

# HAI LECK HOLDINGS LIMITED (Company Registration No. : 199804461D) FINANCIAL STATEMENTS AND DIVIDEND ANNOUNCEMENT FOR FIRST HALF YEAR AND SECOND QUARTER ENDED 31 DECEMBER 2015

# PART I - INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2, Q3), HALF-YEAR AND FULL YEAR ANNOUNCEMENTS

1(a) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year

	Grou	qu		Grou	qu	
	2Q16 \$'000	2Q15 \$'000	Change %	1H16 \$'000	1H15 \$'000	Change %
Revenue	27,545	29,812	(7.6)	46,009	58,061	(20.8)
Less:	(10 041)	(10.000)	(20.0)	(00.05.4)	(01.000)	(00.5)
Cost of sales Other income	(12,641) 506	(18,069) 811	(30.0) (37.6)	(22,054) 1,453	(31,290) 1,024	(29.5) 41.9
Distribution and selling expenses	(236)	(129)	82.9	(309)	(225)	37.3
Administrative expenses	(11,509)	(9,818)	17.2	(18,088)	(19,833)	(8.8)
Other operating expenses Interest expense	(1,504) (3)	(1,448) (2)	3.9 50.0	(3,013) (6)	(2,683) (3)	12.3 100.0
Share of results of joint venture	288	629	(54.2)	254	779	(67.4)
Profit before taxation	2,446	1,786	37.0	4,246	5,830	(27.2)
Taxation	(551)	(484)	13.8	(801)	(882)	(9.2)
Profit for the period	1,895	1,302	45.5	3,445	4,948	(30.4)
Attributable to:						
Equity holders of the Company	1,895	1,302	45.5	3,445	4,948	(30.4)
	Group			Group		
Net profit included the following:	2Q16	2Q15		1H16	1H15	
	\$'000	\$'000		\$'000	\$'000	
Interest income	53	52		66	80	
Interest expense	(3)	(3)		(6)	(3)	
Foreign exchange (loss)/gain, net	(6)	17		(103)	25	
Gain on disposal of property, plant and equipment Amortisation of intangible assets	223 (15)	345 (9)		381 (30)	336 (18)	
Depreciation of property, plant and equipment	(1,489)	(1,591)		(2,983)	(2,665)	
Write back of allowance for doubtful debts	-	-		970	-	
Consolidated statement of comprehensive income						
	Grou	•		Grou	•	
	2Q16 \$'000	2Q15 \$'000		1H16 \$'000	1H15 \$'000	
Profit for the period	1,895	1,302		3,445	4,948	
Other comprehensive income:						
Items that may be reclassified to profit and loss Foreign currency translation	147	144		(250)	209	
Total comprehensive income for the period	2,042	1,446		3,195	5,157	
Total comprehensive income attributable to:						
Equity holders of the Company	2,042	1,446		3,195	5,157	

# Note:

2Q15: The 2nd quarter ended 31 December 2014 2Q16: The 2nd quarter ended 31 December 2015 1H15: The first half year ended 31 December 2014 1H16: The first half year ended 31 December 2015 n.m. denotes not meaningful

EPC: engineering, procurement and construction

1(b)(i) A statement of financial position (for the issuer and the group), together with a comparative statement as at the end of the immediately preceding financial year

	Gro	Group		Company		
	31.12.2015	30.6.2015	31.12.2015	30.6.2015		
	\$'000	\$'000	\$'000	\$'000		
Non-current assets:						
Property, plant and equipment	52,715	54,319	298	328		
Investments in subsidiary companies		-	35,757	35,757		
Loans due from subsidiary companies	-	-	28,061	24,561		
Investment in joint venture	4,482	4,525	-	-		
Intangible assets	256	225	-	-		
Customer retention	-	180	-	-		
Other receivables and deposits	100	222	100	100		
	57,553	59,471	64,216	60,746		
Current assets:						
Inventories	529	2,905	-	-		
Trade receivables	23,067	26,171	20	-		
Other receivables and deposits	2,045	1,171	51	21		
Prepayments	621	3,035	92	229		
Customer retention	1,055	306	-	-		
Loan due from subsidiary companies - current	-	-	-	5,500		
Amounts due from subsidiary companies - non-trade	-	-	1,256	722		
Gross amount due from customers for contract work-in-progress	1,516	1,284	-	-		
Fixed deposits pledged	642	588	-	-		
Cash and cash equivalents	60,022	55,301	15,318	14,334		
	89,497	90,761	16,737	20,806		
Current liabilities:						
Trade and other payables	19,057	25,128	360	677		
Advances from customers	-	417	-	-		
Supplier retention	337	392	-	-		
Amounts due to subsidiary companies - non-trade	-	-	47	23		
Provision for warranty	3,262	3,262	-	-		
Finance lease obligation - current portion	90	79	-	-		
Provision for taxation	1,709	1,504	58	107		
	24,455	30,782	465	807		
Net current assets	65,042	59,979	16,272	19,999		
Non-current liabilities:						
Deferred taxation	1,379	1,379	26	26		
Finance lease obligation, non-current portion	205	255	-	-		
	1,584	1,634	26	26		
Net assets	121,011	117,816	80,462	80,719		
Equity attributed to equity holders of the Company						
Share capital	65,008	65,008	65,008	65,008		
Treasury shares	(160)	(160)	(160)	(160)		
Capital reserve	1,155	1,155	1,155	1,155		
Accumulated profits	55,618	52,173	14,459	14,716		
Translation reserve	(610)	(360)	-	-		
Total equity	121,011	117,816	80,462	80,719		

# 1(b)(ii) Aggregate amount of the group's borrowings and debt securities

# Amount repayable in one year or less, or on demand

# Amount repayable after one year

As at			
31.12	2.2015		
\$'000	\$'000		
Secured	Unsecured		
90	-		

As at 31.12.2015

\$'000

Unsecured

\$'000

Secured 205

As at		
30.6.	2015	
\$'000	\$'000	
Secured	Unsecured	
79	-	

As at			
30.6.	2015		
\$'000	\$'000		
Secured	Unsecured		
255	-		

Finance lease liabilities

# Details of any collateral

Hire purchase financing for plant and equipment.

1(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year

Consolidated Statement of Cash Flows	Gro	up	Grou	Group		
	2Q16	2Q15	1H16	1H15		
	\$'000	\$'000	\$'000	\$'000		
Cash flows from operating activities:						
Profit before taxation	2,446	1,786	4,246	5,830		
Adjustments for:						
Depreciation of property, plant and equipment	1,489	1,439	2,983	2,665		
Amortisation of intangible assets	15	9	30	18		
Gain on disposal of property, plant and equipment	(223)	(214)	(381)	(336)		
Share of results of joint venture	(288)	(629)	(254)	(779)		
Provision/(write back) for foreseeable loss	-	(700)	-	(1,400)		
Interest income	(53)	(16)	(66)	(80)		
Interest expense	3	2	6	3		
Unrealised exchange (gain)/loss	134	(80)	47	(97)		
Operating cash flows before working capital changes	3,523	1,597	6,611	5,824		
(Increase)/Decrease in: Customer retention, trade and other receivables	(6,304)	(1,339)	4,197	4,705		
and prepayments	, , , , , , , , , , , , , , , , , , ,	. ,				
Inventories Gross amount due from/(to) customers	109	243	2,376	1,530		
for contract work-in-progress, net Increase/(Decrease) in:	11,044	(4,423)	(232)	(1,654)		
Trade and other payables and advances from customers	(3,113)	1,400	(6,543)	(1,000)		
Cash generated from operations	5,259	(2,522)	6,409	9,405		
Tax paid	(419)	(2,039)	(596)	(2,038)		
Net cash flows generated from operating activities	4,840	(4,561)	5,813	7,367		
Cash flows from investing activities:		<u> </u>				
Interest received	53	16	66	80		
Purchase of property, plant and equipment	(747)	(2,313)	(1,410)	(6,340)		
Purchase of intangible assets	(21)	(_,0.0)	(61)	(0,0.0)		
Proceeds from disposal of property, plant and	(= - )		(01)			
equipment	252	33	412	156		
Net cash flows used in investing activities	(463)	(2,264)	(993)	(6,104)		
Cash flows from financing activities:						
Net proceeds from issue of new shares	-	1,533	-	2,168		
•		374		374		
Repayment of finance lease obligations	(20)	374	(39)	374		
Increase in fixed deposits pledged	(54)	-	(54)	-		
Dividend paid	-	(12,275)	-	(12,275)		
Interest paid	(3)	(2)	(6)	(3)		
Net cash flows (used in)/generated from financing activities	(77)	(10,370)	(99)	(9,736)		
Net increase/(decrease) in cash and cash equivalents	4,300	(17,195)	4,721	(8,473)		
Cash and cash equivalents at beginning of period	55,064	59,412	55,301	56,627		
Cash and cash equivalents at end of period	59,364	42,217	60,022	48,154		
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1(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year

# Statements of changes in equity For period ended 31 December 2015

Group	Share capital \$'000	Treasury shares \$'000	Capital reserve \$'000	Accumulated profits \$'000	Translation reserve \$'000	Total equity \$'000
At 1 July 2014 Profit net of tax Other comprehensive income for the period Total comprehensive income for the period Issuance of ordinary shares	62,785	(160)	1,209	57,728 4,948	(561)	121,001 4,948
	2,222	-	(54)		<u>209</u> 209 -	209 5,157 2,168
Dividend on ordinary shares Balance at 31 December 2014	- 65,007	(160)	- 1,155	(12,275) 50,401	(352)	(12,275) 116,051
At 1 July 2015 Profit net of tax Other comprehensive income for the period	65,008 - -	(160)	1,155 - -	52,173 3,445	(360) - (250)	117,816 3,445 (250)
Total comprehensive income for the period Balance at 31 December 2015	- 65,008	- (160)	۔ 1,155	3,445 55,618	(250) (610)	3,195 121,011
Company	Share capital \$'000	Treasury shares \$'000	Capital reserve \$'000	Accumulated profits \$'000	Total \$'000	
At 1 July 2013 Total comprehensive income for the period Issuance of ordinary shares Dividend on ordinary shares Balance at 31 December 2014	62,785 - 2,222 - - 65,007	(160) - - - (160)	1,209 - (54) - 1,155	20,176 11,475 - (12,275) 19,376	84,010 11,475 2,168 (12,275) 85,378	
At 1 July 2015 Total comprehensive income for the period Balance at 31 December 2015	65,008 65,008	(160)	1,155 - 1,155	14,716 (257) 14,459	80,719 (257) 80,462	
	- )	()	,	1	, -	

1(d)(ii) Details of any changes in the company's share capital arising from right issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year

#### Share consolidation

During the quarter ended 30 September 2015, the Company undertook a share consolidation of every two (2) existing shares in the share capital of the Company into one (1) consolidated shares, which was approved by the shareholders at the Extraordinary General Meeting of the Company held on 19 October 2015 (the "Share Consolidation"). Following the completion of the Share Consolidation, which became effective on 25 November 2015, the total number of issued shares of the Company excluding treasury shares as at 31 December 2015 was 204,578,897 after disregarding any fractions of a consolidated share arising from the Share Consolidation.

## 2012 Warrants

On 7 January 2013, the Company had allotted and issued the Warrants ("2012 Warrants") pursuant to the Warrants Issue. The 81,114,750 2012 Warrants were listed and quoted on the Official List of SGX-ST on 9 January 2013. The new shares arising from the exercise of the Warrants will be listed and quoted on the Official List of SGX-ST.

Since 1 July 2015, no 2012 Warrants were exercised to acquire new shares.

Further to the completion of the above Share Consolidation, the Company has made following adjustments to the 2012 Warrants on the same date:

- a. on the basis that two (2) 2012 Warrants will be consolidated into one (1) Consolidated 2012 Warrant.
- b. the existing exercise price of each Consolidated 2012 Warrant will be adjusted from S\$0.13 to S\$0.26.
- c. each Consolidated 2012 Warrant shall carry the right to receive one (1) Consolidated Share.

As of 31 December 2015, 1,306,125 Consolidated 2012 Warrants are outstanding.

#### 2013 Warrants

On 14 May 2014, the Company had allotted and issued the Warrants ("2013 Warrants") pursuant to the Warrants Issue. The 200,990,250 2013 Warrants were listed and quoted on the Official List of SGX-ST on 16 May 2014. The new shares arising from the exercise of the Warrants will be listed and quoted on the Official List of SGX-ST.

Since 1 July 2015, no 2013 Warrants were exercised to acquire new shares.

Further to the completion of the above Share Consolidation, the Company has made following adjustments to the 2013 Warrants on the same date:

- a. on the basis that two (2) 2013 Warrants will be consolidated into one (1) Consolidated 2013 Warrant.
- b. the existing exercise price of each 2013 Consolidated Warrant will be adjusted from S\$0.33 to S\$0.66.
- c. each Consolidated 2013 Warrant shall carry the right to receive one (1) Consolidated Share.

As of 31 December 2015, 97,396,852 Consolidated 2013 Warrants are outstanding.

In view of the above, the changes in the Company's share capital are as follows:-

	1H16		1H15	
Issued and paid up capital	No of shares	\$'000	No of shares	\$'000
As at beginning of financial year	409,797,859	65,008	325,283,000	48,859
Share issued pursuant to the exercise of Warrants	-	-	77,362,500	13,926
Share consolidation	(204,898,962)	-	-	-
At 31 December	204,898,897	65,008	325,283,000	62,785
Treasury shares				
As at beginning of financial year	640,000	160	640,000	160
Share consolidation	(320,000)	-	-	-
At 31 December	320,000	160	640,000	160
Total shares excluding treasury shares as at end of period	204,578,897	64,848	324,643,000	62,625

# 1(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year

As at 31 December 2015, the total number of issued ordinary shares (excluding treasury shares) was 204,578,897 (30 June 2015: 409,157,859).

1(d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on

## 2 Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice

The figures have not been audited nor reviewed.

3 Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of matter)

Not applicable.

4 Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied

The Group has adopted the same accounting policies and methods of computation in the financial statements for the current financial period as those applied for the most recent audited financial statements for the year ended 30 June 2015.

5 If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change

Not applicable

6 Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends

		Gro	up	Grou	p
		2Q16	2Q15	1H16	1H15
		\$'000	\$'000	\$'000	\$'000
Profit attributable to ordina Company (\$'000)	ry equity holders of the	1,895	1,302	3,445	4,948
0 0	r of ordinary shares in issue hares) applicable to basic 000)	204,899	200,999	204,899	200,105
0 0	r of ordinary shares in issue hares) applicable to diluted 000)	205,299	202,049	205,350	201,589
Earnings per share -	Basic (cents)	0.9	0.6	1.7	2.5
	Fully diluted (cents)	0.9	0.6	1.7	2.5

Comparative basic and diluted earnings per share have been adjusted to reflect the effect of Share Consolidation during the current financial period.

7 Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) current period reported on and (b) immediately preceding financial year

	Group		Com	pany
	31.12.2015	30.6.2015	31.12.2015	30.6.2015
Net asset value (\$'000)	121,011	117,816	80,462	80,719
Number of ordinary shares in issue (excluding treasury shares) at end of quarter ('000)	204,899	201,003	204,899	201,323
Net asset value per ordinary share based on the number of shares in issue (excluding treasury shares) at end of period (cents)	59.1	58.6	39.3	40.1

Comparative NTA per share have been adjusted to reflect the effect of Share Consolidation during the current financial period.

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- A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following: -
  - (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
  - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on

#### **Review of Financial Results**

Results for first half and second quarter ended 31 December 2015

#### Revenue

Oil prices remained low and impacted the down-stream in the oil and gas industries negatively. In general, oil majors are reducing their capital expenditure.

Revenue for 1H16 fell by 20.8% or \$12.1 million to \$46.0 million compared to \$58.1 million recorded in 1H15 due to lower project revenue.

Quarter-on-quarter, revenue decreased by \$2.3 million to \$27.6 million in 2Q16.

#### Cost of sales

For 1H16, cost of sales reduced by 29.5% or \$9.2 million to \$22.1 million as compared to \$31.3 million in 1H15. The decrease in cost of sales was mainly due to less usage of materials and manpower in tandem with lower project revenue.

Quarter-on-quarter, cost of sales decreased by \$5.5 million to \$12.6 million in 2Q16 as compared to \$18.1 million in 2Q15.

#### Other income

Other income comprised mainly of interest income, miscellaneous income earned from non-core businesses, safety and performance incentives, and gain on disposal of property, plant and equipment as well as governmental grant, jobs credit grant and special employment credit. The amount of other income for 1H16 and 2Q16 was \$1.5 million and \$0.5 million. The increase in 1H16 was mainly due to writing back of bad and doubtful debt allowances.

#### Operating expenses

Operating expenses consist of distribution and selling expenses, administrative expenses and other operating expenses, including depreciation, amortisation and exchange differences.

For 1H16, operating expenses decreased by 5.8% or \$1.3 million to \$21.4 million as compared to S\$22.7 million in 1H15. The decrease was due to cost control measures implemented and lower revenue.

For 2Q16, operating expenses increased by 16.3% or \$1.8 million to \$13.2 million as compared to S\$11.4 million in 2Q15. The increase was due to a rise in head counts and staff cost in certain subsidiary.

#### Share of results of joint venture

Share of results of joint venture for 1H16 and 2Q16 are 0.3 million and 0.2 million respectively.

#### Taxation

The effective tax rate in 1H16 is 15.1% which is lower than that of the statutory tax rate of 17%.

#### Profit attributable to equity holders of the Company

The profit attributable to equity holders for 1H16 decreased by \$1.5 million to \$3.4 million compared to 1H15.

Quarter-on-quarter, the profit attributable to equity holders for 2Q16 increased by \$0.5 million to \$1.9 million compared to 2Q15.

#### **Review of Financial Position**

#### Non-current assets

Non-current assets of the Group decreased by 3.2% or \$1.9 million, from \$59.5 million as at 30 June 2015 to \$57.6 million as at 31 December 2015. This decrease is mainly due to depreciation of property, plant and equipment.

#### **Current assets**

Current assets decreased by 1.4% or \$1.3 million, from \$90.8 million as at 30 June 2015 to \$89.5 million as at 31 December 2015. This was mainly due to a decrease in inventories.

#### **Current liabilities**

Current liabilities decreased by 20.6% or \$6.3 million, from \$30.8 million as at 30 June 2015 to \$24.5 million as at 31 December 2015, mainly due to a decrease in trade and other payables, resulting from lower cost of sales.

#### Non-current liabilities

Non-current liabilities remained at about \$1.6 million as at 31 December 2015.

## **Utilisation of Warrant Issue Proceeds**

#### 2012 Warrants

On 7 January 2013, the Company had allotted and issued 81,114,750 2012 Warrants and raised net proceeds of \$3.9 million for business expansion and working capital.

As at 31 December 2015, the Group has applied S\$0.5 million of the proceeds for business expansion and S\$3.4 million as working capital in accordance with the announcement dated 4 January 2013.

From 7 January 2013 to 31 December 2015, 78,502,500 2012 Warrants were exercised for 78,502,500 new shares. The Company raised net proceeds of about \$10.2 million, which was used to acquire property, plant and equipment for business expansion.

#### 2013 Warrants

On 16 May 2014, the Company had allotted and issued 200,990,250 2013 Warrants and raised net proceeds of \$13,000 for general working capital. The amount was applied in accordance with the announcement dated 9 May 2014.

From 16 May 2014 to 31 December 2015, 6,196,359 2013 Warrants were exercised for 6,196,359 new shares. The Company raised net proceeds of approximately \$2.0 million, which was set aside for investment purposes, business expansion purposes, working capital and/or such other purposes as the Directors may deem fit.

# 9 Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results

Not applicable

10 A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months

The outlook of oil and gas industry remains uncertain. The Group's results was significantly buffered by non-oil and gas related businesses.

## 11 Dividend

#### (a) Current financial period reported on

#### Any dividend declared for the current financial period reported on?

Final dividends

Name of Dividend Not applicable Dividend Type Dividend Rate

## (b) Corresponding period of the immediately preceding financial year

Any dividend declared for the corresponding period of the immediately preceding financial year?

Not applicable

#### (c) Date payable

Not applicable

## (d) Books closure date

Not applicable

#### 12 If no dividend has been declared/recommended, a statement to that effect

No dividend has been declared/recommended.

13 If the Group has obtained a general mandate from shareholders for Interested Persons Transactions ("IPT"), the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect

No IPT mandate has been obtained.

### 14 Negative Confirmation by the Board pursuant to Rule 705(5) of the Listing Manual

We, Cheng Buck Poh @ Chng Bok Poh and Cheng Yao Tong, being Directors of the Company, do hereby confirm, on behalf of the Board of Directors of the Company that, to the best of our knowledge, nothing has come to the attention of the Board which may render the unaudited financial results for first quarter ended 31 December 2015 to be false or misleading in any material aspect.

#### 15 Confirmation of Undertakings from Directors and Executive Officers pursuant to Rule 720(1) of the Listing Manual

The Company has procured undertakings in the format set out in Appendix 7.7 collectively from all its directors and executive officers under Rule 720(1) of the Listing Manual.

BY THE ORDER OF THE BOARD

Cheng Yao Tong Chief Executive Officer 5 February 2016