

**Sembawang E&C Malaysia Sdn. Bhd.**

(Company No. 1103017-U)

(Incorporated in Malaysia)

**Financial statements for the  
year ended 31 March 2016**

# Sembawang E&C Malaysia Sdn. Bhd.

(Company No. 1103017-U)

(Incorporated in Malaysia)

## Directors' report for the year ended 31 March 2016

The Directors have pleasure in submitting their report and the audited financial statements of the Company for the financial year ended 31 March 2016.

### Principal activities

The Company has not commenced operations since the date of its incorporation. The intended principal activities of the Company consist of the provision of construction services and general trading.

### Results

Loss for the year

RM

734,978

### Reserves and provisions

There were no material transfers to or from reserves and provisions during the financial year under review.

### Dividends

There is no retained profit available for distribution as dividend for the financial year under review.

### Directors of the Company

Directors who served since the date of last report are:

Mr. Selvaraj A/L M.K. Ganasan

Ms. Maraghatham Lydlia A/P M.K. Ganesan

Mr. Girish Vazirani (appointed on 24 July 2016)

Mr. Jayarama Prasad Chalasani (resigned on 31 March 2016)

Mr. Sandeep Srivastava (resigned on 24 July 2016)

None of the Directors holding office at 31 March 2016 had any interest in the ordinary shares of the Company during the financial year.

### Directors' benefits

Since the end of the previous financial period, no Director of the Company has received nor become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by Directors as shown in the financial statements) by reason of a contract made by the Company with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

There were no arrangements during and at the end of the financial year which had the object of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

## Issue of shares

There were no changes in the authorised, issued and paid-up capital of the Company during the financial year.

## Options granted over unissued shares

No options were granted to any person to take up unissued shares of the Company during the financial year.

## Other statutory information

Before the balance sheet and income statement of the Company were made out, the Directors took reasonable steps to ascertain that:

- i) there are no bad debts to be written off and no provision needs to be made for doubtful debts, and
- ii) any current assets which were unlikely to be realised in the ordinary course of business have been written down to an amount which they might be expected so to realise.

At the date of this report, the Directors are not aware of any circumstances:

- i) that would render it necessary to write off any bad debts or provide for any doubtful debts, or
- ii) that would render the value attributed to the current assets in the financial statements of the Company misleading, or
- iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Company misleading or inappropriate, or
- iv) not otherwise dealt with in this report or the financial statements, that would render any amount stated in the financial statements of the Company misleading.

At the date of this report, there does not exist:

- i) any charge on the assets of the Company that has arisen since the end of the financial year and which secures the liabilities of any other person, or
- ii) any contingent liability in respect of the Company that has arisen since the end of the financial year.

No contingent liability or other liability of the Company has become enforceable, or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the Directors, will or may substantially affect the ability of the Company to meet its obligations as and when they fall due.

In the opinion of the Directors, other than the waiver of debts from/(to) shareholders and an affiliated company as disclosed in the financial statements, the results of the operations of the Company for the financial year ended 31 March 2016 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

Company No. 1103017-U

## Other matters

The Board of Directors has on 24 March 2016 resolved to liquidate the Company.

## Auditors

The auditors, Messrs KPMG, have indicated their willingness to accept re-appointment.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors:



.....  
**Selvaraj A/L M.K. Ganesan**



.....  
**Maragatham Lydlia A/P M.K. Ganesan**

Date: **17 AUG 2016**

# Sembawang E&C Malaysia Sdn. Bhd.

(Company No. 1103017-U)

(Incorporated in Malaysia)

## Balance sheet At 31 March 2016

	Note	2016 RM	2015 RM
<b>Current assets</b>			
Due from shareholders	2	--	750,000
Cash and cash equivalents		2,712	--
		2,712	750,000
<b>Current liabilities</b>			
Accrued expenses		9,470	2,000
Due to shareholders	2	--	11,729
Due to an affiliated company	2	--	8,051
		9,470	21,780
<b>Net current (liabilities)/assets</b>		<u>(6,758)</u>	<u>728,220</u>
		<u>(6,758)</u>	<u>728,220</u>
Financed by:-			
<b>Capital and reserves</b>			
Share capital	3	750,000	750,000
Accumulated losses		(756,758)	(21,780)
		<u>(6,758)</u>	<u>728,220</u>

The accompanying notes form an integral part of the financial statements.

**Sembawang E&C Malaysia Sdn. Bhd.**  
 (Company No. 1103017-U)  
 (Incorporated in Malaysia)

**Income statement**  
**For the year ended 31 March 2016**

	Note	1.4.2015 to 31.3.2016 RM	25.7.2014 to 31.3.2015 RM
<b>Revenue</b>			
Goods sold		--	--
Cost of goods sold		--	--
<b>Gross profit</b>		--	--
Other income		46,014	--
Administrative expenses		(23,998)	(21,780)
Other expenses		(756,994)	--
<b>Loss for the year/period</b>	4	<u>(734,978)</u>	<u>(21,780)</u>

**Statement of changes in equity**  
**For the year ended 31 March 2016**

	Share capital RM	Accumulated losses RM	Total RM
At date of incorporation	750,000	--	750,000
Loss for the period	--	(21,780)	(21,780)
At 31 March 2015/1 April 2015	750,000	(21,780)	728,220
Loss for the year	--	(734,978)	(734,978)
At 31 March 2016	<u>750,000</u>	<u>(756,758)</u>	<u>(6,758)</u>

The accompanying notes form an integral part of the financial statements.

# Sembawang E&C Malaysia Sdn. Bhd.

(Company No. 1103017-U)

(Incorporated in Malaysia)

## Cash flow statement For the year ended 31 March 2016

	1.4.2015 to 31.3.2016 RM	25.7.2014 to 31.3.2015 RM
<b>Cash flows from operating activities</b>		
Loss for the year/period	(734,978)	(21,780)
Adjustments for:-		
Written off amount:		
- Due from immediate holding company	375,000	--
- Due from related companies	381,994	--
Waiver of debts from:		
- immediate holding company	(36,513)	--
- related companies	(9,501)	--
	<u>(23,998)</u>	<u>(21,780)</u>
<b>Operating loss before changes in working capital</b>		
Changes in working capital:		
Due to shareholders	--	(738,271)
Due to immediate holding company	17,790	--
Due from related companies	9,501	--
Accrued expenses	7,470	2,000
Due to an affiliated company	(8,051)	8,051
	<u>2,712</u>	<u>(750,000)</u>
<b>Net cash from/(used in) operating activities/ Net increase/(decrease) in cash and cash equivalents</b>		
	2,712	(750,000)
<b>Cash and cash equivalents at 1 April/date of incorporation</b>	<u>--</u>	<u>750,000</u>
<b>Cash and cash equivalents at 31 March</b>	<u><u>2,712</u></u>	<u><u>--</u></u>
Cash and cash equivalents included in the cash flow statement comprise the following balance sheet amounts:		
Cash and bank balances	<u><u>2,712</u></u>	<u><u>--</u></u>

The accompanying notes form an integral part of the financial statements.

# Sembawang E&C Malaysia Sdn. Bhd.

(Company No. 1103017-U)

(Incorporated in Malaysia)

## Notes to the financial statements

Sembawang E&C Malaysia Sdn. Bhd. is a private company, incorporated and domiciled in Malaysia. The address of the registered office of the Company is as follows:

### Registered office

No. 89A, Jalan SS 15/4C

47500 Subang Jaya

Selangor Darul Ehsan

Malaysia

The Company has not commenced operations since the date of its incorporation. The intended principal activities of the Company consist of the provision of construction services and general trading.

The financial statements were approved by the Board of Directors on 17 AUG 2016.

## 1. Significant accounting policies

Other than the changes arising from the preparation of the financial statements on a realisation basis (previously historical cost basis), the following accounting policies are adopted by the Company and are consistent with those adopted in previous period.

### (a) Basis of accounting

The financial statements of the Company are prepared on the realisation basis and in compliance with Private Entity Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

Accordingly, adjustments have been made to the value of all assets so as to reduce their carrying value to their estimated realisable amounts and to provide for any further estimated liabilities which will arise.

### (b) Receivables

Receivables are initially recognised at their cost when the contractual right to receive cash or another financial asset from another entity is established.

Subsequent to initial recognition, receivables are stated at cost less allowance for doubtful debts.

### (c) Payables

Payables are measured initially and subsequently at cost. Payables are recognised when there is a contractual obligation to deliver cash or another financial asset to another entity.



**(d) Affiliated companies**

- An affiliated company refers to a company in which the shareholders have substantial financial interest.

**(e) Tax expense**

Tax expense comprises current and deferred tax. Tax expense is recognised in the income statements except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous financial years.

Deferred tax is recognised using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for temporary difference arising from the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit (tax loss). Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax liability is recognised for all taxable temporary differences.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

**(f) Foreign currency transactions**

Transactions in foreign currencies are translated to Ringgit Malaysia at rates of exchange ruling at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to Ringgit Malaysia at the foreign exchange rates ruling at that date. Foreign exchange differences arising on translation are recognised in the income statements. Non-monetary assets and liabilities denominated in foreign currencies, which are stated at historical cost, are translated to Ringgit Malaysia at the foreign exchange rates ruling at the date of the transactions.

The closing rates used in the translation of foreign currency monetary assets and liabilities are as follows:

	<u>2016</u>	<u>2015</u>
	<b>RM</b>	<b>RM</b>
1 Singapore Dollar	2.99	2.68

Company No. 1103017-U
-----------------------

## 2. Due from/(to) shareholders/an affiliated company

The amounts due from/(to) shareholders/an affiliated company are unsecured, interest free and have no fixed terms of repayment.

## 3. Share capital

	2016		2015	
	RM	RM	Number of ordinary shares	Number of ordinary shares
			2016	2015
Ordinary shares of RM1.00 each:				
Authorised	<u>1,000,000</u>	<u>1,000,000</u>	<u>1,000,000</u>	<u>1,000,000</u>
Issued and fully paid	<u>750,000</u>	<u>750,000</u>	<u>750,000</u>	<u>750,000</u>

## 4. Loss for the year/period

	2016	2015
	RM	RM
<b>Loss for the year/period is arrived at after charging/(crediting)</b>		
Audit fee	2,000	2,000
Written off amount:		
- Due from immediate holding company	375,000	--
- Due from related companies	381,994	--
Waiver of debts from:		
- immediate holding company	(36,513)	--
- related companies	<u>(9,501)</u>	<u>--</u>

### *Employee information*

The Company has no staff (other than Directors) at the end of the year.

## 5. Taxation

	1.4.2015 to 31.3.2016 RM'000	25.7.2014 to 31.3.2015 RM'000
<b>Reconciliation of effective tax expense</b>		
Loss for the year/period	<u>(735)</u>	<u>(22)</u>
Tax at Malaysian tax rate of 24% (2015: 25%)	(176)	(6)
Expenses not deductible for tax purposes	187	6
Non-taxable income	<u>(11)</u>	<u>--</u>
	<u>--</u>	<u>--</u>

## 6. Significant event

The Board of Directors has on 24 March 2016 resolved to liquidate the Company.

**Sembawang E&C Malaysia Sdn. Bhd.**

(Company No. 1103017-U)  
(Incorporated in Malaysia)

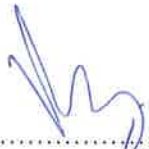
**Statement by Directors pursuant to  
Section 169(15) of the Companies Act, 1965**

In the opinion of the Directors, the financial statements set out on pages 4 to 9 are drawn up in accordance with Private Entity Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia so as to give a true and fair view of the financial position of the Company as of 31 March 2016 and of its financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors:



.....  
**Selvaraj A/L M.K. Ganasan**



.....  
**Maragatham Lydlia A/P M.K. Ganasan**

Date: **17 AUG 2016**

**Sembawang E&C Malaysia Sdn. Bhd.**

(Company No. 1103017-U)

(Incorporated in Malaysia)

**Statutory declaration pursuant to  
Section 169(16) of the Companies Act, 1965**

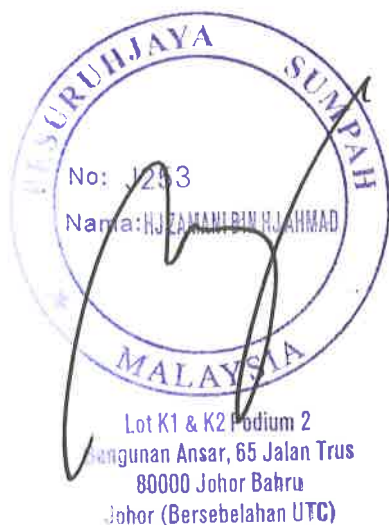
I, **Selvaraj A/L M.K. Ganasan**, the Director primarily responsible for the financial management of SEMBAWANG E&C MALAYSIA SDN. BHD., do solemnly and sincerely declare that the financial statements set out on pages 4 to 9 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed in Johor Bahru in the State of Johor on

1.7. AUG 2016

.....  
**Selvaraj A/L M.K. Ganasan**

Before me:





**KPMG (Firm No. AF 0758)**  
Chartered Accountants  
Level 14, Menara Ansar  
65, Jalan Trus  
80000 Johor Bahru, Malaysia

Telephone +60 (7) 224 2870  
Fax +60 (7) 224 8055  
Internet www.kpmg.com/my

## **Independent Auditors' Report to the members of Sembawang E&C Malaysia Sdn. Bhd.**

(Company No. 1103017-U)  
(Incorporated in Malaysia)

### **Report on the Financial Statements**

We have audited the financial statements of Sembawang E&C Malaysia Sdn. Bhd., which comprise the balance sheet as at 31 March 2016, and the income statement, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 4 to 9.

#### *Directors' Responsibility for the Financial Statements*

The Directors of the Company are responsible for the preparation of financial statements so as to give a true and fair view in accordance with Private Entity Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

#### *Auditors' Responsibility*

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with approved standards on auditing in Malaysia. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgement, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Company No. 1103017-U

*Opinion*

As stated in Note 1(a), the financial statements of the Company have been prepared on a realisation basis.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as of 31 March 2016 and of its financial performance and cash flows for the year then ended in accordance with Private Entity Reporting Standards and the requirements of the Companies Act, 1965 in Malaysia.

**Report on Other Legal and Regulatory Requirements**

In accordance with the requirements of the Companies Act, 1965 in Malaysia, we also report that in our opinion the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

**Other Matters**

This report is made solely to the members of the Company, as a body, in accordance with Section 174 of the Companies Act, 1965 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.



**KPMG**

Firm Number: AF 0758  
Chartered Accountants



**Wee Beng Chuan**

Approval Number: 2677/12/16 (J)  
Chartered Accountant

Johor Bahru

Date: **17 AUG 2016**