

SCOMI ENGINEERING BHD (111633-M)

PART A: EXPLANATORY NOTES AS PER MFRS 134

A1. Basis of Preparation of Interim Financial Reports

The interim financial statements are 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 ("Bursa Malaysia") and should be read in conjunction with the Company's annual audited financial statements for the year ended 31 March 2015 and the accompanying notes attached to the unaudited condensed consolidated financial statements.

Within the context of these condensed consolidated financial statements, the Group comprises the Company and its subsidiaries as at end for the year ended 31 March 2016.

Except as described below, the same accounting policies and methods of computation are followed in the condensed consolidated financial statements as compared with the audited financial statements for the year ended 31 March 2015.

As of 1 April 2015, the Group and the Company have adopted the following MFRSs and amendments which are effective for annual periods beginning on or after 1 April 2015.

Effective for annual periods commencing on or after 1 April 2015

Amendments to MFRS 1	First-time Adoption of Malaysian Financial Reporting Standards (Annual Improvements 2011-2013 Cycle)
Amendments to MFRS 2	Share-based Payment (Annual Improvements 2010-2012 Cycle)
Amendments to MFRS 3	Business Combinations (Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle)
Amendments to MFRS 8	Operating Segments (Annual Improvements 2010-2012 Cycle)
Amendments to MFRS 13	Fair Value Measurement (Annual Improvements 2010-2012 Cycle and 2011-2013 Cycle)
Amendments to MFRS 116	Property, Plant and Equipment (Annual Improvements 2010-2012 Cycle)
Amendments to MFRS 119	Employee Benefits – Defined Benefit Plans: Employee Contributions
Amendments to MFRS 124	Related Party Disclosures (Annual Improvements 2010-2012 Cycle)
Amendments to MFRS 138	Intangible Assets (Annual Improvements 2010-2012 Cycle)
Amendments to MFRS 140	Investment Property (Annual Improvements 2011-2013 Cycle)

The adoption of the above MFRSs and amendments does not have any material impact on the financial statements.

The following MFRS, amendments and interpretations were issued by the Malaysian Accounting Standards Board but are not yet effective and have not been adopted by the Group:

Effective for annual periods commencing on or after 1 January 2016

Amendments to MFRS 7	Financial Instruments: Disclosures (Annual Improvements 2012-2014 Cycle)
Amendments to MFRS 10 & MFRS 128	Consolidated Financial Statements and Investments in Associates and Joint Ventures – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
Amendments to MFRS 10, MFRS 12 & MFRS 128	Consolidated Financial Statements, Disclosure of Interests in Other Entities and Investments in Associates and Joint Ventures – Investment Entities: Applying the Consolidation Exception
Amendments to MFRS 11	Joint Arrangements – Accounting for Acquisitions of Interests in Joint Operations
Amendments to MFRS 101	Presentation of Financial Statements – Disclosure Initiative
Amendments to MFRS 116 & MFRS 138	Property, Plant and Equipment and Intangible Assets – Clarification of Acceptable Methods of Depreciation and Amortisation
Amendments to MFRS 119	Employee Benefits (Annual Improvements 2012-2014 Cycle)
Amendments to MFRS 134	Interim Financial Reporting (Annual Improvements 2012-2014 Cycle)

Effective for annual periods commencing on or after 1 January 2017

MFRS 15	Revenue from Contracts with Customers
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Effective for annual periods commencing on or after 1 January 2018

MFRS 9	Financial Instruments (2014)
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A2. Qualification of Financial Statements

The preceding year annual audited financial statements were not subject to any qualification.

A3. Seasonal or Cyclical Factors

The Group's results were not materially affected by any major seasonal or cyclical factors.

A4. Unusual and Extraordinary Items

There were no unusual and/or extraordinary items affecting assets, liabilities, equity, net income or cashflows during the period and year under review.

A5. Material Changes in Estimates

The Group makes assumptions concerning the future and other sources of estimation uncertainty at the balance sheet date including impairment of intangible assets, depreciation on property, plant and equipment, deferred tax assets that could arise from unused tax losses and unabsorbed capital allowances, assessment of penalties and indirect taxes payable, construction contracts profits and capitalised development expenditure.

There were no material changes in estimates reported in the period and year under review.

A6. Issuance and Repayment of Debt and Equity Securities

There were no issuances, cancellations, share buy-backs, resale of shares bought back and repayment of debt and equity securities by the Company during the period and year under review.

A7. Dividends Paid

No dividends were paid during the period and year under review.

A8. Segmental Information

Current Quarter as compared to Preceding Year Corresponding Quarter

	3-mths ended		YTD 12-mths ended	
	31.03.16 RM'000	31.03.15 RM'000	31.03.16 RM'000	31.03.15 RM'000
Segment Revenue				
Rail	24,890	34,433	125,372	191,912
Commercial Vehicles	10,781	16,547	49,176	46,409
Revenue	<u>35,671</u>	<u>50,980</u>	<u>174,548</u>	<u>238,321</u>
Segment Results				
Rail	(8,180)	(1,627)	8	(199)
Commercial Vehicles	(1,321)	(1,737)	(3,532)	(397)
Corporate expenses	(7,786)	1,747	(8,356)	(1,452)
Loss before taxation	<u>(17,287)</u>	<u>(1,617)</u>	<u>(11,880)</u>	<u>(2,048)</u>
Tax credit	10,555	1,798	10,037	2,426
(Loss)/profit for the financial period/year	<u>(6,732)</u>	<u>181</u>	<u>(1,843)</u>	<u>378</u>

A9. Material Events Subsequent to the End of the Period

There were no material events subsequent to the end of the period and year under review.

A10. Contingent Liabilities

There were no contingent liabilities for the Group as at 31 March 2016.

A11. Capital and Operating Lease Commitments

- (a) The capital commitments not provided for in the financial statements are as follows:

	31.03.16	31.03.15
	RM'000	RM'000
Approved and contracted for		
- Property, plant and equipment	-	112
- Development costs	-	-
	-	112
Approved but not contracted for		
- Property, plant and equipment	-	5,096
- Development costs	-	-
	-	5,096
Total	-	5,208

- (b) The Group has entered into non-cancellable operating lease agreement for property, plant and equipment. Commitments for future minimum lease payments are as follows:

	31.03.16	31.03.15
	RM'000	RM'000
Due within 1 year	1,043	1,546
Due within 1 and 2 years	324	1,054
Due later than 2 years	-	321
Total	1,367	2,921

A12. Significant Related Party Transactions

The following are the Group's significant related party transactions:

	3-mths ended 31.03.16 RM'000	YTD 12-mths ended 31.03.16 RM'000
Transactions with a company connected to Directors		
- Provision of airline ticketing services	-	9
- Sharing of rental and office relocation costs with immediate holding company	67	479
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PART B: ADDITIONAL INFORMATION REQUIRED BY THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA

B1. Review of Performance

Current quarter compared to corresponding quarter of the preceding year

The Group recorded revenue of RM35.7 million for the current quarter as compared to RM51.0 million for the corresponding quarter in financial year 2015, lower by RM15.3 million due to lower revenue generated from Rail segment.

The Group posted a loss after taxation for the current quarter of RM6.7 million as compared to profit after taxation of RM0.2 million for the corresponding quarter in financial year 2015. These were mainly due to impairment on receivables from Manaus project and unrealised foreign exchange losses arising from translation of accrued receivables for the Mumbai monorail project as a result of weakening of the INR against RM.

(a) Rail segment

Revenue for the current quarter is RM24.9 million, lower by RM9.5 million as compared to RM34.4 million for the corresponding quarter in financial year 2015. This was mainly due to lower value of work done and adjustment to revenue arising from further weakening of INR and BRL against RM based on forward rates on remaining works for both Mumbai and Brazil monorail project.

The segment posted a loss before taxation of RM8.2 million for the current quarter, as compared to RM1.6 million for the corresponding quarter in financial year 2015, higher by RM6.6 million.

These were mainly due to impairment on receivables from Manaus project and unrealised foreign exchange losses arising from translation of accrued receivables for the Mumbai monorail project due to weakening of INR against RM for the quarter compared to an exchange gain within the same quarter in financial year 2015.

(b) Commercial Vehicles segment

Revenue for the current quarter is RM10.8 million, lower by RM5.7 million as compared to RM16.5 million for the corresponding quarter in financial year 2015. This was mainly due to lower sales generated from truck vehicles body, refurbishment work, mitigated by sales generated from chassis assembly during the quarter.

The segment posted a loss before taxation for the current quarter of RM1.3 million, lower by RM0.4 million as compared against loss before taxation of RM1.7 million recorded in the corresponding quarter in financial year 2015.

Lower losses were mainly due to lower overheads in Commercial Vehicles segment.

B2. Material Change in Profit Before Taxation as compared to preceding quarter

The Group posted a loss before taxation for the current quarter of RM17.3 million as compared to profit before taxation of RM1.5 million for the preceding quarter. These were mainly due to lower activities from Rail segment, impairment on receivables from Manaus project and reversal of revenue arising from further weakening of INR and BRL against RM based on forward rates for both Mumbai and Brazil monorail project.

B3. Prospects

The Group carries on with intensive efforts to expand businesses in its current markets of Brazil, India and Malaysia and to pursue new businesses in various strategic markets including China, Thailand, Turkey, Pakistan and Sri Lanka. Despite the volatile global condition, the Group is confident of its ability to increase the value of its book order in the coming year.

The existing projects continue to be faced with various challenges that affect the operations and financial performance. However, various mitigation actions are being executed to alleviate the effects.

In view of these, the Group remains cautious of its performance for the coming financial year.

B4. Profit Forecast or Profit Guarantee

The Group has not provided any profit forecast or profit guarantee.

B5. Tax Expense/(Credit)

	3-mths ended		YTD 12-mths ended	
	31.03.16 RM'000	31.03.15 RM'000	31.03.16 RM'000	31.03.15 RM'000
Current tax				
Malaysian income tax	67	436	585	836
Foreign tax	114	1,156	114	1,156
	181	1,592	699	1,992
Deferred tax	(10,736)	(3,390)	(10,736)	(4,418)
Total tax credit	(10,555)	(1,798)	(10,037)	(2,426)

Domestic current income tax is calculated at the statutory tax rate of 24% (2015: 25%) of the taxable profit for the period. Taxation for the other jurisdictions is calculated at the rates prevailing in the respective jurisdictions.

B6. Status of Corporate Proposal

There were no corporate proposals announced but not completed as at the date of issue of this report.

B7. Group Borrowings

The group borrowings are as follows:

Secured	31.03.16 RM'000	31.03.15 RM'000
Non-Current		
Term loan	41,908	-
Revolving credits	-	7,252
Finance lease liabilities	3,943	6,417
	<u>45,851</u>	<u>13,669</u>
Current		
Bank overdrafts	71,909	80,162
Term loans	113,423	151,406
Trade facilities	760	21,614
Finance lease liabilities	3,295	2,871
Revolving credits	234,579	250,896
	<u>423,966</u>	<u>506,949</u>
Total		
Bank overdrafts	71,909	80,162
Term loans	155,331	151,406
Trade facilities	760	21,614
Finance lease liabilities	7,238	9,288
Revolving credits	234,579	258,148
Total borrowings	<u>469,817</u>	<u>520,618</u>

The group borrowings are denominated in the following currencies:

	31.03.16 RM'000 <u>equivalent</u>	31.03.15 RM'000 <u>equivalent</u>
Ringgit Malaysia	350,553	401,811
United States Dollar	67,543	58,966
Indian Rupee	51,721	59,841
	<u>469,817</u>	<u>520,618</u>

B8. Changes in Material Litigation

Claims by Molinari Rail AG and Molinari Rail Austria GmbH

The arbitration filed by Molinari Rail AG and Molinari Rail Austria GmbH (Singapore International Arbitration Centre No 035 of 2014-04-24, and 090 of 2016) against Scomi Rail Bhd and the Company is scheduled for hearing during the first two weeks of August 2016.

Molinari claims payment for services provided. Scomi Rail Bhd, the main recipient of the services, is defending the claims and making a counter claim arising out of the services performed by the claimants.

B9. Dividend Declared

No interim dividend has been declared for the current period and year under review.

B10. Earnings/(loss) Per Share

The computations for basic (loss)/earnings per share are as follows:-

	3-mths ended		YTD 12-mths ended	
	31.03.16 RM'000	31.03.15 RM'000	31.03.16 RM'000	31.03.15 RM'000
(Loss)/profit for the period/year	(6,732)	181	(1,843)	378
Weighted average no. of shares in issue ('000)	342,080	342,080	342,080	342,080
Basic (loss)/earnings per share (sen)	<u>(1.97)</u>	<u>0.05</u>	<u>(0.54)</u>	<u>0.11</u>

There was no dilution in the earnings per share of the Company as at 31 March 2016 as the market price of the Company's ordinary shares was anti-dilutive, since the market price was lower than the ESOS exercise price, which expired on 25 January 2016.

B11. Current Status of the Matter Giving Rise to Qualification of Financial Statements

The preceding annual audited financial statement was not qualified.

B12. Additional Information

The following items are included in the statement of comprehensive income:-

	3-mths ended		YTD 12-mths ended	
	31.03.16 RM'000	31.03.15 RM'000	31.03.16 RM'000	31.03.15 RM'000
Profit/(loss) before taxation is stated after crediting:-				
- Interest income	565	189	2,134	996
Profit/(loss) before taxation is stated after charging:-				
- Interest expense	7,841	8,263	36,370	33,251
- Depreciation and amortisation	2,090	4,568	8,801	14,218
- Unrealised foreign exchange gains	(1,322)	(2,000)	(12,014)	(4,533)
- Realised foreign exchange losses/(gains)	605	(4,749)	(580)	(1,404)

Note: The finance costs included within cost of sales amounted to RM5.9 million (2015: RM5.5 million) and RM29.5 million (2015: RM26.0 million) for the current quarter and year to date respectively.

There were no provision for and write off of receivables and inventories, gain or loss on disposal of quoted or unquoted investments, impairment assets and exceptional items.

B13. Retained Earnings /(Accumulated Losses)

	As at	
	31.03.16 RM'000	31.03.15 RM'000
Total accumulated (losses)/retained earnings of the Company and its subsidiaries :		
Realised	(251,177)	(211,341)
Unrealised	40,147	390
	(211,030)	(210,951)
Less : Consolidation adjustments	78,008	75,398
Total Group accumulated losses	(133,022)	(135,553)

B14. Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 31st May 2016.