



**ENGINEERS**

**HSS ENGINEERS BERHAD (1128564-U)**

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2016 <sup>(1)</sup>**

*(The figures have not been audited)*

	Note	Quarter ended 31 December		Year to date ended 31 December	
		2016 RM'000	2015 <sup>(2)</sup> RM'000	2016 RM'000	2015 <sup>(2)</sup> RM'000
Revenue	B1	36,680	N/A	138,978	N/A
Direct costs		(18,365)	N/A	(88,241)	N/A
Gross profit		18,315	N/A	50,737	N/A
Other operating income		259	N/A	871	N/A
Administrative expenses		(7,738)	N/A	(26,750)	N/A
Other operating expenses		(890)	N/A	(3,765)	N/A
Profit for the year from operations		9,946	N/A	21,093	N/A
Finance costs		(282)	N/A	(1,437)	N/A
Share of results of associates		(36)	N/A	64	N/A
<b>Profit before taxation</b>		<b>9,628</b>	<b>N/A</b>	<b>19,720</b>	<b>N/A</b>
Taxation	B4	(2,500)	N/A	(5,856)	N/A
<b>Profit for the financial period</b>		<b>7,128</b>	<b>N/A</b>	<b>13,864</b>	<b>N/A</b>
<b>Other comprehensive income/(loss):</b>					
<i>Item that may be reclassified subsequently to profit or loss</i>					
Foreign currency translation income		136	N/A	38	N/A
<b>Total comprehensive income for the financial period</b>		<b>7,264</b>	<b>N/A</b>	<b>13,902</b>	<b>N/A</b>
Profit for the financial period attributable to:-					
Owners of the Company		<b>7,128</b>	<b>N/A</b>	<b>13,864</b>	<b>N/A</b>
Total comprehensive income attributable to:-					
Owners of the Company		<b>7,264</b>	<b>N/A</b>	<b>13,902</b>	<b>N/A</b>
Earnings per share (sen)					
- Basic	B11	2.52	N/A	4.92	N/A
- Diluted	B11	2.52	N/A	4.92	N/A



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**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FOURTH QUARTER ENDED 31 DECEMBER 2016 <sup>(1)</sup> (cont'd)**

**Notes:**

- (1) The basis of preparation of the Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income are detailed in Note A1 and should be read in conjunction with the accompanying explanatory notes attached to this interim report.
- (2) This is the third interim financial report announced in compliance with the ACE Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities"). There are no comparative figures for the corresponding quarter and year to date in preceding financial year available as no interim financial report was prepared for the comparative financial period concerned.

N/A- Not applicable

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**ENGINEERS**

**HSS ENGINEERS BERHAD (1128564-U)**

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AS AT 31 DECEMBER 2016 <sup>(1)</sup>**

*(The figures have not been audited)*

	<b>Unaudited As At 31 December 2016 RM'000</b>	<b>Audited As At 31 December 2015 RM'000</b>
<b>ASSETS</b>		
	<b>Note</b>	
<b>NON-CURRENT ASSETS</b>		
Property, plant and equipment	5,686	5,492
Intangible assets	812	1,122
Investments in associates	970	-
Deferred tax assets	49	48
	<u>7,517</u>	<u>6,662</u>
<b>CURRENT ASSETS</b>		
Trade receivables	72,726	53,296
Other receivables, deposits and prepayments	2,841	5,883
Tax recoverable	202	566
Short term deposits with licensed banks	41,108	10,284
Cash and bank balances	534	611
	<u>117,411</u>	<u>70,640</u>
<b>TOTAL ASSETS</b>	<u><b>124,928</b></u>	<u><b>77,302</b></u>
<b>EQUITY AND LIABILITIES</b>		
<b>EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY</b>		
Share capital	31,908	^
Share premium	22,326	-
Invested equity <sup>(2)</sup>	-	6,302
Foreign currency translation reserve	303	265
Retained profits	24,013	29,373
<b>TOTAL EQUITY</b>	<u>78,550</u>	<u>35,940</u>



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**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

**AS AT 31 DECEMBER 2016 <sup>(1)</sup> (cont'd)**

*(The figures have not been audited)*

		<b>Unaudited As At 31 December 2016 RM'000</b>	<b>Audited As At 31 December 2015 RM'000</b>
<b>NON-CURRENT LIABILITIES</b>	<b>Note</b>		
Hire purchase payables	B8	652	917
Retirement benefit obligations		60	60
Deferred tax liabilities		157	177
		<u>869</u>	<u>1,154</u>
<b>CURRENT LIABILITIES</b>			
Trade payables		15,291	19,212
Other payables, accruals and provisions		8,625	4,034
Amount due to associates		3,060	-
Amount due to related parties		-	2,368
Hire purchase payables	B8	698	749
Taxation		1,464	77
Bank overdrafts (secured)	B8	16,371	13,768
		<u>45,509</u>	<u>40,208</u>
<b>TOTAL LIABILITIES</b>		<u>46,378</u>	<u>41,362</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u><b>124,928</b></u>	<u><b>77,302</b></u>
Net assets per share (RM)		<u>0.24</u>	<u>0.14</u>

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**HSS ENGINEERS BERHAD (1128564-U)**

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**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION  
AS AT 31 DECEMBER 2016 <sup>(1)</sup> (cont'd)**

**Notes:**

- (1) The basis of preparation of the Unaudited Condensed Consolidated Statement of Financial Position are detailed in Note A1 and should be read in conjunction with the accompanying explanatory notes attached to this interim report.
  - (2) Invested equity comprises aggregate share capital and share premium of all the entities of the Group. They are HSS Engineers Bhd ("HSSEB"), HSS Engineering Sdn Bhd ("HSSE"), HSS BIM Solutions Pvt Ltd ("HBS") and BIM Global Ventures Sdn Bhd ("BGV").
- ^ Represents RM10 only.

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**ENGINEERS**

**HSS ENGINEERS BERHAD (1128564-U)**

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR YEAR TO DATE ENDED 31 DECEMBER 2016<sup>(1)</sup>**

*(The figures have not been audited)*

	Note	Share Capital RM'000	Share Premium RM'000	Invested Equity RM'000	Foreign Currency Translation Reserve RM'000	Retained Profits RM'000	Total RM'000
As at 1 January 2016		^	-	6,302	265	29,373	35,940
Issuance of new ordinary shares arising from acquisition of subsidiaries	A7 (a)	25,033	-	-	-	-	25,033
Effect of merger <sup>(2)</sup>		-	-	(6,302)	-	(19,224)	(25,526)
Issuance of new ordinary shares arising from shares subscription	A7 (b)	493	-	-	-	-	493
Issuance of new ordinary shares arising from Initial Public Offering ("IPO")	A7 (c)	6,382	25,526	-	-	-	31,908
Listing expenses arising from issue of new ordinary shares pursuant to the IPO		-	(3,200)	-	-	-	(3,200)
Other comprehensive income:							
- Foreign currency translation income		-	-	-	38	-	38
Profit for the financial period		-	-	-	-	13,864	13,864
Total comprehensive income for the financial period		-	-	-	38	13,864	13,902
<b>As at 31 December 2016</b>		<b>31,908</b>	<b>22,326</b>	<b>-</b>	<b>303</b>	<b>24,013</b>	<b>78,550</b>



**ENGINEERS**

**HSS ENGINEERS BERHAD (1128564-U)**

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**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR YEAR TO DATE ENDED 31 DECEMBER 2016<sup>(1)</sup> (cont'd)**

**Notes:**

- (1) The basis of preparation of the Unaudited Condensed Consolidated Statement of Changes in Equity are detailed in Note A1 and should be read in conjunction with the accompanying explanatory notes attached to this interim report.
- (2) These represent the effects of applying the merger method of accounting for the acquisition of subsidiaries detailed in A7 (a). Under this method, the invested equity of RM6,302,164 was set off against the purchase consideration totalling RM25,526,471 for the aforesaid acquisitions and the resulting difference of RM19,224,307 being a merger deficit was charged directly to equity against the retained profits.
- # This is the third interim financial report announced in compliance with the Listing Requirements of Bursa Securities. There are no comparative figures for the corresponding year to date in preceding year available as no interim financial report was prepared for the comparative financial period concerned.
- ^ Represents RM10 only.



ENGINEERS

**HSS ENGINEERS BERHAD (1128564-U)**

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR YEAR TO DATE ENDED  
31 DECEMBER 2016<sup>(1)</sup>**

*(The figures have not been audited)*

	<b>Year to date ended</b>	
	<b>31 December 2016 RM'000</b>	<b>31 December 2015<sup>(1)</sup> RM'000</b>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before taxation	19,720	N/A
Adjustments for:		
Depreciation of property, plant and equipment	1,048	N/A
Amortisation of intangible assets	387	N/A
Unrealised loss on foreign exchange	222	N/A
Interest on hire purchase	119	N/A
Interest on bank overdrafts	1,318	N/A
Provision for compensated absences	116	N/A
Allowance for impairment loss on trade receivables	216	N/A
Share of results of associates	(64)	N/A
Interest income from short term deposits	(559)	N/A
Gain on disposal of property, plant and equipment	(55)	N/A
<b>Operating profit before working capital changes</b>	<b>22,468</b>	<b>N/A</b>
Changes in working capital:		
Increase in trade receivables	(19,868)	N/A
Decrease in other receivables, deposits and prepayments	3,042	N/A
Decrease in trade payables	(3,921)	N/A
Increase in other payables, accruals and provisions	4,475	N/A
Increase in amounts due to associates	3,060	N/A
Decrease in amount due to related parties	(2,368)	N/A
<b>Cash generated from operations</b>	<b>6,888</b>	<b>N/A</b>
Tax paid	(4,125)	N/A
<b>Net cash from operating activities</b>	<b>2,763</b>	<b>N/A</b>





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**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR YEAR TO DATE ENDED  
31 DECEMBER 2016<sup>(1)</sup> (cont'd)**

*(The figures have not been audited)*

	<b>Year to date ended</b>	
	<b>31 December 2016 RM'000</b>	<b>31 December 2015<sup>(1)</sup> RM'000</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(799)	N/A
Purchase of intangible assets	(32)	N/A
Proceeds from disposal of property, plant and equipment	55	N/A
Interest received on short term deposits	559	N/A
Investments in associates	(906)	N/A
<b>Net cash used in investing activities</b>	<b>(1,123)</b>	<b>N/A</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Issue of new shares	31,908	N/A
Share issue expenses	(3,200)	N/A
Payment on hire purchase financing	(819)	N/A
Placement of fixed deposits pledged	(4,791)	N/A
Interest paid on hire purchase	(119)	N/A
Interest paid on bank overdrafts	(1,318)	N/A
<b>Net cash from financing activities</b>	<b>21,661</b>	<b>N/A</b>
<b>Net increase in cash and cash equivalents during financial year</b>	<b>23,301</b>	<b>N/A</b>
<b>Effect of exchange rate changes on cash and cash equivalents</b>	<b>52</b>	<b>N/A</b>
<b>Cash and cash equivalents at beginning of financial year</b>	<b>(10,457)</b>	<b>N/A</b>
<b>Cash and cash equivalents at end of financial year</b>	<b>12,896</b>	<b>N/A</b>

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR YEAR TO DATE ENDED 31 DECEMBER 2016<sup>(1)</sup> (cont'd)**
*(The figures have not been audited)*

Components of cash and cash equivalents as at 31 December 2016 is as follows:

	<b>Unaudited as at 31 December 2016 RM'000</b>	<b>Unaudited as at 31 December 2015<sup>(2)</sup> RM'000</b>
Cash and bank balances	534	N/A
Short term deposits with licensed banks	41,108	N/A
Bank overdrafts (secured)	<u>(16,371)</u>	<u>N/A</u>
	25,271	N/A
Less: short term deposits pledged with licensed banks	<u>(12,375)</u>	<u>N/A</u>
	<b><u>12,896</u></b>	<b><u>N/A</u></b>

(1) The basis of preparation of the Unaudited Condensed Consolidated Statement of Cash Flows are detailed in Note A1 and should be read in conjunction with the accompanying explanatory notes attached to this interim report.

(2) This is the third interim financial report announced in compliance with the Listing Requirements of Bursa Securities. There are no comparative figures for the corresponding year to date in preceding year available as no interim financial report was prepared for the comparative financial period concerned.

N/A- Not applicable



ENGINEERS

## HSS ENGINEERS BERHAD (1128564-U)

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### NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016

#### A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRS") 134: INTERIM FINANCIAL REPORT

##### A1. Basis of preparation

The interim financial report of HSS Engineers Berhad ("**HSSEB**" or the "**Company**") and its subsidiaries ("**the Group**") are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards ("MFRS") No. 134- Interim Financial Reporting, paragraph 9.22 and Appendix 9B of the Listing Requirements of Bursa Securities.

This is the third interim financial report on the consolidated results for the fourth (4th) quarter ended 31 December 2016 announced by the Company in compliance with the Listing Requirements of Bursa Securities and as such, there are no comparative figures for the preceding year's corresponding period.

The interim financial report have been prepared using the principles of merger accounting whereby it is assumed that the business combination constituting the Group as detailed in A7 (a) had occurred from the earliest date presented in this report and that the Group has operated as a single entity throughout the financial periods presented in this report. The interim financial report should be read in conjunction with the accompanying explanatory notes attached to this interim financial report.

##### A2. Changes in accounting policies

The significant accounting policies and methods of computation adopted by the Group in this interim financial report are consistent with those adopted as disclosed in the Accountants' Report in the Prospectus of the Company dated 29 June 2016 except for the adoption of the following applicable Amendments to Standards or new Standards during the current financial period which is effective from 1 January 2016:

##### **MFRSs (Including The Consequential Amendments)**

- Amendments to MFRS 10, 12 and 128 Investment Entities: Applying the Consolidation Exception
- Amendments to MFRS 11 - Accounting for Acquisitions of Interests in Joint Operations
- Amendments to MFRS 101 - Disclosure Initiative
- Amendments to MFRS 116 and MFRS 138- Clarification of Acceptable Methods of Depreciation and Amortisation
- Amendments to MFRS 127- Equity Method in Separate Financial Statements
- Amendments to MFRSs Classified as "Annual Improvements to MFRSs 2012-2014 -Cycle"

The application of the above Amendments to Standards or new Standards did not have significant impact on this interim financial report.

**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRS") 134: INTERIM FINANCIAL REPORT (cont'd)**
**A3. Auditors' report on preceding audited financial statements**

The preceding year's audited financial statements of the Company, HSSE, HBS and BGV were not subject to any qualification.

**A4. Seasonal or cyclical factors**

The Group's business operations are not materially affected by seasonal or cyclical factors during the current financial period under review.

**A5. Unusual items affecting assets, liabilities, equity, net income or cash flows**

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

**A6. Material changes in estimates**

There were no changes in estimates of amounts reported in previous financial years that have a material effect on the results for the current financial period under review.

**A7. Debt and equity securities**

Save as disclosed below, there was no issuance, cancellation, repurchase, resale and repayment of debt and equity securities during current financial period under review.

- (a) HSSEB had issued a total of 250,332,404 new ordinary shares of RM0.10 each ("HSSEB Shares") amounting to RM25,033,240 and had paid cash amounting to RM493,231 pursuant to the three (3) share sale agreements entered on 16 April 2015 (as supplemented by supplemental share sale agreements dated 11 April 2016) to acquire the entire equity interest in HSSE, HBS and BGV. The details of the acquisitions are disclosed as follows:

Name of company	Equity acquired	Purchase consideration (RM)	Mode of settlement of purchase consideration	
			No. of HSSEB Shares issued	Cash paid (RM)
HSSE	100%	22,739,776	227,397,760	None
HBS	100%	1,644,102	11,508,714	493,231
BGV	100%	1,142,593	11,425,930	None
<b>TOTAL</b>		<b>25,526,471</b>	<b>250,332,404</b>	<b>493,231</b>



**ENGINEERS**

## **HSS ENGINEERS BERHAD (1128564-U)**

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### **NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**

#### **A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRS") 134: INTERIM FINANCIAL REPORT (cont'd)**

##### **A7. Debt and equity securities (cont'd)**

- (a) The acquisitions of HSSE, HBS and BGV were completed on 7 June 2016, 8 June 2016 and 14 June 2016 respectively. Thereafter, HSSE, HBS and BGV became wholly owned subsidiaries of the Group.
- (b) HSSEB had entered into a share subscription agreement dated 11 April 2016 with two (2) former shareholders of HBS for them to subscribe 4,932,306 new HSSEB Shares at an issue price of RM0.10 each ("HSSEB Shares Subscription"). The HSSEB Shares Subscription was satisfied wholly in cash and was completed on 13 June 2016.
- (c) On 8 August 2016, the Company had issued a total of 63,816,200 new HSSEB Shares at an issue price of RM0.50 per HSSEB Share ("IPO Price") in conjunction with its IPO. The newly issued ordinary shares rank pari passu in all respects with the existing ordinary shares of the Company.

Thereafter, the Company was listed with its entire enlarged issued and paid up share capital comprising 319,081,010 HSSEB Shares quoted on the ACE Market of Bursa Securities on 10 August 2016.

##### **A8. Dividend paid**

There was no dividend paid during the current financial period under review.

##### **A9. Segmental information**

The Group's activities are conducted within a single industry segment comprising provision of engineering and project management services and provision of Building Information Modelling ("BIM") services. As such, the operating revenue and results of this segment is reflected in the Unaudited Condensed Consolidated Statement of Profit Or Loss and Other Comprehensive Income. The segment assets and liabilities are as presented in the Unaudited Condensed Consolidated Statement of Financial Position.

##### **A10. Valuation of property, plant and equipment**

There was no valuation of property, plant and equipment in the current financial period under review.

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**HSS ENGINEERS BERHAD (1128564-U)**

**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**

**A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRS") 134: INTERIM FINANCIAL REPORT (cont'd)**

**A11. Capital commitments**

The capital commitments of the Group as at 31 December 2016 were as follows:-

	<b>RM'000</b>
Authorised but not contracted for:	<u>2,441</u>

The breakdown of the capital commitments are as follows:-

	<b>RM'000</b>
Renovations	300
Computers	1,173
Furniture and fittings and office equipment	137
Computer software	681
Motor vehicle	<u>150</u>
	<u><u>2,441</u></u>

**A12. Material events subsequent to the end of the current financial period**

There were no material events subsequent to the end of the current financial period that have not been reflected in this interim financial report.

**A13. Effect of Changes in composition of the Group**

Save as disclosed below, there were no changes in the composition of the Group for the current financial period under review.

- (a) On 30 May 2016, HSSE entered into two (2) share sale agreements to acquire thirty percent (30%) equity interest in HSS Integrated Sdn Bhd ("HSSI") and HSS Mekanikal & Elektrikal Sdn Bhd ("HSSME") respectively. The acquisitions were completed on 30 May 2016. Thereafter, HSSI and HSSME became the our associates.

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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRS") 134: INTERIM FINANCIAL REPORT (cont'd)**
**A13. Effect of Changes in composition of the Group (cont'd)**

The details of the acquisitions are as follows:

<b>Name of company</b>	<b>Equity acquired</b>	<b>Purchase consideration (RM)</b>	<b>Cash paid (RM)</b>
HSSI	30%	897,710	897,710
HSSME	30%	8,784	8,784
<b>TOTAL</b>		<b>906,494</b>	<b>906,494</b>

The effects on the results of the Group arising from the above acquisitions have been reflected in the Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income included in this interim financial report.

**A14. Contingent assets or contingent liabilities**

The Group has no contingent assets and contingent liabilities as at the date of this report.

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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRS") 134: INTERIM FINANCIAL REPORT (cont'd)**
**A15. Related party transactions**

(a) During the financial period under review, the material related party transactions entered by the Group with related parties are as follows:

	Year to date ended 31 December 2016 RM'000	Year to date ended 31 December 2015 <sup>(1)</sup> RM'000
(i) <b><u>Associates:</u></b>		
<b><u>HSS Integrated Sdn Bhd</u></b>		
Provision of engineering and project management services by HSSE <sup>(2)</sup>	130,673	N/A
Reimbursable charged by HSSE <sup>(2)</sup>	<u>3,626</u>	<u>N/A</u>
<b><u>HSS Mekanikal &amp; Elektrikal Sdn Bhd</u></b>		
Provision of engineering and project management services by HSSE <sup>(2)</sup>	1,284	N/A
Reimbursable charged by HSSE <sup>(2)</sup>	<u>(14)</u>	<u>N/A</u>
(ii) In which a Director and substantial shareholders have interest		
<b><u>Matmer Corporation Sdn Bhd</u></b>		
Rental of premises and reimbursable charged to HSSE	<u>2,741</u>	<u>N/A</u>

**Notes:**

- (1) This is the third interim financial report announced in compliance with the Listing Requirements of Bursa Securities. There are no comparative figures for the preceding year's corresponding year to date available as no interim financial report was prepared for the comparative financial period concerned.
- (2) These related party transactions are transacted pursuant to the exclusive arrangement between HSSI and HSSME to collaborate, co-operate and work together with HSSE to bid for, procure, obtain, or otherwise provide services for potential engineering and construction works and projects and to undertake all professional engineering services related to the projects as registered professional engineers under the Registration of Engineers Act 1967 ("REA") with each party contributing to the collaboration, their relevant area of competency and expertise.

N/A- Not applicable



**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**A. EXPLANATORY NOTES PURSUANT TO MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRS") 134: INTERIM FINANCIAL REPORT (cont'd)**
**A15. Related party transactions (cont'd)**

- (b) As at 31 December 2016, the amount of guarantee provided by the Group to SNC-Lavalin (Malaysia) Sdn Bhd ("SNCL") is as follows:

	<b>Unaudited As At 31 December 2016 RM'000</b>	<b>Audited As At 31 December 2015 RM'000</b>
Guarantee provided to SNCL in respect of payment obligations of HSSI to SNCL in connection with services to be provided by HSSI-SNC Lavalin Joint Venture ("HSSI-SNCL")		
- Amount of guarantee at inception	64,794	64,794
- Amount of guarantee at period end	10,134	25,363
	_____	_____

HSSI-SNCL is an unincorporated joint venture equally owned by HSSI and SNCL. The abovementioned guarantee pursuant to a Guarantee Agreement dated 12 February 2014 arose from additional scope of services ("Variation Order") awarded to HSSI-SNCL but which is to be executed solely by HSSI. The Group shall be liable for the outstanding payment obligations of HSSI to SNCL under the guarantee in the event the payments are withheld by the employer due to default on the part of HSSI in the execution of the Variation Order only. Services for this Variation Order have been duly completed in February 2016 with no outstanding payments.

SNCL can only demand payments for its portion of the billings rendered by HSSI-SNCL which are yet to be paid by the employer at any time due to the default. The Group's exposure to the outstanding payment obligations of HSSI to SNCL at the end of the financial period is RM1,470,120 (31 December 2015: RM1,733,679).

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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES**
**B1. Review of performance**

For the current quarter under review, the Group recorded revenue of RM36.7 million. The Group's revenue was mainly derived from engineering services and project management amounting to RM36.6 million. Local market continued to contribute significant portion of revenue amounting to RM35.5 million or 97.0% of the Group's total revenue.

For the current financial year to date under review, the Group recorded revenue of RM138.9 million. The Group's revenue was mainly derived from engineering services and project management amounting to RM131.9 million. Local market continued to contribute significant portion of revenue amounting to RM136.1 million or 98.0% of the Group's total revenue.

The Group registered a profit before taxation of RM9.63 million and RM19.7 million for the current financial quarter and current financial year to date under review respectively.

(a) Analysis of our revenue by activities is as follows:-

	← Quarter ended →			← Year to date ended →		
	31 Dec 2016 RM'000	%	31 Dec 2015 <sup>(1)</sup> RM'000	31 Dec 2016 RM'000	%	31 Dec 2015 <sup>(1)</sup> RM'000
<b>Engineering services</b>						
- Engineering design	21,211	57.8	N/A	63,804	45.9	N/A
- Construction supervision	5,352	14.6	N/A	30,117	21.7	N/A
<b>Project management</b>	10,055	27.4	N/A	38,036	27.3	N/A
<b>BIM services</b>	1,578	4.3	N/A	3,409	2.5	N/A
<b>Reimbursable income</b>	(1,516)	(4.1)	N/A	3,612	2.6	N/A
	<b>36,680</b>	<b>100.0</b>	<b>N/A</b>	<b>138,978</b>	<b>100.0</b>	<b>N/A</b>

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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (cont'd)**
**B1. Review of performance (cont'd)**

(b) Analysis of our revenue by geographical locations is as follows:-

	← Quarter ended →			← Year to date ended →		
	31 Dec 2016 RM'000	%	31 Dec 2015 <sup>(1)</sup> RM'000	31 Dec 2016 RM'000	%	31 Dec 2015 <sup>(1)</sup> RM'000
<b>Local</b>						
Malaysia	35,516	97.0	N/A	136,151	98.0	N/A
<b>Overseas</b>						
India	380	1.0	N/A	1,269	0.9	N/A
Middle East	783	2.0	N/A	1,484	1.1	N/A
Brunei	1	-	N/A	74	-	N/A
	<b>36,680</b>	<b>100.0</b>	<b>N/A</b>	<b>138,978</b>	<b>100.0</b>	<b>N/A</b>

**Notes:**

(1) This is the third interim financial report announced in compliance with the Listing Requirements of Bursa Securities. There are no comparative figures for the preceding year's corresponding quarter and year to date available as no interim financial report was prepared for the comparative financial period concerned.

N/A- Not applicable

(c) Our unbilled order books as at 31 December 2016 amounted to RM378.4 million, details as follows:

	RM'000	%
Engineering services		
- Engineering design	74,121	19.6
- Construction supervision	130,064	34.4
Project management	168,406	44.5
	<u>372,591</u>	<u>98.5</u>
BIM services	5,864	1.5
<b>Total</b>	<b><u>378,455</u></b>	<b><u>100</u></b>

The above unbilled order book will be billed progressively on average over the next two (2) to five (5) years.

**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (cont'd)**
**B2. Comparison with preceding quarter's profit before taxation**

	<b>Current Quarter 31 December 2016 RM'000</b>	<b>Preceding Quarter 30 September 2016 RM'000</b>	<b>Variance RM'000</b>	<b>%</b>
Revenue	36,680	36,471	209	0.6
Profit before taxation	9,628	2,320	7,308	>100

The increase in revenue and profit before tax were mainly contributed by on-going projects as per progress and commencement of new projects secured during current financial period.

**B3. Prospects**

As disclosed in the Prospectus of the Company dated 29 June 2016, the Group has put in place a series of future plans as follows:-

- (a) Geographical expansion into India, Middle East and ASEAN regions;
- (b) Continuous enhancement on its three (3) existing core services (i.e. engineering services, project management and Building Information Modeling ("BIM") services) and proposed venture into a fourth (4<sup>th</sup>) core service i.e. facility management; and
- (c) Venturing into the provision of support services to the water and power generation sectors which are expected to continue receiving strong government support given their strategic importance to the country.

Barring any unforeseen circumstances, the Board of Directors of the Company is of the opinion that the prospects for the next financial year ending 31 December 2017 will remain favourable.

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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (cont'd)**
**B4. Income tax expense**

	<b>Quarter ended 31 December 2016 RM'000</b>	<b>Year-to-date ended 31 December 2016 RM'000</b>
Income tax expense		
- Current financial period	2,463	5,883
- Prior financial period	-	(7)
Deferred tax		
- Current financial period	37	(20)
Total tax expense	<u>2,500</u>	<u>5,856</u>
Effective tax rate (%)	<u>26.0</u>	<u>29.7</u>

The effective tax rate for the current and financial year to date ended 31 December 2016 is higher than the statutory tax rate of 24% mainly due to the losses incurred in HSSEB and BGV. Such losses had resulted in lower profit before tax of the Group which indirectly increased the effective tax rate. In addition, recurring non-deductible expenses such as legal and professional fees, business development and entertainment, gift and donations and restriction on certain interest expenses and one-off listing expenses which are non-deductible had also contributed to the increase in effective tax rate.

**B5. Variance of actual profit from profit forecast and profit guarantee**

The Group has not issued any profit forecast or profit guarantee in any form of public documentation and announcement during the current financial period under review.

**B6. Status of corporate proposals**

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

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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (cont'd)**
**B7. Utilisation of proceeds from the IPO**

Based on the IPO Price, the gross proceeds arising from the Public Issue amounting to RM31.9 million is intended to be utilised in the following manner:-

<b>Purposes</b>	<b>Proposed Utilisation RM'000</b>	<b>Actual Utilisation RM'000</b>	<b>Deviation RM'000</b>	<b>Estimated Timeframe for utilisation<sup>(1)</sup></b>
(a) Expansion / venture into same or allied services:-				
- Expansion into India	15,000	-	-	Within 18 months
- Venture into the provision of support services to the water sector in Malaysia	6,000	-	-	
- Venture into the provision of support services to the power sector in Malaysia	3,000	-	-	
(b) Repayment of bank borrowings	4,000	4,000	-	Within 3 months
(c) General working capital	708	708	-	Within 12 months
(d) Estimated listing expenses	3,200	3,200	-	Within 1 month
<b>Total</b>	<b>31,908</b>	<b>7,908</b>	<b>-</b>	

The utilisation of the proceeds as disclosed above should be read in conjunction with the Prospectus of the Company dated 29 June 2016.

As at the date of this report, save for approximately RM7.91 million which has been utilised for various purposes as disclosed above, there is no other utilisation of IPO proceeds.

**Notes:**

(1) From the date of listing of the Company on the ACE Market of Bursa Securities on 10 August 2016.

**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (cont'd)**
**B8. Group's borrowings and debt securities**

The Group's borrowings as at 31 December 2016 are as follows:-

	<b>Unaudited as at 31 December 2016 RM'000</b>	<b>Audited as at 31 December 2015 RM'000</b>
<b>Current:</b>		
Hire purchase payables	698	749
Bank overdrafts	16,371	13,768
	17,069	14,517
<b>Non-current:</b>		
Hire purchase payables	652	917
<b>Total borrowings:</b>		
Hire purchase payables	1,350	1,666
Bank overdrafts	16,371	13,768
	17,721	15,434

All the borrowings are secured and denominated in Ringgit Malaysia. Bank overdrafts are secured against the short term deposits pledged with licensed banks as disclosed in the Unaudited Condensed Consolidated Statement of Cash Flows.

**B9. Material litigation**

There is no litigation or arbitration which has a material effect on the financial position of the Group and the Board of Directors is not aware of any proceedings pending or threatened, or of any fact likely to give rise to any proceedings as at the date of this interim financial report. However, the our associated company, HSSI, is in involved in the following:-

**(a) Kuala Lumpur High Court Suit No. WA-23NCVC-26-06/2016**
**MRCB Engineering Sdn Bhd ("MESB") vs Somnath Mukherjee and HSSI**

MESB ("Plaintiff") filed a Writ of Summons and Statement of Claim against Somnath Mukherjee, as the First Defendant, and HSSI as the Second Defendant, on 15 June 2016 alleging that the First Defendant had made a defamatory statement during a meeting held on 2 March 2016 with regards to the Light Rail Transit ("LRT") Ampang Line Extension project ("Project"). The Plaintiff is the contractor for the construction of the facilities work for the Project. Somnath Mukherjee is an employee of HSE and HSSI is the engineering and supervising consultant for the Project.



ENGINEERS

## HSS ENGINEERS BERHAD (1128564-U)

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### NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016

#### B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (cont'd)

##### B9. Material litigation (cont'd)

###### (a) Kuala Lumpur High Court Suit No. WA-23NCVC-26-06/2016 (cont'd)

Pursuant to the Statement of Claim, the Plaintiff is claiming for damages on the basis that the alleged defamatory statement was calculated to disparage the Plaintiff in its trade and/or business and/or to injure the Plaintiff's business reputation and good name. The Plaintiff did not specify the amount of damages claimed for in the Statement of Claim and it will be up to the discretion of the Court to determine the amount of damages to be awarded to the Plaintiff, if any.

HSSI's solicitors are of the opinion that HSSI has a good defence inter alia in qualified privilege, to the claim made by the Plaintiff. Nevertheless, in the event that HSSI is unsuccessful in its defence, HSSI's solicitors are of the opinion that the damages are unlikely to exceed RM300,000.

At the date of this interim financial report, the matter is fixed for the eighth (8<sup>th</sup>) case management on 17 February 2017. The Court also scheduled the matter for trial from 22 May 2017 to 24 May 2017.

###### (b) Notice of Arbitration dated 22 December 2016 pertaining to Memorandum of Agreement dated 13 April 2010 ("MOA") between Malaysia Airports Holdings Berhad ("MAHB") and HSSI for the Proposed Development of New LCC Terminal and Associated Works at KL International Airport, Sepang, Selangor Work Package EW02: Site Preparation, Earthworks and Main Drainage (Airside)

HSSI, an associate company of the Company has received a Notice of Arbitration dated 22 December 2016 ("Notice Arbitration") from MAHB for an alleged breach of the MOA between MAHB and HSSI. The sum claimed by MAHB amounts to RM64,617,267.17 as at May 2016 includes but not limited to losses and damages suffered by MAHB. MAHB further claims interest, costs and any other/ further relief that the arbitrator may deem fit and just.

HSSI has taken steps to seek the basis for the alleged claim and supporting documents from MAHB in relation to the same. Until the date of this report, MAHB has only provided part of the supporting documents sought by HSSI and based on HSSI's review of the same, HSSI is of the view that the alleged claim is unsubstantiated and without merit and have denied and refuted the same.

HSSI was required to hold a professional indemnity insurance policy to the satisfaction of MAHB. The professional indemnity insurance policy submitted to MAHB was for a cover of RM3 million. The Board has sought legal opinion on the terms of the MOA as to the extent of HSSI's liability. Based on the legal opinion, the Board of the Company is of the view that HSSI's liability is limited to the amount covered by the professional indemnity insurance policy which was submitted to MAHB. The insurance premium for the professional indemnity insurance policy has already been fully paid for and accounted for in the financial results of the Group.

Further, the Company and HSSI are of the view that the Notice of Arbitration is premature given MAHB and HSSI are in an ongoing mediation as required pursuant to the MOA. HSSI shall take all necessary steps to defend and safeguard HSSI's interests in the arbitration proceedings, including but not limited to seeking legal advice on the merits of the claims and whether the commencement of arbitration by MAHB is premature or wrongful given the ongoing mediation proceedings.



**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (cont'd)**
**B9. Material litigation (cont'd)**

Based on the above, the Board is of the view that the matter will not have any material impact on the financial and operational position, order book and future earnings of the Company.

**B10. Dividend**

The Board of Directors does not recommend any dividend for the current financial quarter under review.

**B11. Earnings per share ('EPS')**

The basic and diluted EPS for the current financial quarter and financial year-to-date are computed as follows:

	<b>Quarter ended 31 December 2016</b>	<b>Year-to-date ended 31 December 2016</b>
Net profit attributable to ordinary equity holders of the Company (RM'000)	7,128	13,864
Weighted average number of ordinary shares in issue ('000)	281,855	281,855
Basic EPS (sen)	2.52	4.92
Diluted EPS (sen) <sup>(1)</sup>	2.52	4.92

**Notes:**

<sup>(1)</sup> Diluted earnings per share of the Company for the current quarter and year to date ended 31 December 2016 is equivalent to the basic earnings per share as the Company does not have convertible options as at the end of the reporting period.

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**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**
**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (cont'd)**
**B12. Notes to the Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income**

Profit for the financial period is arrived at after charging/(crediting) the following expense/(income):

	<b>Quarter ended 31 December 2016 RM'000</b>	<b>Year-to-date ended 31 December 2016 RM'000</b>
Depreciation of property, plant and equipment	270	1,048
Amortisation of intangible assets	92	387
Allowance for impairment loss on trade receivables	216	216
Interest expense	282	1,437
Interest income	(252)	(559)
Gain on disposal of property, plant and equipment	(1)	(55)
(Gain)/loss on foreign exchange	<u>(134)</u>	<u>148</u>

Other disclosure items pursuant to Appendix 9B Note 16 of the Listing Requirements of Bursa Securities are not applicable.

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**ENGINEERS**

**HSS ENGINEERS BERHAD (1128564-U)**

**NOTES TO THE INTERIM FINANCIAL REPORT FOR THE FOURTH (4th) QUARTER ENDED 31 DECEMBER 2016**

**B. ADDITIONAL INFORMATION REQUIRED BY THE LISTING REQUIREMENTS OF BURSA SECURITIES (cont'd)**

**B13. Disclosure of realised and unrealised profits or losses**

The realised and unrealised retained profits of the Group as at 31 December 2016 are analysed as follows:-

	<b>Unaudited As At 31 December 2016 RM'000</b>	<b>Unaudited As At 31 December 2015 RM'000</b>
Total retained profits of the Company and its subsidiaries:		
- Realised	43,504	28,864
- Unrealised	(331)	509
	<u>43,173</u>	<u>29,373</u>
Total share of retained profits from associates:		
- Realised	<u>64</u>	<u>-</u>
Less: consolidation adjustments	(19,224)	-
Total retained profits of the Group	<u><u>24,013</u></u>	<u><u>29,373</u></u>

**B14. Authorisation for issue**

The interim financial report was authorised for issue by the Board of Directors on 15 February 2017.

**BY ORDER OF THE BOARD OF DIRECTORS  
15 February 2017**