

CONDENSED CONSOLIDATED INCOME STATEMENT For The Three Months Period Ended 30 April 2019

Individual and Cumulative Period

	(1st qı			
	Current Year	Preceding Year		
	Quarter	Corresponding Quarter		
	30.4.2019	30.4.2018	Changes	
	Unaudited	Unaudited	(Amount / %)
	RM'000	RM'000	RM'000	, %
				·
Revenue	208,996	235,178	(26,182)	-11.1%
Direct expenses	(88,529)	(101,136)	12,607	-12.5%
Gross profit	120,467	134,042	(13,575)	-10.1%
Other operating income	14,111	1,725	12,386	718.0%
Administrative expenses	(17,010)	(14,750)	(2,260)	15.3%
Profit from operations	117,568	121,017	(3,449)	-2.9%
Finance costs	(43,507)	(46,535)	3,028	-6.5%
Share of profit of joint ventures	5,616	1,153	4,463	387.1%
Share of loss of associates	-	(93)	93	-100.0%
Profit before tax	79,677	75,542	4,135	5.5%
Income tax expense	(17,991)	(14,918)	(3,073)	20.6%
Profit for the period	61,686	60,624	1,062	1.8%
Profit attributable to:				
Owners of the Company	49,854	60,431	(10,577)	-17.5%
Non-controlling interests	11,832	193	11,639	6030.6%
	61,686	60,624	1,062	1.8%
Earnings per share attributable to owners of the Company:				
Basic (sen)	4.55	5.55	(1.00)	-18.1%
Diluted (sen)	4.55	5.56	(1.01)	-18.2%

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 Three Months Period Ended 30 April 2019

Individual and Cumulative Period

	(1st quarter)					
	Current Year	Preceding Year				
	Quarter	Corresponding Quarter				
	30.4.2019	30.4.2018	Changes			
	Unaudited	Unaudited	(Amount / %	%)		
	RM'000	RM'000	RM'000	%		
Profit for the period	61,686	60,624	1,062	1.8%		
Other comprehensive income/(loss) to be reclassified to profit or loss in subsequent periods:						
- Exchange differences on translation of foreign operations	41,380	11,354	30,026	264.5%		
- Cash flows hedge reserve	(27,275)	39,289	(66,564)	-169.4%		
Total comprehensive income for the period	75,791	111,267	(35,476)	-31.9%		
Total comprehensive income for the period attributable to:						
Owners of the Company	66,097	111,074	(44,977)	-40.5%		
Non-controlling interests	9,694	193	9,501	4922.8%		
	75,791	111,267	(35,476)	-31.9%		

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 30 April 2019

	AS AT 30.4.2019 Unaudited RM'000	AS AT 31.1.2019 Audited RM'000
ASSETS		
Non-current assets		
Property, plant and equipment	5,546,054	5,298,201
Investment properties	20,108	20,108
Intangible assets	403,977	401,468
Investment in joint ventures	493,509	483,040
Investment in associates	1,734	1,718
Other assets	14,602	14,754
Finance lease receivables	15,179	15,169
	6,495,163	6,234,458
Current assets		
Inventories	10,781	9,926
Trade and other receivables	370,273	282,101
Amount due from joint ventures	168,618	147,095
Other assets	112,249	115,151
Finance lease receivables	490	468
Tax recoverable	2,622	3,703
Derivatives	589	893
Other investments	57,103	72,226
Cash and bank balances	1,730,884	1,217,279
	2,453,609	1,848,842
TOTAL ASSETS	8,948,772	8,083,300

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

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION As at 30 April 2019

	AS AT 30.4.2019 Unaudited RM'000	AS AT 31.1.2019 Audited RM'000
EQUITY AND LIABILITIES		
Equity		
Share capital	1,101,737	1,101,090
Treasury shares	(50,238)	(43,829)
Foreign currency translation reserve	203,386	160,617
Cash flows hedge reserve	(57,806)	(35,664)
Share-based option reserve	3,272	2,140
Put option reserve	(460,109)	(455,725)
Retained earnings	1,051,565	1,016,783
Equity attributable to owners of the Company	1,791,807	1,745,412
Perpetual securities issued by subsidiaries	1,847,675	1,575,885
Non-controlling interests	312,374	302,680
Total equity	3,951,856	3,623,977
Non-current liabilities		
Loans and borrowings	3,308,576	2,748,368
Lease liabilities	13,406	2,740,000
Other payables	413,687	355,344
Derivatives	61,219	36,358
Deferred tax liabilities	551	546
	3,797,439	3,140,616
Current liabilities		
Loans and borrowings	346,413	401,362
Lease liabilities	6,838	-
Trade and other payables	295,091	371,221
Amount due to joint ventures	4,579	8,528
Dividend payable	42	77
Unfavourable contracts	-	4,906
Derivatives	5,567	3,082
Put option liability	460,109	455,725
Tax payables	80,838	73,806
	1,199,477	1,318,707
Total liabilities	4,996,916	4,459,323
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TOTAL EQUITY AND LIABILITIES	8,948,772	8,083,300
Net assets per share attributable to owners of the Company (RM)	1.64	1.60

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 Three Months Period Ended 30 April 2019												
	<			Attributabl	e to owners of th	e Company			\rightarrow	-		
	Share capital RM'000	Treasury shares RM'000	Foreign currency translation reserve RM'000		Share-based ption reserve RM'000	Capital reserve RM'000	Put option reserve RM'000	Retained earnings RM'000	Total equity attributable to owners of the Company RM'000	Perpetual securities of subsidiaries RM'000	Non- controlling interests RM'000	Total equity RM'000
At 1 February 2018	1,099,490	(12,633)	34,351	(46,162)	1,962	96,690	-	826,703	2,000,401	632,162	595	2,633,158
Impacts arising from application of MFRS 9	-	-	-	-	-	-	-	(18,526)	(18,526)	-	-	(18,526)
At 1 February 2018 (Restated)	1,099,490	(12,633)	34,351	(46,162)	1,962	96,690	-	808,177	1,981,875	632,162	595	2,614,632
Total comprehensive income for the period	-	-	11,354	39,289	-	-	-	60,431	111,074	-	193	111,267
Paid and accrued perpetual securities distribution by subsidiaries	-	-	-	-	-	-	-	(11,001)	(11,001)	-	-	(11,001)
Acquisition of subsidiary with non-controlling interests	-	-	-	-	-	-	-	-	-	-	279	279
Exercise of ESS	571	-	-	-	(128)	-	-	-	443	-	-	443
Issuance of ESS	-	-	-	-	138	-	-	-	138	-	-	138
Cash dividends	-	-	-	-	-	-	-	(43,485)	(43,485)	-	-	(43,485)
Purchase of treasury shares	-	(4,616)	-	-	-	-	-	-	(4,616)	-	-	(4,616)
At 30 April 2018 (Unaudited)	1,100,061	(17,249)	45,705	(6,873)	1,972	96,690	-	814,122	2,034,428	632,162	1,067	2,667,657
At 1 February 2019	1,101,090	(43,829)	160,617	(35,664)	2,140	-	(455,725)	1,016,783	1,745,412	1,575,885	302,680	3,623,977
Total comprehensive income for the period	-	-	42,769	(22,142)	-	-	(4,384)	49,854	66,097	-	9,694	75,791
Paid and accrued perpetual securities distribution by subsidiaries	-	-	-	-	-	-	-	(28,564)	(28,564)	-	-	(28,564)
Issue of perpetual securities by a subsidiary	-	-	-	-	-	-	-	-	-	490,050	-	490,050
Redemption of perpetual securities by a subsidiary	-	-	-	-	-	-	-	13,492	13,492	(218,260)	-	(204,768)
Exercise of ESS	647	-	-	-	-	-	-	-	647	-	-	647
Issuance of ESS	-	-	-	-	1,132	-	-	-	1,132	-	-	1,132
Purchase of treasury shares	-	(6,409)	-	-	-	-	-	-	(6,409)	-	-	(6,409)
At 30 April 2019 (Unaudited)	1,101,737	(50,238)	203,386	(57,806)	3,272		(460,109)	1,051,565	1,791,807	1,847,675	312,374	3,951,856

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 Three Months Period Ended 30 April 2019

	Cumulat	ive Period
	30.4.2019	30.4.2018
	Unaudited RM'000	Unaudited RM'000
OPERATING ACTIVITIES	KWI UUU	RIVI 000
Profit before tax	79,677	75,542
Adjustments for:	10,011	70,012
Amortisation and depreciation	57,000	67,384
Amortisation of unfavourable contracts	(4,901)	(4,681)
Unrealised gain on foreign exchange	(7,501)	(365)
Finance costs	43,203	47,144
Fair value loss on investment properties	_	700
Impairment loss on trade and other receivables	2,815	-
Impairment loss on advances to a joint venture	156	-
Loss on disposal of property, plant and equipment	879	19
Net fair value loss/(gain) on derivatives	304	(609)
Net fair value loss on other investments	82	818
Property, plant and equipment written off	23	-
Bad debt written off	42	-
Share of loss of associates	_	93
Share of profit of joint ventures	(5,616)	(1,153)
Interest income	(6,442)	(2,474)
Operating cash flows before working capital changes	159,721	182,418
Receivables	(69,701)	63,377
Other current assets	(24,395)	
Inventories	(855)	80
Payables	(114,878	(95,314)
Cash flows from operations	(50,108	138,714
Interest received	6,442	2,474
Interest paid	(39,843)	(42,511)
Tax paid	(10,630)	(11,589)
Net cash flows (used in)/generated from operating activities	(94,139)	87,088
INVESTING ACTIVITIES		
Investment in subsidiaries	_	328
Placement of short term investment	(1)	
Proceeds from disposal of other investments	16,149	-
Proceeds from disposal of property, plant and equipment	1,601	97
Purchase of intangible assets	(33	
Purchase of property, plant and equipment	(187,473	` ′
Withdrawal of deposits pledged as security	139,560	63,369
	(30,197)	
Net cash flows used in investing activities	(30,197)	(1,777)

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

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS For The Three Months Period Ended 30 April 2019

	Cumulativ	ve Period
	30.4.2019	30.4.2018
	Unaudited	Unaudited
	RM'000	RM'000
FINANCING ACTIVITIES		
Drawdown of loans and borrowings	708,331	90,630
Perpetual securities distribution paid	(23,219)	(30,652)
Proceeds from equity-settled share-based options	647	571
Proceeds from issuance of perpetual securities	490,050	-
Purchase of treasury shares	(6,409)	(4,616)
Repayment of loans and borrowings	(221,595)	(181,626)
Repayment of obligations under finance leases	(106)	(91)
Repayment of lease liabilities	(2,032)	-
Repayment of perpetual securities	(203,750)	-
Net cash flows generated from/(used in) financing activities	741,917	(125,784)
		_
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	617,581	(40,473)
Effects of foreign exchange rate changes	30,833	45,445
CASH AND CASH EQUIVALENTS AT THE BEGINNING		
OF THE FINANCIAL PERIOD	723,509	291,295
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL PERIOD	1,371,923	296,267
	As at 30.4.2019 Unaudited RM'000	As at 30.4.2018 Unaudited RM'000
CASH AND CASH EQUIVALENTS COMPRISE:		
Cash and bank balances	1,730,884	580,484
Short term investment	(363)	(351)
Bank balance in Escrow account	-	(65,481)
Deposits pledged to banks	(358,598)	(218,385)
	1,371,923	296,267

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

YINSON HOLDINGS BERHAD (Company No. 259147-A)

PART A - EXPLANATORY NOTES PURSUANT TO MFRS 134

1. Basis of Preparation

This unaudited condensed consolidated interim financial statements (Condensed Report) of Yinson Holdings Berhad (the "Group" or "YHB") for the financial period ended 30 April 2019 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 2019. 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 2019 except for the adoption of Amendments to Standards and Issue Committee (IC) Interpretations effective as of 1 February 2019.

- Amendments to MFRS 9 "Prepayment Features with Negative Compensation"
- Amendments to MFRS 128 "Long-term Interests in Associates and Joint Ventures"
- MFRS 16 "Leases"
- IC Interpretation 23 "Uncertainty over Income Tax Treatments"
- Annual Improvements to MFRSs 2015 2017 Cycle
 - MFRS 3 "Business Combinations"
 - MFRS 11 "Joint Arrangements"
 - MFRS 112 "Income Taxes"
 - MFRS 123 "Borrowing Costs"

The adoption of the above amendments to published standards does not have any material impact to the Group, other than MFRS 16 as disclosed in Note 27.

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.

Effective for financial periods beginning on or after 1 February 2020

- Amendments to MFRS 2 "Share-based Payment"
- Amendments to MFRS 3 "Business Combinations"
- Amendments to MFRS 101 "Presentation of Financial Statements"
- Amendments to MFRS 108 "Accounting Policies, Changes in Accounting Estimates and Errors"
- Amendments to MFRS 134 "Interim Financial Reporting"
- Amendments to MFRS 137 "Provisions, Contingent Liabilities and Contingent Assets"
- Amendments to MFRS 138 "Intangible Assets"

The Directors expect that the adoption of the above standards and interpretations will either not relevant or do not have material impact on the financial statements in the year of initial application.

2. Seasonal or Cyclical Factors

The Group's operations were generally not affected by any material seasonal or cyclical factors.

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 financial period ended 30 April 2019.

4. Changes in Accounting Estimate

There were no material changes in accounting estimates during the financial period under review that would have a material effect that would substantially affect the results of the Group.

5. Changes in the Composition of the Group

There were no changes in the composition of the Group during the financial period ended 30 April 2019 except for:

(i) Incorporation of a subsidiary

Name of subsidiaries	Date of incorporation	Countries of incorporation	Proportion of ownership interest (%)	Principal activities
Yinson Boronia Production B.V.	25 February 2019	Netherlands	100%	Provision of floating marine assets for chartering and service activities incidental to oil and gas extraction

6. Segmental Information

For the Three Months Period Ended 30 April 2019

	<u> </u>		
	Offshore & Marine RM'000	Other Operations RM'000	Consolidated RM'000
Revenue			
Gross revenue	220,420	45,752	266,172
Elimination	(16,956)	(40,220)	(57,176)
Net revenue	203,464	5,532	208,996
Results			
Segment results	111,621	5,947	117,568
Finance costs			(43,507)
Share of profit of joint ventures			5,616
Income tax expense			(17,991)
Profit after tax			61,686

6. Segmental Information (continued)

For the Three Months Period Ended 30 April 2018

	Offshore & Marine RM'000	Other Operations RM'000	Consolidated RM'000
Revenue			
Gross revenue	263,954	27,828	291,782
Elimination	(28,987)	(27,617)	(56,604)
Net revenue	234,967	211	235,178
Results			
Segment results	131,413	(10,396)	121,017
Finance costs			(46,535)
Share of profit of joint ventures			1,153
Share of loss of associates			(93)
Income tax expense			(14,918)
Profit after tax	·	·	60,624

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

- a) Offshore & marine segment consists of leasing of vessels and marine related services.
- b) Other operations mainly consist of investment, management services and treasury services.

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

Offshore & Marine

Revenue from offshore & marine segment for the financial period under review has decreased by RM31.51 million to RM203.46 million as compared to RM234.97 million in the corresponding financial period ended 30 April 2018. The decrease mainly due to the effect of cessation of revenue contribution from FPSO Allan's charter at Olowi field in Gabon, higher impairment loss on trade and other receivables and net unfavorable foreign exchange movement, set-off by lower depreciation and amortization.

Other Operations

The segment turned into profit at RM5.95 million as compare to loss of RM10.40 million in the corresponding financial period ended 30 April 2018. The improvement was mainly driven by net favorable foreign exchange movement, absence of fair value loss on investment properties, lower fair value loss on other investments and lower finance costs but set-off by higher administrative overheads.

6. Segmental Information (continued)

Results of Joint Ventures and Associates

The share of the results of joint ventures has improved by RM4.47 million to profit of RM5.62 million for the financial period ended 30 April 2019 as compared to RM1.15 million for the corresponding financial period ended 30 April 2018 mainly due to net profit contribution of RM4.20 million in the absence of loss recorded from the operation and maintenance entity of FPSO John Agyekum Kufuor ("FPSO JAK").

As of the period ended 30 April 2019, the Company has left with an inactive associate investment where results contribution is immaterial.

Consolidated profit after tax

For the current financial period under review, the Group's profit after tax increased by RM1.07 million or 1.77% to RM61.69 million as compared to RM60.62 million for the corresponding financial period ended 30 April 2018. The increase was mainly attributable to lower depreciation and amortisation of RM10.38 million, net favorable forex movement of RM4.17 million, higher share of results in joint ventures of RM4.46 million, lower finance cost of RM3.03 million and higher interest income earned of RM3.97 million. The positive contributions are set-off by lower profit contribution on weaker recorded revenue upon FPSO Allan's charter cessation at the end of last financial year, impairment loss on trade and other receivables of RM2.82 million and higher tax expenses of RM3.07 million.

Consolidated financial position

For the current financial year under review, the Group's current assets has increased by RM604.77 million or 32.71% to RM2,453.61 million from RM1,848.84 million for the last audited financial year ended 31 January 2019. The increase mainly due to additional drawn-down of loans and borrowings and new issuances of USD120.00 million Perpetual Securities. Whereas, the Group's current liabilities has decreased by RM119.23 million or 9.04% to RM1,199.48 million from RM1,318.71 million for the last audited financial year ended 31 January 2019 mainly due to repayment of short-term loans and borrowings and substitution of existing conversion project's payables with long-term loans and borrowings.

The Group's liquidity indicators, Current Ratio (Calculated as "Current Assets" divided by "Current Liabilities") improved to 2.05 times as compared to 1.40 times for the last audited financial year ended 31 January 2019. The improvement is in accordance to the deliberation on the movement of the Group's current assets and current liabilities; and Net Gearing Ratio (Calculated as "Total Loans and Borrowings" less "Cash and Bank Balances" divided by "Total Equity") is 0.49 times as compared to 0.53 times for the last audited financial year ended 31 January 2019, improvement mainly attributed to higher cash and bank balances and equity enhancement effect from the issuances of Perpetual Securities.

7. Profit Before Tax

Included in the profit before tax are the following items:

	Current and cumulative quarter 3 months ended		
	30.4.2019 Unaudited RM'000	30.4.2018 Unaudited RM'000	
Interest income	(6,442)	(2,474)	
Other income including investment income	(3,075)	(123)	
Finance costs	43,203	47,144	
Depreciation of property, plant and equipment	55,681	66,110	
Amortisation of intangible assets	1,319	1,274	
Amortisation of unfavourable contracts	(4,901)	(4,681)	
Loss on disposal on property, plant and equipment	879	19	
Impairment loss on trade and other receivables	2,815	-	
Impairment loss on advances to a joint venture	156	-	
Fair value loss on investment properties	-	700	
Property, plant and equipment written off	23	-	
Net (gain)/loss on foreign exchange	(3,175)	997	
Net fair value loss on other investments	82	818	
Net fair value loss/(gain) on derivatives	304	(609)	
Bad debt written off	42	-	

8. Income Tax Expense

The income tax expense figures consist of:

	Current and cumulative quarter 3 months ended	
	30.4.2019 Unaudited RM'000 RM'000	
Current income tax	17,991	14,918

The effective tax rate for the current quarter ended 30 April 2019 is lower than the statutory tax rate in Malaysia due to certain income of subsidiaries are not subject to tax or 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 the financial years, net of tax, attributable to owners of the Company by the weighted average number of shares outstanding during the financial period.

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

	Current and cumulative quarter 3 months ended		
	30.4.2019 Unaudited	30.4.2018 Unaudited	
Profit net of tax attributable to owners of the Company used in the computation of EPS (RM'000)	49,854	60,431	
Weighted average number of ordinary shares in issue ('000)	1,096,531	1,088,789	
Basic earnings per share (sen)	4.55	5.55	

9. Earnings Per Share (continued)

(b) Diluted

Diluted earnings per share are calculated by dividing the Group's profit for the financial period attributable to owners of the Company (adjusted for interest income, net of tax, earned on the proceeds arising from the conversion of the Employee Share Scheme ("ESS") options) ("Adjusted profit") by the weighted average number of ordinary shares as adjusted for the basic EPS and includes all potential dilutive shares arising from the ESS options granted by the reporting date, as if the options had been exercised on the first day of the financial year or the date of the grant, if later.

	Current and cumulative quarter 3 months ended		
	30.4.2019 Unaudited	30.4.2018 Unaudited	
Adjusted profit net of tax attributable to owners of the	50,243	60,745	
parent used in the computation of EPS (RM'000)			
Weighted average number of ordinary shares in issue ('000)	1,096,531	1,088,789	
Adjustments for ESS ('000)	8,821	4,378	
Weighted average number of ordinary shares for diluted earnings per share ('000)	1,105,352	1,093,167	
Diluted earnings per share (sen)	4.55	5.56	

10. Acquisitions and disposals of property, plant and equipment

There was no material acquisition and disposal during the current financial period under review except for the Group acquired property, plant & equipment ("PPE") with aggregate cost of RM256.74 million (30 April 2018: RM125.68 million).

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 marketable securities were measured using Level 1 method of hierarchy and interest rate swap were measured by using Level 2 method in the hierarchy in determining their fair value.

12. Debt and Equity Securities

Save as disclosed below, there were no issuances, repayment of debts, share cancellations and resale of treasury shares during the current financial period under review.

(a) Yinson Juniper Ltd ("YJL"), a wholly-owned subsidiary of YHB has completed 2 fresh issuances of Perpetual Securities valued USD90 million and USD30 million respectively on bought deal basis under its USD500 million Multi-Currency Perpetual Securities Programme ("Programme") on 29 March 2019 and 5 April 2019 respectively.

The Programme is unconditionally and irrevocably guaranteed by YHB. The Perpetual Securities have a perpetual tenor with a call option on the fifth anniversary of their issuance. They were issued at par with a coupon rate of 8.10% per annum and will subject to an agreed step-up margin of 5% per annum above the prevailing U.S. Treasury Rate after First Reset Date.

- (b) On 25 March 2019, Yinson TMC Sdn Bhd ("YTMC"), a wholly-owned subsidiary of YHB had fully repurchased and cancelled the outstanding USD50 million hybrid Perpetual Securities.
- (c) The Company increased its issued and paid-up share capital by way of issuance of 191,600 new ordinary shares arising from the exercise of options under Employees' Share Scheme; and
- (d) The Company repurchased 1,402,900 of its issued shares from open market on Bursa Malaysia Securities Berhad.

13. Interest-bearing Loans and Borrowings

The Group's total borrowings as at 30 April 2019 and 30 April 2018 are as follows:

	As at 30 April 2019		
	Short term RM'000	Long term RM'000	Total borrowings RM'000
<u>Secured</u>			
Term loans	262,536	3,307,617	3,570,153
Obligations under finance lease	310	959	1,269
Revolving credits	414	-	414
	263,260	3,308,576	3,571,836
<u>Unsecured</u>			
Revolving credits	83,153	-	83,153
	83,153	-	83,153
Total loans and borrowings	346,413	3,308,576	3,654,989

13. Interest-bearing Loans and Borrowings (continued)

		As at 30 April 2018	
	Short term RM'000	Long term RM'000	Total borrowings RM'000
<u>Secured</u>			
Term loans	174,719	2,424,711	2,599,430
Obligations under finance lease	320	88	408
Sukuk	75,315	151,146	226,461
Revolving credits	21,449	-	21,449
	271,803	2,575,945	2,847,748
<u>Unsecured</u>			
Revolving credits	118,557	-	118,557
	118,557	-	118,557
Total loans and borrowings	390,360	2,575,945	2,966,305

Except for the borrowings of RM3,653.72 million (30 April 2018: RM2,675.01 million) denominated in US Dollar, all other borrowings are denominated in Ringgit Malaysia.

Higher outstanding total loans and borrowings is mainly due additional term loan drawdown for project and working capital.

14. Dividend Paid

Dividend approved and paid in respect of ordinary shares:

	As at 30 April 2019		As at 30 April 2018	
	Dividend per share Sen	dividend	Dividend per share Sen	
The Company Special dividend in respect of the financial year ended: - 31 January 2018	-	-	4.0	43,452
Dividends recognised as distribution to ordinary equity holders of the Company	-	-	4.0	43,452

15. Capital Commitments

As at 30 April 2019, the capital commitment not provided for in the interim condensed financial statements is as follows:

- approved and contracted for RM235.40 million
- approved but not contracted for RM464.57 million

16. Changes in Contingent Liabilities and Contingent Assets

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

17. Event After the Reporting Date

(a) Extension of contract for the charter of Floating, Production, Storage and Offloading vessel ("FPSO Adoon") ("Extension Contract")

Adoon Pte Ltd ("Adoon", an indirect wholly-owned subsidiary of the Company incorporated in Singapore) and Addax Petroleum Development (Nigeria) Limited ("Addax") had on 17 June 2019 entered into an Extension Contract for the time charter of FPSO Adoon for an additional duration of 4 years with retrospective effect from 17 October 2018 to 16 October 2022.

The contract value of the Extension Contract is approximately USD137.50 million (equivalent to approximately RM574.10 million).

(b) Extension of contract for the charter of Floating, Production, Storage and Offloading vessel ("FPSO PTSC Lam Son") ("Extension Contract")

PTSC Asia Pacific Pte Ltd ("PTSC AP", a joint venture of the Company incorporated in Singapore) and Petrovietnam Technical Services Corporation ("PTSC") had on 21 June 2019 entered into an Extension Contract for the bareboat charter of FPSO PTSC Lam Son for an additional duration of 1 month from 1 July 2019 to 31 July 2019.

The contract value of the Extension Contract is approximately USD1.54 million (equivalent to approximately RM6.39 million).

18. Related Party Disclosures

Significant related party transactions are as follows:

	Current and cumulative quarter		
	3 months ended		
	30.4.2019	30.4.2018	
	RM'000	RM'000	
With companies controlled by Directors			
Rental income from Kargo Indera Sdn Bhd	-	34	
Service Fee income from King Kong Creative Media Sdn Bhd	5	-	
Service Fee income from Yinson Capital Sdn Bhd	20	-	
Service Fee income from Manja Studios Sdn Bhd	5	-	
Service Fee income from Liannex Enterprise Sdn Bhd	20	-	
With Associates			
Rental income from Yinson Energy Sdn Bhd	-	11	
Management fee income from Yinson Ghazania Operations Ltd	-	3	
Consultancy fee to Yinson Energy Sdn Bhd	-	439	
Interest income from Yinson Energy Sdn Bhd	-	4	
Service Fee income from Liannex Enterprise Sdn Bhd With Associates Rental income from Yinson Energy Sdn Bhd Management fee income from Yinson Ghazania Operations Ltd Consultancy fee to Yinson Energy Sdn Bhd			

The Directors are of the opinion that all the transactions above have been entered into in the normal course of business and have been established on terms and conditions that have been mutually agreed.

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

		Immediate Preceding		
	Current quarter	Quarter		
	30.4.2019	31.1.2019	Change	es
	RM'000	RM'000	(Amount / %)	/ %)
Revenue	208,996	287,601	(78,605)	-27.33%
Direct expenses	(88,529)	(129,829)	41,300	-31.81%
Gross profit	120,467	157,772	(37,305)	-23.64%
Other operating income	14,111	(6,011)	20,122	-334.75%
Administrative expenses	(17,010)	(8,478)	(8,532)	100.64%
Profit from operations	117,568	143,283	(25,715)	-17.95%
Finance costs	(43,507)	(48,673)	5,166	-10.61%
Share of profit of joint ventures	5,616	1,082	4,534	419.04%
Share of profit of associates	-	(28)	28	-100.00%
Profit before tax	79,677	95,664	(15,987)	-16.71%
Income tax expense	(17,991)	(24,028)	6,037	-25.12%
Profit after tax	61,686	71,636	(9,950)	-13.89%

The Group's profit before tax for the first quarter of current financial year is lower by 16.71% or RM15.98 million to RM79.68 million as compared to the RM95.66 million in the immediate preceding quarter. The decrease was mainly attributable to lower profit contribution on weaker recorded revenue upon FPSO Allan's charter cessation at the end of last financial year and absence of the positive reversal effect on impairment loss on property, plant & equipment of RM38.77 million, set-off mainly by lower impairment losses of RM18.17 million, net favorable forex movement of RM19.72 million, lower depreciation and amortization of RM17.82 million, lower financing cost of RM5.17 million and higher share of profit in joint ventures of RM4.53 million.

21. Commentary on Prospects

The long-term outlook in the oil and gas industry remains challenging with emerging of new alternative energy resources and financial institutions risk appetite towards the sector. Overall current global economic is exposed to the risk of increasing trade protectionism, geopolitical conditions uncertainty, with higher downside risks. The monetary policy uncertainties in major economies has growth on continuation of unsettled global trade disputes. Nevertheless, the Management is optimistic that the industry will replenish its production capacity with new FPSO awards in current financial year to counter the lagging investment effect from the past years.

Amid the challenging global economic environment and the volatility of other currencies against US Dollar, the Group shall strive to achieve satisfactory results for the next financial year ending 31 January 2020.

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 and Utilisation of Proceeds

(a) <u>Contract award for Ca Rong Do Field development – Block 07/03 Offshore Vietnam</u> ("Contract")

On 25 March 2018, PTSC Ca Rong Do Ltd ("PTSC CRD"), a joint venture company owned by Yinson Clover Ltd ("YCL") and PetroVietnam Technical Services Corporation ("PTSC") (each holding 49% and 51% respectively in PTSC CRD) had received a notice ("Notice") from PTSC under the Bareboat Charter Contract.

In the Notice, PTSC informed that on 24 March 2018, PTSC has been notified by Talisman Vietnam 07/03 B.V. ("TLV") of a force majeure event under the Contract where TLV has been directed by Government of Vietnam not to carry out scheduled work program for CRD Project.

The Contract is a time charter contract comprising the bareboat scope of work ("Bareboat SOW") and operation and maintenance of the FPSO.

YCL, an indirect wholly-owned subsidiary of YHB had on 26 April 2017 entered into the Contract with TLV for CRD Project. As a requirement under the bid for the Contract, YCL had also on even date entered into a novation agreement with TLV and PTSC for the novation of all rights and liabilities under the Contract to PTSC.

PTSC CRD was incorporated on 5 December 2017 to jointly undertake the execution and performance of the Bareboat SOW.

YHB, together with PTSC will jointly discuss with TLV for next course of action pursuant to the force majeure event. Pending resolution of this matter, and in compliance with the Notice, PTSC CRD will endeavour to take all reasonable actions to mitigate the effects of the alleged force majeure event.

There is no material development on the status of the contract for the quarter under review.

(b) Potential part acquisition of Ezion Holdings Limited ("EHL")

On 31 March 2019, Yinson Eden Pte Ltd (formerly known as Yinson Boronia Production (S) Pte Ltd) ("YEPL"), an indirect wholly owned subsidiary of the Company, entered into a Conditional Debt Conversion Agreement and Conditional Option Agreement, with EHL, a Singapore company specialises in the development, ownership and chartering of offshore assets to support the offshore energy markets, with the intention to acquire a majority stake in EHL.

YEPL is currently in advanced stage of discussions with certain lenders including major secured lenders of EHL and/ or its subsidiaries and jointly owned companies (collectively "EHL Group")("Designated Lenders") to acquire the benefits and rights in respect of up to USD916,000,000 (equivalent to approximately RM3,739,112,000) of the existing loans extended to the relevant EHL Group company ("Existing Loans") under the relevant facility and/ or credit agreements ("Existing Financing Agreements") with such Designated Lenders ("Relevant Debts") through debt assignments.

23. Status of Corporate Proposals and Utilisation of Proceeds

(b) Potential part acquisition of Ezion Holdings Limited ("EHL") (continued)

The Conditional Debt Conversion Agreement allows YEPL to capitalise the Relevant Debts into EHL shares at SGD0.055 per share. The Conditional Option Agreement allows YEPL to subscribe for up to 3.36 billion EHL shares at the exercise price of SGD0.0605 per share at any time during a period of 5 years commencing from the date of the issuance of options. Upon completion of the debt conversion, YEPL will hold a minimum of 70% of EHL's enlarged share capital. The debt assignment, debt conversion and the subscription options are collectively known as the "Proposals".

The Proposals are subject to, amongst others, finalisation of the debt assignment with the lenders and a whole host of regulatory approvals. It is YEPL's intention to retain the listing status of EHL. The Proposals are inter-conditional and the completion of such Proposals shall take place simultaneously.

As at the date of reporting, the execution of the Debt Assignment Agreements is still pending.

(c) <u>Utilisation of proceeds from the disposal of 26% equity interest of Yinson Production (West Africa) Pte Ltd to a consortium of Japanese companies</u>

The details of the utilisation of the proceeds are as follows:

Purpose	Proposed utilisation RM'000	Actual utilisation RM'000	Intended timeframe for utilisation
Capital expenditure	100,212	100,212	Within 24 months
Repayment of borrowings	208,775	125,706	Within 24 months
Working capital	Up to 177,459	147,589	Within 24 months
Estimated expenses	2,088	2,088	Within 6 months
Total	Up to 488,534	375,595	

On 20 June 2019, Yinson Trillium Limited, a wholly-owned subsidiary of the Group, received the remaining consideration amounting to a total sum of USD13.0 million (equivalent to approximately RM54.3 million) from Japan Sankofa Offshore Production Pte. Ltd. for the disposal 26% equity interest of Yinson Production (West Africa) Pte Ltd. As such, the total final consideration for the disposal is USD117.0 million (equivalent to approximately RM488.5 million), which is the maximum consideration receivable for the disposal.

24. Material Litigation

As at 30 April 2019, there was no material litigation against the Group since the last audited financial statements.

25. Dividend Payable

The Board of Directors recommended on 27 March 2019 a final single-tier dividend of 2.0 sen per share for the financial year ended 31 January 2019. The proposed dividend is subject to shareholders' approval at the forthcoming Annual General Meeting to be held on 11 July 2019.

If approved, the entitlement date and payable date for the dividend would be 8 August 2019 and 28 August 2019 respectively.

26. Derivatives

Details of derivative financial instruments outstanding as at 30 April 2019 are as follows:

	Contract / Notional	Fair Value Assets/
Types of derivatives	Amount	(Liabilities)
	RM'000	RM'000
Interest rate swaps		
1 to 3 years	82,694	589
More than 3 years	3,057,197	(66,786)
lwore than 5 years	3,037,137	(00,

The fair values of the interest rate swaps 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 following floating rate term loans:

- i. contract amounting to RM82.69 million that pays floating interest at 3 months US\$ LIBOR;
- ii. contracts amounting to RM2,213.72 million that pays floating interest at 3 months US\$ LIBOR; and
- iii. contracts amounting to RM843.48 million that pays floating interest at 3 months US\$ LIBOR.

For item i, the interest rate swap has 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 30 April 2019, the net fair value loss on interest rate swap derivative measured at fair value through profit and loss is RM0.30 million.

For item ii and iii, the interest rate swaps have been classified as Cash Flows Hedge which is measured at fair value and the changes in fair value will be taken to cash flows hedge reserve. As at 30 April 2019, the net fair value loss on interest rate swap derivative measured at fair value through the reserve is RM27.28 million.

27. Adoption of MFRS 16

MFRS 16 "Leases" supersedes MFRS 117 "Leases" and the related interpretations. MFRS 16 eliminates the classification of leases by the lessee as either finance leases (on balance sheet) or operating leases (off balance sheet). MFRS 16 requires a lessee to recognise a "right-of-use" of the underlying asset and a lease liability reflecting future lease payments for most leases.

The right-of-use asset is depreciated in accordance with the principle in MFRS 116 "Property, Plant and Equipment" and the lease liability is accreted over time with interest expense recognised in the profit or loss.

For lessors, MFRS 16 retains most of the requirements in MFRS 117. Lessors continue to classify all leases as either operating leases or finance leases and account for them differently.

27. Adoption of MFRS 16 (continued)

The Group has elected to apply the following exemptions and practical expedients in recognition and measurement of right-of-use assets and lease liabilities:

- (a) Not to reassess whether a contract is, or contains, a lease at 1 February 2019;
- (b) Not to apply MFRS 16 to leases for which lease term ends within 12 months from 1 February 2019:
- (c) Not to apply MFRS 16 for short term leases (leases with a lease term of 12 months or less) and lease contracts for which the underlying asset is of low value (below USD 5,000);
- (d) Uses a single discount rate to a portfolio of leases with reasonably similar characteristics;
- (e) Exclude initial direct costs from the measurement of the right-of-use asset at 1 February 2019; and
- (f) Uses hindsight, such as in determining the lease term if the contract contains option to extend or terminate the lease.

Impact of adoption

The Group has adopted MFRS 16 using the modified retrospective method of adoption with the date of initial application from 1 February 2019. Comparatives for financial year ended 31 January 2019 are not restated.

The effect of adoption as at 1 February 2019 is as follows:

Consolidated Statement of Financial Position

	RM'000
Assets Property, plant and equipment	21,915
<u>Liabilities</u> Lease liabilities	21,915

28. Auditors' Report on Preceding Annual Financial Statements

The Auditors' Report on the financial statements for the financial year ended 31 January 2019 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 26 June 2019.