ANNUAL REPORT
2015

MUHIBBAH ENGINEERING (M) BHD

Company No.: 12737-K

Corporate Information

Board Of Directors

Tan Sri Zakaria bin Abdul Hamid *(Chairman, Senior Independent Non-Executive Director)*

Mac Ngan Boon @ Mac Yin Boon *(Group Managing Director)*

Ooi Sen Eng *(Executive Director)*

Mac Chung Jin *(Executive Director/Deputy Chief Executive Officer)*

Lee Poh Kwee *(Group Finance Director)*

Abd Hamid bin Ibrahim *(Independent Non-Executive Director)*

Sobri bin Abu *(Independent Non-Executive Director)*

Dato' Mohamad Kamarudin bin Hassan *(Independent Non-Executive Director)*

Mazlan bin Abdul Hamid *(Non-Independent Non-Executive Director)*

Audit Committee

Tan Sri Zakaria bin Abdul Hamid *(Chairman)*
Sobri bin Abu
Dato' Mohamad Kamarudin bin Hassan

Company Secretaries

Irene Choe Mee Kam @
Irene Chow Mee Kam *(MIA 16775)*
Lim Suak Guak *(MIA 19689)*
Tia Hwei Ping *(MAICSA 7057636)*

Registered Office

Lot 579 & 586, 2nd Mile, Jalan Batu Tiga Lama
41300 Klang, Selangor Darul Ehsan, Malaysia
Tel: (603) 3342 4323 Fax: (603) 3342 4327

Auditors

Crowe Horwath *(Firm No. AF1018)*
Chartered Accountants
Level 16, Tower C, Megan Avenue II
12, Jalan Yap Kwan Seng
50450 Kuala Lumpur, Malaysia

Principal Bankers

Affin Bank Berhad
Ambank (Malaysia) Berhad
Bank Islam Malaysia Berhad
Bank Muamalat Malaysia Berhad
Bank of Tokyo - Mitsubishi UFJ
Hong Leong Bank Berhad
HSBC Bank Malaysia Berhad
Industrial and Commercial Bank of China (Malaysia) Berhad
Kuwait Finance House (Malaysia) Berhad
Malayan Banking Berhad
OCBC Bank (Malaysia) Berhad
RHB Bank Berhad
Standard Chartered Bank Malaysia Berhad
United Overseas Bank (Malaysia) Berhad

Share Registrar

Tricor Investor & Issuing House Services Sdn Bhd
Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3
Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Malaysia
Tel : (603) 2783 9299 Fax: (603) 2783 9222

Stock Exchange Listing

Muhibbah Engineering (M) Bhd
Main Market of Bursa Malaysia Securities Berhad
Stock Name: Muhibah
Bursa Stock Code: 5703
Bloomberg Stock Code: MUHI MK
Listing Date: 25 February 1994

Favelle Favco Berhad
Main Market of Bursa Malaysia Securities Berhad
Stock Name: Favco
Bursa Stock Code: 7229
Bloomberg Stock Code: FFB MK
Listing Date: 15 August 2006

Investor Relations

Tel: (603) 3376 2530 Fax: (603) 3344 6302
Email: ir@muhibbah.com.my

Website

www.muhibbah.com
www.favellefavco.com

Design, Supply, Installation and Construction of Temporary Construction Facilities and Accommodation Camp for Package III PETRONAS' Refinery and Petrochemicals Integrated Development ("RAPID") Project in Pengerang, Johor

CONTENTS

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Forty-Third Annual General Meeting of Muhibbah Engineering (M) Bhd will be held at Concorde Hotel Shah Alam, Concorde II, Level 2, No. 3, Jalan Tengku Ampuan Zabedah C9/C, 40100 Shah Alam, Selangor Darul Ehsan on Thursday, 2 June 2016 at 3.45 p.m. for the following purposes :-

Agenda

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 December 2015 and the Reports of the Directors and Auditors thereon. **Please refer to Explanatory Note 1**

2. To approve the declaration of a first and final tax exempt dividend of 10% (5.00 sen) per ordinary share of RM0.50 each in respect of the financial year ended 31 December 2015. **Resolution 1**

3. To re-elect the following Directors who retire pursuant to Article 79 of the Company's Articles of Association :-

   (i) Mac Chung Jin; and **Resolution 2**
   (ii) Lee Poh Kwee **Resolution 3**

4. To consider and, if thought fit, to re-appoint the following Directors who retire pursuant to Section 129(2) of the Companies Act, 1965 and in accordance with Section 129(6) of the Companies Act, 1965 be re-appointed to hold office until the conclusion of the next Annual General Meeting :-

   (i) Tan Sri Zakaria bin Abdul Hamid; **Resolution 4**
   (ii) Mac Ngan Boon @ Mac Yin Boon; and **Resolution 5**
   (iii) Ooi Sen Eng **Resolution 6**

5. To re-appoint Messrs Crowe Horwath as the Company's Auditors for the ensuing year and to authorise the Directors to fix their remuneration. **Resolution 7**

As Special Business
To consider and, if thought fit, to pass with or without modifications, the following resolutions :-

6. ## Ordinary Resolution
   Continuation of Terms of Office as Independent Director

   "THAT pursuant to the Recommendation 3.3 of the Malaysian Code on Corporate Governance 2012 ("MCCG 2012"), approval be and is hereby given to the following Directors, who have served as Independent Non-Executive Directors of the Company for a cumulative term of more than nine (9) years, to continue to act as Independent Non-Executive Directors of the Company:-

   (i) Tan Sri Zakaria bin Abdul Hamid; and **Resolution 8**
   (ii) Abd Hamid bin Ibrahim **Resolution 9**

7. ## Ordinary Resolution

Authority for Directors to issue and allot shares in the Company pursuant to Section 132D of the Companies Act, 1965 **Resolution 10**

"THAT pursuant to Section 132D of the Companies Act, 1965, and subject always to approval of the relevant authorities, the Directors be and are hereby empowered to issue and allot shares in the Company, from time to time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the issued share capital of the Company for the time being and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares on Bursa Malaysia Securities Berhad."

8. ## Ordinary Resolution

Resolution 11

Proposed Renewal of Authority for Share Buy-Back

"THAT subject to the requirements of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"), Companies Act, 1965 ("the Act"), and the Articles of Association of the Company, the Company be and is hereby authorised to purchase such number of ordinary shares of RM0.50 each in the Company through Bursa Securities ("Proposed Share Buy-Back"), as may be determined by the Directors of the Company from time to time upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that :-

(i) the aggregate number of ordinary shares purchased and/or held by the Company as treasury shares shall not exceed ten per cent (10%) of the issued and paid-up ordinary share capital of the Company at any point in time;

(ii) the funds allocated by the Company for the Proposed Share Buy-Back shall not exceed the aggregate retained profits and share premium accounts of the Company; and

(iii) the authority conferred by this resolution shall continue to be in force until :-

(a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the general meeting at which this resolution was passed, at which time it shall lapse, unless by ordinary resolution passed at that meeting, the authority is renewed, whether unconditionally or subject to conditions; or

(b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 143(1) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act); or

(c) revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first.

THAT the Directors of the Company be and are hereby authorised to deal with the shares purchased in the following manner :-

(a) cancel all the shares so purchased; and/or

(b) retain the shares so purchased as treasury shares, for distribution as share dividends to the shareholders and/or resell on the market of Bursa Securities; and/or

(c) retain part thereof as treasury shares and cancel the remainder.

AND THAT the Directors of the Company be and are hereby authorised to give effect to the Proposed Share Buy-Back with full power to assent to any modifications and/or amendments as may be required by the relevant authorities."

9. ## Ordinary Resolution

Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature **Resolution 12**

"THAT subject to the Main Market Listing Requirements of Bursa Securities, approval be and is hereby given to the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in 2.1.2 of the Circular to Shareholders ("Circular") dated 29 April 2016 ("Proposed Shareholders' Mandate") provided that such transactions are undertaken in the ordinary course of business, at arm's length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not detrimental to the interests of the minority shareholders of the Company.

THAT the Proposed Shareholders' Mandate conferred by this resolution shall continue to be in force until :-

a) the conclusion of the next AGM of the Company at which time it will lapse, unless by a resolution passed at the next AGM, the Proposed Shareholders' Mandate is renewed; or

b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 143(1) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act); or

c) revoked or varied by a resolution passed by the Company's shareholders at a general meeting,

whichever is the earliest.

AND THAT the Directors of the Company be and are hereby authorised to take all steps and to do all such acts and deeds as they may consider expedient or necessary to give effect to the Proposed Shareholders' Mandate."

10. To transact any other business of which due notice shall have been given.

FURTHER NOTICE IS HEREBY GIVEN THAT for the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company pursuant to Article 59(d) of the Articles of Association of the Company and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Securities, a Record of Depositors as at 24 May 2016 and only a Depositor whose name appears on such Record of Depositors shall be entitled to attend this meeting or appoint proxies to attend and/or vote on his/her behalf.

Notes :-

(a) *A member entitled to attend and vote at this meeting is entitled to appoint not more than two (2) proxies to attend, speak and vote in his/her stead. Each proxy appointed, shall represent a minimum of one hundred (100) shares. Where a member appoints 2 proxies, the appointment shall be invalid unless the member specifies the proportion of his/her shareholdings to be represented by each proxy.*

(b) *A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy and the provision of Section 149(1)(b) of the Act shall not apply to the Company.*

(c) *The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or if the appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised.*

(d) *Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.*

(e) *Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*

(f) *The duly completed Proxy Form must be deposited at the Share Registrar's Office, Tricor Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi 59200 Kuala Lumpur, Malaysia, at least forty-eight (48) hours before the time set for the holding of the Meeting or any adjournment thereof.*

Explanatory Notes to the Agenda

1. **Audited Financial Statements for the Financial Year Ended 31 December 2015**
The Audited Financial Statements in Agenda 1 is intended for discussion only as the provision of the Section 169(1) of the Act does not require a formal approval of the shareholders and hence is not put forward for voting.

2. **Resolution 8 & 9: Approval pertaining to the Continuation of Terms of Office as Independent Director**
For Resolution 8 and 9, in line with the Recommendation 3.1 of the MCCG 2012, the Nominating Committee and the Board of Directors had conducted an assessment of independence of Tan Sri Zakaria bin Abdul Hamid ("Tan Sri Zakaria") and En Abd Hamid bin Ibrahim ("En Abd Hamid"), who have served as Independent Non-Executive Directors of the Company for a cumulative terms of more than nine (9) years, and recommended them to continue to act as Independent Non-Executive Directors of the Company based on the following justifications :-

(a) They fulfilled the independence guidelines as set out in the Main Market Listing Requirements of Bursa Securities, and therefore they would be able to exercise independent judgment and ability to act in the best interest of the Company.

(b) They possess vast experience in the industry sectors enable them to provide constructive thought in the Board deliberations and decision making judgment.

(c) They have exercised care as Independent Directors of the Company and carry out their professional and fiduciaries duties in the interest of the Company and its shareholders.

(d) They have served the Board for more than nine (9) years and therefore they understand the Company's operations which enable them to bring valuable recommendations and directions to the Company.

3. **Resolution 10: Authority for Directors to issue and allot shares in the Company pursuant to Section 132D of the Companies Act, 1965**
   For Resolution 10, authority for Directors to issue and allot shares in the Company pursuant to Section 132D of the Companies Act, 1965 if passed will give the Directors of the Company from the date of the above meeting, authority to allot and issue ordinary shares from the unissued capital of the Company for such purposes as the Directors consider would be in the interest of the Company. The purposes of this general mandate is for possible fund raising exercise but not limited to further placing of the shares for purpose of funding investment(s), working capital and/or acquisitions at any time to such persons in their absolute discretion without convening a general meeting as it would be both costs and time-consuming to organise a general meeting. This authorisation will expire at the conclusion of the next Annual General Meeting of the Company, unless varied or renewed at a general meeting of the Company.

   This general mandate is a renewal of the mandate obtained from the shareholders at the Annual General Meeting of the Company held on 24 June 2015. As at date of this NOTICE, the Company did not exercise the mandate obtained at the last Annual General Meeting and thus no proceeds were raised from the previous mandate.

4. **Resolution 11: Proposed Renewal of Authority for Share Buy-Back**
   For Resolution 11, the detailed information on the Proposed Renewal of Authority for Share Buy-Back Authority is set out in the Statement/Circular to Shareholders dated 29 April 2016 which is despatched together with the Company's Annual Report 2015.

5. **Resolution 12: Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Shareholders' Mandate")**
   For Resolution 12, the detailed information on the Proposed Shareholders' Mandate is set out in Statement/Circular to Shareholders dated 29 April 2016 which is despatched together with the Company's Annual Report 2015.

Notice of Dividend Entitlement and Payment Date

NOTICE IS HEREBY GIVEN THAT a first and final tax exempt Dividend of 10% (5.00 sen) per ordinary share of RM0.50 each of the financial year ended 31 December 2015, if approved by the shareholders at the forthcoming Forty-Third Annual General Meeting, will be paid on 11 August 2016 to Depositors whose names appear in the Record of Depositors at the close of business on 1 August 2016.

A Depositor shall qualify for entitlement to the dividend only in respect of :-

a) Shares transferred into the Depositor's securities account before 4.00 p.m. on 1 August 2016 in respect of ordinary transfers; and

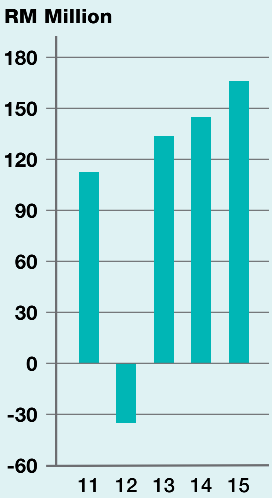
b) Shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

BY ORDER OF THE BOARD

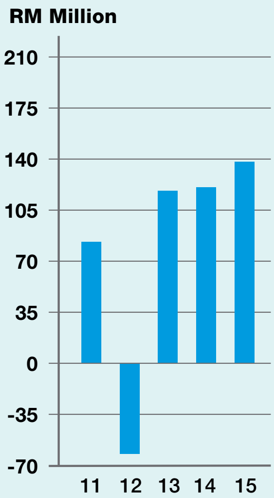
IRENE CHOE MEE KAM @ IRENE CHOW MEE KAM (MIA 16775)
LIM SUAK GUAK (MIA 19689)
TIA HWEI PING (MAICSA 7057636)
Company Secretaries

Selangor Darul Ehsan
29 April 2016

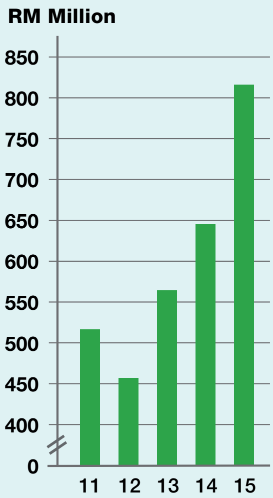
	2011	2012	2013	2014	2015
Turnover (RM'000)	2,026,366	2,625,525	1,936,401	1,733,620	**1,604,836**
Profit/(Loss) Before Tax (RM'000)	111,716	(34,977)	132,570	143,689	**165,058**
Profit/(Loss) After Tax Before Non-controlling Interest (RM'000)	82,532	(61,083)	116,215	118,856	**137,214**
Profit/(Loss) After Tax and Non-controlling Interest (RM'000)	63,772	(93,241)	86,379	81,550	**85,601**
Total Equity Attributable to Owners of the Company (RM'000)	515,393	454,055	562,656	643,979	**816,046**
Share Capital (RM'000)	204,107	204,124	211,214	215,732	**235,297**
Basic Earnings Per Ordinary Share Attributable to Owners of the Company (Sen)	15.85	(22.94)	20.98	19.23	**18.70**
Net Assets Per Ordinary Share Attributable to Owners of the Company (RM)	1.27	1.12	1.34	1.50	**1.74**



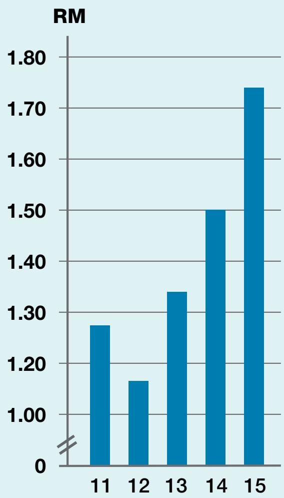
Profit Before Tax



Profit After Tax Before Non-controlling Interest



Total Equity Attributable to Owners of the Company



Net Assets Per Ordinary Share Attributable to Owners of the Company

On behalf of the Board of Directors of Muhibbah Engineering (M) Bhd ("the Board"), I am pleased to present the Annual Report and the audited financial statements of Muhibbah Engineering (M) Bhd ("the Company" or "Muhibbah") and its subsidiary companies ("the Muhibbah Group" or "Group") for the financial year ended 31 December 2015.

Tan Sri Zakaria bin Abdul Hamid
(Chairman, Senior Independent Non-Executive Director)

Overview

Overall, the Group's pre-tax profit rose to RM165.06 million in 2015, which is 14.9% higher than the RM143.69 million reported in 2014. The higher profit before tax is attributed to the improved performance of Favelle Favco Berhad Group and our airport concessions.

Key Financial Highlights

- Group's turnover was RM1.60 billion (2014: RM1.73 billion);
- Group's earnings before interest, amortisation and tax ("EBIT") increased to RM288.98 million (2014: RM 259.23 million);
- Group's net profit after tax and non-controlling interests increased to RM85.60 million (2014: RM81.55 million);
- Group's basic earnings per share was 18.70 sen (2014: 19.23 sen); and
- Group's net assets per share increased to RM1.74 (2014: RM1.50).

As at 30 March 2016, the Group's total outstanding order book stands at approximately RM2.53 billion, comprising approximately RM1.73 billion, RM694 million and RM109 million for the construction and engineering, the cranes and the shipyard divisions respectively.

Dividend

The Board is pleased to recommend a first and final tax exempt dividend of 10% (5.0 sen) per ordinary share of RM0.50 each (2014: 8% (4.0 sen) per ordinary share of RM0.50 each) in respect of the financial year under review, subject to the approval of the shareholders at the forthcoming Annual General Meeting. The total dividend payable amounts to RM23.44 million (2014: RM17.19 million).

Performance Review of Operations

Review of the performance of each division of the Group for the financial year ended 31 December 2015 and the future prospects of the Group are as follows:-

Concessions Division

Our concessions division continued with strong earnings for the financial year 2015.

Our Cambodian airports delivered better results in 2015 as it has achieved double digit growth in traffic volume, with a growth of 13% year on year. We have completed the construction of new terminals at both Phnom Penh International Airport and Siem Reap International Airport to double the capacity of operations to cater up to 12 million passengers per annum. On 16 March 2016, the new terminals were officially inaugurated by Hun Sen, Cambodia's prime minister. This is a significant milestone for our Cambodia airports concession to cater for future growth.

Inauguration of the Phnom Penh International Airport in Cambodia

On the other hand, Federal Goverment of Malaysia has granted extention of concession period by another (10) years to Roadcare (M) Sdn Bhd, our associated concession company to maintain 7,100 km roads in the central region of peninsular Malaysia.

New International Check-in Hall of Siem Reap International Airport, Cambodia

Construction and Engineering Division

Major jobs completed include Refurbishment and Extension of Terminal Buildings for the Phnom Penh and Siem Reap airports in Cambodia; Fabrication and associated works for the Central Processing Platform at Tembikai oilfield, offshore Terengganu; and Steel Structure Erection Works for Petronas LNG Train 9 Project in Bintulu, Sarawak.

During the financial year 2015, the Group secured several projects including:

- the Temporary Construction Facilities and Accommodation Camp for Package III PETRONAS' Refinery and Petrochemicals Integrated Development ("RAPID") Project in Pengerang, Johor;
- the Engineering, Procurement, Construction, Installation and Commissioning ("EPCIC") for RGT1 Minimum Send-Out Capability Improvement Project for the existing LNG Regasification Terminal in Sungai Udang, Melaka;
- the Design and Build for Upgrading of Wharf 8 and Associated Works at Container Terminal Four for Northport (Malaysia) Bhd;
- the Civil, Concrete and Buildings for Offsite Areas under Package No. 5, Steam Cracker Complex for RAPID Project;
- the Provision of EPCIC of Wellhead Platform for Ophir Development Project; and
- the Engineering, Procurement, Construction and Commissioning ("EPCC") of Temporary Executive Village and Temporary Management Office facilities for PETRONAS' RAPID Project.

In September 2015, the Company, in a joint venture with VA Tech Wabag Limited ("WABAG"), successfully secured the contract for the Design Competition for Re-FEED and Engineering, Procurement, Construction and Commissioning of the Effluent Treatment Plant for the RAPID Project in Pengerang, Johor, Malaysia with a total contract price of approximately RM950 million. This is the largest single contract we were awarded during the year. WABAG is a multinational company listed on the National Stock Exchange and the Bombay Stock Exchange. This joint venture also offers the opportunities to build international business in waste water treatment industry.

Seahorse™ III Substructure for Tembikai (Oil) Development Offshore Terengganu, Malaysia

Within the Group itself, we are developing the capabilities of our people through a comprehensive training and development programme.

For the first (1st) quarter of 2016, the Company as the lead partner in a consortium was awarded a contract by PETRONAS Carigali Sdn. Bhd. to undertake the extension of a eleven (11) storey office with 3½ floor sub-basement car park in Kota Kinabalu, Sabah.

Other ongoing contracts secured in previous years include:-

- the civil and construction works for the Terengganu Gas Terminal Project;
- the Aroma Chemical Complex for Lemongrass Project in Kuantan;
- the Conveyor System Facilities Package for Phase I works for the Samalaju Port Development in Bintulu, Sarawak;
- 300-metre Container Terminal 8 wharf & access bridges and associated works at Westport, Port Klang; and
- the Noise Barriers structure works for Klang Valley Mass Rapid Transit ("MRT").

In the announcement of Malaysia's Budget 2016 in October 2015, the construction industry continue to remain the biggest beneficiary of the pump priming of the economy through infrastructure projects under the 11th Malaysia Plan. Among those are PETRONAS' RAPID Project, PETRONAS' Pengerang Integrated Complex Project, Klang Valley's Mass Rapid Transit Line 2, Cyber City Center in Cyberjaya and a number of expressways such as the West Coast Expressway.

We see opportunities in these infrastructure projects which are coming on stream in the next few years. Our proven track record will continue to provide an edge to bid and undertake some of the packages.

As at 30 March 2016, the outstanding secured order book for the construction and engineering division stands at approximately RM1.73 billion.

Klang Valley Mass Rapid Transit ("MRT") Jajaran Sg. Buluh to Kajang - Full Enclosure Noise Barrier Structure

Favelle Favco Tower Crane at Hudson Yard, New York

Crane Division

The crane division continued to report good financial results in 2015, with 11.7% increase in profit after taxation as compared to the previous year. The improvement in profit after taxation is contributed by an improvement in operational efficiencies in our crane division's operations.

We were fortunate to have a large outstanding order book that kept us busy throughout 2015. This resulted in our largest ever number of crane deliveries. We introduced one new offshore crane into our line-up, our model the 12/10K, which was successfully delivered in the first quarter of 2016. Additionally, we completed further upgrades to various models of our tower cranes.

Favelle Favco Tower Crane at Darling Harbour, NSW Australia

As at 30 March 2016, the outstanding order book for the crane division is approximately RM694 million (2015: RM936 million). Our new order intake for 2015 is lower than 2014 due to a slower market in the oil and gas industry. However, we see prospects in the onshore wind turbine market. As wind turbines become bigger and higher, the tower crane solution seems to be more competitive in cycle times as compared to traditional crawler cranes. We have designed and built a prototype for the market. Whilst this is a relatively new lifting concept for the onshore wind turbine industry, we are optimistic that there is a market here to engage.

Our investment in our Kemaman Service Centre is starting to bear fruit. We have started to make inroads into long term maintenance contracts with the award of our first contract to maintain a fleet of 17 cranes. We expect to increase our commitment to this Service Centre by investing further into our spare parts availability, skilled engineers and training programs. Overall we believe that we will be recognised accordingly by the industry.

Shipyard Division

Our shipyard delivered two vessels to our clients during the financial year ended 31 December 2015.

Our shipyard's track record and strong ties with our customers continue to give us an edge in the successful bidding for new jobs. A good start for 2016 was when we made a breakthrough by securing an award from the Ministry of Transport, Malaysia for the Design, Construction, Testing and Commissioning of one (1) unit 85-metre Buoy Tender/Multi-Purpose Vessel for the Malaysian Marine Department for a contract value of RM92 million. This will give us opportunities to penetrate the demand for shipbuilding other than in the oil and gas sectors.

Civil Works and Mechanical Erection at Terengganu Gas Terminal Project, Kerteh, Malaysia

Corporate Development

Our new investment in Citech Energy Recovery Systems UK Ltd ("Citech") in 2012 is starting to demonstrate positive signs of development. Citech is a manufacturer of package waste heat recovery systems. We have successfully registered as Approved Vendor List under PETRONAS. In 2015, we secured a few new projects from international and multinational companies. We have also expanded into the aftersales and service market.

Future Prospects

Our existing order book will keep the Group busy for the next couple of years. The Group will continue to tender for public and private projects. While we acknowledge the uncertainties in both the local and international economies, there will be challenges and roadblocks that we will face in the coming years. But with patience, perseverance, commitment and the diverse experience of our Senior Management team, we are confident to remain a key player in the industry for years to come.

The Group remains confident that the strategies we have in place and our sound financial footing will see us through future.

Corporate Governance

The application of and compliance with the principles and best practices as set out in the Code on Corporate Governance, including a Statement on Corporate Governance, have been included in this Annual Report in accordance with the Listing Requirements of Bursa Malaysia Securities Berhad.

••• Design, Construction and Completion of the Conveyor System Faulities Package at Samalaju Port, Bintulu, Sarawak

Corporate Social Responsibility

The Group continues to honour our long standing commitment to the environment by proactively addressing environmental challenges, promoting environmental responsibility through Health, Safety and Environmental ("HSE") management policies, upholding HSE standards and encouraging the development and use of environmental-friendly designs and technologies.

Other Corporate Social Responsibility activities of the Group in 2015 include contributing to community needs, a blood donation campaign, continual commitment to the preservation of the environment, investing in training and education and promoting sports and recreational activities for our employees.

Under the Muhibbah Engineering (M) Bhd-University Technology Petronas Scholarship ("UTP") Programme, we disbursed scholarships to students in UTP. We have also sponsored students with disabilities with basic essential items to support their learning routines and to be trained through hands-on activities such as baking, sewing and painting.

Acknowledgement and Appreciation

The Board and I would also like to express our heartfelt gratitude to our people who have contributed to our positive performance over the past years. On behalf of the Board of Directors, I would like to express my appreciation for the valuable contribution from our Senior Management and staff, in Malaysia and overseas.

We also thank our valued customers, shareholders, business associates, bankers, subcontractors, suppliers and the various government agencies who have all been pivotal contributors to our past, present and future growth despite difficult times.

Finally, I would like to extend my appreciation to my fellow Board members for all your contribution and commitment. May we continue to work hand in hand in driving the business forward, promote growth and embrace improvement and development for the Group.

Tan Sri Zakaria bin Abdul Hamid
Chairman

Ministry of Transport Headquarters, Putrajaya, Malaysia

Core Divisions as at 31 March 2016

MUHIBBAH ENGINEERING (M) BHD
(12737-K)

CONCESSIONS

- 70% MUHIBBAH MASTERON CAMBODIA JV LIMITED
  - 30% SOCIETE CONCESSIONAIRE DE I' AEROPORT
- 21% ROADCARE (M) SDN. BHD.

INFRASTRUCTURE CONSTRUCTION

- 100% MEB CONSTRUCTION SDN. BHD.
- 100% MUHIBBAH STEEL INDUSTRIES SDN. BHD.
- 95% MUHIBBAH MARINE ENGINEERING (DEUTSCHLAND) GmbH
- 100% CITECH ENERGY RECOVERY SYSTEM MALAYSIA SDN. BHD.
  - 100% CITECH ENERGY RECOVERY SOLUTIONS UK (LTD)
- 60% MUHIBBAH ENGINEERING (CAMBODIA) CO. LTD.
- 50% FREYSSINET PSC (M) SDN. BHD.
- 30% WABAG MUHIBBAH JV SDN. BHD.

CRANES

- 59.89% FAVELLE FAVCO BERHAD
  - 100% FAVELLE FAVCO CRANES (M) SDN. BHD.
  - 100% FAVELLE FAVCO CRANES PTE. LTD.
  - 100% FAVELLE FAVCO CRANES PTY. LIMITED
  - 100% FAVELLE FAVCO CRANES (USA), INC.
  - 100% KROLL CRANES A/S
  - 100% FES EQUIPMENT SERVICES SDN. BHD.
  - 80% SHANGHAI FAVCO ENGINEERING MACHINERY MANUFACTURING CO. LTD.

SHIPYARD

- 100% MUHIBBAH MARINE ENGINEERING SDN. BHD.

Only major active companies are included here

Tan Sri Zakaria bin Abdul Hamid

Aged 72, Malaysian
Chairman, Senior Independent Non-Executive Director
Chairman of the Audit Committee, Remuneration Committee and Nominating Committee

Tan Sri Zakaria bin Abdul Hamid was appointed as Vice Chairman of the Company on 20 February 2002 and a member of the Audit Committee on 28 March 2003. He was redesignated as Chairman of the Company and the Audit Committee and appointed as Senior Independent Non-Executive Director, Chairman of the Remuneration and Nominating Committee on 15 May 2014 following the retirement of Tuan Haji Mohamed Taib bin Ibrahim. He obtained a Bachelor of Arts with Honours Degree from the University of Malaya in 1969 and later furthered his studies in 1993 at the Royal College of Defence Studies in London. He started work in 1969 in the Government Service and later in the Prime Minister's Department. His last held position was Director General when he retired in early 2002.

He is also a Non-Independent Non-Executive Director of Landmarks Berhad.

Mac Ngan Boon @ Mac Yin Boon

Aged 72, Malaysian
Group Managing Director
Member of the Remuneration Committee

Mr Mac Ngan Boon @ Mac Yin Boon is the co-founder of Muhibbah Engineering (M) Bhd and was appointed as the Managing Director of the Company on 22 May 1973. He has been a member of the Remuneration Committee since 21 February 2002.

Having obtained a Bachelor of Engineering (Civil) Degree from the University of Western Australia in 1967, Mr Mac is a professional engineer with the Institute of Engineers Malaysia. He started work as a construction engineer in 1967. He has also been the Chairman of the Machinery and Equipment Manufacturers Association of Malaysia (MEMA) since 1998.

He is also an Executive Director of Favelle Favco Berhad, a subsidiary of Muhibbah Engineering (M) Bhd listed on the Main Market of Bursa Malaysia Securities Berhad.

Ooi Sen Eng

Aged 74, Malaysian
Executive Director
Member of the Remuneration Committee

Mr Ooi Sen Eng obtained his Bachelor of Engineering (Civil) Degree from the University of Malaya in 1966. He was admitted as a member of the Professional Engineer (Malaysia) in 1976 and became a member of the Institute of Engineers Malaysia in 1978. He gained his early marine engineering construction experience from Zublin AG, a German construction company, where he worked for six (6) years until he co-founded Muhibbah Engineering (M) Bhd in 1972. He was appointed as Director on 26 May 1973 and a member of the Remuneration Committee on 21 February 2002.

Mac Chung Jin

Aged 42, Malaysian
Executive Director/Deputy Chief Executive Officer

Mr Mac Chung Jin was appointed as Executive Director of Muhibbah Engineering (M) Bhd on 15 May 2014. He was Alternate Director to Mr. Ooi Sen Eng from 2 May 2008 to 15 May 2014. He holds a Bachelor of Civil Engineering Degree from Oxford Brookes University, United Kingdom. He joined Muhibbah Engineering (M) Bhd in 1995 as a Project Engineer and was promoted to Head of Business Development in 1999, spearheading local and international projects. He was appointed to Deputy Chief Executive Officer of the Company on 2 September 2013. He is currently also a member of the Risk Management Committee of Muhibbah Group.

Shirleen Lee Poh Kwee

Aged 50, Malaysian
Group Finance Director

Ms Shirleen Lee Poh Kwee was appointed as Group Finance Director to the Board of Muhibbah Engineering (M) Bhd on 15 May 2014. She is also a member of the Risk Management Committee of Muhibbah Group.

Prior to joining Muhibbah Group, she was a Senior Auditor with an international accounting firm, KPMG with experience in statutory audit, special audit, due diligence, strategic tax planning and compliance services.

She joined Muhibbah Group in 1993 as Group Chief Financial Officer to spearhead Muhibbah Group's corporate banking and treasury management, corporate finance and development, mergers and acquisitions, financial management reporting, tax planning, corporate affairs and investor relations as well as Group investment strategy and appraisal.

Ms Shirleen Lee is a fellow member of the Association of Chartered Certified Accountant, United Kingdom and Chartered Accountant with Malaysian Institute of Accountants. She is also a Certified Financial Planner of Financial Planning Association of Malaysia.

Ms Shirleen Lee is also the Group Finance Director of Favelle Favco Berhad, a subsidiary of Muhibbah Engineering (M) Bhd listed on the Main Market of Bursa Malaysia Securities Berhad.

Sobri bin Abu

Aged 63, Malaysian
Independent Non-Executive Director
Member of the Audit Committee, Remuneration Committee and Nominating Committee

Encik Sobri bin Abu was appointed to the Board as an Independent Non-Executive Director on 27 June 2013. He was further appointed as a member of the Audit Committee as well as the Remuneration and Nominating Committees on 28 August 2013.

Encik Sobri's career spans more than thirty years (30) in the oil and gas industry. He worked not only for major international oil companies, such as ExxonMobil, PETRONAS but also the major international engineering construction companies like Babcock King Wilkinson (UK) Ltd of the United Kingdom, Stone and Webster Construction, Inc of the United States of America, Petrofac Engineering and Construction of the United Arab Emirates and local engineering companies including Sumatec Engineering Bhd and Ranhill WorleyParsons of Malaysia.

He is also an Independent Director of Favelle Favco Berhad, a subsidiary of Muhibbah Engineering (M) Bhd listed on the Main Market of Bursa Malaysia Securities Berhad.

Abd Hamid bin Ibrahim

Aged 67, Malaysian

Independent Non-Executive Director

Encik Abd Hamid bin Ibrahim was appointed to the Board of Muhibbah Engineering (M) Bhd on 18 January 2006 as an Independent Non-Executive Director.

He holds a Masters degree in Petroleum Engineering from Heriot-Watt University, Scotland and a degree in Mining from Camborne School of Mines, UK. He also attended the Advanced Management Program at the University of Hawaii in 1980 and Wharton School of Management, University of Pennsylvania, USA in 2000.

Encik Abd Hamid joined PETRONAS in June 1976 as a Production Engineer in the Production Department and since then had held several managerial positions in the Upstream Sector (including as General Manager, Development Division, PETRONAS Carigali Sdn Bhd) until April 1991. He was the Managing Director/Chief Executive Officer of Ethylene Malaysia Sdn Bhd and Polyethylene Malaysia Sdn Bhd from May 1991 till May 1996, Managing Director/ Chief Executive Officer of Malaysia LNG Sdn Bhd and MLNG Dua Sdn Bhd, and Project Director of MLNG Tiga Sdn Bhd from June 1996 prior to his appointment as Managing Director/ Chief Executive Officer of PETRONAS Gas Bhd in September 1999. He was a member of the PETRONAS Management Committee from July 1996 until June 2003.

He has been the Editor-in-chief of RESOURCE, the quarterly magazine of the Malaysian Petroleum Club since October 1991. In July 2004, he was appointed as the PETRONAS representative to the Board of Trustees of Cancer Research Malaysia (CRM). He was conferred an Honorary Membership of Malaysia Gas Association in year 2014 and was also made an Honarary Member and Advisor to Malaysian Oil & Gas Engineering Council in May 2015 for his significant contribution to the Association and industry respectively.

Dato' Mohamad Kamarudin bin Hassan

Aged 60, Malaysian

Independent Non-Executive Director

Member of the Audit Committee, Remuneration Committee and Nominating Committee

Dato' Mohamad Kamarudin bin Hassan was appointed to the Board of Muhibbah Engineering (M) Bhd as an Independent Non-Executive Director and a member of the Audit, Nominating and Remuneration Committee on 15 May 2014.

He graduated with a Bachelor of Economics degree (Majoring in Business Administration) from the University of Malaya in 1978 and obtained a Diploma in Public Management from Institute Tadbiran Awam Malaysia (INTAN) in 1979. He received a Masters Degree in Business Administration (Majoring in Finance) from Oklahoma City University, USA in 1987.

Dato' Mohamad Kamarudin began his career with the Administrative and Diplomatic Service in 1979 with his first posting to the Macro-economic Division of the Economic Planning Unit in the Prime Minister's Department. In 1987, he was transferred to the Ministry of International Trade and Industry (MITI) where he had served in various divisions of the Ministry. He was then posted to the Malaysian Embassy in Washington DC as the Economic Counsellor from 1992 to 1994. From January 2006 until his retirement on 31 August 2013, he was seconded to Malaysia External Trade Development Corporation (MATRADE) as the Deputy Chief Executive Officer.

He is also an Independent Director in four (4) Public Listed Companies, namely, CCM Duopharma Biotech Berhad, ManagePay Systems Berhad, Lion Diversified Holdings Berhad and Malaysian Pacific Industries Berhad.

Mazlan bin Abdul Hamid

Aged 53, Malaysian

Non-Independent Non-Executive Director

Encik Mazlan bin Abdul Hamid was appointed to the Board of Muhibbah Engineering (M) Bhd on 15 May 2014 as a Non-Independent Non-Executive Director.

He obtained a Diploma in Engineering from the University of Mara Technology in 1984 and attended an Advanced Metallurgy course in the United Kingdom in 1985. In the same year, he started his career as a project coordinator in DNT (M) Sdn Bhd. He then joined SCS Petrotechnical (M) Sdn Bhd and was seconded to Sarawak Shell Berhad. Thereafter, he joined Bureau Veritas (M) Sdn Bhd as Surveyor and Marketing Manager. He joined Favelle Favco Cranes (M) Sdn Bhd in 1996 as the Sales & Marketing General Manager and has played a key role in penetrating the international cranes manufacturing market.

Encik Mazlan is also an Executive Director of Favelle Favco Berhad, a subsidiary of Muhibbah Engineering (M) Bhd listed on the Main Market of Bursa Malaysia Securities Berhad.

Additional Information on Directors

1. Family Relationship with any Director and/or major shareholder of Muhibbah Engineering (M) Bhd

None of the Directors have any relationship with each other and/or major shareholders of Muhibbah Engineering (M) Bhd except Mac Chung Jin. Mac Chung Jin is the son of Mac Ngan Boon @ Mac Yin Boon, the Managing Director and substantial shareholder of Muhibbah Engineering (M) Bhd.

2. Conflict of Interest

None of the Directors have any conflict of interest with the Company.

3. Convictions for Offences within the past 10 years, other than traffic offences

None of the Directors have been convicted for offences.

Additional Compliance Information

1. Utilisation of Proceeds from Corporate Proposals

There were no proceeds raised from corporate proposals during the financial year.

2. Share Buy-Backs

The Company did not repurchase any ordinary shares of RM0.50 each of its own shares from the open market of Bursa Malaysia Securities Berhad during the financial year ended 31 December 2015.

3. Options, Warrants or Convertible Securities

(i) Employees' Share Option Scheme

Details of the employee's share option of the Company are disclosed on page 41 of this Annual Report.

(ii) Warrants

During the financial year 2015, 37,000,000 Warrant 2010/2015 were exercised and converted into 37,000,000 ordinary shares of RM0.50 each. The Warrants expired on 26 April 2015.

4. Depository Receipt Programme

The Company did not sponsor any depository receipt programme during the financial year.

5. Imposition of Sanctions and/or Penalties

During the financial year under review, there were no material sanctions and/or penalties imposed on the Company and its subsidiaries, Directors or Management by any relevant regulatory bodies.

6. Non-Audit Fees

The amount of non-audit fees paid to the external auditors for the financial year ended 31 December 2015 was RM10,000.

7. Variation in Results

There were no significant variations between the audited results for the financial year ended 31 December 2015 and the unaudited results previously announced.

8. Profit Estimate, Forecast or Projection

There was no profit estimate, forecast or projection announced by the Company and its subsidiary companies during the financial year ended 31 December 2015.

9. Profit Guarantee

There were no profit guarantees given/received by the Company during the financial year.

10. Material Contracts

Save for the recurrent related party transactions disclosed under item 11, there were no material contracts entered into by the Company and its subsidiaries involving the interests of Directors and major shareholders, either still subsisting as at 31 December 2015 or entered into since the end of the previous financial year ended 31 December 2014.

11. Recurrent Related Party Transactions

At the Annual General Meeting held on 24 June 2015, the Company had obtained shareholders' mandate allowing the Group to enter into recurrent related party transactions of a revenue or trading nature as disclosed in the Circular to Shareholders dated 29 May 2015. In accordance with Section 3.1.5 of Practice Note No. 12/2001 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the details of recurrent related party transactions conducted during the financial year ended 31 December 2015 pursuant to the shareholders' mandate are disclosed as follows :-

Transacting Parties	Related Party	Nature of Transactions	Actual Transaction Value for the Financial Year Ended 31 December 2015 RM'000
MEB Group and FFB Group	Mac Ngan Boon @ Mac Yin Boon, Mac Chung Hui, Mac Chung Jin and Mazlan bin Abdul Hamid	Sales of cranes and parts and rental of cranes, plant and equipment by MEB Group to FFB Group; and subcontracting work awarded by FFB Group to MEB Group	12,377
		Purchases and rental of cranes and parts by MEB Group from FFB Group, and the provision of crane maintenance and services by FFB Group to MEB Group	5,977
		# Rental of factory and office premises located at Lot 9895, Geran #26559, Kg. Jawa, Mukim & District of Klang, State of Selangor by MEB Group to FFB Group, measuring 5.0 acres	1,655
		# Rental of open yard located at PN 11185, Lot 104505, Telok Gong, Mukim & District of Klang, State of Selangor by MEB Group to FFB Group, measuring 32,753.44 sq. ft.	-
		# Rental of office space under Lot 586, 2nd Mile, Jalan Batu Tiga Lama by MEB Group to FFB Group, measuring 4,500 sq. ft.	207
		# Rental of land held under HS(D) 99546 Lot No. 104625 Mukim & District of Klang, State of Selangor by MEB Group to FFB Group, measuring in area approximately 160,000 sq. ft.	1,920
		# Rental of open yard located at Lot 104626 & Lot 129073, Telok Gong, Mukim & District of Klang, State of Selangor by MEB Group to FFB Group, measuring 62,500 sq. ft.	646
		Shared services expenses/charges by MEB Group to FFB Group which includes amongst others legal, information technology and internal audit by MEB Group to FFB Group	2,000

Tenancies are for terms not exceeding three (3) years with rentals payable on monthly basis

Abbreviations

"MEB"	: Muhibbah Engineering (M) Bhd
"MEB Group"	: MEB, its subsidiaries and associated companies collectively
"FFB"	: Favelle Favco Berhad
"FFB Group"	: FFB, its subsidiaries and associated companies collectively

Introduction

The Board of Directors ("the Board") is committed towards ensuring that good Corporate Governance is observed throughout the Group. Upholding integrity and professionalism in its management of the affairs of the Group, the Board aims to enhance business prosperity and corporate accountability with the ultimate objective of realising long-term shareholders' value and safeguarding interests of other stakeholders.

This statement describes how the Group has applied the principles set out in the Malaysian Code on Corporate Governance 2012 ("MCCG 2012") and except where stated otherwise, its compliance with the best practices of the MCCG 2012 for the financial year ended 31 December 2015.

Board of Directors

Composition and Balance
An experienced Board consisting of members with a wide range of business, technical, financial and public service backgrounds leads and controls the Group. This brings insightful depth and diversity to the leadership and management of the Group's business.

The Board is well balanced with Executive and Non-Executive Directors. Currently, the Board consists of nine (9) members, comprising four (4) Independent Non-Executive Directors, one (1) Non-Independent Non-Executive Director and four (4) Executive Directors. As such, more than one-third (1/3) of the Board comprises Independent Directors.

The Board believes that the current composition is appropriate given the nature of business and scale of operations of the Group. Profiles of the Directors are presented on pages 17 to 20 of this Annual Report.

The Executive Directors are generally responsible for making and implementing operational decisions whilst the Non-Executive Directors support the skills and experience of the Executive Directors, contributing to the formulation of policy and decision-making with their knowledge and experience in other business sectors.

An Independent Non-Executive Chairman leads the Board and he is also identified as the Senior Independent Non-Executive Director to whom concerns of the Group may be conveyed.

Duties and Responsibilities of the Board
The Board assumes the following principal responsibilities in discharging its fiduciary and leadership functions:

- Oversee the conduct of the businesses and financial performance to determine if the business is being properly managed;
- Review and adopt financial results of the Company and the Group as well as adequacy of financial information disclosure;
- Review the conduct and performance of major projects to determine whether they were properly managed;
- Assess and review principal risks affecting the Group;
- Review related party transactions;
- Implement succession planning for business continuity;
- Review and adopt corporate strategy, business plans, major investment and financing; and
- Review material litigations, Group order book, debt collection status, capital expenditure, borrowing and cash statuses.

The Board has delegated specific responsibilities to the committees to assist the Board in the effective operation and in the governance of the Group. The functions and Terms of Reference of the committees as well as authority delegated by the Board have been defined by the Board in the Terms of Reference of the respective committees. These committees are Audit Committee, Nominating Committee, Remuneration Committee and Option Committee, which administers the Employees' Share Option Scheme. In addition, the Board is also assisted by a Risk Management Committee which comprises members of the Board and Senior Management.

Board Meetings

Board meetings are held at regular intervals with additional meetings taking place as and when necessary. Board meetings for the ensuing financial year are scheduled in advance at the end of the previous financial year so that the Directors are able to plan ahead and record the next year's Board meetings into their respective schedule. During the financial year under review, the Board met four (4) times to review the Group's operations, review and approve the quarterly financial results and annual financial statements and other matters requiring the Board's approval. The Company Secretary records all the deliberations, particularly the issues discussed, in reaching that decision in the minutes of Board meetings. All Directors attended all the Board meetings held during the financial year and have complied with the minimum requirement of 50% attendance at Board meetings as stipulated in the Main Market Listing Requirements of Bursa Securities. Details of the attendance of the Directors at the Board meetings held during the financial year under review are as follows:

Names of Directors	Attendance at Meetings in 2015
Tan Sri Zakaria bin Abdul Hamid	4/4
Mac Ngan Boon @ Mac Yin Boon	4/4
Ooi Sen Eng	4/4
Abd Hamid bin Ibrahim	4/4
Sobri bin Abu	4/4
Mac Chung Jin	4/4
Lee Poh Kwee	4/4
Dato' Mohamad Kamarudin bin Hassan	4/4
Mazlan bin Abdul Hamid	4/4

Board members are required to declare their directorship in other companies to the Board. All Board members are expected to devote sufficient time to carry out their roles and responsibilities as Directors.

Access to Information and Advice

Due notice is given to the Directors prior to each Board meeting. Each Director is provided with the agenda and a full set of Board papers providing details on operational, financial, safety and corporate developments and other relevant documents prior to each Board meeting with the aim of enabling the Directors to make well-informed decisions on matters arising at the Board meetings. It is the primary responsibility of the Chairman of the Board to organise such information necessary for the Board to deal with the agenda and the Board adopts a formal schedule of matters specifically referred to it for decision.

The appointment of the Company Secretary is based on the capability and proficiency determined by the Board. The Company Secretary is available at all times to provide the Directors with the appropriate advice and services and also to ensure that the relevant procedures and all applicable rules and regulations are complied with. As permitted by the Articles of Association of the Company, the removal of Company Secretary is a matter for the Board as a whole.

In addition, the Directors have authority to access all information within the Company in furtherance of their duties as well as to the advice and services of the Senior Management of the Company. They are also empowered to seek external independent professional advice in connection with their roles as a Director at the Company's expense, to enable them to make well-informed decisions.

Sustainability

The Board views the commitment to sustainability and environment, social and governance performance as part of its broader responsibility to clients, shareholders, workplace and the communities in which it operates. Every business decision that the Group makes pertaining to growth and profitability is consistent with its social and environmental needs for sustainability. The corporate responsibility initiatives undertaken by the Company for the financial year ended 31 December 2015 are disclosed in the Chairman's Statement of this Annual Report.

Board Charter and Code of Ethics

As at the date of this Statement, the Board has not adopted a Board Charter. The Board believes that the existing legislation collectively with the various policies, procedures and practices that have been in place for a long time, the Company's Articles of Association, statutory and regulatory requirements, have effectively encapsulated the essence of the suggested contents of a Board Charter.

The Board is committed to ensuring that all its business activities operate within the highest standards of business ethics and integrity as summarised in the Company's code on business practices, which are applicable Group-wide.

Board Committees

The following committees have been established to assist the Board to discharge its duties and responsibilities. The Board has delegated certain powers and duties to these committees, which operate within the defined Terms of Reference. The final decision on all matters, however, lies with the entire Board.

(i) Audit Committee

The principal objective of the Audit Committee is to assist the Board in carrying out its statutory duties and responsibilities relating to the accounting and reporting practices of the Group. This includes reviewing the quarterly financial results and yearly financial statements to be disclosed, the scope of works, management letter of the external auditors and undertake any such other functions as may be determined by the Board from time to time.

All the members of the Audit Committee are Non-Executive Directors. Tan Sri Zakaria bin Abdul Hamid, a Senior Independent Non-Executive Director, is the Chairman of the Audit Committee.

The Audit Committee met four (4) times during the year.

A report detailing the membership, attendance, role, activities and Terms of Reference of the Audit Committee is presented on pages 32 to 36 of this Annual Report.

(ii) Nominating Committee

The present members of the Nominating Committee are as follows:

Names of Committee Members	Designation
Tan Sri Zakaria bin Abdul Hamid	Chairman *(Senior Independent Non-Executive Director)*
Sobri bin Abu	Member *(Independent Non-Executive Director)*
Dato' Mohamad Kamarudin bin Hassan	Member *(Independent Non-Executive Director)*

The Nominating Committee met once during the financial year. In accordance with its Terms of Reference, the Nominating Committee reviewed the Board structure on the designation, roles and responsibilities of the individual Directors of the Company to ensure that the Board has the required mix of skills, experience and other core competencies.

The Nominating Committee had carried out the following activities in accordance with its Terms of Reference:-

- Reviewed the performance of Independent Directors including the criteria as required under the Listing Requirements. All assessments and evaluations carried out by the Nominating Committee are properly documented;

- Reviewed the existing balance, size, composition and effectiveness of the Board of Directors and discussed the criteria to be used for the appointment of new Directors which include gender diversity, ethnicity, age and succession planning; and

- Identified and recommended to the Board the Directors who were due for retirement by rotation and/or subject to re-appointment at the forthcoming Annual General Meeting.

(iii) Remuneration Committee

The present members of the Remuneration Committee are as follows:

Names of Committee Members	Designation
Tan Sri Zakaria bin Abdul Hamid	Chairman *(Senior Independent Non-Executive Director)*
Mac Ngan Boon @ Mac Yin Boon	Member *(Group Managing Director)*
Ooi Sen Eng	Member *(Executive Director)*
Sobri bin Abu	Member *(Independent Non-Executive Director)*
Dato' Mohamad Kamarudin bin Hassan	Member *(Independent Non-Executive Director)*

The Remuneration Committee met once during the financial year. In accordance with its Terms of Reference, the Remuneration Committee reviewed the remuneration packages and benefits of the Executive Directors in accordance with the contribution and level of responsibilities undertaken by the Board to ensure the Company is able to attract high calibre executives to run the Company successfully as well as to attract and retain Directors. Directors do not participate in decisions on their own remuneration. At the same time, the Non-Executive Directors' fees were also reviewed based on their experience and level of responsibilities and recommended for Board's approval. The individual Non-Executive Directors concerned had abstained from discussion of their own remuneration packages.

Although the Group does not have written remuneration policies, remuneration comparison with other companies in similar industries has been performed to ensure that the remunerations of the Directors remain competitive with the market and consistent with their duties and responsibilities.

Board Evaluation
For the financial year under review, the Board assisted by the Nominating Committee reviewed the skills and experience of the individual Director and assessed the effectiveness of the Board as a whole.

The Board was satisfied with the performance and effectiveness of the Board and Board Committees who have discharged their duties and responsibilities effectively. The Board evaluation criteria was reviewed by the Nominating Committee during the financial year.

The Board evaluation comprises Board and Committee assessments as well as an assessment of Independence of Independent Directors and the contribution of each individual Director. The evaluations involve individual Directors and Committee members completing a set of evaluation questionnaires regarding the processes of the Board and its Committees, their effectiveness and where improvements could be considered by the Company. The criteria for assessing the independence of an Independent Director include the relationship between the respective Independent Director and the Group and his involvement in any significant transaction with the Group. The Board also undertook a self-assessment in which they assessed their own performance. All assessments and evaluations carried out by the Nominating Committee were properly documented.

Appointment, Re-appointment and Re-election of Directors
In accordance with the Company's Articles of Association, one-third (1/3) of the Directors (including the Managing Director) shall retire from office and be eligible for re-election at each Annual General Meeting and all Directors shall retire from office once at least in each three (3) years but shall be eligible for re-election. Directors appointed during the year will be subject to retirement and re-election by shareholders at the Annual General Meeting.

Directors who are over seventy (70) years of age are required to submit themselves for re-appointment annually in accordance with Section 129(2) and Section 129(6) of the Companies Act, 1965. The performance of those Directors who are subject to re-appointment and re-election at the Annual General Meeting are assessed by the Nominating Committee and recommendations are submitted to the Board for approval.

The Board believes that diversity in the Board's composition will bring value to Board deliberation. The Board recognises the benefit of diversity in gender and hence gender had been inherently considered in the recruitment and appointment of Directors. The Board has one (1) woman Director and the Board is comfortable with its current composition.

Reinforcement of Independence
The Board acknowledges the importance of Independent Non-Executive Directors in bringing objectivity and impartiality in providing unbiased opinion and judgment to ensure that the interests of the Group, shareholders, customers and other stakeholders are taken into account during its decision making process. The Board consists of four (4) Independent Directors who neither involved themselves in the business transactions nor participated in the day-to-day management of the Group. The Independent Directors satisfy the definition set out in the Main Market Listing Requirements of Bursa Securities and the Company meets the minimum requirement prescribed by the Main Market Listing Requirements of Bursa Securities to have at least one-third (1/3) of its Board members being Independent Directors.

In line with the recommendation of MCCG 2012, the tenure of the Independent Director should not exceed a cumulative term of nine (9) years. Should the Board intend to retain the Director as Independent Director after serving beyond nine (9) years, shareholders approval will be sought.

Currently, there are two (2) Board Members who have served as Independent Directors for more than nine (9) years. The Nominating Committee and the Board have performed the assessment on independence of the Independent Directors and noted that Tan Sri Zakaria bin Abdul Hamid and En Abd Hamid bin Ibrahim had served the Board for more than nine (9) years as Independent Directors. The Board on the recommendation of Nominating Committee proposed for their re-appointment as Independent Directors at the forthcoming Annual General Meeting based on their independence and ability to act in the best interest of the Company.

Division of roles and responsibility between Chairman and Managing Director

The Board subscribes to the principle that clear division of responsibilities between the Chairman of the Board and the Managing Director is beneficial to facilitate a check and balance mechanism for the effective functioning of the Board. The Chairman of the Board is a Senior Independent Non-Executive Director who is leading the Board in overseeing the management while the Managing Director focuses on the business and the day-to-day management of the Group. Such separation of roles and positions promotes accountability and ensures that there is a balance of power and authority in the Board's overseeing the management of the Company.

Directors' Training

The Board is cognizant of the added value that can be brought by the Directors when they are kept up to date with the industry and regulatory development. All the Directors have attended and successfully completed the Mandatory Accreditation Programme ("MAP") as prescribed by Bursa Securities. During the financial year, seminars and training programmes attended include topics relating to corporate governance, risk management, corporate strategy, taxation and new legislations. Training for Directors will be provided consistently so as to ensure that they are kept up to date on latest developments in relevant laws and business practices and to enable them to discharge their duties effectively.

An induction briefing is provided by the Board and Senior Management to newly appointed Independent Non-Executive Directors to provide them with in-depth knowledge of the Group's business and strategies.

Directors' Remuneration

The details of the remuneration of the Directors of the Company for the financial year under review are as follows:

	Group RM	Company RM
Executive:		
Fees	655,500	288,000
Other emoluments	3,782,478	3,527,440
	4,437,978	3,815,440
Non-Executive (but holding executive position in subsidiaries):		
Fees	174,000	72,000
Other emoluments	669,580	13,640
	843,580	85,640
Independent Non-Executive:		
Fees	374,250	288,000
Other emoluments	82,854	63,920
	457,104	351,920
Total Directors' remuneration	5,738,662	4,253,000

The number of Directors in each remuneration band for the financial year 2015 is as follows:

Range of Remuneration	Executive Directors	Non-Executive Directors	Total
Below RM100,000	-	3	3
RM150,001 to RM200,000	-	1	1
RM800,001 to RM850,000	-	1	1
RM850,001 to RM900,000	1	-	1
RM900,001 to RM950,000	1	-	1
RM1,150,001 to RM1,200,000	1	-	1
RM1,450,001 to RM1,500,000	1	-	1
	4	5	9

Accountability and Audit

Financial Reporting and Statement of Directors' Responsibility
The Directors are responsible to ensure that the financial statements are drawn up in accordance with the Companies Act, 1965 and applicable financial reporting standards in Malaysia.

The Board is responsible for ensuring that the financial statements for each financial year give a true and fair view of the state of affairs of the Group and the Company as at the end of the financial year and the results of operations, changes in equity and cash flows of the Group and the Company for the financial year.

In preparation of the financial statements, the Board has ensured that:
i) Suitable accounting policies have been adopted and applied consistently;
ii) Judgments and statements made are reasonable and prudent; and
iii) Financial statements have been prepared on a going concern basis.

The Audit Committee assists the Board by overseeing that financial reporting reflects the substance of the business and transactions apart from being compliant with relevant standards and legislation.

The Board is responsible for ensuring that the Group and the Company keep accounting records which disclose with reasonable accuracy at any time the financial position of the Group and the Company and which enable them to ensure the financial statements comply with the Companies Act, 1965 and applicable approved accounting standards in Malaysia.

Relationship with the Auditors
Through the Audit Committee, the Group has established a transparent and appropriate relationship with the Group's auditors, both internal and external. The internal auditors report directly to the Audit Committee and details of their activities are provided in the Audit Committee Report. Both the internal and external auditors are invited to attend the Audit Committee meetings to facilitate the exchange of views in issues requiring attention. The external auditors are also invited to attend meetings on special matters, when necessary. In addition, the Audit Committee also meets the external auditors, without the presence of Executive Board members and Management, at least twice a year.

Risk Management Framework and Internal Control
The Group's Statement on Risk Management & Internal Control, which provides an overview of the risk management framework and state of internal control within the Group, is presented on page 37 to page 38 of this Annual Report.

Recurrent Related Party Transactions
The Board, through the Audit Committee, reviews all recurrent related party transactions.

All recurrent related party transactions entered into by the Group were made in the ordinary course of business and in accordance with the approved shareholders' mandate for recurrent related party transactions.

Timely and High Quality Disclosure

Corporate Disclosure Policy
The Company is committed to ensuring that all information such as corporate announcements, circulars to shareholders and financial results are disseminated to the general public in a timely and accurate manner.

The Company releases all announcements, material and price sensitive information in a timely manner to Bursa Securities as required under the Main Market Listing Requirements of Bursa Securities as well as releases the Company's updates to the market and community through the Company's website, media releases and other appropriate channels.

The Executive Directors evaluate the release of all major communications to investors or Bursa Securities.

Shareholders

Investors and Shareholders Relationship
The Board recognises the importance of maintaining effective communication with its investors and shareholders. An Investor Relations and Shareholder Communication Policy have been adopted by the Board to enable the Group and the Company to communicate effectively with its shareholders, existing and potential investors, other stakeholders and public generally. An Investor Relations function has been established to facilitate communication between the Company and its existing shareholders and potential investors.

The Investor Relations function communicates with the shareholders and investors through periodic roadshows and investors briefing both locally and abroad, with fund managers, institutional investors and research analysts. Information such as the Group's performance, strategy and major development are presented and explained during these investors briefing.

Apart from the mandatory announcements of the Group's financial results and corporate developments to Bursa Securities, the Group maintains a website (www.muhibbah.com) that allows all shareholders to gain access to information and business activities and recent developments of the Group and for feedback.

Annual General Meeting
The Annual General Meeting is an important forum and primary channel where communications with shareholders can be effectively conducted. Shareholders are encouraged to attend and participate at the meeting by raising questions on resolutions proposed and to enquire on the Company's progress and performance. The Chairman and Directors are in attendance to respond to shareholders' queries during the meeting.

In accordance with the Company's Articles of Association, voting at general meetings will be conducted by show of hands or by poll if so demanded by the shareholders or Chairman of the meeting. The Chairman, at the commencement of the Annual General Meeting, informs shareholders of their right to vote by poll. Poll voting will be carried out in resolutions involving related party transactions as required by the Main Market Listing Requirements of Bursa Securities.

Compliance Statement

The Company has complied with the Principles as set out in the MCCG 2012 and the relevant chapter of the Main Market Listing Requirement of Bursa Securities on Corporate Governance to the extent as set out above throughout the financial year ended 31 December 2015.

This Statement on Corporate Governance was approved by the Board of Directors on 5 April 2016.

Audit Committee Report

The Board of Directors ("the Board") of Muhibbah Engineering (M) Bhd is pleased to present the Audit Committee Report for the financial year ended 31 December 2015.

Composition and Attendance

Board members who served on the Audit Committee ("AC") during the financial year and details of their attendance are as follows:

Names of Committee Members	Designation	No of Committee Meetings Attended
Tan Sri Zakaria bin Abdul Hamid	Chairman *(Senior Independent Non-Executive Director)*	4/4
Sobri bin Abu	Member *(Independent Non-Executive Director)*	4/4
Dato' Mohamad Kamarudin bin Hassan	Member *(Independent Non-Executive Director)*	4/4

The AC comprises entirely Independent Non-Executive Directors. Dato' Mohamad Kamarudin bin Hassan has fulfilled the financial expertise requisite of the Main Market Listing Requirements of Bursa Securities.

Whilst the AC reported to the Board on principal matters deliberated during the four (4) AC meetings, minutes of the meetings had also been circulated to each member of the Board.

The Group's Finance Director and the Group Internal Audit Manager attended all AC meetings by invitation. Representative of the External Auditors and other Board members also attended some of the meetings upon invitation by the Chairman of the AC.

Summary of Activities in 2015

The AC carried out its duties in accordance with its Terms of Reference. The main activities undertaken by the AC are as follows:

(i) Financial Reporting & External Audit

- Reviewed the quarterly financial results as well as the year end financial statements of the Group before recommending them to the Board of Directors for consideration and approval for announcement;
- Reviewed the external auditors' audit plan, scope of work and results of the annual audit for the Group; and
- Convened two (2) meetings with the external auditors without the presence of the Executive Directors and Management to discuss relevant issues and obtain feedbacks.

(ii) Internal Audit

- Reviewed and approved the internal audit plan for the Group proposed by Internal Auditors to ensure adequacy of the scope of coverage;
- Reviewed the recurrent related party transactions review report prepared by Internal Auditors; and
- Reviewed the audit and follow-up reports presented by the Internal Auditors which include their findings and recommendations. The AC further deliberated on those findings, Management's responses and Internal Auditors' recommendations.

(iii) Reviewed the recurrent related party transactions within the Group to ensure that the amount transacted were within the mandate approved by the shareholders.

(iv) Reviewed major outstanding issues/risks of projects in the Group as well as material litigations.

Internal Audit Function

The Group has an in-house internal audit function namely Group Internal Audit Department ("GIAD"). GIAD is governed by the Internal Audit Charter approved by the AC. GIAD reports directly to the AC and has direct access to the AC members on all the internal control and audit issues. During the financial year ended 31 December 2015, GIAD carried out the following:

- Performed a review on the recurrent related party transactions;
- Prepared and presented the audit plan for AC's review and approval;
- Performed follow-up reviews to determine if Management had implemented the action plans to address the findings highlighted in the previous internal audit reports;
- Prepared audit and review reports and sought Management's response on the issues highlighted; and
- Presented the internal audit, follow-up as well as specific review reports to the AC for their deliberation.

The total cost incurred for the internal audit function in respect of the financial year ended 31 December 2015 amounted to approximately RM576,000.

Terms of Reference

Objectives
The principal objective of the AC is to assist the Board of Directors in carrying out its statutory duties and responsibilities relating to accounting and reporting practices of Muhibbah Engineering (M) Bhd and its subsidiaries.

In addition, the AC shall:
- evaluate the quality of the audits performed by the internal and external auditors;
- provide assurance that the financial information provided by Management is relevant, reliable and timely;
- oversee compliance with laws and regulations and observance of a proper code of conduct; and
- determine the adequacy of the Company's internal control system.

Membership
The Board shall appoint the AC, comprising at least three (3) Directors; all of whom shall be Non-Executive Directors, with a majority of them being Independent Directors. The Chairman of the AC, who is an Independent Director, shall be appointed by the members of the AC. No Alternate Director can be a member of the AC.

At least one (1) member of the AC must be a member of the Malaysian Institute of Accountants or have similar qualifications as prescribed in Part I or Part II of the First Schedule of the Accountants Act, 1967 or fulfils such other requirements as prescribed or approved by Bursa Malaysia Securities Berhad.

If a member of the AC ceases to be a member with the result that the number of members is reduced to two (2), the Board of Directors shall within three (3) months of the event, appoint such number of new members as may be required to fill the vacancy.

Attendance at meetings
The AC shall hold at least four (4) regular meetings per year and such additional meeting as the Chairman shall decide in order to fulfil its duties.

The quorum for each meeting shall be two (2) members where a majority of the members present must be Independent Directors.

The Company Secretary shall act as Secretary of the AC.

The AC may invite any person to be in attendance at any particular AC meeting to assist it in its deliberations.

Authority
The AC is authorised by the Board:
- to investigate any matter within its Terms of Reference;
- to have the resources which are required to perform its duties;
- to have full and unrestricted access to any information pertaining to the Company;
- to have direct communication channels with the external auditors and person(s) carrying out the internal audit function or activity;
- to be able to obtain independent professional or other advice; and
- to be able to convene meetings with the external auditors, the internal auditors or both, excluding the attendance of other Directors and employees of the Company, whenever deemed necessary.

Duties

The duties and scope of work of the AC shall be:

1. To review the following and report the same to the Board of Directors:
    - with the external auditors, the audit plan, their evaluation of the system of internal controls and the audit reports on the financial statements;
    - the assistance given by the employees to the external auditors;
    - the adequacy of the scope, functions, competency and resources of the internal audit functions and that it has the necessary authority to carry out its work;
    - the internal audit programme, processes, the results of the internal audit programme, processes or investigation undertaken and whether or not appropriate action is taken on the recommendations of the internal audit function;
    - the quarterly results and year end financial statements before submission to the Board of Directors for approval, focusing particularly on changes in or implementation of major accounting policy, significant and unusual events and compliance with applicable approved accounting standards and other legal requirements;
    - any related party transactions and conflict of interest situations that may arise within the Group or Company including any transaction, procedure or course of conduct that raises questions of Management integrity; and
    - the appointment of the external auditors and audit fees, and any questions of resignation or dismissal.

2. To recommend the nomination of a person or persons as external auditors.

3. To ensure that the AC Report is prepared at the end of each financial year for inclusion in the Annual Report of the Company. The AC Report shall comprise:
    - the composition of the AC, including the name, designation (indicating the Chairman) and directorship of the members (indicating whether the Directors are independent or otherwise);
    - a summary of the Terms of Reference of the AC, or the key functions, roles and responsibilities of the AC;
    - the number of AC meetings held during the financial year and details of attendance of each AC member;
    - a summary of the activities of the AC in the discharge of functions and duties for that financial year of the Company; and
    - a summary of the activities of the internal audit function or activity.

4. To verify, on a yearly basis, the allocation of options under a share option scheme for employees to ensure compliance with the allocation criteria determined by the Company's Share Option Committee and in accordance with the bye-laws of the relevant option scheme.

5. To promptly report to Bursa Malaysia Securities Berhad any matters reported by the AC to the Board of Directors which have not been satisfactorily resolved resulting in a breach of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Proceedings of the AC

Calling of meeting
The members may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit, provided that they shall have a minimum of four (4) meetings in a financial year. The Secretary shall on the requisition of a member summon a meeting of the AC.

Notice of meeting
Notice of a meeting of the AC shall be given to all the members in writing via facsimile, hand delivery or by courier service. Unless otherwise determined by the AC from time to time, seven (7) days' notice shall be given, except in the case of an emergency where shorter notice may be given.

Voting and proceeding of meeting
The decision of the AC shall be by a majority of votes and the determination by a majority of the members shall for all purposes be deemed a determination of the AC. In case of an equality of votes, the Chairman of the meeting shall have a second or casting vote.

Circular Resolutions signed by all the members shall be valid and effective as if it had been passed at a meeting of the AC.

Keeping of minutes
The members shall cause minutes to be made of all meetings of the AC. Such minutes shall be signed by the Chairman of the meeting at which the proceedings were held or by the Chairman of the next succeeding meeting.

Custody, production and inspection of minutes
The minutes of meetings of the AC shall be kept by the Secretary at the registered office of the Company, and shall be opened to the inspection of any member of the Committee or any member of the Board of Directors.

Review of AC

The Board shall review the term of office and performance of the AC and each of its members at least once every three (3) years to determine whether the AC and members have carried out their duties in accordance with their terms of reference.

Board's Responsibilities

The Board, in discharging its responsibilities, is committed to the maintenance of good risk management practices and sound internal controls as a platform to good corporate governance. The Board affirms its overall responsibility for maintaining a sound system of risk management and internal control so as to safeguard the shareholders' interests and the Group's assets. The Board has also received opinion from the Group Managing Director and Group Finance Director that the Group's risk management and internal control system is reasonably adequate and effective in material aspects.

Due to inherent limitations in any risk management and internal control system, such system established by Management is designed to manage rather than to eliminate the risks of failure to achieve the Group's business objectives. Accordingly, the risk management and internal control system can only provide reasonable and not absolute assurance against material error, misstatement or loss.

Risk Management

In line with good practice to closely monitor the Group's risk exposure, a Risk Management Committee ("RMC") with its principal roles and responsibilities stated in the risk management policy and procedure was established at the Group level. The RMC that consists of Executive Directors and members from Senior Management, monitors the Group's risk exposure by meeting on a quarterly basis to review the risk profile.

The RMC is supported by Risk Management Units ("RMUs") set up at the respective business entities. The RMU within each business entity meets on a quarterly basis to review the status of the risks profile and the results of their reviews are documented in the report that comprises risk profile and risk matrix.

The RMC and RMUs are playing their respective roles in the Group's risk management process, established with the aim of providing a continuing and consistent approach in identifying and assessing risks as well as facilitating the review of the adequacy of the related key internal control procedure in mitigating risks. Such risk management process has been in place up to the date of approval of this statement.

Key Elements of Internal Control

- Organisation Structure & Authorisation Procedures
  The Group maintains a formal organisational structure that includes clear delegation of responsibilities and accountability. It sets out the roles and responsibilities, review and approval procedures to enhance the internal control system of the Group's various business units.

- Group Policies and Procedures
  Policies, objectives, quality procedures and environmental procedures for key business processes are formalised and documented in quality and environmental manuals. The Corporate QA/QC Department conducts quarterly Internal Quality Audits and checks to ensure that the operational processes are in accordance with the ISO 9001 : 2008.

- Periodic Project Review
  The Group has established a function that carries out periodic review on operational efficiency, compliance to the standard operating procedures and effectiveness of the cost control of selected projects. The results of the review are discussed with the Project Directors or Project Managers and reports are then presented to the Executive Directors.

- Quality Assurance / Quality Control
  The Corporate QA/QC Department focuses on Quality Assurance of the construction and fabrication works of the Group. A team of Quality Control Inspectors are posted at various project sites and fabrication yards carrying out quality control activities at sites/yards to ensure that the works performance comply with the quality specifications and safety requirements.

- Safety, Health and Environment
  In addition to the site safety audits, the Health, Safety, Environment and Security Department has been conducting continuous programs including induction and training to ensure safety awareness among the staff. The Department also conducts periodic audits and checks to confirm that the operational processes are in accordance with the ISO 14001 : 2004 Environmental Management System.

- External Audit
  If the external auditors detect any internal control weakness during the course of their audit, they will highlight such weakness in the Audit Review Memorandum to the Audit Committee for their attention.

The Group's system of internal control does not apply to Associate Companies and Jointly Controlled Entities where the Group does not have full management control over these entities. However, the Group's interest is served through representations on the Board of the respective Associate Companies and Jointly Controlled Entities.

Review of Internal Controls

The Audit Committee is tasked by the Board with the duty of reviewing and monitoring the effectiveness of the Group's system of internal control. In addition to reviewing the quarterly reports submitted by Management and observations reported by the external auditors, the AC is also supported by the Group Internal Audit Department which performs independent assessments on the adequacy and effectiveness of the internal controls based on an audit plan approved by the AC. The internal audit findings and recommendations are reviewed by the AC on a quarterly basis. A description of the activities of the AC can be found in the Audit Committee Report in this Annual Report.

Review of this Statement

The external auditors have reviewed this Statement on Risk Management & Internal Control pursuant to Paragraph 15.23 of the Main Market Listing Requirement of Bursa Malaysia Securities Berhad and in accordance with the scope set out in the Recommended Practice Guide ("RPG") 5 issued by the Malaysian Institute of Accountants for inclusion in the Annual Report for the financial year ended 31 December 2015 and have reported to the Board that nothing has come to their attention that causes them to believe that the statement is inconsistent with their understanding of the process adopted by the Board in reviewing the adequacy and effectiveness of the risk management and internal control system.

Conclusion

The Board is of the view that the Group's system of internal control is reasonably adequate to safeguard shareholders' investments and the Group's assets. However, the Board is also cognizant of the fact that the Group's system of internal control and risk management practices must continuously evolve to meet the changing and challenging business environment. Therefore, the Board will, when necessary, effect appropriate action plans to further enhance the system of internal control and risk management framework.

This statement was approved by the Board of Directors on 5 April 2016.

Financial Statements

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the year ended 31 December 2015.

Principal activities

The Company is principally engaged in the provision of oil and gas, marine, infrastructure, civil and structural engineering contract works. The subsidiaries are involved in design, manufacture, commission, repair, maintenance and customisation of cranes, offshore supply vessels and anchor handling tugboats for oil and gas industry. The associates are mainly involved in international airport concessions in Cambodia and road maintenance concessions in Malaysia. The main business segments of the Group are stated in Note 26 to the financial statements. The principal activities of the subsidiaries are stated in Note 5 to the financial statements. There have been no significant change in the nature of these activities during the financial year.

Results

	Group RM'000	Company RM'000
Profit attributable to:		
Owners of the Company	85,601	23,230
Non-controlling interests	51,613	-
Profit for the year	137,214	23,230

Reserves and provisions

There were no material transfers to or from reserves and provisions during the financial year under review except as disclosed in the financial statements.

Dividends

Since the end of the previous financial year, the Company paid a first and final ordinary tax exempt dividend of 8% (4.00 sen) per ordinary share of RM0.50 each totalling RM18,742,130 in respect of the financial year ended 31 December 2014.

The first and final ordinary tax exempt dividend recommended by the Directors in respect of the financial year ended 31 December 2015 is 10% (5.00 sen) per ordinary share of RM0.50 each totalling RM23,440,513 and is subject to the approval of the shareholders at the forthcoming Annual General Meeting.

Directors of the Company

Directors who served since the date of the last report are:

Tan Sri Zakaria bin Abdul Hamid
Mac Ngan Boon @ Mac Yin Boon
Ooi Sen Eng
Mac Chung Jin
Lee Poh Kwee
Abd Hamid bin Ibrahim
Sobri bin Abu
Dato' Mohamad Kamarudin bin Hassan
Mazlan bin Abdul Hamid

Directors' interests

The direct and indirect interests in the shares and employees' share options of the Company and of its related corporations (other than wholly-owned subsidiaries) of those who were Directors at financial year end as recorded in the Register of Directors' Shareholdings are as follows:

		Number of ordinary shares of RM0.50 each			
		At 1.1.2015	Allotted	Sold	At 31.12.2015
Muhibbah Engineering (M) Bhd:					
Mac Ngan Boon @ Mac Yin Boon	- Direct	71,591,416	-	-	71,591,416
	- Indirect	19,873,500	233,000	(144,000)	19,962,500
Ooi Sen Eng		13,225,066	-	(200,000)	13,025,066
Mac Chung Jin	- Direct	5,060,000	-	-	5,060,000
	- Indirect	50,000	-	-	50,000
Lee Poh Kwee	- Direct	4,046,272	-	-	4,046,272
	- Indirect	650,000	-	-	650,000
Mazlan bin Abdul Hamid		305,000	-	-	305,000
Favelle Favco Berhad (a subsidiary):					
Tan Sri Zakaria bin Abdul Hamid		220,000	-	-	220,000
Mac Ngan Boon @ Mac Yin Boon	- Direct	8,492,913	-	-	8,492,913
	- Indirect	3,193,800	210,000	-	3,403,800
Ooi Sen Eng	- Direct	1,156,000	-	-	1,156,000
	- Indirect	900	-	-	900
Mac Chung Jin		677,000	-	-	677,000
Lee Poh Kwee		1,295,000	-	-	1,295,000
Abdul Hamid bin Ibrahim		95,000	-	-	95,000
Mazlan bin Abdul Hamid		2,224,000	210,000	-	2,434,000

The options granted to eligible Directors over unissued ordinary shares of the Company and of its related corporation (other than wholly-owned subsidiaries) pursuant to the Employees' Share Option Scheme are set out below:

		Number of options over ordinary shares of RM0.50 each			
		At 1.1.2015	Granted	Exercised	At 31.12.2015
Muhibbah Engineering (M) Bhd:					
Mac Ngan Boon @ Mac Yin Boon	- Direct	1,880,000	-	-	1,880,000
	- Indirect	233,000	-	(233,000)	-
Ooi Sen Eng		1,700,000	-	-	1,700,000
Mac Chung Jin		2,000,000	-	-	2,000,000
Lee Poh Kwee		2,000,000	-	-	2,000,000
Mazlan bin Abdul Hamid		300,000	-	-	300,000
Favelle Favco Berhad (a subsidiary):					
Mac Ngan Boon @ Mac Yin Boon	- Direct	650,000	-	-	650,000
	- Indirect	210,000	-	(210,000)	-
Lee Poh Kwee		420,000	-	-	420,000
Mazlan bin Abdul Hamid		210,000	-	(210,000)	-

Directors' interests (continued)

By virtue of his interests in shares of the Company, Mac Ngan Boon @ Mac Yin Boon's shareholdings of more than 15% is also deemed to have interest in the shares of all the subsidiaries during the financial year to the extent that Muhibbah Engineering (M) Bhd has an interest.

Other than the abovementioned Directors, none of the other Directors holding office at 31 December 2015 had any interest in the ordinary shares of the Company and of its related corporations during the financial year.

Directors' benefits

Since the end of the previous financial year, 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 the Directors as shown in the financial statements of the Company or the fixed salary of a full time employee of the Company or of related corporations) by reason of a contract made by the Company or a related corporation 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 except for any benefits which may be deemed to arise from transaction entered into in the ordinary course of business with companies in which certain directors have substantial financial interest as disclosed in Note 30 to the financial statements.

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 or debentures of the Company or any other body corporate apart from certain Directors' entitlement to subscribe for new ordinary shares of the Company under the Employees' Share Option Scheme.

Issue of shares and debentures

The movement of share capital is disclosed in Note 13 to the financial statements.

The Company has not issued any debentures during the financial year.

Treasury shares

The treasury shares are disclosed in Note 14 to the financial statements.

Options granted over unissued shares

No options were granted to any person to take up unissued shares of the Company during the financial year apart from the issue of options pursuant to the Employees' Share Option Scheme.

The Company operates an Employees' Share Option Scheme ("ESOS Scheme") that was established and approved by the shareholders of the Company at an Extraordinary General Meeting ("EGM") held on 28 June 2011. The main features of the ESOS, details of share options offered and exercised during the financial year are disclosed in Note 24.

The Company has been granted exemption pursuant to Section 169(11) of the Companies Act, 1965 by the Companies Commission of Malaysia from having to disclose the names of option holders, other than Directors, who have been granted options representing 700,000 ordinary shares of RM0.50 each and below under the ESOS Scheme. The option holders who have been granted options representing more than 700,000 ordinary shares of RM0.50 each are as follows:-

	Number of options over ordinary shares of RM0.50 each			
	Balance at 1.1.2015	**Granted**	**Exercised**	**Balance at 31.12.2015**
Tan Chin Guan	1,000,000	-	-	1,000,000

Other statutory information

Before the financial statements of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that:

i) all known bad debts had been written off and adequate allowance had been made for impairment losses on receivables, 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 the amount written off for bad debts or the amount of allowance for impairment losses on receivables in the Group and in the Company inadequate to any substantial extent, or

ii) that would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading, or

iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and 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 Group and of the Company misleading.

The contingent liabilities are disclosed in Note 29 to the financial statements. At the date of this report, there does not exist:

i) any charge on the assets of the Group or 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 Group or of the Company that has arisen since the end of the financial year.

No contingent liability or other liability of any company in the Group 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 Group and of the Company to meet their obligations as and when they fall due.

In the opinion of the Directors, the financial performance of the Group and of the Company for the financial year ended 31 December 2015 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.

Auditors

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

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

…………………………………………	…………………………………………
Mac Ngan Boon @ Mac Yin Boon	**Mac Chung Jin**

Klang,

Date: 5 April 2016

	Note	Group 2015 RM'000	Group 2014 RM'000	Company 2015 RM'000	Company 2014 RM'000
Assets					
Property, plant and equipment	3	784,848	723,289	151,013	144,317
Investment properties	4	255	264	11,930	1,189
Investments in subsidiaries	5	-	-	261,940	247,931
Investments in associates	6	257,351	210,212	8,981	8,424
Receivables, deposits and prepayments	7	6,804	36,539	10,000	10,000
Deferred tax assets	8	18,082	15,447	-	-
Other non-current assets	9	27,882	24,166	9	9
Total non-current assets		1,095,222	1,009,917	443,873	411,870
Receivables, deposits and prepayments	7	827,663	708,701	736,680	524,660
Amount due from contract customers	10	720,077	532,121	397,428	334,525
Inventories	11	300,742	282,335	497	1,606
Current tax assets		21,539	14,167	688	936
Cash and cash equivalents	12	576,944	585,532	89,090	227,300
Total current assets		2,446,965	2,122,856	1,224,383	1,089,027
Total assets		3,542,187	3,132,773	1,668,256	1,500,897

	Note	Group 2015 RM'000	Group 2014 RM'000	Company 2015 RM'000	Company 2014 RM'000
Equity					
Share capital	13	235,297	215,732	235,297	215,732
Reserves	14	580,749	428,247	124,316	88,628
Total equity attributable to owners of the Company		816,046	643,979	359,613	304,360
Non-controlling interests		267,753	224,309	-	-
Total equity		1,083,799	868,288	359,613	304,360
Liabilities					
Loans and borrowings	15	48,914	69,267	9,700	14,742
Payables and accruals	16	15,266	15,076	-	-
Deferred tax liabilities	8	56,161	45,615	11,427	8,401
Total non-current liabilities		120,341	129,958	21,127	23,143
Payables and accruals	16	663,421	606,931	402,935	232,310
Amount due to contract customers	10	420,669	321,267	13,600	28
Bills payable	17	838,334	788,447	519,355	606,995
Derivative liabilities	18	27,110	24,890	15,062	2,327
Loans and borrowings	15	382,510	378,775	336,564	331,734
Current tax liabilities		6,003	14,217	-	-
Total current liabilities		2,338,047	2,134,527	1,287,516	1,173,394
Total liabilities		2,458,388	2,264,485	1,308,643	1,196,537
Total equity and liabilities		3,542,187	3,132,773	1,668,256	1,500,897

The notes on pages 55 to 127 are an integral part of these financial statements.

		Group		Company	
	Note	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Revenue	19	1,604,836	1,733,620	631,903	410,602
Cost of sales		(1,342,872)	(1,479,481)	(544,813)	(370,580)
Gross profit		261,964	254,139	87,090	40,022
Other income		36,104	7,485	662	264
Distribution costs		(20,399)	(20,206)	(5,291)	(4,481)
Administrative expenses		(154,053)	(118,382)	(24,744)	(26,249)
Results from operating activities		123,616	123,036	57,717	9,556
Interest income		22,178	17,813	21,855	26,970
Finance costs		(42,905)	(46,353)	(54,195)	(24,212)
Operating profit	20	102,889	94,496	25,377	12,314
Share of profit after tax and non-controlling interest of equity accounted associates		62,169	49,193	-	-
Profit before tax		165,058	143,689	25,377	12,314
Income tax (expense)/benefits	22	(27,844)	(24,833)	(2,147)	7,951
Profit for the year		137,214	118,856	23,230	20,265
Profit attributable to:					
Owners of the Company		85,601	81,550	23,230	20,265
Non-controlling interests		51,613	37,306	-	-
Profit for the year		137,214	118,856	23,230	20,265
Earnings per ordinary share (sen)					
- Basic	23	18.70	19.23		
- Diluted	23	18.41	17.88		

		Group		Company	
	Note	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Profit for the year		137,214	118,856	23,230	20,265
Other comprehensive income for the financial year, net of tax					
Item that will not be reclassified subsequently to profit or loss					
Movement in revaluation of property, plant and equipment, net of tax		26,317	166	9,079	-
Item that may be reclassified subsequently to profit or loss					
Foreign currency translation differences for foreign operations		41,741	9,625	221	-
Other comprehensive income for the year, net of tax		68,058	9,791	9,300	-
Total comprehensive income for the year		205,272	128,647	32,530	20,265
Total comprehensive income attributable to:					
Owners of the Company		155,977	93,223	32,530	20,265
Non-controlling interests		49,295	35,424	-	-
Total comprehensive income for the year		205,272	128,647	32,530	20,265

The notes on pages 55 to 127 are an integral part of these financial statements.

		/---Attributable to owners of the Company---/											
		/---Non-distributable---/							Distributable				
Group	Note	Share capital RM'000	Treasury shares RM'000	Share premium RM'000	Warrant reserve RM'000	Revaluation reserve RM'000	Capital reserve RM'000	Share options reserve RM'000	Translation reserve RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
At 1 January 2014		211,214	(5,561)	18,264	2,280	167,285	5,237	9,366	12,145	142,426	562,656	194,456	757,112
Other comprehensive income:													
- Foreign currency translation differences for foreign operations		-	-	-	-	-	-	-	11,573	-	11,573	(1,948)	9,625
- Movement in revaluation of property, plant and equipment, net of tax		-	-	-	-	100	-	-	-	-	100	66	166
Profit for the year		-	-	-	-	-	-	-	-	81,550	81,550	37,306	118,856
Total comprehensive income		-	-	-	-	100	-	-	11,573	81,550	93,223	35,424	128,647
Share-based payment	24	-	-	-	-	-	-	1,545	-	-	1,545	280	1,825
Share option exercised	13	4,018	-	3,054	-	-	-	-	-	-	7,072	2,047	9,119
Transfer to share premium for share option exercised		-	-	3,732	-	-	-	(3,732)	-	-	-	-	-
Warrant exercised		500	-	630	(60)	-	-	-	-	-	1,070	-	1,070
Issue of shares to non-controlling interest		-	-	-	-	-	-	-	-	-	-	(1,872)	(1,872)
Dilution of interest in subsidiary		-	-	-	-	-	-	-	-	(2,500)	(2,500)	2,500	-
Dividend to owners of the Company	25	-	-	-	-	-	-	-	-	(19,087)	(19,087)	-	(19,087)
Dividend to non-controlling interest		-	-	-	-	-	-	-	-	-	-	(8,526)	(8,526)
Total transactions with owners		4,518	-	7,416	(60)	-	-	(2,187)	-	(21,587)	(11,900)	(5,571)	(17,471)
At 31 December 2014		215,732	(5,561)	25,680	2,220	167,385	5,237	7,179	23,718	202,389	643,979	224,309	868,288
		/---Note 14---/											

		/---Attributable to owners of the Company---/											
		/---Non-distributable---/							Distributable				
Group	Note	Share capital RM'000	Treasury shares RM'000	Share premium RM'000	Warrant reserve RM'000	Revaluation reserve RM'000	Capital reserve RM'000	Share options reserve RM'000	Translation reserve RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
At 1 January 2015		215,732	(5,561)	25,680	2,220	167,385	5,237	7,179	23,718	202,389	643,979	224,309	868,288
Other comprehensive income:													
- Foreign currency translation differences for foreign operations		-	-	-	-	-	-	-	44,132	-	44,132	(2,391)	41,741
- Movement in revaluation of property, plant and equipment, net of tax		-	-	-	-	26,244	-	-	-	-	26,244	73	26,317
Profit for the year		-	-	-	-	-	-	-	-	85,601	85,601	51,613	137,214
Total comprehensive income		-	-	-	-	26,244	-	-	44,132	85,601	155,977	49,295	205,272
Share-based payment	24	-	-	-	-	-	-	499	-	-	499	334	833
Share option exercised	13	1,065	-	810	-	-	-	-	-	-	1,875	1,383	3,258
Transfer to share premium for share option exercised		-	-	1,190	-	-	-	(1,190)	-	-	-	-	-
Warrant exercised		18,500	-	23,310	(2,220)	-	-	-	-	-	39,590	-	39,590
Issue of shares to non-controlling interest		-	-	-	-	-	-	-	-	-	-	2,093	2,093
Dilution of interest in subsidiary		-	-	-	-	-	-	-	-	(7,132)	(7,132)	7,132	-
Dividend to owners of the Company	25	-	-	-	-	-	-	-	-	(18,742)	(18,742)	-	(18,742)
Dividend to non-controlling interest		-	-	-	-	-	-	-	-	-	-	(16,793)	(16,793)
Total transactions with owners		19,565	-	25,310	(2,220)	-	-	(691)	-	(25,874)	16,090	(5,851)	10,239
At 31 December 2015		235,297	(5,561)	50,990	-	193,629	5,237	6,488	67,850	262,116	816,046	267,753	1,083,799
			/---Note 14---/										

The notes on pages 55 to 127 are an integral part of these financial statements.

		/--------	Non-distributable	--------	--------	--------	--------/	Distributable	
Company	**Note**	**Share capital RM'000**	**Treasury shares RM'000**	**Share premium RM'000**	**Warrant reserve RM'000**	**Revaluation reserve RM'000**	**Share options reserve RM'000**	**Retained earnings RM'000**	**Total RM'000**
At 1 January 2014		211,214	(5,561)	16,260	2,280	25,964	8,366	35,395	293,918
Profit for the year/Total comprehensive income		-	-	-	-	-	-	20,265	20,265
Share-based payment	24	-	-	-	-	-	1,122	-	1,122
Share option exercised	13	4,018	-	3,054	-	-	-	-	7,072
Transfer to share premium for share option exercised		-	-	3,182	-	-	(3,182)	-	-
Warrant exercised		500	-	630	(60)	-	-	-	1,070
Dividend to owners of the Company	25	-	-	-	-	-	-	(19,087)	(19,087)
Total transactions with owners		4,518	-	6,866	(60)	-	(2,060)	(19,087)	(9,823)
At 31 December 2014		215,732	(5,561)	23,126	2,220	25,964	6,306	36,573	304,360
		/--------	--------	--------	Note 14	--------	--------	--------/	

Company	Note	Share capital RM'000	Treasury shares RM'000	Share premium RM'000	Warrant reserve RM'000	Revaluation reserve RM'000	Share options reserve RM'000	Translation reserve RM'000	Retained earnings RM'000	Total RM'000
		/---Non-distributable						---/	Distributable	
At 1 January 2015		215,732	(5,561)	23,126	2,220	25,964	6,306	-	36,573	304,360
Other comprehensive income:										
- Foreign currency translation differences for foreign operations		-	-	-	-	-	-	221	-	221
Movement in revaluation of property, plant and equipment, net of tax		-	-	-	-	9,079	-	-	-	9,079
Profit for the year		-	-	-	-	-	-	-	23,230	23,230
Total comprehensive income		-	-	-	-	9,079	-	221	23,230	32,530
Share option exercised	13	1,065	-	810	-	-	-	-	-	1,875
Transfer to share premium for share option exercised		-	-	843	-	-	(843)	-	-	-
Warrant exercised		18,500	-	23,310	(2,220)	-	-	-	-	39,590
Dividend to owners of the Company	25	-	-	-	-	-	-	-	(18,742)	(18,742)
Total transactions with owners		19,565	-	24,963	(2,220)	-	(843)	-	(18,742)	22,723
At 31 December 2015		235,297	(5,561)	48,089	-	35,043	5,463	221	41,061	359,613
					/---Note 14			---/		

The notes on pages 55 to 127 are an integral part of these financial statements.

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Cash flows from/(for) operating activities				
Profit before tax	165,058	143,689	25,377	12,314
Adjustments for:				
Amortisation of development costs	1,461	1,093	-	-
Amortisation of intellectual property	217	217	-	-
Bad debts (recovered)/written off	(517)	-	-	181
Depreciation of investment properties	9	12	131	43
Depreciation of property, plant and equipment	63,467	54,487	18,365	16,450
Development costs charged to cost of sales	2,735	-	-	-
Dividend income	-	-	(87,156)	(25,324)
Finance costs	60,507	62,911	65,882	35,983
Loss on re-measurement to fair value of an associate	-	13,705	-	-
(Gain)/Loss on disposal of property, plant and equipment	(9,285)	2,803	(504)	1,204
Interest income	(22,178)	(17,813)	(21,855)	(26,970)
Net fair value adjustment on derivative instruments	2,220	22,707	12,735	1,622
Net impairment loss on investments in subsidiaries	-	-	-	10,430
Net impairment loss/(recovery) on receivables	32,479	18,253	484	(368)
Net impairment loss on other investments	12	12	-	-
Net unrealised gain on foreign exchange	(66,461)	(11,345)	(18,466)	-
Net recovery on property, plant and equipment	-	(399)	-	-
Net (reversal)/provision for warranties	(458)	7,505	(6,005)	5,975
Property, plant and equipment written off	2,338	345	217	-
Share based payments	833	1,825	-	1,122
Share of profit of associates	(62,169)	(49,193)	-	-
Write-off of investment in a subsidiary	-	-	-	3
Write-off of investment in an associate	2	-	-	-
Write-(back)/down of inventories	(172)	2,487	-	-
Operating profit/(loss) before changes in working capital	170,098	253,301	(10,795)	32,665
Receivables, deposits and prepayments	(37,153)	(93,265)	(203,794)	48,464
Inventories	(17,836)	(78,257)	1,109	(1,606)
Payables and accruals	48,062	52,612	205,679	22,716
Amount due from contract customers	(88,554)	(206,680)	(49,331)	(140,797)
Cash generated from/(used in) operations	74,617	(72,289)	(57,132)	(38,558)
Net taxes paid	(43,418)	(29,150)	(1,899)	(140)
Net cash generated from/(used in) operating activities	31,199	(101,439)	(59,031)	(38,698)

		Group		Company	
	Note	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Cash flows from/(for) investing activities					
Acquisition of a subsidiary	5	-	3	-	-
Acquisition of shares from non-controlling interest		-	(1,872)	-	-
Additions to development expenditure		(4,013)	(5,780)	-	-
Dividend received from:					
- subsidiaries		-	-	28,156	13,124
- associates		51,272	36,860	14,000	12,200
Investment in associates		(557)	-	(300)	-
Interest received		6,894	5,772	4,956	3,882
Proceeds from disposal of property, plant and equipment		13,837	9,492	5,628	4,050
Purchase of property, plant and equipment		(66,854)	(54,395)	(28,994)	(21,615)
Purchase of other non-current assets		(571)	-	-	-
Net cash generated from/(used in) investing activities		8	(9,920)	23,446	11,641
Cash flows (for)/from financing activities					
Dividend paid to owners of the Company		(18,742)	(19,087)	(18,742)	(19,087)
Dividend paid to non-controlling interest		(16,793)	(8,526)	-	-
Interest paid		(54,196)	(38,731)	(37,540)	(26,607)
Proceeds from exercise of share option and warrant		41,465	8,142	41,465	8,142
Proceeds from issuance of shares to non-controlling interests of a subsidiary		3,476	-	-	-
Net advances/(repayment) of loans and borrowings		29,302	327,682	(92,683)	221,673
Net cash (used in)/generated from financing activities		(15,488)	269,480	(107,500)	184,121
Exchange differences on translation of the financial statements of foreign operations		(28,274)	(4,638)	45	-
Net (decrease)/increase in cash and cash equivalents		(12,555)	153,483	(143,040)	157,064
Cash and cash equivalents at beginning of year		575,130	421,647	227,066	70,002
Cash and cash equivalents at end of year	(i)	562,575	575,130	84,026	227,066

The notes on pages 55 to 127 are an integral part of these financial statements.

(i) Cash and cash equivalents

Cash and cash equivalents included in the statements of cash flows comprise the following statement of financial position amounts:

		Group		Company	
	Note	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Deposits placed with licensed banks	12	121,358	112,389	33,927	15,322
Short-term funds	12	-	187,000	-	187,000
Cash and bank balances	12	455,586	286,143	55,163	24,978
Bank overdrafts	15	(14,369)	(10,402)	(5,064)	(234)
		562,575	575,130	84,026	227,066

The notes on pages 55 to 127 are an integral part of these financial statements.

Muhibbah Engineering (M) Bhd. is a public limited liability company, incorporated and domiciled in Malaysia and listed on the Main Market of Bursa Malaysia Securities Berhad. The address of its registered office and principal place of business is Lot 579 and 586, 2nd Mile, Jalan Batu Tiga Lama, 41300 Klang, Selangor Darul Ehsan, Malaysia.

The consolidated financial statements as at and for the year ended 31 December 2015 comprise the Company and its subsidiaries (together referred to as the Group) and the Group's interest in associates and jointly controlled operations. The financial statements of the Company as at and for the year ended 31 December 2015 do not include other entities.

The Company is principally engaged in the provision of oil and gas, marine, infrastructure, civil and structural engineering contract works. The subsidiaries are involved in design, manufacture, commission, repair, maintenance and customisation of cranes, offshore supply vessels and anchor handling tugboats for oil and gas industry. The associates are mainly involved in international airport concessions in Cambodia and road maintenance concessions in Malaysia. The main business segments of the Group are stated in Note 26 to the financial statements. The principal activities of its subsidiaries are as stated in Note 5.

The financial statements were authorised for issue by the Board of Directors on 5 April 2016.

1. Basis of preparation

(a) Statement of compliance

The financial statements of the Group and of the Company are prepared under the historical cost convention and modified to include other bases of valuation as disclosed in other sections under significant accounting policies, and in compliance with Malaysian Financial Reporting Standards ("MFRSs"), International Financial Reporting Standards and the requirements of the Companies Act 1965 in Malaysia.

During the current financial year, the Group and the Company have adopted the following new accounting standards and interpretations (including the consequential amendments, if any):-

MFRSs and IC Interpretations (Including The Consequential Amendments)
Amendments to MFRS 119: Defined Benefit Plans – Employee Contributions
Annual Improvements to MFRSs 2010 – 2012 Cycle
Annual Improvements to MFRSs 2011 – 2013 Cycle

The adoption of the above accounting standards and interpretations (including the consequential amendments, if any) did not have any material impact on the Group's and the Company's financial statements.

The Group and the Company have not applied in advance the following accounting standards and interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board ("MASB") but are not yet effective for the current financial year:-

1. Basis of preparation (continued)

(a) Statement of compliance (continued)

MFRSs and IC Interpretations (Including The Consequential Amendments)	*Effective date*
MFRS 9 Financial Instruments (IFRS 9 issued by IASB in July 2014)	1 January 2018
MFRS 15 Revenue from Contracts with Customers & Amendments to MFRS 15: Effective Date of MFRS 15	1 January 2018
Amendments to MFRS 10 and MFRS 128 (2011): Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Defer until further notice
Amendments to MFRS 11: Accounting for Acquisitions of Interests in Joint Operations	1 January 2016
Amendments to MFRS 10, MFRS 12 and MFRS 128 (2011): Investment Entities – Applying the Consolidation Exception	1 January 2016
Amendments to MFRS 101: Presentation of Financial Statements - Disclosure Initiative	1 January 2016
Amendments to MFRS 116 and MFRS 138: Clarification of Acceptable Methods of Depreciation and Amortisation	1 January 2016
Amendments to MFRS 116 and MFRS 141: Agriculture - Bearer Plants	1 January 2016
Amendments to MFRS 127 (2011): Equity Method in Separate Financial Statements	1 January 2016
Annual Improvements to MFRSs 2012 – 2014 Cycle	1 January 2016

The adoption of the above accounting standards and interpretations (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group and the Company upon their initial application.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis except as disclosed in the notes to the financial statements.

(c) Functional and presentation currencies

These financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional currency. All financial information is presented in RM and has been rounded to the nearest thousand, unless otherwise stated.

(d) Use of estimates and judgments

The preparation of financial statements in conformity with MFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no significant areas of estimation of uncertainty and critical judgements in applying accounting policies that have significant effects on the amounts recognised in the financial statements other than those disclosed in following notes:

- recognition of revenue and profit from construction contracts
- valuation of investment properties
- impairment on receivables
- impairment test of goodwill
- impairment on property, plant and equipment
- share-based payments
- depreciation
- income tax

2. Significant accounting policies

The accounting policies set out below have been applied consistently to the periods presented in these financial statements and have been applied consistently by Group entities, unless otherwise stated.

(a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities, including unincorporated entities, controlled by the Group. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Potential voting rights are considered when assessing control only when such rights are substantive. The Group also considers it has de factor power over an investee when, despite not having the majority of voting rights, it has the current ability to direct the activities of the investee that significantly affect the investee's return.

Investments in subsidiaries are measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investment includes transaction costs.

(ii) Business combinations

Business combinations are accounted for using the acquisition method from the acquisition date, which is the date on which control is transferred to the Group.

For new acquisitions, the Group measures the cost of goodwill at the acquisition date as:
- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

For each business combination, the Group elects whether it measures the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date.

Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

(iii) Acquisitions of non-controlling interests

The Group accounts for all changes in its ownership interest in a subsidiary that do not result in a loss of control as equity transactions between the Group and its non-controlling interest holders. Any difference between the Group's share of net assets before and after the change, and any consideration received or paid, is adjusted to or against Group reserves.

2. Significant accounting policies (continued)

(a) Basis of consolidation (continued)

(iv) Loss of control

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the former subsidiary, any non-controlling interests and the other components of equity related to the former subsidiary from the consolidated statement of financial position. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the former subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity accounted investee or as an available-for-sale financial asset depending on the level of the influence retained.

(v) Associates

Associates are entities, including unincorporated entities, in which the Group has significant influence, but not control, over the financial and operating policies.

Investments in associates are accounted for in the consolidated financial statements using the equity method less any impairment losses, unless it is classified as held for sale or distribution. The cost of the investment includes transaction costs. The consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of the associates, after adjustments, if any, to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases.

When the Group's share of losses exceeds its interest in an associate, the carrying amount of that interest including any long-term investments is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the associate.

When the Group ceases to have significant influence over an associate, any retained interest in the former associate at the date when significant influence is lost is measured at fair value and this amount is regarded as the initial carrying amount of a financial asset. The difference between the fair value of any retained interest plus proceeds from the interest disposed of and the carrying amount of the investment at the date when equity method is discontinued is recognised in the profit or loss.

When the Group's interest in an associate decreases but does not result in a loss of significant influence, any retained interest is not remeasured. Any gain or loss arising from the decrease in interest is recognised in profit or loss. Any gains or losses previously recognised in other comprehensive income are also reclassified proportionately to the profit or loss if that gain or loss would be required to be reclassified to profit or loss on the disposal of the related assets or liabilities.

Investments in associates are measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investment includes transaction costs.

2. Significant accounting policies (continued)

(a) Basis of consolidation (continued)

(vi) Jointly arrangements

Joint arrangements are arrangements of which the Group has joint control, established by contracts requiring unanimous consent for decisions about the activities that significantly affect the arrangements' returns.

Joint arrangements are classified and accounted for as follows:

- A joint arrangement is classified as "joint operation" when the Group or the Company has rights to the assets and obligations for the liabilities relating to an arrangement. The Group and the Company account for each of its share of the assets, liabilities and transactions, including its share of those held or incurred jointly with the other investors, in relation to the joint operation.
- A joint arrangement is classified as "joint venture" when the Group or the Company has rights only to the net assets of the arrangements. The Group accounts for its interest in the joint venture using the equity method. Investment in joint venture are measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investment includes transaction costs.

(vii) Affiliated company

An affiliated company to the Group is a Company in which the ultimate holding Company holds a long term investment of between 20% to 50% of the equity.

(viii) Non-controlling interests

Non-controlling interests at the end of the reporting period, being the equity in a subsidiary not attributable directly or indirectly to equity holders of the Company, are presented in the consolidated statement of financial position and statement of changes in equity within equity, separately from equity attributable to the owners of the Company. Non-controlling interests in the results of the Group is presented in the consolidated statement of profit or loss and other comprehensive income as an allocation of the profit or loss and the comprehensive income for the year between non-controlling interests and the owners of the Company.

Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

(ix) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

Unrealised gains arising from transactions with equity-accounted associates are eliminated against the investment to the extent of the Group's interest in the associates. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

2. Significant accounting policies (continued)

(b) Foreign currency

(i) Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies at the end of the reporting period are retranslated to the functional currency at the exchange rate at that date.

Non-monetary assets and liabilities denominated in foreign currencies are not retranslated at the end of the reporting date except for those that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined.

Foreign currency differences arising from retranslation are recognised in profit or loss, except for differences arising on the retranslation of available-for-sale equity instruments or a financial instrument designated as a hedge of currency risk, which are recognised in other comprehensive income.

In the consolidated financial statements, when settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognised in other comprehensive income, and are presented in the foreign currency translation reserve (“FCTR”) in equity.

(ii) Operations denominated in functional currencies other than Ringgit Malaysia

The assets and liabilities of operations denominated in functional currencies other than RM, including goodwill and fair value adjustments arising on acquisition, are translated to RM at exchange rates at the end of the reporting period, except for goodwill and fair value adjustments arising from business combinations before 1 January 2011 which are treated as assets and liabilities of the Company. The income and expenses of foreign operations in functional currencies other than RM are translated to RM at exchange rates at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income and accumulated in the FCTR in equity. However, if the operation is a non-wholly-owned subsidiary, then the relevant proportionate share of the translation difference is allocated to the non-controlling interests. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the FCTR related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal.

When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

2. Significant accounting policies (continued)

(c) Financial instruments

(i) Initial recognition and measurement

A financial asset or a financial liability is recognised in the statement of financial position when, and only when, the Group or the Company becomes a party to the contractual provisions of the instrument.

A financial instrument is recognised initially, at its fair value plus, in the case of a financial instrument not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial instrument.

An embedded derivative is recognised separately from the host contract and accounted for as a derivative if, and only if, it is not closely related to the economic characteristics and risks of the host contract and the host contract is not categorised as fair value through profit or loss. The host contract, in the event an embedded derivative is recognised separately, is accounted for in accordance with policy applicable to the nature of the host contract.

(ii) Financial instrument categories and subsequent measurement

The Group and the Company categorise financial instruments as follows:

Financial assets

(a) Financial assets at fair value through profit or loss

Fair value through profit or loss category comprises financial assets that are held for trading, including derivatives (except for a derivative that is a financial guarantee contract or designated and effective hedging instrument) or financial assets that are specifically designated into this category upon initial recognition.

Derivatives that are linked to and must be settled by delivery of unquoted equity instruments whose fair values cannot be reliably measured are measured at cost.

Other financial assets categorised as fair value through profit or loss are subsequently measured at their fair values with the gain or loss recognised in profit or loss.

(b) Loans and receivables

Loans and receivables category comprises debt instruments that are not quoted in an active market.

Financial assets categorised as loans and receivables are subsequently measured at amortised cost using the effective interest method.

All financial assets, except for those measured at fair value through profit or loss, are subject to review for impairment.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost other than those categorised as fair value through profit or loss.

Fair value through profit or loss category comprises financial liabilities that are derivatives (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument) or financial liabilities that are specifically designated into this category upon initial recognition.

2. Significant accounting policies (continued)

(c) Financial instruments (continued)

(ii) Financial instrument categories and subsequent measurement (continued)

Financial liabilities (continued)

Derivatives that are linked to and must be settled by delivery of unquoted equity instruments whose fair values cannot be reliably measured are measured at cost.

Other financial liabilities categorised as fair value through profit or loss are subsequently measured at their fair values with the gain or loss recognised in profit or loss.

(iii) Regular way purchase or sale of financial assets

A regular way purchase or sale is a purchase or sale of a financial asset under a contract whose terms require delivery of the asset within the time frame established generally by regulation or convention in the marketplace concerned.

A regular way purchase or sale of financial assets is recognised and derecognised, as applicable, using trade date accounting. Trade date accounting refers to:

(a) the recognition of an asset to be received and the liability to pay for it on the trade date, and

(b) derecognition of an asset that is sold, recognition of any gain or loss on disposal and the recognition of a receivable from the buyer for payment on the trade date.

(iv) Derecognition

A financial asset or part of it is derecognised when, and only when the contractual rights to the cash flows from the financial asset expire or control of the asset is not retained or substantially all of the risks and rewards of ownership of the financial asset are transferred to another party. On derecognition of a financial asset, the difference between the carrying amount and the sum of the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in the profit or loss.

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged, cancelled or expires. On derecognition of a financial liability, the difference between the carrying amount of the financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the profit or loss.

(d) Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are measured at cost/valuation less any accumulated depreciation and any accumulated impairment losses.

The Group and the Company adopted the policy to revalue their freehold land and leasehold land every 5 years or at shorter intervals whenever the fair values of the freehold land and leasehold land are expected to differ materially from their carrying values.

2. Significant accounting policies (continued)

(d) Property, plant and equipment (continued)

(i) Recognition and measurement (continued)

Surpluses arising from the revaluation are recognised in other comprehensive income and accumulated in equity under the revaluation reserve. Deficits arising from the revaluation, to the extent that they are not supported by any previous revaluation surpluses, are recognised in profit or loss.

Cost includes expenditures that are directly attributable to the acquisition of the asset and any other costs directly attributable to bringing the asset to working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. The cost of self-constructed assets includes the cost of materials and direct labour. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

Dry-docking costs are recognised in the carrying amount of ships, rigs, etc. when incurred and depreciated over the period until the next dry-docking.

The cost of property, plant and equipment recognised as a result of a business combination is based on fair value at acquisition date. The fair value of property is the estimated amount for which a property could be exchanged between knowledgeable willing parties in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. The fair value of other items of plant and equipment is based on the quoted market prices for similar items when available and replacement cost when appropriate.

When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The gain or loss on disposal of an item of property, plant and equipment is determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and is recognised net within "other income" or "other expenses" respectively in profit or loss. When revalued assets are sold, the amounts included in the revaluation surplus reserve are transferred to retained earnings.

(ii) Subsequent costs

The cost of replacing a component of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group or the Company and its cost can be measured reliably. The carrying amount of the replaced component is derecognised to profit or loss. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

(iii) Depreciation

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Freehold land is not depreciated. Property, plant and equipment under construction are not depreciated until the assets are ready for their intended use.

2. Significant accounting policies (continued)

(d) Property, plant and equipment (continued)

(iii) Depreciation (continued)

The estimated useful lives are as follows:

Drydock and slipway	45 years
Cranes	10 - 15 years
Plant and equipment	3 - 20 years
Motor vehicles	5 years

Buildings are depreciated on a straight-line basis over the shorter of 50 years or the lease period.

The depreciable amount is determined after deducting the residual value.

Depreciation methods, useful lives and residual values are reviewed at the end of the reporting period.

(e) Leased assets

(i) Finance lease

Leases in terms of which the Group or the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset.

Minimum lease payment made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability. Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

Leasehold land which in substance is a finance lease is classified as property, plant and equipment or as investment property if held to earn rental income or for capital appreciation or for both.

(ii) Operating lease

Leases, where the Group or the Company does not assume substantially all the risks and rewards of ownership are classified as operating leases and, except for property interest held under operating lease, the leased assets are not recognised on the statement of financial position. Property interest held under an operating lease, which is held to earn rental income or for capital appreciation or both, is classified as investment property and measured using fair value model.

Payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Lease incentives received are recognised in profit or loss as an integral part of the total lease expense, over the term of the lease. Contingent rentals are charged to profit or loss in the reporting period in which they are incurred.

Leasehold land which in substance is an operating lease is classified as prepaid lease payments.

2. Significant accounting policies (continued)

(f) Investment properties

Investment properties carried at cost

Investment properties are properties which are owned or held under a leasehold interest to earn rental income or for capital appreciation or for both, but not for sale in the ordinary course of business, use in the production or supply of goods or services or for administrative purpose.

Investment properties are stated at cost less accumulated depreciation and impairment losses, consistent with the accounting policy for property, plant and equipment as stated in accounting policy Note 2(d).

Where the fair value of the investment property under construction is not reliably determined, the investment property under construction is measured at cost until either its fair value becomes reliably determinable or construction is complete, whichever is earlier.

Transfers between investment property and property, plant and equipment do not change the carrying amount and the cost of the property transferred.

An investment property is derecognised on its disposal, or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. The difference between the net disposal proceeds and the carrying amount is recognised in profit or loss in the period in which the item is derecognised.

(g) Intangible assets

(i) Goodwill

Goodwill arises on business combinations is measured at cost less any accumulated impairment losses. In respect of equity-accounted associates, the carrying amount of goodwill is included in the carrying amount of the investment and an impairment loss on such an investment is not allocated to any asset, including goodwill that forms part of the carrying amount of the equity-accounted associates.

Goodwill with indefinite useful lives are not amortised but are tested for impairment at the end of each reporting period and whenever there is an indication that goodwill may be impaired.

(ii) Research and development

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in profit or loss when incurred.

Expenditure on development activities, whereby the application of research findings are applied to a plan or design for the production of new or substantially improved products and processes, is capitalised only if development costs can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Group intends to and has sufficient resources to complete development and use or sell the assets.

The expenditure capitalised includes the cost of materials, direct labour and overheads costs that are directly attributable to preparing the asset for its intended use. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs. Other development expenditure is recognised in profit or loss as incurred.

Capitalised development expenditure is measured at cost less any accumulated amortisation and any accumulated impairment losses.

2. Significant accounting policies (continued)

(g) Intangible assets (continued)

(iii) Intellectual property

Intellectual property consists of rights to trade name, knowhow and industrial property rights and is stated at cost less any accumulated amortisation and any impairment losses.

(iv) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

(v) Amortisation

Intangible assets with indefinite useful lives are not amortised but are tested for impairment annually and whenever there is an indication that they may be impaired. Other intangible assets are amortised from the date that they are available for use. Amortisation of intangible assets is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets of 5 to 10 years.

(vi) Development cost

Development costs consists of land and development costs where no development activities are carried out or where development activities are not expected to be completed within the normal operating cycle. Such land and development costs are carried at cost less and accumulated impairment losses.

Costs associated with the acquisition of land include the purchase price of the land, professional fees, stamp duties, commissions, conversion fees and other relevant levies. Pre-acquisition costs are charged to profit or loss as incurred unless such costs are directly identifiable to the consequent property development activity.

Non-current property development costs are transferred to the current asset when development activities have commenced and where it can be demonstrated that the development activities can be completed within the normal operating cycle.

(h) Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is measured based on the first-in first-out principle and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of work in progress, manufactured inventories and finished goods, cost includes an appropriate share of production overheads based on normal operating capacity.

Cost of crane components comprises the original purchase price plus incidentals in bringing these inventories to their present location and condition. Cost of work-in-progress and assembled cranes consists of crane components, direct labour and an appropriate proportion of fixed and variable production overheads. Crane components are determined on a first-in, first-out basis. Cost of work-in-progress and assembled cranes is determined on a specific identification basis.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

2. Significant accounting policies (continued)

(i) Amount due from/(to) contract customers

Amount due from contract customers represents the gross unbilled amount expected to be collected from customers for contract work performed to date. It is measured at cost plus profit recognised to date less progress billing and recognised losses. Cost includes all expenditure related directly to specific projects and an allocation of fixed and variable overheads incurred in the Group's contract activities based on normal operating capacity. For qualifying contracts, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs.

Amount due from contract customers is presented as part of total current assets in the statement of financial position for all contracts in which costs incurred plus recognised profits exceed progress billings. If progress billings exceed costs incurred plus recognised profits, then the difference is presented as amount due to contract customers which is part of the deferred income in the statement of financial position.

(j) Cash and cash equivalents

Cash and cash equivalents consist of cash in hand, bank balances, demand deposits, bank overdrafts and deposits with financial institution and highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value with original maturity periods of 3 months or less.

(k) Impairment

(i) Financial assets

All financial assets (except for financial assets categorised as fair value through profit or loss, investment in subsidiaries and investment in associates) are assessed at each reporting date whether there is any objective evidence of impairment as a result of one or more events having an impact on the estimated future cash flows of the asset. Losses expected as a result of future events, no matter how likely, are not recognised. For an investment in an equity instrument, a significant or prolonged decline in the fair value below its cost is an objective evidence of impairment.

An impairment loss in respect of loans and receivables is recognised in profit or loss and is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the assets's original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account.

An impairment loss in respect of unquoted equity instrument that is carried at cost is recognised in profit or loss and is measured as the difference between the financial asset's carrying amount and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset.

Impairment losses recognised in profit or loss for an investment in an equity instrument classified as available for sale is not reversed through the profit or loss.

If, in a subsequent period, the fair value of a debt instrument increases and the increase can be objectively related to an event occurring after the impairment loss was recognised in profit or loss, the impairment loss is reversed, to the extent that the asset's carrying amount does not exceed what the carrying amount would have been had the impairment not been recognised at the date the impairment is reversed. The amount of the reversal is recognised in the profit or loss.

2. Significant accounting policies (continued)

(k) Impairment (continued)

(ii) Other assets

The carrying amounts of other assets (except for inventories, amount due from contract customers, deferred tax asset, assets arising from employee benefits, investment property measured in fair value and non-current assets classified as held for sale) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each period at the same time.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating unit. Subject to an operating segment ceiling test, for the purpose of goodwill impairment testing, cash-generating units to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to a cash-generating unit or a group of cash-generating units that are expected to benefit from the synergies of the combination.

The recoverable amount of an assets or cash-generating unit is the greater of its value in use and its fair value less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash-generating unit. An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit exceeds its estimated recoverable amount.

Impairment losses are recognised in the profit or loss. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating units (group of cash generating units) and then to reduce the carrying amount of the other assets in the cash-generating unit (groups of cash-generating units) on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at the end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Reversals of impairment losses are credited to profit or loss in the financial year in which the reversals are recognised.

(l) Equity instruments

Instruments classified as equity are measured at cost on initial recognition and are not remeasured subsequently.

(i) Issue expenses

Costs directly attributable to the issue of instruments classified as equity are recognised as a deduction from equity.

(ii) Ordinary shares

Ordinary shares are classified as equity.

2. Significant accounting policies (continued)

(l) Equity instruments (continued)

(iii) Preference share capital

Preference share capital is classified as equity if it is non-redeemable, or is redeemable but only at the Company's option, and any dividends are discretionary. Dividends thereon are recognised as distribution within equity.

Preference share capital is classified as financial liability if it is redeemable on a specific date or at the option of the equity holders, or if dividend payments are not discretionary. Dividends thereon are recognised as interest expense in profit or loss as accrued.

(iv) Repurchase of share capital

When share capital recognised as equity is repurchased, the amount of the consideration paid, including directly attributable costs, net of any tax effects, is recognised as a deduction from equity. Repurchased shares that are not subsequently cancelled are classified as treasury shares in the statement of changes in equity.

When treasury shares are distributed as share dividends, the cost of the treasury shares is applied in the reduction of the share premium account or distributable reserves, or both.

When treasury shares are sold or reissued subsequently, the difference between the sales consideration net of directly attributable costs and the carrying amount of the treasury shares is recognised in equity, and the resulting surplus or deficit on the transaction is presented in share premium.

(m) Bonds

The Redeemable Islamic bonds with detachable provisional rights to allotment of warrants are issued in the form of Sukuk Mudharabah in accordance with the Syariah principles of Mudharabah. The Islamic bonds are based on the Master Mudharabah (Profit Sharing) Agreement ("MAA") entered into between the Company (Mudharib) and Trustee on behalf of the investor (rabb al-mal). The investors provide the required capital to the Company under the principle of Mudharabah Mutlaqah or unrestricted Mudharabah for the relevant investment period, subject to specified terms and conditions, where absolute entrepreneurial authority was granted to the Company to manage the investment capital in Shariah compliant, general business activities of the Company.

The proceeds from the issue of Warrants, net of issue costs, will be credited to a warrants reserve account which is non-distributable. Warrants reserve will be transferred to the share premium accounts upon the exercise of warrants and the warrants reserve in relation to the unexercised warrants on the expiry date of the exercise period will be transferred to retained earnings. Further details of the Islamic bonds in issue are disclosed in Note 15 to the financial statements.

(n) Loans and borrowings

Loans and borrowings are initially recognised at fair value (net of transaction costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and redemption value is recognised in the profit or loss over the period of the loans and borrowings using the effective interest method.

2. Significant accounting policies (continued)

(o) Employee benefits

(i) Short term employee benefits

Short-term employee benefit obligations in respect of salaries, annual bonuses, paid annual leave and sick leave are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

The Group's contributions to the Employees Provident Fund are charged to profit or loss in the year to which they relate. Once the contributions have been paid, the Group has no further payment obligations.

(ii) Share-based payment transactions

The grant date fair value of share-based payment granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

(p) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

(i) Warranties

A provision for warranties is recognised when the underlying products or services are sold. The provision is based on historical warranty data and a weighting of all possible outcomes against their associated probabilities.

(ii) Contingent liabilities

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is not recognised in the statements of financial position and is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

Where the Company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its group, the Company considers these to be insurance arrangements, and accounts for them as such. In this respect, the Company treats the guarantee contract as a contingent liability until such time as it becomes probable that the Company will be required to make a payment under the guarantee.

2. Significant accounting policies (continued)

(q) Revenue recognition

(i) Construction contracts

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work, claims and incentive payments to the extent that it is probable that they will result in revenue and can be measured reliably. As soon as the outcome of a construction contract can be estimated reliably, contract revenue and contract cost are recognised in profit or loss in proportion to the stage of completion of the contract. Contract expenses are recognised as incurred unless they create an asset related to future contract activity.

The stage of completion is assessed by reference to the proportion that contract costs incurred for work performed to-date bear to the estimated total contract costs. When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. An expected loss on a contract is recognised immediately in profit or loss.

(ii) Goods sold and services rendered

Revenue from sale of goods, trading of crane inventories and crane components and marine supplies are measured at net fair value of the consideration received or receivable and is recognised in profit or loss. Revenue is recognised when the significant risks and rewards of ownership have been transferred to the customers, recovery of the consideration is probable and there is no continuing management involvement with the goods, and the revenue can be measured reliably.

Revenue from ship repair and other services rendered, which are of short term nature, is recognised in the profit or loss upon the completion of the repairs or services. Where the outcome of the transactions cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that are recoverable.

(iii) Rental income

Rental income from investment property is recognised in profit or loss as it accrues over the term of the lease.

Rental income from cranes and vessels is recognised in profit or loss as it accrues.

(iv) Dividend income

Dividend income is recognised in profit or loss on the date that the Group or the Company's right to receive payment is established.

(r) Interest income

Interest income is recognised as it accrues, using the effective interest method in profit or loss except for interest income arising from temporary investment of borrowings taken specifically for the purpose of obtaining a qualifying asset which is accounted for in accordance with the accounting policy on borrowing costs.

2. Significant accounting policies (continued)

(s) Borrowing costs

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or completed.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

(t) Income tax

Income tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous financial years.

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities in the statement of financial position and their tax bases. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or 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 end of the reporting period.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

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

Unutilised reinvestment allowance and investment tax allowance, being tax incentive that is not a tax base of an asset, is recognised as a deferred tax asset to the extent that it is probable that future taxable profits will be available against the unutilised tax incentive can be utilised.

2. Significant accounting policies (continued)

(u) Earnings per share

The Group presents basic and diluted earnings per share ("EPS") data for its ordinary shares.

Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period adjusted for own shares held.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding adjusted for own shares held, for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

(v) Operating segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenue and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. Operating segment results are reviewed regularly by the chief operating decision maker, which in this case is the Chief Executive Officer of the Group, to make decisions about resources to be allocated to the segment and to assess its performance, and for which discrete financial information is available.

(w) Fair value measurements

Fair value of an asset or a liability, except for share-based payment and lease transactions, is determined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market or in the absence of a principle market, in the most advantageous market.

For non-financial asset, the fair value measurement takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

When measuring the fair value of an asset or a liability, the Group uses observable market data as far as possible. Fair value are categorised into different levels in a fair value hierarchy based on the input used in the valuation technique as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date;

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3: Unobservable inputs for the asset or liability.

The Group recognizes transfers between levels of the fair value hierarchy as of the date of the event or change in circumstances that caused the transfers.

3. Property, plant and equipment

Group	Land RM'000	Buildings RM'000	Drydock and slipway RM'000	Cranes RM'000	Plant, equipment and motor vehicles RM'000	Capital work-in-progress RM'000	Total RM'000
Cost/Valuation							
At 1 January 2014	287,089	183,575	45,368	153,378	495,834	13,949	1,179,193
Acquisition of a subsidiary	-	-	-	-	51,144	-	51,144
Additions	-	5,432	-	9,694	30,162	9,107	54,395
Disposals	-	-	-	(9,038)	(30,197)	-	(39,235)
Written off	-	-	-	(454)	(6,858)	(271)	(7,583)
Reclassification	-	3,309	-	-	7,522	(10,831)	-
Exchange differences	1,326	(634)	-	(2,249)	9,459	549	8,451
At 31 December 2014/ 1 January 2015	288,415	191,682	45,368	151,331	557,066	12,503	1,246,365
Additions	-	728	-	13,589	40,667	11,870	66,854
Disposals	-	-	-	(3,741)	(11,781)	-	(15,522)
Written off	-	-	-	(3,057)	(1,277)	-	(4,334)
Exchange differences	8,663	3,844	-	3,384	49,403	93	65,387
Revaluation of leasehold land	34,844	-	-	-	-	-	34,844
Transfer	-	-	-	-	-	(399)	(399)
Reclassification	-	23,168	-	4,215	(4,301)	(23,082)	-
At 31 December 2015	331,922	219,422	45,368	165,721	629,777	985	1,393,195
Representing items at:							
Cost	1,560	219,422	45,368	165,721	629,777	985	1,062,833
Valuation	330,362	-	-	-	-	-	330,362
	331,922	219,422	45,368	165,721	629,777	985	1,393,195
Accumulated depreciation and impairment losses							
At 1 January 2014	8,423	59,096	15,110	50,918	334,970	-	468,517
Acquisition of a subsidiary	-	-	-	-	31,283	-	31,283
Depreciation for the year	1,868	2,513	1,019	8,867	40,220	-	54,487
Impairment loss	-	-	-	-	(399)	-	(399)
Disposals	-	-	-	(6,247)	(20,693)	-	(26,940)
Written off	-	-	-	(454)	(6,784)	-	(7,238)
Reclassification	-	-	-	495	(495)	-	-
Exchange differences	-	(713)	-	(1,625)	5,704	-	3,366
Accumulated depreciation	10,291	45,216	16,129	51,418	378,880	-	501,934
Accumulated impairment loss	-	15,680	-	536	4,926	-	21,142
At 31 December 2014/ 1 January 2015	10,291	60,896	16,129	51,954	383,806	-	523,076
Depreciation for the year	1,871	4,680	1,019	7,594	48,303	-	63,467
Disposals	-	-	-	(1,165)	(9,805)	-	(10,970)
Written off	-	-	-	(1,184)	(812)	-	(1,996)
Exchange differences	-	2,096	-	2,476	30,198	-	34,770
Reclassification	-	1,733	-	2,785	(4,518)	-	-
Accumulated depreciation	12,162	53,725	17,148	61,924	442,246	-	587,205
Accumulated impairment loss	-	15,680	-	536	4,926	-	21,142
At 31 December 2015	12,162	69,405	17,148	62,460	447,172	-	608,347
Carrying amounts							
At 1 January 2014	278,666	124,479	30,258	102,460	160,864	13,949	710,676
At 31 December 2014/ 1 January 2015	278,124	130,786	29,239	99,377	173,260	12,503	723,289
At 31 December 2015	319,760	150,017	28,220	103,261	182,605	985	784,848

3. Property, plant and equipment (continued)

Company	Land RM'000	Buildings RM'000	Cranes RM'000	Plant, equipment and motor vehicles RM'000	Capital work-in-progress RM'000	Total RM'000
Cost/Valuation						
At 1 January 2014	43,003	2,402	22,797	175,777	3,452	247,431
Additions	-	-	1,575	13,922	6,118	21,615
Disposals	-	-	-	(15,817)	-	(15,817)
Written off	-	-	(454)	(6,559)	-	(7,013)
At 31 December 2014/ 1 January 2015	43,003	2,402	23,918	167,323	9,570	246,216
Additions	-	-	1,533	16,656	10,805	28,994
Disposals	-	-	(443)	(6,923)	(3,870)	(11,236)
Written off	-	-	-	(847)	-	(847)
Reclassification	-	4,588	4,215	(3,549)	(16,337)	(11,083)
Revaluation of leasehold land	12,105	-	-	-	-	12,105
Exchange differences	-	-	-	242	-	242
At 31 December 2015	55,108	6,990	29,223	172,902	168	264,391
Accumulated depreciation						
At 1 January 2014	2,231	300	9,934	90,560	-	103,025
Depreciation for the year	454	48	1,518	14,430	-	16,450
Disposals	-	-	-	(10,563)	-	(10,563)
Written off	-	-	(454)	(6,559)	-	(7,013)
At 31 December 2014/ 1 January 2015	2,685	348	10,998	87,868	-	101,899
Depreciation for the year	453	73	1,653	16,186	-	18,365
Disposals	-	-	(305)	(5,807)	-	(6,112)
Written off	-	-	-	(630)	-	(630)
Reclassification	-	(211)	2,785	(2,785)	-	(211)
Exchange differences	-	-	-	67	-	67
At 31 December 2015	3,138	210	15,131	94,899	-	113,378
Carrying amounts						
At 1 January 2014	40,772	2,102	12,863	85,217	3,452	144,406
At 31 December 2014/ 1 January 2015	40,318	2,054	12,920	79,455	9,570	144,317
At 31 December 2015	51,970	6,780	14,092	78,003	168	151,013

3. Property, plant and equipment (continued)

Depreciation charge for the year is allocated as follows:

		Group		Company	
	Note	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Operating expenses	20	25,822	35,838	1,665	1,441
Contract costs	10	37,645	18,649	16,700	15,009
		63,467	54,487	18,365	16,450

Security

The freehold land, buildings and certain long term leasehold land of the Group with a total carrying amount of RM163,513,000 (2014 - RM177,590,000) have been pledged to certain licensed banks as security for term loan facilities granted to the Group (Note 15).

Assets under hire purchase

Included in property, plant and equipment of the Group are motor vehicles acquired under hire purchase arrangements with a carrying amount of nil (2014 - RM12,000).

Property, plant and equipment under the revaluation model

During the current financial year, two pieces of leasehold land were revalued by independent valuers using the comparison approach by comparing sales price of comparable properties in close proximity with adjustment for differences in key attributes such as property size, location and transaction timing to arrive at main input of price per square foot of comparable properties. The fair values of the other leasehold land of similar location were estimated by the directors by referring to the price per square foot in the said valuation report.

The following table shows a reconciliation of level 3 fair value:-

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
At 1 January	142,420	144,288	40,268	40,722
Depreciation recognised in profit or loss (realised)	(1,871)	(1,868)	(453)	(454)
Revaluation surpluses recognised in other comprehensive income	34,844	-	12,105	-
At 31 December	175,393	142,420	51,920	40,268

3. Property, plant and equipment (continued)

Property, plant and equipment under the revaluation model (continued)

There were no transfers between level 1 and 2 during the current financial year.

The surpluses arising from the revaluation, net of deferred taxation, have been credited to accumulated in equity under the revaluation reserve.

Had the freehold land and leasehold land been carried under the cost model, the net book value of the Group's freehold land would have been RM40,996,000 (2014 - RM37,330,000) and Group and Company's leasehold land would have been RM53,330,000 (2014 - RM54,322,000) and RM8,196,000 (2014 - RM8,291,000) respectively.

Land

Included in the carrying amounts of land are:

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Freehold land	144,367	135,704	50	50
Long term leasehold land	175,393	142,420	51,920	40,268
	319,760	278,124	51,970	40,318

4. Investment properties

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Cost				
At 1 January	629	629	2,260	2,260
Reclassification	-	-	11,083	-
At 31 December	629	629	13,343	2,260
Accumulated depreciation and impairment loss				
At 1 January	365	353	1,071	1,028
Depreciation for the year	9	12	131	43
Reclassification	-	-	211	-
At 31 December	374	365	1,413	1,071
Carrying amounts				
At 31 December	255	264	11,930	1,189
Included in the above are:				
Freehold land	94	94	94	94
Buildings	161	170	11,836	1,095
	255	264	11,930	1,189

Investment properties of the Group comprise a number of commercial properties that are leased to third parties. Certain investment properties of the Company were leased to companies within the Group for their respective own use and accordingly classified as property, plant and equipment in the consolidated statement of financial position.

Market value

The market value of the investment properties presented on an aggregated basis is as follows:

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Market value of investment properties - aggregated basis	396	610	52,520	5,435

The market value of the investment properties of the Group and of the Company were derived at by reference to market indication of transaction prices for similar properties within the same/adjacent location. Market indication of transaction prices are adjusted for differences in key attributes such as property size.

The Directors estimated the fair values of the Group's investment properties without involvement of independent valuers.

5. Investments in subsidiaries

		Company	
		2015 RM'000	2014 RM'000
Ordinary shares			
Quoted shares - in Malaysia		98,663	98,663
Unquoted shares - at cost		257,036	243,027
Cumulative redeemable convertible preference shares, at cost	(a)	1,800	1,800
		357,499	343,490
Less: Impairment losses		(95,559)	(95,559)
		261,940	247,931
Market value			
Quoted shares in Malaysia		359,600	360,912

(a) The cumulative redeemable convertible preference shares are held in a subsidiary and shall be redeemable at any time after 30 June 2009, at the discretion of the directors of the subsidiary.

5. Investments in subsidiaries (continued)

The principal activities of the subsidiaries, their places of incorporation and the interest of Muhibbah Engineering (M) Bhd. are as follows:

Company	Principal activities	Country of incorporation	Effective ownership interest 2015 %	2014 %
Cranes segment				
Favelle Favco Berhad	Investment holding	Malaysia	59.89	60.34
Favelle Favco Cranes (M) Sdn. Bhd.	Manufacturing of cranes	Malaysia	59.89	60.34
Favelle Favco Cranes Pte. Ltd.*	Trading of cranes, spare parts and services	Singapore	59.89	60.34
Favelle Favco Cranes (USA), Inc.*	Manufacturing of cranes	United States of America	59.89	60.34
Favelle Favco Cranes Pty Limited* and its subsidiaries:	Manufacturing of cranes	Australia	59.89	60.34
FF Management Pty. Limited*	Management services	Australia	59.89	60.34
Milperra Blasting and Coating Pty. Limited*	Dormant	Australia	59.89	60.34
Kroll Cranes A/S*	Manufacturing of cranes	Denmark	59.89	60.34
Favelle Favco Cranes International Ltd.	Dormant	Labuan	59.89	60.34
FES Equipment Services Sdn. Bhd.	Hiring and repair of cranes	Malaysia	59.89	60.34
Favelle Favco Winches Pte. Ltd.*	Design, fabrication, trading, service and rental of winches, hydraulic system and material handling equipment	Singapore	59.89	60.34
Favelle Favco Management Services Sdn. Bhd.*	Dormant	Malaysia	59.89	60.34
Shanghai Favco Engineering Machinery Manufacturing Co. Ltd.*	Manufacturing of cranes	China	46.71	46.46

5. Investments in subsidiaries (continued)

Company	Principal activities	Country of incorporation	Effective ownership interest 2015 %	2014 %
Marine ship building and ship repair segment				
Muhibbah Marine Engineering Sdn. Bhd. and its subsidiary:	Ship building, renting of ship, providing ship repair services, trading of marine supplies and provision of other engineering works	Malaysia	100	100
Energy Ocean Ltd.	Trading of motor vessels, spare parts and other services	Labuan	100	100
Infrastructure construction segment				
Juara Lagi Sdn. Bhd.#	Vessel chartering services	Malaysia	100	100
Elelink Sdn. Bhd.* and its subsidiary:	Investment holding	Malaysia	100	100
ITS Konsortium Sdn. Bhd.	Commissioning of intelligent transport system solution	Malaysia	60	60
Muhibbah Petrochemical Engineering Sdn. Bhd.# and its subsidiary:	Oil, gas, petrochemical engineering and related works	Malaysia	100	90
Eaststar Ltd. ^	Dormant	Labuan	-	90
Muhibbah Engineering (Singapore) Pte. Ltd.*	Civil and structural engineering contract works	Singapore	100	100
MEB Construction Sdn. Bhd.#	Civil and structural engineering contract works	Malaysia	100	100
Muhibbah Steel Industries Sdn. Bhd.*	Structural steel fabrication and related works	Malaysia	100	100
Muhibbah Airline Support Industries Sdn. Bhd.	Manufacturing and services for airline support equipment	Malaysia	100	100
Muhibbah Marine Engineering (Deutschland) GmbH*	Constructing and leasing of marine plants	Germany	95	95

5. Investments in subsidiaries (continued)

Company	Principal activities	Country of incorporation	Effective ownership interest 2015 %	2014 %
Infrastructure construction segment (continued)				
Muhibbah Masteron Cambodia JV Limited	Investment holding and civil and structural engineering contract works	Cambodia	70	70
Ann Bee (M) Sdn. Bhd.*	Manufacture of aluminium foils and carbonless papers	Malaysia	100	100
Muhibbah Maritime Hub Sdn. Bhd.* (formerly known as MEB Marketing Sdn. Bhd.)	Distribution and marketing of construction materials	Malaysia	100	100
Aspect Saga Sdn. Bhd.* and its subsidiaries:	Investment holding	Malaysia	100	100
IDS Cahaya Sdn. Bhd.*	Investment holding	Malaysia	100	100
IDS Cahaya Ltd.#	Offshore leasing business	Labuan	100	100
Muhibbah Reefers Sdn. Bhd.*	Manufacturing of containers and refrigerator containers	Malaysia	100	100
Khas Jejaka Sdn. Bhd.*	Investment holding	Malaysia	100	100
Muhibbah International Labuan Ltd.	Offshore leasing and international trade business	Labuan	100	100
Muhibbah Offshore Services Ltd.	Offshore leasing business	Labuan	95	95
Muhibbah Engineering (Cambodia) Co. Ltd.#	Construction, quarry and trading business	Cambodia	60	60
Muhibbah-LTAT JV Sdn. Bhd.	Civil, marine and structural engineering contract works	Malaysia	51	51
Citech Energy Recovery System Malaysia Sdn. Bhd.* and its subsidiary:	Manufacture of waste heat recovery units for the oil and gas industry	Malaysia	100	100
Citech Energy Recovery Solutions UK (Ltd)*	Trading of waste heat recovery units, spare parts and other services	United Kingdom	100	100
CB International Engineering Sdn. Bhd.	Rental of investment properties and related services and provision of vessel chartering services	Malaysia	100	100

5. Investments in subsidiaries (continued)

Company	Principal activities	Country of incorporation	Effective ownership interest 2015 %	2014 %
Infrastructure construction segment (continued)				
Muhibbah Construction Pty. Limited.*#	Marine and port construction work	Australia	100	100
Karisma Duta Sdn. Bhd.*#	Dormant	Malaysia	100	100
Muhibbah Oil & Gas Sdn. Bhd.*	Dormant	Malaysia	100	100
Konsortium Muhibbah Eng-LTAT Sdn. Bhd.	Dormant	Malaysia	100	100
Sun Vibrant Sdn. Bhd.*	Dormant	Malaysia	51	51
MEB Equipment Sdn. Bhd.*#	Dormant	Malaysia	100	100
Muhibbah Corporation (L) Ltd.# (formerly known as Advance Vision Ltd.)	Dormant	Labuan	100	100
Cambodia Land Ltd.#	Dormant	Labuan	100	100
Muhibbah Engineering (Philippines) Corporation*#	Civil and structural engineering contract works	Philippines	99.99	99.99
Concession segment				
Muhibbah Airport Services (Labuan) Ltd.#	Investment holding	Labuan	70	70

* Subsidiaries not audited by Messrs. Crowe Horwath

\# The auditors' reports on the audited financial statements of the subsidiaries contained an emphasis on the reliance of these subsidiaries on the continuing financial support from the Company and/or bankers in order to continue operating as going concerns.

^ This dormant subsidiary has been liquidated during the financial year.

(a) The Group's effective interest in Favelle Favco Berhad ("FFB") was diluted from 60.34% to 59.89%, pursuant to the exercise of employees share options by eligible employees of FFB during the year.

5. Investments in subsidiaries (continued)

Non-controlling interest in subsidiaries

The following table lists out the information relating to Favelle Favco Bhd, the subsidiaries of the Group which has material non-controlling interest ("NCI"). The summarised financial information presented below represents the amount before any inter-company elimination.

	Group	
	2015 RM'000	2014 RM'000
NCI percentage	40.11%	39.66%
Carrying amount of NCI	228,922	187,167
Profit allocated to NCI	37,126	31,568
Dividends paid to NCI	10,516	8,526
Total assets	1,219,695	1,134,377
Total liabilities	672,080	674,648
Revenue	792,431	797,895
Profit for the year	93,866	84,012

Acquisition of a subsidiary

In the previous financial year, the Group acquired 50% equity interests in IDS Cahaya Sdn. Bhd. IDS Cahaya Sdn. Bhd. was previously an associate of the Group. The fair values of the assets acquired and liabilities assumed were as follows:

	Group	
	2015 RM'000	2014 RM'000
Property, plant and equipment	-	19,200
Investment in associate	-	3,686
Receivables	-	1,252
Cash and bank balances	-	18
Payables	-	(9,590)
Term loan	-	(28,256)
Taxation	-	(2)
Total liabilities assumed	-	(13,692)
Goodwill on consolidation	-	2
Loss on re-measurement to fair value of an associate	-	13,705
Total cost of acquisition	-	15
Less: Cash and cash equivalents acquired	-	(18)
Cash inflow on acquisition of, net of cash acquired	-	(3)

6. Investments in associates

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Unquoted shares				
- At cost	82,168	81,611	8,981	8,424
- Share of post-acquisition reserves	175,183	128,601	-	-
	257,351	210,212	8,981	8,424

Details of the associates are as follows:

Company	Principal activities	Country of incorporation	Effective ownership interest 2015 %	Effective ownership interest 2014 %
Concession segment				
Roadcare (M) Sdn. Bhd.*	Operation and maintenance of roadways and bridges	Malaysia	21	21
Société Concessionnaire de l' Aeroport *#	Operator and concessionaire of airports in Cambodia	Cambodia	21	21
Cambodia Airport Management Services Ltd.*#	Provision of airport management services	Cambodia	21	21
Infrastructure construction segment				
Freyssinet PSC (M) Sdn. Bhd.*@	Civil engineering and construction works	Malaysia	50	50
Inno Marine Services Sdn. Bhd.*#	Marine leasing activities	Malaysia	37.5	37.5
IDS Darussalam Sdn. Bhd.*#	Ship management services	Malaysia	50	50
IDS Offshore Sdn. Bhd.*#	Ship management services	Malaysia	50	50
IDS Darul Ehsan Sdn. Bhd.*^	Dormant	Malaysia	-	50
Wabag Muhibbah JV Sdn. Bhd.*+	Engineering, procurement, construction and commissioning of effluent treatment plant	Malaysia	30	-
Muhibbah Engineering Middle East LLC*	Dormant	Qatar	49	-

6. Investments in associates (continued)

Details of the associates are as follows:

Company	Principal activities	Country of incorporation	Effective ownership interest 2015 %	2014 %
Cranes segment				
Favco Offshores Sdn. Bhd.#	Manufacture, supply, servicing and renting of cranes	Malaysia	18.0	18.1
Favelle Favco Machinery and Equipment L.L.C*#	Trading and rental of construction equipment	United Arab Emirates	29.3	29.6
Favco Heavy Industry (Changshu) Co., Ltd.*#	Supply, renting and servicing of lifting equipment and spare parts	China	30.0	30.2

* Associates not audited by Messrs. Crowe Horwath.

\# Associates of subsidiaries of Muhibbah Engineering (M) Bhd.

\+ Financial year ended as at 31 March. Special audit is performed for financial period as at 31 December for consolidated financial statements purpose.

^ This dormant associate has been liquidated during the financial year.

@ The results of the associate are consolidated using management accounts.

Summary financial information of material associates

Summarised financial information of the concession segment, the major associates of the Group, adjusted for any differences in accounting policies and the carrying amounts in the consolidated financial statements, are disclosed below:

	Group	
	2015 RM'000	2014 RM'000
Gross amount of the concession associates		
Non-current assets	1,121,251	745,615
Current assets	451,793	442,069
Non-current liabilities	50,112	58,490
Current liabilities	440,444	319,407
Revenue	1,119,625	855,609
Profit for the year	299,500	238,023
Dividends received	47,772	33,061
Carrying amount in the consolidated financial statements	202,888	158,837

6. Investments in associates (continued)

Aggregate information of immaterial associates

	Group	
	2015 RM'000	2014 RM'000
Aggregate carrying amount	54,463	51,375
Aggregate amount of the group share:		
- Profit for the year	3,188	7,229

7. Receivables, deposits and prepayments

		Group		Company	
	Note	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Non-current					
Trade					
Trade receivable	7.2	373	38,710	-	-
Less: Allowance for impairment loss		-	(7,051)	-	-
		373	31,659	-	-
Non-trade					
Amount due from a subsidiary	7.1	-	-	10,000	10,000
Amount due from associates	7.4	6,431	4,880	-	-
		6,804	36,539	10,000	10,000
Current					
Trade					
Trade receivables	7.2	335,175	384,849	-	-
Progress billings receivable	7.2	312,173	612,913	239,508	552,554
Amount due from subsidiaries	7.3	-	-	294,896	195,937
Amount due from associates	7.4	62,707	41,863	-	-
Amount due from joint venture		35,783	14,030	-	-
		745,838	1,053,655	534,404	748,491
Less: Allowance for impairment loss		(61,986)	(453,599)	(28,674)	(459,925)
		683,852	600,056	505,730	288,566
Non-trade					
Amount due from subsidiaries	7.3	-	-	194,013	218,563
Amount due from associates	7.4	33,424	31,432	3,081	2,973
Other receivables		84,594	62,542	23,351	16,066
		118,018	93,974	220,445	237,602
Less: Allowance for impairment loss		(3,301)	(10,367)	(4,831)	(12,331)
		114,717	83,607	215,614	225,271
Deposits		11,846	7,259	8,368	3,454
Prepayments		17,248	17,779	6,968	7,369
		143,811	108,645	230,950	236,094
		827,663	708,701	736,680	524,660

7. Receivables, deposits and prepayments (continued)

7.1 The long term advance due from a subsidiary is non-trade in nature, interest free, unsecured and is not expected to be repayable within the next twelve months.

7.2 Included in trade receivables and progress billings receivable are major receivables denominated in currencies other than the functional currency, as follows:

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Australian Dollar	16,048	17,029	-	-
Euro	158	12,555	-	-
Qatari Riyal	101,002	90,574	101,002	90,574
Singapore Dollar	38,118	1,203	-	-
Chinese Renminbi	20,448	35,693	-	-
Danish Krone	84,978	57,663	-	-
US Dollar	145,704	140,161	38,298	15,936
Sterling Pound	488	412	-	-

Also included in trade receivables and progress billings receivable of the Group and of the Company are retention sums of RM64,282,000 (2014 - RM97,047,000) and RM64,189,000 (2014 - RM96,920,000) respectively.

7.3 The trade receivables due from subsidiaries are subject to the normal credit terms ranging from 30 to 60 days (2014 – 30 to 60 days).

The non-trade receivables due from subsidiaries are non-trade in nature, unsecured, interest free and repayable on demand.

7.4 The amounts due from associates of the Group and of the Company are interest free, unsecured and have no fixed terms of repayment, other than an amount due from an associate of RM6,431,000 (2014 – RM4,880,000) which is subject to interest of 1% (2014 – 1%) per annum.

8. Deferred tax (assets) and liabilities

Recognised deferred tax (assets) and liabilities

Deferred tax (assets) and liabilities are attributable to the following:

	Assets		Liabilities		Net	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Group						
Property, plant and equipment	-	-	54,212	48,583	54,212	48,583
Tax losses carry forward	(1,356)	(2,276)	-	-	(1,356)	(2,276)
Unabsorbed capital allowances	(8)	(6)	-	-	(8)	(6)
Other items	(20,280)	(16,342)	5,511	209	(14,769)	(16,133)
Tax (assets)/liabilities	(21,644)	(18,624)	59,723	48,792	38,079	30,168
Set off of tax	3,562	3,177	(3,562)	(3,177)	-	-
Net tax (assets)/liabilities	(18,082)	(15,447)	56,161	45,615	38,079	30,168
Company						
Property, plant and equipment	-	-	11,427	8,401	11,427	8,401
Net tax liabilities	-	-	11,427	8,401	11,427	8,401

Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items:

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Property, plant and equipment	(74,038)	(77,812)	(60,861)	(66,329)
Other temporary differences	(691)	(793)	-	-
Unabsorbed capital allowances	89,488	68,826	57,909	49,570
Tax losses carry forward	607,002	540,277	395,458	335,230
Provision	24,962	77,448	107	1,878
Foreign exchange losses	7,774	1,745	7,774	1,745
	654,497	609,691	400,387	322,094

The deductible temporary differences do not expire under current tax legislation. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Group can utilise the benefits therefrom.

8. Deferred tax (assets) and liabilities (continued)

Movement in temporary differences during the year

	Property plant and equipment RM'000	Tax losses carry forward RM'000	Unabsorbed capital allowances RM'000	Other items RM'000	Total RM'000
Group					
As at 1 January 2014	52,283	(3,521)	(2,801)	(3,953)	42,008
Recognised in profit or loss (Note 22)	(3,700)	984	2,795	(11,565)	(11,486)
Reclassification	-	261	-	(261)	-
Exchange differences	-	-	-	(354)	(354)
As at 31 December 2014/ 1 January 2015	48,583	(2,276)	(6)	(16,133)	30,168
Recognised in equity	4,301	-	-	4,410	8,711
Recognised in profit or loss (Note 22)	1,327	920	(2)	(3,152)	(907)
Exchange differences	-	-	-	107	107
As at 31 December 2015	54,211	(1,356)	(8)	(14,768)	38,079
Company					
As at 31 December 2014/ 31 December 2014/ 1 January 2015	8,401	-	-	-	8,401
Recognised in equity	3,026	-	-	-	3,026
As at 31 December 2015	11,427	-	-	-	11,427

9. Other non-current assets

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Other investments	1,180	621	9	9
Land held for development	10,804	8,828	-	-
Development costs	14,967	13,569	-	-
Intellectual property	931	1,148	-	-
	27,882	24,166	9	9

	Land held for development Group		Development costs Group	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Cost				
At 1 January	8,828	8,290	29,184	22,933
Additions	-	-	4,013	5,780
Written off/Charged to cost of sales	-	-	(7,479)	-
Exchange difference	1,976	538	3,819	471
At 31 December	10,804	8,828	29,537	29,184
Accumulated impairment/amortisation				
At 1 January	-	-	15,615	14,299
Amortisation charge for the year	-	-	1,461	1,093
Written off	-	-	(4,744)	-
Exchange difference	-	-	2,238	223
At 31 December	-	-	14,570	15,615
Carrying amounts				
At 1 January	8,828	8,290	13,569	8,634
At 31 December	10,804	8,828	14,967	13,569

Development costs represent internally generated development expenditure by subsidiaries on new or substantially improved projects. It is reasonably anticipated that the development expenditure will be recovered through future commercial activity. The amortisation period of development expenditure ranged from 1 year to 5 years (2014 - 1 year to 5 years).

9. Other non-current assets (continued)

Title

The long term leasehold land in a foreign subsidiary is registered in the name of its director cum minority shareholder who holds the property in trust for the foreign subsidiary.

	Intellectual property Group	
	2015 RM'000	**2014 RM'000**
Cost		
At 1 January / 31 December 2015	1,800	1,800
Accumulated impairment/amortisation		
At 1 January	652	435
Amortisation charge for the year	217	217
At 31 December	869	652
Carrying amounts		
At 1 January	1,148	1,365
At 31 December	931	1,148

Intellectual property represents the acquisition of knowhow, rights to industrial property and trade name by subsidiaries. It is reasonably anticipated that the intellectual property will be recovered through future commercial activity.

10. Amounts due from/(to) contract customers

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Aggregate costs incurred to date	9,138,480	8,490,155	4,188,423	4,119,029
Add: Attributable profits less foreseeable losses	26,484	136,238	(104,919)	20,560
	9,164,964	8,626,393	4,083,504	4,139,589
Less: Progress billings	(8,865,556)	(8,415,539)	(3,699,676)	(3,805,092)
	299,408	210,854	383,828	334,497
Represented by:				
Amount due from contract customers	720,077	532,121	397,428	334,525
Amount due to contract customers	(420,669)	(321,267)	(13,600)	(28)
	299,408	210,854	383,828	334,497

Additions to aggregate costs incurred during the year include:

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Depreciation of property, plant and equipment	37,645	18,649	16,700	15,009
Finance costs	17,602	16,558	11,687	11,771
Rental expense	24,107	12,978	46,094	40,384
Share-based payments	-	573	-	573

(a) The amount due from contract customers includes an interim amount of RM283 million (2014 – RM271 million) for a completed project. The Company has consulted and engaged an experienced claim consultant to assist the Company to obtain approval for additional claims from the customer. The claim consultant is of the opinion that there are valid grounds for the claims which, inter alia represents works performed in addition to the original scope of the contract and claims that can be recovered in accordance with the law and the terms of the contract and should be approved by the customer.

The directors are of the opinion that the claims are recoverable in due course.

(b) Included in the amount due to contract customer is an amount recorded in a 50% owned foreign venture entity of RM65.08 million (2014 – RM53.83 million) for a completed project based on conservative estimate of likely outcome of variation orders which are pending approval by a government authority.

11. Inventories

	Group	
	2015 RM'000	2014 RM'000
At cost:		
Raw materials	13,694	10,571
Crane components	92,266	132,952
Work-in-progress	185,015	126,100
Manufactured and trading inventories	610	2,957
	291,585	272,580
At net realisable value:		
Cranes	1,896	2,333
Crane components	7,226	7,387
Raw materials	35	35
	300,742	282,335

	Company	
	2015 RM'000	2014 RM'000
At cost:		
Work-in-progress	497	1,606

12. Cash and cash equivalents

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Deposits placed with licensed banks	121,358	112,389	33,927	15,322
Short-term funds	-	187,000	-	187,000
Cash and bank balances	455,586	286,143	55,163	24,978
	576,944	585,532	89,090	227,300

Short-term funds represent investment in highly liquid money market, which is readily convertible to a known amount of cash. The effective interest rate is approximately 3.71% in previous financial year.

13. Share capital

		Group and Company			
		Number of shares		Amount	
		2015 '000	2014 '000	2015 RM'000	2014 RM'000
Ordinary shares of RM0.50 each					
Authorised:					
At 1 January/31 December		1,000,000	1,000,000	500,000	500,000
Issued and fully paid:					
At 1 January		431,464	422,428	215,732	211,214
Exercise of ESOS	(i)	2,129	8,036	1,065	4,018
Exercise of Warrant		37,000	1,000	18,500	500
At 31 December		470,593	431,464	235,297	215,732

(i) During the financial year, a total of 2,129,000 (2014 - 8,036,000) new ordinary shares of RM0.50 (2014 - RM0.50) each were issued at RM0.88 (2014 - RM0.88) for cash pursuant to the employees' share options scheme ("ESOS") of the Company. The premium arising from the exercise of ESOS of RM810,000 (2014 - RM3,053,680) has been credited to the share premium account. The details of options granted under the Company's ESOS, which remain outstanding at 31 December 2015, are disclosed in Note 24.

14. Reserves

Treasury shares

This amount represents the acquisition cost for the repurchase of the Company's ordinary shares, net of the proceeds received on their subsequent sale or issuance of the shares repurchased.

The number of treasury shares held is 1,783,000 (2014 - 1,783,000). None of the treasury shares held was sold or cancelled during the financial year ended 31 December 2015.

Share premium

The share premium of the Group and of the Company represents premium arising from the issuance of ordinary shares of the Company at an issue price above par value and the transfer of option reserve to share premium when the share options are exercised.

The share premium may be applied only for the purposes as specified in the Companies Act, 1965.

Revaluation reserve

Revaluation reserve of the Group relates to the revaluation of freehold land and leasehold land of the Company and certain subsidiaries, and the revaluation of an investment in a subsidiary by the Company in 1982.

Capital reserve

The capital reserve of the Group represents reserve arising from the redemption of preference shares issued by a subsidiary, and the capitalisation of distributable reserve for issuance of bonus shares by subsidiaries in previous years.

Share option reserve

The share option reserve of the Group and of the Company comprises the cumulative value of employee services received for the issue of share options. When the option is exercised, the amount from the share option reserve is transferred to share premium. When the share options expire, the amount from the share option reserve is transferred to retained earnings.

14. Reserves (continued)

Translation reserve

The translation reserve of the Group and of the Company comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

Warrant reserve

The proceeds from the issue of Warrants, net of issue costs, is credited to a warrant reserve account which is non-distributable. Warrant reserve will be transferred to the share premium accounts upon the exercise of warrants and the warrant reserve in relation to the unexercised warrants on the expiry date of the exercise period will be transferred to retained earnings.

Single tier tax system

Under the single tier tax system, tax on the Company's profits is the final tax and accordingly, any dividends to the shareholders are not subject to tax.

15. Loans and borrowings

The note provides information about the contractual terms of the Group's and the Company's interest bearing loans and borrowings. For more information about the Group's and Company's exposure to interest rate risk, see Note 28.

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Non-current				
Secured				
Term loans	39,214	54,525	-	-
Unsecured				
Term loans	9,700	14,742	9,700	14,742
	48,914	69,267	9,700	14,742
Current				
Secured				
Term loans	15,312	16,882	-	-
Bank overdrafts	-	2	-	-
Hire purchase payables	-	14	-	-
	15,312	16,898	-	-
Unsecured				
Term loans	5,500	5,500	5,500	5,500
Bank overdrafts	14,369	10,400	5,064	234
Bond	-	70,000	-	70,000
Revolving credits	343,361	271,505	326,000	256,000
Insurance premium finance	3,968	4,472	-	-
	382,510	378,775	336,564	331,734
	431,424	448,042	346,264	346,476

15. Loans and borrowings (continued)

Terms and debt repayment schedule

Group	Year of maturity	Carrying amount RM'000	Under 1 year RM'000	1 - 2 years RM'000	3 - 5 years RM'000
2015					
Term loans					
- secured	2019 - 2020	54,526	15,312	15,312	23,902
- unsecured	2018	15,200	5,500	5,500	4,200
Bank overdrafts					
- unsecured	-	14,369	14,369	-	-
Revolving credits					
- unsecured	-	343,361	343,361	-	-
Insurance premium finance					
- unsecured	-	3,968	3,968	-	-
		431,424	382,510	20,812	28,102
2014					
Term loans					
- secured	2015 - 2020	71,407	16,882	15,312	39,213
- unsecured	2018	20,242	5,500	5,500	9,242
Bank overdrafts					
- secured	-	2	2	-	-
- unsecured	-	10,400	10,400	-	-
Revolving credits					
- unsecured	-	271,505	271,505	-	-
Bonds					
- unsecured	2015	70,000	70,000	-	-
Insurance premium finance					
- unsecured	-	4,472	4,472	-	-
Hire purchase payables	2015	14	14	-	-
		448,042	378,775	20,812	48,455

15. Loans and borrowings (continued)

Terms and debt repayment schedule (continued)

Company	Year of maturity	Carrying amount RM'000	Under 1 year RM'000	1 - 2 years RM'000	3 - 5 years RM'000
2015					
Term loans					
- unsecured	2018	15,200	5,500	5,500	4,200
Bank overdrafts					
- unsecured	-	5,064	5,064	-	-
Revolving credits					
- unsecured	-	326,000	326,000	-	-
		346,264	336,564	5,500	4,200
2014					
Term loans					
- unsecured	2018	20,242	5,500	5,500	9,242
Bank overdrafts					
- unsecured	-	234	234	-	-
Revolving credits					
- unsecured	-	256,000	256,000	-	-
Bonds					
- unsecured	2015	70,000	70,000	-	-
		346,476	331,734	5,500	9,242

Hire purchase payables are payable as follows:

Group	Gross 2015 RM'000	Interest 2015 RM'000	Principal 2015 RM'000	Gross 2014 RM'000	Interest 2014 RM'000	Principal 2014 RM'000
Less than one year	-	-	-	15	(1)	14

Term loans

The secured term loans of the subsidiaries are charged against long term leasehold land, freehold land and buildings of subsidiaries (Note 3).

16. Payables and accruals

		Group		Company	
		2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Non-current					
Non-trade					
Advance from minority shareholders	(i)	15,266	15,076	-	-
Current					
Trade					
Trade payables	(ii)	532,855	449,797	255,971	161,576
Amount due to subsidiaries	(iii)	-	-	122,304	38,727
Amount due to associates	(iv)	-	346	-	320
		532,855	450,143	378,275	200,623
Non-trade					
Amount due to subsidiaries	(iii)	-	-	15,436	16,764
Amount due to associates	(iv)	3,633	1,603	-	-
Provision for warranty costs	(v)	30,094	37,008	746	6,751
Other payables		31,137	59,682	3,696	4,178
Accrued expenses		65,702	58,495	4,782	3,994
		130,566	156,788	24,660	31,687
		663,421	606,931	402,935	232,310

(i) The advances from minority shareholders of a subsidiary are interest free, unsecured and are not expected to be repayable within the next twelve months.

(ii) Included in trade payables of the Group and of the Company are advances received from contract customers amounting to RM20,072,249 (2014 - RM12,658,375).

16. Payables and accruals (continued)

(ii) Included in trade payables are major payables denominated in currencies other than the functional currency, as follows:

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Australian Dollar	53,684	66,436	-	-
Danish Krone	20,229	11,249	-	-
Euro	11,680	13,860	494	-
Qatari Riyal	43,742	54,774	43,742	54,774
Singapore Dollar	2,716	4,722	-	464
US Dollar	53,422	63,913	18,796	17,098
Sterling Pound	565	676	-	-
Japanese Yen	103	71	-	-
Philippine Peso	21	89	-	-
Hong Kong Dollar	9	-	-	-
Chinese Renminbi	10,067	19,997	-	-

(iii) The trade payables due to subsidiaries are subject to the normal credit terms ranging from 30 to 60 days (2014 – 30 to 60 days).

The non-trade payables due to subsidiaries are non-trade in nature, unsecured, interest free and repayable on demand.

(iv) The amounts due to associates of the Group and of the Company are interest free, unsecured and have no fixed terms of repayment.

(v) Provision for warranty costs is made based on historical warranty data and a weighting of all possible outcomes against the associated probability of further costs being incurred on the completed projects where defect liability periods have commenced.

17. Bills payable

Bills payable of the Company are supported by a negative pledge executed by the Company and the bills payable of the subsidiaries are guaranteed by the Company. All bills payable of the Group and of the Company are unsecured and payable within a year and not subject to repricing before maturity.

18. Derivative liabilities

	2015		2014	
	Contract/ Notional amount RM'000	Derivative liabilities RM'000	Contract/ Notional amount RM'000	Derivative liabilities RM'000
Group				
Forward foreign currency contracts	699,560	27,110	827,192	24,890
Company				
Forward foreign currency contracts	171,929	15,062	66,373	2,327

Forward exchange contracts are used to manage the foreign currency exposure arising from the Group's receivables and payables denominated in currencies other than the functional currency of the Group. Most of the forward exchange contracts have maturities of less than one year after the end of the reporting period. Where necessary, the forward contracts are rolled over at maturity. There is minimal credit and market risk because the contracts are with reputable banks.

19. Revenue

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Contract revenue	1,425,163	1,583,155	528,087	374,024
Sale of goods	119,756	105,331	-	-
Services rendered	59,917	45,134	16,660	11,254
Dividend income	-	-	87,156	25,324
	1,604,836	1,733,620	631,903	410,602

20. Operating profit

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Operating profit is arrived at after charging:				
Amortisation of development costs	1,461	1,093	-	-
Amortisation of intellectual property	217	217	-	-
Audit fee - statutory:				
- Current year				
- Holding company's auditors	597	512	175	168
- Others	57	18	38	15
- Other auditors	778	650	8	8
Bad debts (recovered)/written off	(517)	-	-	181
Cost of construction	1,342,872	1,479,481	544,813	370,580
Depreciation of investment properties	9	12	131	43
Depreciation of property, plant and equipment				
- operating expenses	25,822	35,838	1,665	1,441
- contract costs	37,645	18,649	16,700	15,009
	63,467	54,487	18,365	16,450
Development costs charged to cost of sales	2,735	-	-	-
Finance costs				
- borrowings	36,594	22,173	25,853	14,836
- interest expenses arising on financial assets/liabilities measured under MFRS139	6,311	24,180	28,342	9,376
	42,905	46,353	54,195	24,212
- contract costs	17,602	16,558	11,687	11,771
	60,507	62,911	65,882	35,983
Loss on re-measurement to fair value of an associate	-	13,705	-	-
Net fair value adjustment on derivative instruments	2,220	22,707	12,735	1,622
Net impairment loss on investments in subsidiaries	-	-	-	10,430
Net impairment loss/(recovery) on receivables	32,479	18,253	484	(368)
Net impairment loss on other investments	12	12	-	-
Net recovery on property, plant and equipment	-	(399)	-	-
Net (reversal)/provision for warranties	(458)	7,505	(6,005)	5,975
Personnel expenses (including key management personnel)				
- contribution to Employee Provident Fund	14,348	13,967	2,762	2,181
- wages, salaries and others	133,681	123,339	24,437	18,904
Property, plant and equipment written off	2,338	345	217	-

20. Operating profit (continued)

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Operating profit is arrived at after charging: (continued)				
Rental expenses on:				
- premises	8,555	8,241	6,335	2,418
- equipment	25,071	18,244	44,800	40,278
Share-based payments	833	1,825	-	1,122
Write(back)/down of inventories	(172)	2,487	-	-
Write-off of investment in a subsidiary	-	-	-	3
Write-off of investment in an associate	2	-	-	-
and after crediting:				
Gain/(Loss) on disposal of property, plant and equipment	9,285	(2,803)	504	(1,204)
Dividend income	-	-	87,156	25,324
Interest income	6,894	5,772	4,956	3,882
Interest income arising on financial assets/ liabilities measured under MFRS139	15,284	12,041	16,899	23,088
	22,178	17,813	21,855	26,970
Net (loss)/gain on foreign exchange				
- realised	(72,486)	590	(10,991)	(889)
- unrealised	66,461	11,345	18,466	-
	(6,025)	11,935	7,475	(889)
Rental income on:				
- premises	152	209	99	158
- equipment	12,317	8,368	-	-

21. Key management personnel compensation

The key management personnel compensations are as follows:

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Directors of the Company				
- Fees	1,204	1,107	648	668
- Remuneration	4,535	4,376	3,605	3,880
	5,739	5,483	4,253	4,548

The Directors of the Company are the key management personnel for the Group with ultimate authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly.

22. Income tax expense/(benefits)

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Current tax expense				
Malaysia - current	16,854	39,292	-	336
- over provision in prior year	542	(430)	26	-
	17,396	38,862	26	336
Foreign - current	12,642	9,408	2,088	-
- over provision in prior year	(1,287)	(914)	33	-
	11,355	8,494	2,121	-
Deferred tax expense (Note 8)				
Origination of temporary differences	(899)	(2,821)	-	-
Over provision in prior years	(8)	(8,665)	-	-
	(907)	(11,486)	-	-
Others				
Utilisation of deferred tax assets not recognised in previous year	-	(11,037)	-	(8,287)
Total income tax expense/(benefits)	27,844	24,833	2,147	(7,951)
Reconciliation of tax expense				
Profit for the year	137,214	118,856	23,230	20,265
Total tax expense/(benefits)	27,844	24,833	2,147	(7,951)
Profit excluding tax	165,058	143,689	25,377	12,314
Income tax using Malaysian tax rate at 25% (2014 - 25%)	41,265	35,922	6,344	3,079
Effect of different tax rates in foreign jurisdictions	(6,090)	(1,972)	-	-
Effect of deferred tax benefits not recognised	26,647	12,183	19,573	4,091
Utilisation of deferred tax assets not recognised in previous year	(15,446)	(15,587)	-	(8,287)
Utilisation of tax losses	(311)	-	-	-
Non-deductible expenses	19,537	26,770	7,387	4,330
Non-taxable income	(29,182)	(13,952)	(25,028)	(12,213)
Double deduction	(390)	(311)	-	-
Tax incentives	(1,147)	(7,491)	-	-
Tax exempt income	(1,240)	(698)	-	-
Non-deductible losses from foreign projects	35	1,049	35	1,049
Non-taxable income from foreign projects	(8,311)	-	(8,311)	-
Withholding tax for foreign projects	2,088	-	2,088	-
Others	1,142	(1,071)	-	-
	28,597	34,842	2,088	(7,951)
(Over)/Underprovision in prior years				
- current tax expense	(745)	(1,344)	59	-
- deferred tax expense	(8)	(8,665)	-	-
Total income tax expense/(benefits)	27,844	24,833	2,147	(7,951)

The statutory tax rate will be reduced to 24% from the current financial year's rate of 25%, effective year of assessment 2016.

23. Earnings per ordinary share (Sen)

Basic earnings per share

The calculation of basic earnings per share for the financial year ended 31 December 2015 was based on the profit attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding calculated as follows:

	Group	
	2015 RM'000	2014 RM'000
Profit attributable to owners of the Company	85,601	81,550

	Group	
	2015	2014
In thousands units of shares		
Number of ordinary shares issued at 1 January	429,681	420,645
Effect of shares issued under ESOS	1,210	3,185
Effect of shares issued under warrant	26,938	220
Total weighted average number of ordinary shares in issue	457,829	424,050

	Group	
	2015	2014
Basic earnings per share (sen)	18.70	19.23

Diluted earnings per share

The Group has dilutive potential ordinary shares from the options granted to eligible employees of the Group and warrants.

The calculation of diluted earnings per share for the year ended 31 December 2015 was based on profit attributable to owners of the Company and the weighted average number of ordinary shares outstanding on the assumption that all the dilutive potential ordinary shares are fully converted, as follows:

	Group	
	2015 RM'000	2014 RM'000
Profit attributable to owners of the Company	85,601	81,550

23. Earnings per ordinary share (Sen) (continued)

Diluted earnings per share (continued)

	Group	
	2015	**2014**
In thousands units of shares		
Weighted average number of ordinary shares	457,829	424,050
Effect of dilution arising from conversion of all:		
- employee share options	7,110	9,514
- warrants	-	22,573
Adjusted weighted average number of ordinary shares at 31 December	464,939	456,137

The average market value of the Company's shares for the purpose of calculating the dilutive effect of share options was based on quoted market prices for the period that the share options were outstanding.

	Group	
	2015	**2014**
Diluted earnings per share (sen)	18.41	17.88

24. Employee benefits

Share-based payments

On 28 June 2011, the Company established an employees' share option scheme ("ESOS Scheme") to the eligible employees including Directors of the Company and its subsidiaries.

The main features of the New ESOS Scheme are as follows:

(i) The maximum number of approved unissued new ordinary shares shall not exceed in aggregate 10% of the issued and paid-up share capital of the Company at any point in time during the duration of the ESOS Scheme;

(ii) Save for Directors, the eligible employees are those confirmed full time employees of the Group and who have served for a continuous period of at least 1 year;

(iii) A grantee shall be allowed to exercise the options granted to him/her subject to the following percentage limits based on his/her respective entitlement granted at the discretion of the ESOS Committee:

24. Employee benefits (continued)

Share-based payments (continued)

		Year option is granted				
		Year 1	Year 2	Year 3	Year 4	Year 5
Cumulative % of	Year 1	-	-	-	-	-
options exercisable	Year 2	33.33%	-	-	-	-
during the	Year 3	66.67%	33.33%	-	-	-
option period	Year 4	100%	66.67%	66.67%	-	-
in:	Year 5	100%	100%	100%	100%	100%

(iv) The exercise price shall be based on the weighted average market price of the shares of the Company for the 5 market days immediately preceding the offer date subject to a discount of not more than 10% or at the par value of the shares of the Company, whichever is higher;

The following options were granted under the ESOS schemes:

Grant date	Number of option ’000	At 1.1.2015 ’000	Granted ’000	Exercised ’000	Forfeited ’000	At 31.12.2015 ’000	Expiry date
29.9.2011	38,170	14,005	-	(2,129)	(10)	11,866	2.8.2016

Subsidiary

Grant date	Exercise price RM	At 1.1.2015 ’000	Granted ’000	Exercised ’000	Forfeited ’000	At 31.12.2015 ’000	Expiry date
28.9.2011	0.80	3,017	-	(1,547)	(12)	1,458	5.7.2016
28.9.2012	1.57	174	-	(49)	-	125	5.7.2016
1.10.2013	2.50	422	-	(5)	(73)	344	5.7.2016
26.9.2014	3.05	562	-	-	(90)	472	5.7.2016
28.9.2015	2.25	-	1,004	(24)	(60)	920	5.7.2016
		4,175	1,004	(1,625)	(235)	3,319	

Details relating to options exercised during the year

	Company	
	2015 RM’000	2014 RM’000
Ordinary share capital at par	1,065	4,018
Share premium	810	3,054
Proceeds received from exercise of share options	1,875	7,072

24. Employee benefits (continued)

Details relating to options exercised during the year (continued)

	Company		Subsidiary	
	2015 RM	2014 RM	2015 RM	2014 RM
Average share price for the year	2.20	2.74	2.74	3.37

The value of employee services received for issue of share options is as follows:

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Expense recognised as share-based payments	833	1,825	-	1,122

Fair value of share options and assumptions

The fair value of services received in return for share options granted is based on the fair value of share options granted, measured using the Black Scholes model, with the following inputs:

	Company		Subsidiary	
	2015	2014	2015	2014
Fair value at grant date (RM)				
- Granted in 2011	0.40 – 0.50	0.40 – 0.50	0.34 – 0.42	0.34 – 0.42
- Granted in 2012	-	-	0.49 – 0.67	0.49 – 0.67
- Granted in 2013	-	-	0.83 – 1.01	0.83 – 1.01
- Granted in 2014	-	-	0.69	0.69
- Granted in 2015	-	-	0.46	-
Weighted average share price (RM)				
- Granted in 2011	0.96	0.96	0.88	0.88
- Granted in 2012	-	-	1.74	1.74
- Granted in 2013	-	-	2.75	2.75
- Granted in 2014	-	-	3.36	3.36
- Granted in 2015	-	-	2.46	-
Exercise price (RM)				
- Granted in 2011	0.88	0.88	0.80	0.80
- Granted in 2012	-	-	1.57	1.57
- Granted in 2013	-	-	2.50	2.50
- Granted in 2014	-	-	3.05	3.05
- Granted in 2015	-	-	2.25	-
Expected volatility (%)	51.64	51.64	22.19 – 46.94	22.19 – 46.94
Expected option life (years)	1	2	1	2

24. Employee benefits (continued)

Fair value of share options and assumptions (continued)

	Company		Subsidiary	
	2015	**2014**	**2015**	**2014**
Risk free interest rate (%)				
(based on Malaysia government bonds)				
- Granted in 2011	3.24 – 3.41	3.24 – 3.41	3.23 – 3.41	3.23 – 3.41
- Granted in 2012	-	-	3.06 – 3.24	3.06 – 3.24
- Granted in 2013	-	-	3.21 – 3.38	3.21 – 3.38
- Granted in 2014	-	-	3.35	3.35
- Granted in 2015	-	-	3.18	-
Expected staff turnover (%)	12.00	12.00	10.00	10.00

The expected volatility reflects the assumption that the historical volatility is indicative of future trends and not necessarily be the actual outcome. The expected option life is based on historical data, which may also not necessarily be indicative of exercise patterns that may occur.

25. Dividend

The dividend recognised in the current year by the Company is:

Ordinary dividend	Per share Sen	Total amount RM'000	Date of payment
2015			
Final per ordinary share of RM0.50 each tax exempt – for the year ended 31 December 2014	4.00	18,742	11 September 2015
2014			
Final per ordinary share of RM0.50 each tax exempt – for the year ended 31 December 2013	4.50	19,087	22 August 2014

Proposed final dividend for the year ended 31 December 2015

The Directors have recommended a first and final ordinary tax exempt dividend of 10% (5.00 sen) per ordinary share of RM0.50 each totalling RM23,440,513 in respect of the financial year ended 31 December 2015, which will be paid after the financial year end subject to the approval of the shareholders at the forthcoming Annual General Meeting, based on the issued and paid-up share capital (excluding treasury shares) of 468,810,250 ordinary shares of RM0.50 each as at 31 December 2015. The proposed final dividend has not been accounted for in the financial statements of the Group and of the Company as at 31 December 2015.

25. Dividend (continued)

Dividend per ordinary share

The calculation of dividend per ordinary share is based on the proposed gross final dividend for the financial year ended 31 December 2015 of RM23,440,513 (2014 - RM17,187,250) on the issued and paid-up share capital (excluding treasury shares) of 468,810,250 ordinary shares of RM0.50 each (2014 – 429,681,250 ordinary shares of RM0.50 each) as at 31 December 2015.

26. Operating segments

Operating segments are prepared in a manner consistent with the internal reporting provided to the Group Executive Committee as its chief operating decision maker in order to allocate resources to segments and to assess their performance. For management purposes, the Group is organised into business units based on their products and services provided.

The Group comprises the following main business segments:

Infrastructure construction	Construction of petroleum hub and bunkering facilities, oil and gas terminals, liquefied natural gas jetty works, marine ports, bridges and dams, airport terminals runway and facility support buildings, heavy concrete foundations and other similar construction works
Cranes	Design, manufacture, supply, trading, leasing and service provider of offshore oil and gas pedestal cranes, tower cranes, shipyard cranes and other heavy lifting equipment cranes
Marine ship building and ship repair	Design, engineering, building and service provider of anchor handling tug boats, supply vessels, accommodation ships and marine vessels for the offshore oil and gas exploration and production works
Concession	Privatisation of international airports in Cambodia and road maintenance works in the central region of Peninsular Malaysia

Segment assets and segment liabilities

The Group Executive Committee reviews the segments' operating performance on segment net assets basis. Hence the segment assets and segment liabilities are presented on the same basis.

26. Operating segments (continued)

Business segments

	Infrastructure construction		Cranes		Marine ship building and ship repair		Concession		Eliminations		Consolidated	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Segment profit	71,670	15,913	118,276	101,338	19,757	31,473	1,905	50,108	(46,550)	(55,143)	165,058	143,689
Included in the measure of segment profit are:												
Revenue from external customers	769,819	717,089	786,488	796,130	48,529	220,401	-	-	-	-	1,604,836	1,733,620
Inter-segment revenue	566,764	323,338	5,944	1,765	2,011	2,111	1,334	816	(576,053)	(328,030)	-	-
Interest income	29,222	28,420	15,135	5,186	5,349	1,803	-	-	(27,528)	(17,596)	22,178	17,813
Finance costs	(63,819)	(37,211)	(8,022)	(9,040)	(5,259)	(10,239)	(345)	(359)	34,540	10,496	(42,905)	(46,353)
Share of results of associates	6,532	3,149	(830)	888	(1,714)	(4,715)	58,181	49,871	-	-	62,169	49,193
Net segment assets	454,670	784,923	551,995	459,729	181,841	164,569	199,734	157,297	(304,441)	(698,230)	1,083,799	868,288

26. Operating segments (continued)

Geographical segments

The infrastructure construction segment is operating mainly in Malaysia, Qatar, Singapore and Cambodia. The cranes segment is managed on a worldwide basis with its head office in Malaysia. The cranes segment has manufacturing plants in Malaysia, Australia, United States of America and Denmark. The marine ship building and ship repair segment operates in Malaysia. The airport concession segment is managed in Cambodia and the road maintenance concession works are carried out in the central region of Peninsular Malaysia.

In presenting information on the basis of geographical segments, segment revenue is based on geographical location of the respective principal operations.

	Inside Malaysia		Outside Malaysia		Eliminations		Consolidated	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Geographical information								
Revenue	1,580,269	1,332,992	600,619	728,658	(576,052)	(328,030)	1,604,836	1,733,620
Total assets	3,412,983	2,889,567	1,367,633	1,130,750	(1,238,429)	(887,544)	3,542,187	3,132,773

27. Capital commitments

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Capital expenditure in respect of purchase of property, plant and equipment:				
- contracted for	6,067	28,090	6,067	28,090

28. Financial instruments

28.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorised as follows:

(a) Loans and receivables (L&R);
(b) Fair value through profit or loss (FVTPL)
  - held for trading (HFT); and
(c) Financial liabilities measured at amortised cost (FL).

28. Financial instruments (continued)

28.1 Categories of financial instruments (continued)

Group	Carrying amount RM'000	L&R/ (FL) RM'000	FVTPL - HFT RM'000
2015			
Financial assets			
Receivables and deposits	817,219	817,219	-
Cash and cash equivalents	576,944	576,944	-
	1,394,163	1,394,163	-
Financial liabilities			
Loan and borrowings	(431,424)	(431,424)	-
Payables and accruals	(678,687)	-	(678,687)
Bills payable	(838,334)	(838,334)	-
Derivative liabilities	(27,110)	-	(27,110)
	(1,975,555)	(1,269,758)	(705,797)
2014			
Financial assets			
Receivables and deposits	727,461	727,461	-
Cash and cash equivalents	585,532	585,532	-
	1,312,993	1,312,993	-
Financial liabilities			
Loan and borrowings	(448,042)	(448,042)	-
Payables and accruals	(622,007)	(622,007)	-
Bills payable	(788,447)	(788,447)	-
Derivative liabilities	(24,890)	-	(24,890)
	(1,883,386)	(1,858,496)	(24,890)
Company			
2015			
Financial assets			
Receivables and deposits	739,712	739,712	-
Cash and cash equivalents	89,090	89,090	-
	828,802	828,802	-
Financial liabilities			
Loan and borrowings	(346,264)	(346,264)	-
Payables and accruals	(402,935)	(402,935)	-
Bills payable	(519,355)	(519,355)	-
Derivative liabilities	(15,062)	-	(15,062)
	(1,283,616)	(1,268,554)	(15,062)

28. Financial instruments (continued)

28.1 Categories of financial instruments (continued)

Company	Carrying amount RM'000	L&R/ (FL) RM'000	FVTPL - HFT RM'000
2014			
Financial assets			
Receivables and deposits	527,291	527,291	-
Cash and cash equivalents	227,300	227,300	-
	754,591	754,591	-
Financial liabilities			
Loan and borrowings	(346,476)	(346,476)	-
Payables and accruals	(232,310)	(232,310)	-
Bills payable	(606,995)	(606,995)	-
Derivative liabilities	(2,327)	-	(2,327)
	(1,188,108)	(1,185,781)	(2,327)

28.2 Financial risk management objectives and policies

The Group's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Group's businesses whilst managing its credit, liquidity, interest rate and foreign currency risks. The Board reviews and agrees policies for managing each of these risks and they are summarised below.

28.3 Credit risk

The Group's credit risk is primarily attributable to trade receivables. Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

Management has taken reasonable steps to ensure that receivables that are neither past due nor impaired are stated at their realisable values. The Group uses ageing analysis to monitor the credit quality of the receivables. Any receivables having significant balances past due more than 90 days, which are deemed to have higher credit risk, are monitored individually.

At the end of the reporting period, there were no significant concentrations of credit risk. The maximum exposure to credit risk is represented by the carrying amount of each financial asset.

28. Financial instruments (continued)

28.3 Credit risk (continued)

The exposure of credit risk for trade receivables by geographical region is as follows:

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Asia	397,233	383,734	366,430	182,056
Europe	17,112	35,454	-	-
America	52,529	28,819	38,298	15,936
Middle East	101,037	90,599	101,002	90,574
Australia	116,314	93,109	-	-
	684,225	631,715	505,730	288,566

The ageing of trade receivables as at the end of the reporting period was:

Group	Gross RM'000	Individual Impairment RM'000	Net RM'000
2015			
Not past due	247,377	-	247,377
Past due 0 – 90 days	116,863	-	116,863
Past due 91 – 180 days	55,317	-	55,317
Past due more than 180 days	326,654	(61,986)	264,668
	746,211	(61,986)	684,225
2014			
Not past due	336,630	-	336,630
Past due 0 – 90 days	159,580	-	159,580
Past due 91 – 180 days	81,819	-	81,819
Past due more than 180 days	514,336	(460,650)	53,686
	1,092,365	(460,650)	631,715

28. Financial instruments (continued)

28.3 Credit risk (continued)

The movements in the allowance for impairment losses of trade receivables during the year were:

	Group	
	2015 RM'000	2014 RM'000
At 1 January	460,650	443,261
Impairment loss recognised	44,647	21,245
Reversal of impairment loss	(12,168)	(3,325)
Impairment loss written off	(432,645)	-
Exchange difference	1,502	(531)
At 31 December	61,986	460,650

Company	Gross RM'000	Individual Impairment RM'000	Net RM'000
2015			
Not past due	190,572	-	190,572
Past due 0 – 90 days	30,045	-	30,045
Past due 91 – 180 days	45,739	-	45,739
Past due more than 180 days	268,048	(28,674)	239,374
	534,404	(28,674)	505,730
2014			
Not past due	73,004	-	73,004
Past due 0 – 90 days	38,770	-	38,770
Past due 91 – 180 days	49,958	-	49,958
Past due more than 180 days	586,759	(459,925)	126,834
	748,491	(459,925)	288,566

The movements in the allowance for impairment losses of trade receivables during the year were:

	Company	
	2015 RM'000	2014 RM'000
At 1 January	459,925	460,293
Impairment loss recognised	484	132
Reversal of impairment loss	-	(500)
Impairment loss written off	(431,735)	-
At 31 December	28,674	459,925

28. Financial instruments (continued)

28.3 Credit risk (continued)

The Group's trade receivables as at 31 December 2015 have been assessed for impairment losses. For those trade receivables that are not provided for impairment, the Group is satisfied that recovery of the amounts is possible.

28.4 Liquidity risk

The Group's exposure to liquidity risk primarily arises from its capabilities to meet its financial obligations, principally its trade payables, loan and borrowings, as and when they fall due.

The Group and the Company monitor and maintain a level of cash and cash equivalents deemed adequate by management to finance the operations and to mitigate the effects of fluctuations in cash flows.

The table below summaries the maturity profile of the financial liabilities as at the end of the reporting period based on contractual undiscounted cash flows:

Group	Effective interest rate %	Carrying amount RM'000	Contractual cash flows RM'000	Less than 1 year RM'000	1 - 5 years RM'000	Over 5 years RM'000
2015						
Secured borrowings						
- Term loans	2.0 - 5.7	54,526	56,871	16,062	40,809	-
Unsecured borrowings						
- Term loans	4.6	15,200	16,202	6,088	10,114	-
- Bank overdrafts	5.3 - 8.5	14,369	14,400	14,400	-	-
- Revolving credits	2.9 - 5.6	343,361	347,531	347,531	-	-
- Insurance premium finance	2.2	3,968	3,998	3,998	-	-
Unsecured bills payable	1.4 - 5.6	838,334	838,334	838,334	-	-
Unsecured payables and accruals	-	648,593	648,593	633,327	-	15,266
		1,918,351	1,925,929	1,859,740	50,923	15,266
2014						
Secured borrowings						
- Term loans	2.0 - 5.6	71,407	72,624	17,346	55,278	-
- Bank overdrafts	8.1	2	2	2	-	-
- Hire purchase payables	5.7	14	14	14	-	-
Unsecured borrowings						
- Term loans	4.4	20,242	21,917	6,279	15,638	-
- Bank overdrafts	2.8 - 8.5	10,400	10,449	10,449	-	-
- Revolving credits	3.2 - 5.3	271,505	276,708	276,708	-	-
- Bonds	4.7	70,000	71,645	71,645	-	-
- Insurance premium finance	2.2	4,472	4,498	4,498	-	-
Unsecured bills payable	1.7 - 5.1	788,447	788,447	788,447	-	-
Unsecured payables and accruals	-	584,999	584,999	569,923	-	15,076
		1,821,488	1,831,303	1,745,311	70,916	15,076

28. Financial instruments (continued)

28.4 Liquidity risk (continued)

Company	Effective interest rate %	Carrying amount RM'000	Contractual cash flows RM'000	Less than 1 year RM'000	1 - 5 years RM'000	Over 5 years RM'000
2015						
Unsecured borrowings						
- Term loans	4.6	15,200	16,202	6,088	10,114	-
- Bank overdrafts	7.6	5,064	5,095	5,095	-	-
- Revolving credits	4.4 - 4.9	326,000	330,142	330,142	-	-
Unsecured bills payable	1.4 - 4.5	519,355	520,462	520,462	-	-
Unsecured payables and accruals	-	402,189	402,189	402,189	-	-
		1,267,808	1,274,090	1,263,976	10,114	-
2014						
Unsecured borrowings						
- Term loans	4.4	20,242	21,917	6,279	15,638	-
- Bank overdrafts	7.6	234	235	235	-	-
- Revolving credits	4.3 - 5.1	256,000	261,183	261,183	-	-
- Bond	4.7	70,000	71,645	71,645	-	-
Unsecured bills payable	1.7 - 4.8	606,995	617,827	617,827	-	-
Unsecured payables and accruals	-	225,559	225,559	225,559	-	-
		1,179,030	1,198,366	1,182,728	15,638	-

28.5 Interest rate risk

The Group's interest rate risk arises from its interest bearing financial instruments that could impact fair value and future cash-flows due to fluctuation in market interest rates. The Group and the Company borrow to fund the acquisition of property, plant and equipment and for working capital purposes from banks and financial institutions, and have fixed deposits placed with licensed banks. Interest rate exposure is managed through the use of fixed and floating rate debts.

Effective interest rates and repricing analysis

In respect of interest-earning financial assets and interest-bearing financial liabilities, the following table indicates their average effective interest rates at the end of the reporting period and the periods in which they mature, or if earlier, reprice.

28. Financial instruments (continued)

28.5 Interest rate risk (continued)

Effective interest rates and repricing analysis (continued)

Group	2015 Effective interest rate %	2015 Total RM'000	2015 Less than 1 year RM'000	2015 1 - 5 years RM'000	2014 Effective interest rate %	2014 Total RM'000	2014 Less than 1 year RM'000	2014 1 – 5 years RM'000
Financial assets								
Deposits placed with licensed banks	0.7 - 3.8	121,358	121,358	-	0.7 - 5.6	112,389	112,389	-
Short-term investment	-	-	-	-	3.7	187,000	187,000	-
		121,358	121,358	-		299,389	299,389	-
Financial liabilities								
Secured borrowings								
- Term loans	2.0 - 5.7	54,526	15,312	39,214	2.0 - 5.6	71,407	16,882	54,525
- Bank overdrafts	-	-	-	-	8.1	2	2	-
- Hire purchase payables	-	-	-	-	5.7	14	14	-
Unsecured borrowings								
- Term loans	4.6	15,200	5,500	9,700	4.4	20,242	5,500	14,742
- Bank overdrafts	5.3 - 8.5	14,369	14,369	-	2.8 - 8.5	10,400	10,400	-
- Revolving credits	2.9 - 5.6	343,361	343,361	-	3.2 - 5.3	271,505	271,505	-
- Bonds	-	-	-	-	4.7	70,000	70,000	-
- Insurance premium finance	2.2	3,968	3,968	-	2.2	4,472	4,472	-
Unsecured bills payable	1.4 - 5.6	838,334	838,334	-	1.7 - 5.1	788,447	788,447	-
		1,269,758	1,220,844	48,914		1,236,489	1,167,222	69,267

28. Financial instruments (continued)

28.5 Interest rate risk (continued)

Effective interest rates and repricing analysis (continued)

Company	2015 Effective interest rate %	2015 Total RM'000	2015 Less than 1 year RM'000	2015 1 - 5 years RM'000	2014 Effective interest rate %	2014 Total RM'000	2014 Less than 1 year RM'000	2014 1 – 5 years RM'000
Financial assets								
Deposits placed with licensed banks	2.7 - 2.9	33,927	33,927	-	2.8 - 2.9	15,322	15,322	-
Short-term investment	-	-	-	-	3.7	187,000	187,000	-
		33,927	33,927	-		202,322	202,322	-
Financial liabilities								
Unsecured borrowings								
- Term loans	4.6	15,200	5,500	9,700	4.4	20,242	5,500	14,742
- Bank overdrafts	7.6	5,064	5,064	-	7.6	234	234	-
- Revolving credits	4.3 - 4.9	326,000	326,000	-	4.3 - 5.1	256,000	256,000	-
- Bonds	-	-	-	-	4.7	70,000	70,000	-
Unsecured bills payable	1.4 - 4.5	519,355	519,355	-	1.7 - 4.8	606,995	606,995	-
		865,619	855,919	9,700		953,471	938,729	14,742

28. Financial instruments (continued)

28.5 Interest rate risk (continued)

Interest rate risk sensitivity analysis

Fair value sensitivity analysis for fixed rate instruments
The Group does not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

Cash flow sensitivity analysis for variable rate instruments
If interest rates as at the end of the reporting period increase by 100 basis points (bp) with all other variables being held constant, the Group and the Company's profit after taxation would have decreased by RM9,634,000 (2014 - RM5,509,000) and RM8,468,000 (2014 - RM4,736,000). A 100 bp decrease would have had an equal but opposite effect on the profit after taxation.

28.6 Foreign currency risk

The Group is exposed to transactional currency risk primarily through sales and purchases that are denominated in a currency other than the functional currency of the operations to which they relate. The currencies giving rise to this risk are primarily US Dollar, Euro, AUD, Chinese Renminbi, SGD, Norwegian Krone and Qatari Riyal.

The Group and the Company hold derivative financial instruments to hedge their foreign currency risk exposures. The exposure to foreign currency risk of the Group and of the Company is monitored by the management from time to time.

The foreign exchange contracts are used as hedges to manage the operational exposures to foreign currency risks. The exposure to foreign currency risk of the Group and of the Company is also mitigated by natural hedging via borrowings and payment of operational costs and expenses in the same currency of the major receivables.

The Group's exposure to major foreign currency is as follows:

Group	USD RM'000	Euro RM'000	AUD RM'000	RMB RM'000	SGD RM'000
2015					
Financial assets	220,736	1,961	132,243	80,077	54,634
Financial liabilities	(88,612)	(12,928)	(65,423)	(10,185)	(4,353)
Net financial assets/(liabilities)	132,124	(10,967)	66,820	69,892	50,281
Less: Net financial assets denominated in the respective entities' functional currencies	(6,051)	(387)	(70,168)	(2,853)	(37,045)
Less: Forward foreign currency contracts (contracted notional principal)	(558,391)	(19,530)	(4,317)	-	(103,959)
Net currency exposure	(432,318)	(30,884)	(7,665)	67,039	(90,723)

28. Financial instruments (continued)

28.6 Foreign currency risk (continued)

Group	USD RM'000	Euro RM'000	AUD RM'000	RMB RM'000	SGD RM'000
2014					
Financial assets	305,485	21,653	72,115	41,353	43,233
Financial liabilities	(77,240)	(13,860)	(70,908)	(19,997)	(6,700)
Net financial assets	228,245	7,793	1,207	21,356	36,533
Less: Net financial assets denominated in the respective entities' functional currencies	(54,660)	(634)	(19,900)	(24,309)	(20,244)
Less: Forward foreign currency contracts (contracted notional principal)	(595,935)	(23,595)	(15,027)	-	(192,634)
Net currency exposure	(422,350)	(16,436)	(33,720)	(2,953)	(176,345)

Sensitivity analysis to a reasonably possible change in the foreign currencies as at the end of the reporting period, with all other variables held constant:

Effects on profit after taxation

Group	USD RM'000	Euro RM'000	AUD RM'000	RMB RM'000	SGD RM'000
2015					
- strengthened by 5%	(16,212)	(1,158)	(287)	2,514	(3,402)
- weakened by 5%	16,212	1,158	287	(2,514)	3,402
2014					
- strengthened by 5%	(15,838)	(616)	(1,265)	(111)	(6,613)
- weakened by 5%	15,838	616	1,265	111	6,613

The Company's exposure to major foreign currency is as follows:

Company	USD RM'000	Euro RM'000	AUD RM'000	SGD RM'000	QAR RM'000
2015					
Financial assets	68,644	24	1,178	275	132,020
Financial liabilities	(80,333)	(8,065)	(9)	(22,534)	(43,742)
Net financial assets/(liabilities)	(11,689)	(8,041)	1,169	(22,259)	88,278
Less: Net financial assets denominated in the respective entities' functional currencies	-	-	-	-	(88,278)
Less: Forward foreign currency contracts (contracted notional principal)	(186,431)	-	-	-	-
Net currency exposure	(198,120)	(8,041)	1,169	(22,259)	-

28. Financial instruments (continued)

28.6 Foreign currency risk (continued)

Company	USD RM'000	Euro RM'000	AUD RM'000	SGD RM'000	QAR RM'000
2014					
Financial assets	27,671	22	1,073	254	102,239
Financial liabilities	(33,681)	(7,579)	(4)	(21,464)	(54,774)
Net financial assets/(liabilities)	(6,010)	(7,557)	1,069	(21,210)	47,465
Less: Net financial assets denominated in the respective entities' functional currencies	-	-	-	-	(47,465)
Less: Forward foreign currency contracts (contracted notional principal)	(68,515)	-	-	-	-
Net currency exposure	(74,525)	(7,557)	1,069	(21,210)	-

Sensitivity analysis to a reasonably possible change in the foreign currencies as at the end of the reporting period, with all other variables held constant:

Effects on profit after taxation

Company	USD RM'000	Euro RM'000	AUD RM'000	SGD RM'000	QAR RM'000
2015					
- strengthened by 5%	(7,430)	(302)	44	(835)	-
- weakened by 5%	7,430	302	(44)	835	-
2014					
- strengthened by 5%	(2,795)	(283)	40	(795)	-
- weakened by 5%	2,795	283	(40)	795	-

28.7 Fair values

The carrying amounts of the financial assets and financial liabilities reported in the financial statements approximated their fair values except for the following:

Company	2015 Carrying amount RM'000	2015 Fair value RM'000	2014 Carrying amount RM'000	2014 Fair value RM'000
Financial assets				
Quoted shares - long-term	98,663	359,600	98,663	360,913

For those financial assets and financial liabilities that are impractical to establish the market value or fair value, are carried at cost less impairment, if any.

28. Financial instruments (continued)

28.7 Fair values (continued)

Fair value hierarchy

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

Group	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
2015				
Financial liability				
Forward exchange contracts	(27,110)	-	-	(27,110)
2014				
Financial liability				
Forward exchange contracts	(24,890)	-	-	(24,890)
Company				
2015				
Financial liability				
Forward exchange contracts	(15,062)	-	-	(15,062)
2014				
Financial liability				
Forward exchange contracts	(2,327)	-	-	(2,327)

29. Contingent liabilities - unsecured

	Company	
	2015 RM'000	2014 RM'000
Corporate guarantees		
Corporate guarantees to licensed banks for credit facilities and bank guarantees utilised by subsidiaries	145,652	165,541

In the ordinary course of business, the Group and the Company also issue performance guarantees to customers who were awarded contracts to the Group.

Continuing financial support

The Company has undertaken to provide continuing financial support to certain subsidiaries to enable them to meet their financial obligations as and when they fall due (Note 5).

29. Contingent liabilities - unsecured (continued)

Contingent liabilities – litigation (Group)

a) ***Litigation against the Company, its subsidiary Favelle Favco Berhad ("FFB") and FFB's subsidiary Favelle Favco Cranes (USA) Inc. ("FFCUSA") in the Supreme Court of the State of New York***

The litigation relates to an incident in 2008 involving the collapse of a Favelle Favco crane caused by rigging activity carried out by a third party. The U.S. Occupational Safety & Health Administration ("OSHA") found that slings (independent of the crane per se) used during the rigging activity tore open causing the said incident. The litigation remains ongoing and it is premature to assess the outcome of the actions at this point in time.

b) ***Litigation against a subsidiary, Favelle Favco Cranes (USA) Inc. ("FFCUSA") in the Supreme Court of the State of New York, County of New York***

Mr. Robert Paranella is claiming against FFCUSA for personal injuries resulting from an accident while descending a ladder on a crane. As advised by the lawyers, the Board of Directors of FFCUSA is of the view that there are no merits to his claims.

c) ***Muhibbah-LTAT JV (the "JV") v. Government of Malaysia***

The JV of which Muhibbah Engineering (M) Bhd and Lembaga Tabung Angkatan Tentera had 51% and 49% interest respectively has completed Naval Base at Teluk Sepangar, Kota Kinabalu, Sabah for Government of Malaysia ("GOM") in 2007. The JV commenced arbitration proceedings against GOM for remaining claims of approximately RM28 million.

Should the said arbitration be successful, it will have a positive financial impact to the Group.

d) ***Herbert Kannegiesser GmbH ("HKG") v Muhibbah Engineering (M) Bhd ("the Company")***

HKG, a Nominated Subcontractor for Hamad International Airport has filed arbitration proceedings against the Company for an alleged claim of approximately QAR54.6 million. The Company is disputing the claim through counter claims.

e) ***Wiggins Island Coal Export Terminal Pty Ltd ("WICET")***

Muhibbah Construction Pty Ltd, a wholly owned subsidiary of Muhibbah Engineering (M) Bhd ("the Company"), holding a 50% interest in Monadelphous Muhibbah Marine JV ("MMM"), a joint venture with Monadelphous Engineering Pty Ltd, (a subsidiary of Monadelphous Group Limited), entered into two contracts through MMM for the construction of the approach jetty and ship berth and shiploader ("The Works'), associated with the Wiggins Island Coal Export Terminal at Gladstone, Queensland for WICET. The Works were fully completed in 2015 with practical completion certification.

WICET has challenged payments approved by Building and Construction Industry Payment Act 2004 (Qld) ("BCIPA") for MMM's claims plus variation orders previously approved by WICET totaling approximately AUD130 million. MMM is of the view that the WICET claims are unwarranted and MMM lodged an additional counter claim in excess of AUD200 million against WICET.

30. Related parties

For the purposes of these financial statements, parties are considered to be related to the Group if the Group or the Company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group or the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

The Group has a related party relationship with its subsidiaries (see Note 5) and its associates (see Note 6).

The significant related party transactions of the Group and of the Company, other than key management personnel compensation are as follows:

	Company	
	2015 RM'000	2014 RM'000
Significant transactions with subsidiaries:		
Gross dividend income receivable	(73,156)	(13,124)
Interest income receivable	(2,751)	(3,232)
Progress billings receivable	-	(380)
Purchase of materials and services	276,219	102,092
Rental expense	43,706	37,453
Interest expense	9	40
Purchase of property, plant and equipment	-	1,913
Rental income receivable	(695)	(505)
Repair and services	(4,155)	(5,115)
Sale of property, plant and equipment	(3,870)	-
Share services	(2,000)	(1,900)

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Significant transactions with associates:				
Gross dividend income receivable	(51,272)	(36,862)	(14,000)	(12,200)
Technical assistance fee receivable	(11,176)	(7,225)	(11,176)	(7,225)
Sale of goods	(17,984)	(35,101)	-	-

The above transactions have been entered into the natural course of business and have been established under negotiated terms.

The outstanding net amounts due from/(to) subsidiaries and associates and joint ventures as at 31 December 2015 are disclosed in Note 7 and Note 17 respectively.

The allowance for impairment loss on receivables in respect of the above significant related party transactions with subsidiaries for the financial year ended 31 December 2015 amounted to RM27,997,000 (2014 - RM27,997,000).

31. Capital management

The primary objective of the Group's capital management is to ensure that it maintains a healthy capital ratio in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic and business conditions or expansion plans of the Group. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. There were no changes in the Group's approach to capital management during the year.

32. Comparative figures

The following figures have been reclassified to conform with the presentation of the current financial year:-

	Group	
	As Restated RM'000	As Previously Reported RM'000
Statements of cash flows (extract):-		
Cash flow from/(for) operating activities		
Finance costs	62,911	46,353
Bad debts (recovered)/written off	-	9,188
Net unrealised loss/(gain) on foreign exchange	(11,345)	-
Receivables, deposits and prepayments	(93,265)	(113,798)
Cash flow (for)/from financing activities		
Interest paid	(38,731)	(22,173)

	Company	
	As Restated RM'000	As Previously Reported RM'000
Statements of cash flows (extract):-		
Cash flow from/(for) operating activities		
Finance costs	35,983	8,438
Interest income	(26,970)	(3,882)
Receivables, deposits and prepayments	48,464	50,665
Cash flow (for)/from financing activities		
Interest paid	(26,607)	(24,351)
Statements of profit or loss and other comprehensive income (extract):-		
Administrative expenses	(26,249)	(24,765)
Other expenses	-	(1,484)

33. Realised and unrealised profits/(losses)

The breakdown of the retained profits/(accumulated losses) of the Group and of the Company as at the end of the reporting period into realised and unrealised profits/(losses) presented in accordance with the directive issued by Bursa Malaysia Securities Berhad and prepared in accordance with the Guidance on Special Matter No.1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysian Securities Berhad Listing Requirements, as issued by the Malaysia Institute of Accountants, as follow:-

	Group		Company	
	2015 RM'000	2014 RM'000	2015 RM'000	2014 RM'000
Total retained profits/(accumulated losses) of Muhibbah Engineering (M) Bhd and its subsidiaries:				
- Realised	127,512	200,716	33,254	44,282
- Unrealised	133,228	(32,529)	7,807	(7,709)
	260,740	168,187	41,061	36,573
Total retained profits/(accumulated losses) from associated companies:				
- Realised	141,144	133,848	-	-
- Unrealised	(279)	(3,878)	-	-
	140,865	129,970	-	-
Less: Consolidated adjustments	(139,489)	(95,768)	-	-
Total retained profits	262,116	202,389	41,061	36,573

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 44 to 127 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial 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 Group and of the Company as of 31 December 2015 and of their financial performance and cash flows for the year then ended.

In the opinion of the Directors, the information set out in Note 33 on page 128 to the financial statements has been compiled in accordance with the Guidance on Special Matter No.1, *Determination of Realised and Unrealised Profits or Losses in the Context of Disclosures Pursuant to Bursa Malaysia Securities Berhad Listing Requirements,* issued by the Malaysian Institute of Accountants, and presented based on the format prescribed by Bursa Malaysia Securities Berhad.

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

....
Mac Ngan Boon @ Mac Yin Boon
Klang,
Date: 5 April 2016

....
Mac Chung Jin

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

I, **Lee Poh Kwee**, the Director primarily responsible for the financial management of Muhibbah Engineering (M) Bhd., do solemnly and sincerely declare that the financial statements set out on pages 44 to 128 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 Klang on 5 April 2016.

....
Lee Poh Kwee

Before me:

Independent Auditors' Report to the members of Muhibbah Engineering (M) Bhd.

Report on the Financial Statements

We have audited the financial statements of Muhibbah Engineering (M) Bhd., which comprise the statements of financial position as at 31 December 2015 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and a summary of significant accounting policies and other explanatory information, as set out on pages 44 to 127.

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 Malaysian Financial Reporting Standards, International Financial 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.

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of the Group and of the Company as of 31 December 2015 and of their financial performance and cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 1965 in Malaysia.

Emphasis of matter

Without qualifying our opinion, we draw attention to Note 10 to the financial statements, the amount due from contract customers includes an interim amount of RM283 million for a completed project. The Company has consulted and engaged an experienced claim consultant to assist the Company to obtain approval for additional claims from the customer. The claim consultant is of the opinion that there are valid grounds for the claims which, inter alia represents works performed in addition to the original scope of the contract and claims that can be recovered in accordance with the law and the terms of the contract and should therefore be approved by the customer. The directors are of the opinion that the claims are recoverable in due course.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 1965 in Malaysia, we also report the following:-

(a) In our opinion, the accounting and other records and the registers required by the Act to be kept by the Company and its subsidiaries of which we have acted as auditors have been properly kept in accordance with the provisions of the Act.

(b) We have considered the financial statements and the auditors' reports of all the subsidiaries of which we have not acted as auditors, which are indicated in Note 5 to the financial statements.

(c) We are satisfied that the financial statements of the subsidiaries that have been consolidated with the Company's financial statements are in form and content appropriate and proper for the purposes of the preparation of the financial statements of the Group and we have received satisfactory information and explanations required by us for those purposes.

(d) The audit reports on the financial statements of the subsidiaries did not contain any qualification or any adverse comment made under Section 174(3) of the Act.

Other Reporting Responsibilities

The supplementary information set out in Note 33 on page 128 is disclosed to meet the requirement of Bursa Malaysia Securities Berhad and is not part of the financial statements. The directors are responsible for the preparation of the supplementary information in accordance with Guidance on Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses in the Context of Disclosure Pursuant to Bursa Malaysia Securities Berhad Listing Requirements, as issued by the Malaysian Institute of Accountants ("MIA Guidance") and the directive of Bursa Malaysia Securities Berhad. In our opinion, the supplementary information is prepared, in all material respects, in accordance with the MIA Guidance and the directive of Bursa Malaysia Securities Berhad.

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.

Crowe Horwath
Firm Number: AF 1018
Chartered Accountants

Chan Kuan Chee
Approval No: 2271/10/17 (J)
Chartered Accountant

Kuala Lumpur,

Date: 5 April 2016

Top 10 List Properties as at 31 December 2015

No.	Location	Description of Property	Year of Revaluation	Tenure	Land Area	Age of Building	Carrying Value RM'000
1	HS(D) 99546, Lot 104625, Telok Gong, Mukim & District of Klang, Selangor	Office building and factory	2015	Leasehold expiring 2103	148,400 sq. m.	9 years	122,662
2	Hakmilik 75336, Lot 104505, Mukim & District of Klang, Selangor	Office building, factory and warehouse	2015	Leasehold expiring 2106	86,937 sq. m.	19 years	67,706
3	28, Yarrunga Street, Prestons, NSW 2170, Australia	Office building and factory	2012	Freehold	11.6 acres	47 years	49,131
4	Geran # 51011, Lot 31814 & Geran # 51020, Lot 31792, Mukim of Senawang, Seremban, Negeri Sembilan	Factory building with office block	2012	Freehold	68,846 sq. m.	11 years	32,488
5	HS(D) 99547, Lot 104626, Telok Gong, Mukim & District of Klang, Selangor	Factory building and workshop	2015	Leasehold expiring 2103	52,490 sq. m.	6 years	26,863
6	Geran Mukim 17872, Lot 69222, Mukim Kapar, District of Klang, Selangor	Office building and factory	2012	Freehold	18,207 sq. m.	34 years	25,644
7	Ream, Sihanoukville, Cambodia	Vacant land	2012	Freehold	23.97 hectare	NA	24,047
8	Geran # 26559, Lot 9895, Kg. Jawa, Mukim & District of Klang, Selangor	Office building and factory	2012	Freehold	5.0 acres	24 years	17,545
9	7 AL, Nordkranvej 2, 3540, Lynge DK Denmark	Factory building with office block	2012	Freehold	59,525 sq. m.	46 years	15,583
10	Hakmilik 6322, Lot 129073, Telok Gong, Mukim & District of Klang Selangor	Vacant land	2015	Leasehold expiring 2104	30,889 sq. m.	NA	14,712

Share Capital

Authorised share	:	RM500,000,000
Issued and fully paid-up capital	:	469,309,250 shares
Class of shares	:	Ordinary shares of RM0.50 each
Voting rights	:	One vote per ordinary share

Size of Holdings	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Issued Capital*
1 – 99	160	2.725	2,962	0.001
100 – 1,000	982	16.726	776,458	0.165
1,001 –10,000	3,414	58.150	15,547,243	3.313
10,001 –100,000	1,015	17.289	32,038,250	6.826
100,001 – 23,465,462	298	5.076	324,342,921	69.111
23,465,462 and above	2	0.034	96,601,416	20.584
Total	5,871	100.000	469,309,250	100.000

Note:
* *Excluding a total of 1,783,000 shares purchased by the Company and retained as treasury shares as at 31 March 2016*

Directors' Shareholdings as per Register of Directors' Shareholdings as at 31 March 2016

Name	Direct Interest	%*	Deemed Interest	%*
Mac Ngan Boon @ Mac Yin Boon	71,591,416[(a)]	15.255	25,022,500[(b)]	5.332
Ooi Sen Eng	12,625,066[(c)]	2.690	-	-
Mac Chung Jin	5,060,000[(c)]	1.078	50,000[(d)]	0.011
Lee Poh Kwee	4,046,272[(e)]	0.862	650,000[(d)]	0.139
Mazlan bin Abdul Hamid	305,000	0.065	-	-

Notes:-

(a) Certain shares are registered under Maybank Securities Nominees (Tempatan) Sdn Bhd, RHB Capital Nominees (Tempatan) Sdn Bhd and EB Nominees (Tempatan) Sendirian Bhd.

(b) Deemed interested by virtue of the shares held by his spouse and children pursuant to Section 134(12)(c) of the Companies Act, 1965.

(c) Certain shares are registered under Maybank Securities Nominees (Tempatan) Sdn Bhd.

(d) Deemed interest by virtue of the shares held by her spouse pursuant to Section 134(12)(c) of the Companies Act, 1965.

(e) Certain shares are registered under RHB Capital Nominees (Tempatan) Sdn Bhd, Citigroup Nominees (Tempatan) Sdn Bhd and HLB Nominees (Tempatan) Sdn Bhd.

* *Excluding a total of 1,783,000 shares purchased by the Company and retained as treasury shares as at 31 March 2016.*

Shares in related corporation
There is no change in the deemed interest of directors in related companies as disclosed in the Directors' Report for the year ended 31 December 2015 on page 41 of this Annual Report.

Options in Company
There is no change in the employee share options held by the Directors in the Company as disclosed in Directors' Report for the year ended 31 December 2015 on page 41 of this Annual Report.

Substantial Shareholders as per Register of Substantial Shareholders as at 31 March 2016

Name	Direct Interest	%*	Deemed Interest	%*
Mac Ngan Boon @ Mac Yin Boon	71,591,416 (a)	15.255	-	-
Lembaga Tabung Haji	44,717,000 (b)	9.528	-	-

Notes:-

(a) Certain shares are registered under Maybank Securities Nominees (Tempatan) Sdn Bhd, RHB Capital Nominees (Tempatan) Sdn Bhd and EB Nominees (Tempatan) Sendirian Bhd.

(b) Based on the notice of interest of substantial shareholders pursuant to Section 69 of the Companies Act, which had been received by the Company.

* *Excluding a total of 1,783,000 shares purchased by the Company and retained as treasury shares as at 31 March 2016*

List of 30 Largest Shareholders as at 31 March 2016

No.	Name	No. of Shares Held	% of Issued Capital*
1	Maybank Securities Nominees (Tempatan) Sdn Bhd Mac Ngan Boon @ Mac Yin Boon	54,141,416	11.536
2	Lembaga Tabung Haji	42,460,000	9.047
3	Universal Capital Resources Sdn Bhd	17,999,000	3.835
4	Amsec Nominees (Tempatan) Sdn Bhd Amtrustee Berhad For CIMB Islamic Dali Equity Growth Fund (UT-CIMB-DALI)	15,301,700	3.260
5	Cartaban Nominees (Asing) Sdn Bhd BBH (Lux) SCA For Fidelity Funds Pacific	13,667,200	2.912
6	RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Mac Ngan Boon @ Mac Yin Boon	12,800,000	2.727
7	Maybank Securities Nominees (Tempatan) Sdn Bhd Ooi Sen Eng	12,500,000	2.664
8	Maybank Securities Nominees (Tempatan) Sdn Bhd Chew Keng Siew	10,217,500	2.177
9	Transasia Assets Sdn Bhd	9,499,000	2.024
10	Cartaban Nominees (Tempatan) Sdn Bhd Exempt An For Eastspring Investments Berhad	7,350,500	1.566
11	Kumpulan Wang Persaraan (Diperbadankan)	5,926,800	1.263
12	Maybank Securities Nominees (Tempatan) Sdn Bhd Mac Chung Hui	5,405,000	1.152
13	Citigroup Nominees (Asing) Sdn Bhd Exempt An For Citibank New York (Norges Bank 12)	5,174,200	1.103
14	Maybank Securities Nominees (Tempatan) Sdn Bhd Mac Chung Jin	5,060,000	1.078
15	EB Nominees (Tempatan) Sendirian Berhad Pledged Securities Account For Mac Ngan Boon @ Mac Yin Boon	4,650,000	0.991
16	Pertubuhan Keselamatan Sosial	4,465,500	0.952
17	Malaysia Nominees (Tempatan) Sendirian Berhad Great Eastern Life Assurance (Malaysia) Berhad (LGF)	4,411,200	0.940

List of 30 Largest Shareholders as at 31 March 2016 (continued)

No.	Name	No. of Shares Held	% of Issued Capital*
18	Malaysia Nominees (Tempatan) Sendirian Berhad Great Eastern Life Assurance (Malaysia) Berhad (LEEF)	4,151,600	0.885
19	Maybank Securities Nominees (Tempatan) Sdn Bhd Mac Chung Lynn	4,000,000	0.852
20	Amanahraya Trustees Berhad Public Islamic Select Treasures Fund	3,980,000	0.848
21	Citigroup Nominees (Asing) Sdn Bhd CBNY For Dimensional Emerging Markets Value Fund	3,969,100	0.846
22	Citigroup Nominees (Asing) Sdn Bhd CBNY For Emerging Market Core Equity Portfolio DFA Investment Dimensions Group Inc	3,725,600	0.794
23	Malaysia Nominees (Tempatan) Sendirian Berhad Great Eastern Life Assurance (Malaysia) Berhad (PAR 3)	3,430,000	0.731
24	Amanahraya Trustees Berhad Public Islamic Opportunities Fund	3,399,100	0.724
25	Citigroup Nominees (Asing) Sdn Bhd CBNY For DFA Emerging Markets Small Cap Series	3,397,850	0.724
26	HSBC Nominees (Asing) Sdn Bhd Exempt An For JPMorgan Chase Bank, National Association (U.S.A)	3,390,400	0.723
27	Harmony Effective Sdn Bhd	3,163,700	0.674
28	Citigroup Nominees (Asing) Sdn Bhd Exempt An For Citibank New York (Norges Bank 14)	3,045,000	0.649
29	Citigroup Nominees (Tempatan) Sdn Bhd Employees Provident Fund Board (AMUNDI)	3,000,000	0.639
30	Ho Shu Keong	3,000,000	0.639
		276,681,366	58.955

* *Excluding a total of 1,783,000 shares purchased by the Company and retained as treasury shares as at 31 March 2016*

MUHIBBAH ENGINEERING (M) BHD
(12737-K)

Proxy Form

Number of Shares Held
CDS Account Number

*I/*We ______________________________ NRIC No./Passport No./Company No. ______________
(Full name as per NRIC/Certificate of Incorporation in Capital Letters)

of ____
(Full address)

being a member/members of **Muhibbah Engineering (M) Bhd**, hereby appoint Mr/Ms ______________

______________________________ NRIC No./Passport No./Company No. ______________

of ____

OR failing whom, Mr/Ms ______________ NRIC No./Passport No./Company No. ______________

of ____

OR failing whom, the Chairman of the Meeting as *my/*our proxy to vote for *me/*us and on *my/*our behalf at the Forty-Third Annual General Meeting of the Company to be held at Concorde Hotel Shah Alam, Concorde II, Level 2, No. 3, Jalan Tengku Ampuan Zabedah C9/C, 40100 Shah Alam, Selangor Darul Ehsan on **Thursday, 2 June 2016 at 3.45 p.m.** and at any adjournment thereof.

The Proportion of *my/*our holding to be represented by *my/*our proxies are as follows :

Proxy 1	%	Proxy 2	%	100%

*My/*Our proxy(ies) is/are to vote as indicated below :-

Resolution No.	Ordinary Business :	For	Against
1.	To approve the declaration of a first and final tax exempt dividend of 10% (5.00 sen) per ordinary share of RM0.50 each.		
2.	To re-elect Mr Mac Chung Jin as Director.		
3.	To re-elect Ms Lee Poh Kwee as Director.		
4.	To re-appoint Tan Sri Zakaria bin Abdul Hamid as Director.		
5.	To re-appoint Mr Mac Ngan Boon @ Mac Yin Boon as Director.		
6.	To re-appoint Mr Ooi Sen Eng as Director.		
7.	To re-appoint Messrs Crowe Horwath as the Company's Auditors and to authorise the Directors to fix their remuneration.		
	Special Business :		
8.	To retain Tan Sri Zakaria bin Abdul Hamid as an Independent Non-Executive Director.		
9.	To retain En Abd Hamid bin Ibrahim as an Independent Non-Executive Director.		
10.	To authorise the Directors to issue and allot shares pursuant to Section 132D of the Companies Act, 1965.		
11.	To approve the Proposed Renewal of Authority for Share Buy-Back.		
12.	To approve the Proposed Renewal of Shareholders' Mandates for Recurrent Related Party Transactions of a Revenue or Trading Nature.		

Please indicate with (X) on how you wish your vote to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.

Dated this .... day of 2016

[* Delete if not applicable]

....

[Signature/Common Seal of Shareholder(s)]

Notes:

(a) A member entitled to attend and vote at this meeting is entitled to appoint not more than two (2) proxies to attend, speak and vote in his/her stead. Each proxy appointed, shall represent a minimum of one hundred (100) shares. Where a member appoints 2 proxies, the appointment shall be invalid unless the member specifies the proportion of his/her shareholdings to be represented by each proxy.

(b) A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy and the provision of Section 149(1)(b) of the Act shall not apply to the Company.

(c) The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorised in writing or if the appointor is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised.

(d) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.

(e) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.

(f) The duly completed Proxy Form must be deposited at the Share Registrar's Office, Tricor Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi 59200 Kuala Lumpur, Malaysia, at least forty-eight (48) hours before the time set for the holding of the Meeting or any adjournment thereof.

Affix
Stamp
Here

Muhibbah Engineering (M) Bhd (12737-K)

Share Registrar
Tricor Investor & Issuing House Services Sdn Bhd
Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3
Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Malaysia