**

There was no material event subsequent to the end of the current quarter except for the followings:-

i) Yinson Holdings Berhad ("YHB") incorporated the following subsidiaries on 11 February 2015:-

a) Yinson Acacia Ltd ("YAL"), a company incorporated in the Republic of the Marshall Islands. YAL is a wholly-owned subsidiary of YHB.

b) Yinson Clover Ltd ("YCL"), a company incorporated in the Republic of the Marshall Islands. YCL is a wholly-owned subsidiary of YAL which in turn a wholly-owned subsidiary of YHB.

The principal activities of YAL and YCL are investment holding company.

ii) Yinson Nereus Ltd, a wholly-owned subsidiary within the Group incorporated a wholly-owned subsidiary, namely Yinson Camellia Limited ("YCL"), a company incorporated in Federal Territory of Labuan, Malaysia on 13 February 2015. The principal activities of YCL is to carry on shipping operations and vessel chartering.

## **PART B - EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD**

### **19. Performance Review**

Explanatory comment on the performance of the Group's business activities is provided in Note 6.

### **20. Material Changes in the Profit Before Taxation of Current Quarter Compared with Preceding Quarter**

The Group's profit before tax for the 4th quarter of FY 2015 has increased by RM15.638 million to RM108.688 million as compared to the RM93.050 million for the preceding quarter. The increase was mainly attributable to increase in foreign exchange gain by RM44.927 million due to significant appreciation of US Dollar against Ringgit Malaysia and fair value gain on forward contracts RM30.518 million, offset by decline in contribution from marine segment, write down of inventories by RM10 million, increase in impairment loss of trade receivables by RM7.5 million and narrowed by gain of RM20.866 million from disposal of subsidiary and joint venture which was included in preceding quarter and decrease in contribution in share of results of the joint venture which was disposed of during the preceding quarter.

### **21. Commentary on Prospects**

Going forward, global growth in 2015 is expected to be more challenging. The downside risks to the global growth outlook remain given the continued weakness in a number of major economies. The sharp decline in the price of oil and the uncertainty over its future price path, coupled with the attendant effects on the prices of other commodities, further compounds the challenging global environment. Amid this challenging landscape, the Group shall strive to sustain satisfactory results for the financial year ending 31 January 2016.

### **22. Profit Forecast**

The disclosure requirements for explanatory notes for the variance of actual profit after tax and non-controlling interests and forecast profit after tax and non-controlling interests are not applicable.



## 23. Status of Corporate Proposals

- a) The corporate proposal announced but not completed as at the date of issue of the quarterly report:-

On 17 March 2015, the Company proposed to establish and implement an employees' share scheme up to ten percent (10%) of the total issued and paid-up share capital of the Company (excluding treasury shares, if any) at any point in time during the duration of the scheme for the eligible Directors (including non-executive directors) and employees of the Company and its subsidiaries ("Proposed ESS").

- b) Status of Utilisation of Proceeds from Rights Issue ("RI")

Purpose	Proposed Utilisation	Actual utilisation as at 27 March 2015	Initial timeframe for utilisation of proceeds from date of RI (i.e. 13 June 2014)	Balance of unutilised proceeds
	RM'000	RM'000		RM'000
Repayment of Lim Han Weng advances	92,000	(92,000)	Within 3 months	-
Warehousing facilities	30,000	(12,026)	Within 24 months	17,974
Repayment of bank borrowings	237,000	(223,013)	Within 6 months	13,987
Working capital	203,000	(189,747)	Within 24 months	13,253
Defray expenses in relation to the Corporate Exercise	6,000	(5,594)	Within 3 months	406
<b>Total</b>	<b>568,000</b>	<b>(522,380)</b>		<b>45,620</b>

- c) Status of Utilisation of Proceeds from Disposal of Subsidiary and Joint Venture

Purpose	Proposed Utilisation	Actual utilisation as at 27 March 2015	Initial timeframe for utilisation of proceeds from date of Disposal (i.e. 8 October 2014)	Balance of unutilised proceeds
	RM'000	RM'000		RM'000
Repayment of long term bank borrowings	126,400	(126,400)	Within 6 months	-
Working capital	60,480	(39,665)	Within 24 months	20,815
Defray expenses in relation to the Disposal	510	(450)	Within 3 months	60
<b>Total</b>	<b>187,390</b>	<b>(166,515)</b>		<b>20,875</b>

## 24. Material Litigation

As at 31 January 2015, there was no material litigation against the Group since the last audited financial statements.

## 25. Dividend

The Board of Directors proposed to recommend for shareholders' approval at the forthcoming Annual General Meeting of the Company, a Final Single-tier Dividend of 1.5 sen per share in respect of the financial year ended 31 January 2015. The entitlement and payment dates will be announced at a later date.

## 26. Derivatives

Details of derivative financial instruments outstanding as at 31 January 2015 are as follows:-

Types of derivatives	Contract / Notional Amount	Fair Value Assets/(Liabilities)
	RM'000	RM'000
<u>Interest rate swaps</u>		
1 to 3 years	71,853	(214)
<u>Forward foreign exchange contracts</u>		
Less than 1 year	500,000	30,518

The fair values of the above derivatives were based on quotes obtained from the respective counterparty banks.

### Interest rate swaps

The Group entered into the following interest rate swap contracts to mitigate the Group's exposure from fluctuations in interest rate arising from a floating rate term loans:-

- i. contract amounting to RM48.931 million that receives floating interest at US\$ LIBOR + 2.75% p.a. and pays fixed interest at 3.40% p.a.; and
- ii. contract amounting to RM22.922 million that receives a fixed rate of 2.5% p.a. + COF and pays a fixed rate of 2.5% p.a. + COF + fixed rate of 1.04% p.a. less one month LIBOR rate.

The interest rate swaps have similar maturity terms as the term loans.

The interest rate swaps have been classified as At Fair Value through Profit or Loss which is measured at fair value and the changes in fair value will be taken to profit or loss. As at 31 January 2015, the net fair value loss on interest rate swap derivative measured at fair value through profit and loss is RM0.087 million.

### Forward foreign exchange contracts

The forward foreign exchange contracts have been entered to manage the exposure to potential changes in foreign exchange rates. They have been classified as At Fair Value through Profit or Loss which is measured at fair value and the changes in fair value will be taken to profit or loss. As at 31 January 2015, the net fair value loss on forward foreign exchange contracts measured at fair value through profit and loss is RM30.518 million.

## 27. Realised and Unrealised Retained Earnings

The breakdown of the retained earnings of the Group as at 31 January 2015 into realised and unrealised is presented in accordance with the directive issued by Bursa Malaysia Securities Berhad dated 25 March 2010 and 20 December 2010, and prepared in accordance with *Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements*, as issued by the Malaysian Institute of Accountants.

	<b>Current financial year ended 31.1.2015</b>	<b>Previous financial year ended 31.1.2014 Restated</b>
	RM'000	RM'000
<hr/>		
Total retained earnings of the Company and its subsidiaries:-		
- Realised	262,809	109,925
- Unrealised	87,117	78,098
	<hr/>	<hr/>
	349,926	188,023
Total retained earnings from joint ventures- realised	109,781	35,396
Total accumulated losses from an associates - realised	(1,269)	(1,743)
Less Consolidation adjustments	(3,879)	(1,712)
	<hr/>	<hr/>
Total Group retained earnings as per consolidated financial statements	454,559	219,964
	<hr/>	<hr/>

## 28. Auditors' Report on Preceding Annual Financial Statements

The Auditors' Report on the financial statements for the year ended 31 January 2014 was not qualified.

## 29. Authorised For Issue

The condensed consolidated interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 27 March 2015.