

UNAUDITED CONDENSED STATEMENTS OF COMPREHENSIVE INCOME (1)

	Individua	al Quarter	Cumula	tive Period
NOTE	Current year quarter 31/3/2016 RM'000	Preceding year quarter (2) 31/3/2015 RM'000	Current year to date 31/3/2016 RM'000	Preceding year to date (2) 31/3/2015 RM'000
Revenue Cost of sales	344,751 (241,251)	N/A N/A	344,751 (241,251)	N/A N/A
Gross profit	103,500	N/A	103,500	N/A
Other items of income				
Interest income	15,987	N/A	15,987	N/A
Other income	2,140	N/A	2,140	N/A
Other items of expense				
Administrative expenses	(43,171)	N/A	(43,171)	N/A
Other operating expenses	(404)	N/A	(404)	N/A
Tendering and marketing expenses	(234)	N/A	(234)	* N/A
Finance costs	(47,630)	* N/A	(47,630)	* N/A
Zakat	(2,491)	N/A	(2,491)	N/A
Share of results of a joint venture Share of results of associates	136	N/A	136	N/A
	07.000	N/A	07.000	N/A
Profit/(loss) before tax	27,833	N/A	27,833	N/A
Income tax expense B5	(15,714)	N/A	(15,714)	N/A
Profit/(loss) net of tax	12,119	N/A	12,119	N/A
Other comprehensive income: Foreign currency translation to be reclassified to profit or loss in subsequent periods	(11,722)	N/A	(11,722)	N/A
Total comprehensive income for				
the year/period	397	N/A	397	N/A
Profit/(loss) net of tax attributable to:				
Owners of the parent	6,906	N/A	6,906	N/A
Non-controlling interests	5,213	N/A	5,213	N/A
	12,119	N/A	12,119	N/A
Total comprehensive income attributable to:				
Owners of the parent	(4,816)	N/A	(4,816)	N/A
Non-controlling interests	5,213	N/A	5,213	N/A
Non-controlling interests	3,213	N/A	397	N/A
Earnings per share (sen):				
Basic (3)	0.78	N/A	0.78	N/A
Diluted	N/A	N/A	N/A	N/A
EBITDA	146,705	N/A	146,705	N/A

^{*} Finance cost has included RM13.343 million one-off premium on Islamic Medium Term Notes redemption. Adjusted for the one-off premium redemption expense, the Group's profit before tax and profit net of tax attributable to owners of the parent will be RM41.176 million and RM14.911 million respectively.



UNAUDITED CONDENSED STATEMENTS OF COMPREHENSIVE INCOME (1) (continued)

Notes:

- (1) The Unaudited Condensed Statement of Comprehensive Income should be read in conjunction with the Audited Financial Statements of Ranhill Holdings Berhad ("the Company") for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to these interim financial statements.
- (2) No comparative figures for preceding financial year's corresponding quarter and preceding financial year's period-to-date are available as the Company only assumed listing status on 16 December 2015 and commenced trading on Bursa Malaysia on 16 March 2016.
- (3) Based on the issued and paid-up share capital of 888,315,767 ordinary shares of RM1.00 each after the completion of the public offering (as detailed in Note B7).

N/A Not Applicable



UNAUDITED CONDENSED STATEMENTS OF FINANCIAL POSITION $_{(1)}$

UNAUDITED CONDENSED STATEMENTS OF F	• •	A
	Unaudited	Audited
	As at	As at
	31/3/2016	31/12/2015
	RM'000	RM'000
Non-current assets		
Property, plant and equipment	564,685	576,324
Service concession assets	525,054	600,062
Intangibles	297,330	297,338
Finance lease receivables	583,644	593,618
Deferred tax assets	245,216	252,470
Investment in a joint venture	146,080	157,702
Trade and other receivables	70,408	72,855
	2,432,417	2,550,369
Current assets		
Finance lease receivables	38,800	38,082
Trade and other receivables	378,170	333,680
Inventories	76,758	74,995
Tax recoverable	2,436	2,198
Other current assets	18,138	24,378
Other financial assets	16,924	18,942
Deposits, cash and bank balances	712,842	550,872
	1,244,068	1,043,147
Total assets	3,676,485	3,593,516
Current liabilities		
Retirement benefit obligations	7,550	7,969
Finance lease payables	1,279	1,273
Short term borrowings	777,505	833,111
Zakat	11,433	8,942
Trade and other payables	568,403	529,745
Other current liability	1,929	302
Service concession obligations	399,896	390,962
Tax payable	6,018	1,496
	1,774,013	1,773,800
Net current liabilities	(529,945)	(730,653)
A1		
Non-current liabilities	05.444	00.070
Retirement benefit obligations	85,114	83,976
Finance lease payables	2,235	2,572
Long term borrowings	633,771	799,862
Trade and other payables	4,414	4,357
Service concession obligations	242,071	320,273
Consumer deposits	173,008	169,452
Deferred tax liabilities	56,023	54,940
	1,196,636	1,435,432
Total liabilities	2,970,649	3,209,232



UNAUDITED CONDENSED STATEMENTS OF FINANCIAL POSITION (1) (continued)

	Unaudited As at 31/3/2016 RM'000	Audited As at 31/12/2015 RM'000
Net assets	705,836	384,284
Equity attributable to owners of the parent		
Share capital	888,316	565,995
Share premium	384,731	339,597
Other reserves	(890,865)	(879,143)
Retained earnings	153,325	146,419
	535,507	172,868
Non controlling interest	170,329	211,416
Total equity	705,836	384,284
Total equity and liabilities	3,676,485	3,593,516
	-	-
Net assets per share attributable to owners		
of the parent (RM)	0.60	0.31

Notes:

⁽¹⁾ The Unaudited Condensed Statements of Financial Position should be read in conjunction with the Audited Financial Statements of Ranhill Holdings Berhad ("the Company") for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to these interim financial statements.



UNAUDITED CONDENSED STATEMENTS OF CHANGES IN EQUITY FOR THE FIRST QUARTER ENDED 31 MARCH 2016 (1)

	Share capital ₍₂₎ RM'000	Share premium RM'000	Currency translation reserves RM'000	Equity component of convertible unsecured loan stock RM'000	Merger reserve/ (deficit) RM'000	Retained earnings RM'000	Total RM'000	Non- controlling interest RM'000	Total equity RM'000
At 1 January 2016	565,995	339,597	25,809	1,063	(906,015)	146,419	172,868	211,416	384,284
Total comprehensive income			(11,722)			6,906	(4,816)	5,213	397
-New public issuance of shares -Share issuance expenses -Dividends on ordinary shares	322,321	64,464 (19,330)					386,785 (19,330)	(46,300)	386,785 (19,330) (46,300)
At 31 March 2016	888,316	384,731	14,087	1,063	(906,015)	153,325	535,507	170,329	705,836

Notes:

No comparative figures for preceding financial year's corresponding quarter and preceding financial year's period-to-date are available as the Company only assumed listing status on 16 December 2015 and commenced trading on Bursa Malaysia on 16 March 2016.

(1) The Unaudited Condensed Statements of Changes in Equity should be read in conjunction with the Audited Financial Statements of Ranhill Holdings Berhad ("the Company") for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to these interim financial statements.



UNAUDITED CONDENSED STATEMENTS OF CASH FLOWS (1)

	Current Year-To-Date 31/3/2016 RM'000	Preceding Year-To-Date 31/3/2015 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation Adjustments for:	27,833	N/A
Depreciation of property, plant and equipment	12,214	N/A
Property, plant and equipment written off	2	N/A
Amortisation of service concession asset	75,008	N/A
Amortisation of software	7	N1/A
Share of profit of a joint venture	(102)	N/A
Provision retirement benefit plan Zakat	2,213 2,491	N/A N/A
Allowance for impairment	521	N/A
Unrealised foreign exchange gain	(26)	N/A
Interest income	(15,987)	N/A
Interest expense	47,630	N/A
•	,	N/A
Operating profit before working capital changes	151,804	N/A
Receivable	(50,226)	N/A
Payables	19,639	N/A
Inventories	(1,763)	N/A
Finance lease receivables	21,043	N/A
Other current asset	6,240	N/A
Cash generated from operations	146,737	N/A
Retirement benefits plan paid	(1,494)	N/A
Zakat paid	(2.002)	N/A
Tax paid	(3,093)	N/A
Repayment of lease rental payable to PAAB Net cash generated from operating activities	(69,268) 72,882	N/A N/A
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(577)	N/A
Disposal of short term investment	2,018	N/A
Interest received	4,200	N/A
Net cash generated from investing activities	5,641	N/A
CASH FLOWS FROM FINANCING ACTIVITIES		NI/A
Net Placement of fixed deposits with banking facilities	(108,437)	N/A N/A
Finance lease principal repayments	(331)	N/A N/A
Proceeds from issuance of shares	386,785	N/A
Payment of initial public offering exercise expenses	(12,472)	N/A
Repayment of borrowings	(220,000)	N/A
Dividends paid	(46,300)	N/A
Interest paid	(24,235)	N/A
Net cash generated from financing activities	(24,990)	N/A
Net (decrease)/increase in cash and cash equivalents	53,533	N/A
Cash and cash equivalents at beginning of year	305,545	N/A
Cash and cash equivalents at end of year	359,078	N/A



UNAUDITED CONDENSED STATEMENTS OF CASH FLOWS (continued) (1)

	Current Year-To-Date 31/3/2016 RM'000	Preceding Year-To-Date 31/3/2015 RM'000
Cash and cash equivalents at end of financial period co	mprise the following:	
Cash at banks and on hand	153,359	N/A
Short tem deposits with licensed bank	559,483	N/A
Total deposits, cash and bank balances	712,842	N/A
Restricted deposits, cash and bank balances	(353,764)	N/A
Cash and cash equivalents	359,078	

Notes:

- (1) The Unaudited Condensed Statements of Cash Flows should be read in conjunction with the Audited Financial Statements of Ranhill Holdings Berhad ("the Company") for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to these interim financial statements.
- (2) No comparative figures for preceding financial year's corresponding quarter and preceding financial year's period-to-date are available as the Company only assumed listing status on 16 December 2015 and commenced trading on Bursa Malaysia on 16 March 2016.

N/A Not Applicable



SECTION A: NOTES TO THE QUARTERLY RESULTS

A1. Basis of Preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirements of Malaysian Financial Reporting Standard ("MFRS") 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board ("MASB"), International Accounting Standard Board ("IAS") 34: Interim Financial Reporting issued by the International Accounting Standard Board ("IASB") and paragraph 9.22 and Part A of Appendix 9B of the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities ("Bursa Securities").

There are no comparative figures for the preceding financial year's corresponding period as the Company only assumed listing status on 16 December 2015.

These interim financial statements should be read in conjunction with the Audited Financial Statements of Ranhill Holdings Berhad ("the Company") for the financial year ended 31 December 2015 and the accompanying explanatory notes attached to these interim financial statements.

These interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Company and its subsidiaries ("the Group") since the financial year ended 31 December 2015.

A2. Changes in Accounting Policies

The significant accounting policies and methods of computation adopted by the Company in this interim financial report are consistent with those adopted as disclosed in the Audited Financial Statements of the Company for the financial year ended 31 December 2015 as well as those mandatory new/revised standards that take effects on annual financial period commencing on and after 1 January 2016, except for the following:-

MFRS, Interpretations and amendments that are effective for annual financial periods beginning on or after 1 January 2018

MFRS 15 Revenue from Contract with Customers

MFRS 9 Financial Instruments

The initial application of the accounting standards, amendments or interpretations are not expected to have any material impacts to the financial statements of the Group except as mentioned below:

MFRS 15, Revenue from Contract with Customers

MFRS 15 establishes a new five-step models that will apply to revenue arising from contracts with customers. MFRS 15 will supersede the current revenue recognition guidance including MFRS 118 Revenue, MFRS 111 Construction Contracts and the related interpretations when it becomes effective.

The core principle of MFRS 15 is that an entity should recognise revenue which depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

Under MFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

Either a full or modified retrospective application is required for annual periods beginning on or after 1 January 2018 with early adoption permitted. The Group is currently assessing the impact of MFRS 15 and plans to adopt the new standard on the required effective date.



MFRS 9, Financial Instruments

In November 2014, MASB issued the final version of MFRS 9 Financial Instruments which reflects all phases of the financial instruments project and replaces MFRS 139 Financial Instruments: Recognition and Measurement and all previous versions of MFRS 9. The standard introduces new requirements for classification and measurement, impairment and hedge accounting. MFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted. Retrospective application is required, but comparative information is not compulsory. The adoption of MFRS 9 will have an effect on the classification and measurement of the Group's financial liabilities.

A3. Audit Report

There was no audit qualification reported in the Auditors' Report on the financial statements of the Company and its subsidiaries for the financial year ended 31 December 2015.

A4. Seasonality of Cyclicality of Operations

The results for the current quarter under review were not materially affected by seasonal or cyclical factors.

A5. Unusual Significant Items

There were no significant items affecting assets, liabilities, equity, net income, or cash flows that were unusual in nature, size or incidence during the current quarter and current financial year-to-date except for a bond redemption premium of RM13.3 million that has been changed to the income statement and fully paid upon the group's redemption of its Islamic Medium Term Notes ("iMTN").

A6. Material Changes in Estimates

There were no major changes in estimates that have a material effect in the current quarter and current financial year-to-date.

A7. Debt and Equity Securities

There was no issuance, cancellation, repurchase, resale or repayment of debt and equity securities in the current quarter and current financial year-to-date except for those disclosed in Note B7.

A8. Dividend Paid

No dividend was paid by the Company in the current quarter.

A9. Segmental Information

Segmental results for the financial period ended 31 March 2016 are as follows:

	Environment RM'000	Power RM'000	Others RM'000	Elimination RM'000	Total RM'000
BY BUSINESS SEGMENTS	_				
Revenue					
Sales to external customers	268,358	76,361	32		344,751
Inter-segment elimination			93,792	(93,792)	-
	268,358	76,361	93,824	(93,792)	344,751
Results					-
Gross profit/(loss)	82,183	21,427	(110)		103,500
Share of profit of a joint venture	136	=	=		136
Segment profit/(loss)	32,453	(1,669)	(18,665)		12,119
Segment assets	1,805,062	1,422,903	448,520		3,676,485
Segment liabilities	1,402,029	781,153	787,467		2,970,649
	<u> </u>				



A10. Changes in the Composition of the Group

There were no material changes in the composition of the Group for the current quarter ended 31 March 2016.

A11. Contingent Liabilities

There was no contingent liabilities that, upon becoming enforceable, may have a material adverse impact on Group results of operations or financial condition as at 31 March 2016.

A12. Capital Commitments

Capital commitments not provided for in the financial statements as at 31 March 2016 are as follows:

	RM'000
Approved and contracted for	31
Approved but not contracted for	3,540
	3,571

A13. Significant events subsequent to the balance sheet date

There were no material events subsequent to the current quarter ended 31 March 2016.



SECTION B: BURSA SECURITIES LISTING REQUIREMENT (PART A OF APPENDIX 9B)

B1. Detailed Analysis of Performance of all Operating Segments

For the quarter and year-to-date

The Company recorded revenue of RM344.8 million and profit before taxation of RM27.8 million for the current quarter ended 31 March 2016. The environment segment contributed RM268.4 million in revenue and a profit before taxation of RM44.5 million while the power segment reported a revenue of RM76.4 million and a profit before taxation of RM2.0 million. The profit before taxation of the power segment would be RM15.3 million had not for it expensed off RM13.3 million premium on IMTN redemption.

No comparative figures for preceding financial year's corresponding quarter and preceding financial year's period-todate are available as the Company only assumed listing status on 16 December 2015 and commenced trading on Bursa Malaysia on 16 March 2016.

B2. Variation of Results for current quarter ended 31 March 2016 compared to the immediate preceding Quarter

The Company recorded revenue of RM344.8 million in the current quarter compared to the immediate preceding quarter's revenue of RM334.4 million, an increase of RM10.4 million or 3.1%. Whilst profit before taxation for the current quarter increased by RM65.0 million to RM27.8 million compared to loss before taxation of RM37.2 million in the immediate preceding quarter.

The substantial increase is due to the abnormality of the immediate preceding quarter where expenses such as cost of assuming listing status and reverse takeover expenses of RM45 million and RM10 million respectively were accounted.

B3. Prospects

The utilisation of Public Offering proceeds (RM320 million) to repay borrowings has resulted in substantial interest cost savings of the group.

The acquisition of the remaining shares in RWTC will enhance the growth in revenue and profit of the Company's environment segment internationally. With reference to page 111 of the Company's Prospectus, the Company is exploring strategic partnership with investors to jointly invest in China water business, which may include reduction in the Company's holdings in its China water business through partial divestment to such strategic partners. The Company believe such strategic partnership will facilitate the procurement of water concession in China by providing broader access to potential clients and target markets.

The environment segment's growth is further assisted by the increasing demand of water in the state of Johor.

As for the Power sector, the Company is continuously exploring for opportunities to expand its current Capacity of 380MW.

B4. Profit Forecast

Not applicable.



B5. Taxation

The taxation for the Company for the financial period under review is as follows:

	Individual	Quarter	Cumulative Period		
	Current year Preceding year		Current year	Preceding year	
	quarter	er quarter (1)	to date	to date (1)	
	31/3/2016 RM'000	31/3/2015 RM'000	31/3/2016 RM'000	31/3/2015 RM'000	
Malaysia taxation:					
Current taxation	7,265	N/A	7,265	N/A	
(Over)/under provision in prior years	-	N/A	-	N/A	
Foreign taxation:					
Current taxation	-	N/A	-	N/A	
Deferred taxation					
Current taxation	7,897	N/A	7,897	N/A	
(Over)/under provision in prior years	552	N/A	552	N/A	
	15,714	N/A	15,714	N/A	
	_		-		

The Company's effective tax rate (excluding the results of associates and joint venture which are equity accounted net of tax) was higher than the statutory tax rate due to the non allowable tax expenses such as bond redemption premium and Sukuk interest.

Notes:

N/A Not Applicable

(1) No comparative figures for preceding financial year's corresponding quarter and preceding financial year's period-to-date are available as the Company only assumed listing status on 16 December 2015 and commenced trading on Bursa Malaysia on 16 March 2016.

B6. Profit/(Loss) before Taxation

The following items have been included in arriving at profit before tax:

	Individual	Quarter	Cumula	tive Period
	Current year Preceding year		Current year	Preceding year
	quarter	quarter (1)	to date	to date (1)
	31/3/2016	31/3/2015	31/3/2016	31/3/2015
	RM'000	RM'000	RM'000	RM'000
Amortisation of service concession				
assets	75,008	N/A	75,008	N/A
Amortisation of software	7	N/A	7	N/A
Depreciation of property, plant and				
equipment	12,214	N/A	12,214	N/A
Listing expenses	808	N/A	808	N/A
IMTN premium redemption	13,343	N/A	13,343	N/A
Unrealised foreign exchange gain	(26)	N/A	(26)	N/A
Property, plant and equipment writter	2	N/A	2	N/A
Allowance for impairments	521	N/A	521	N/A

Notes:

N/A Not Applicable

(1) No comparative figures for preceding financial year's corresponding quarter and preceding financial year's period-to-date are available as the Company only assumed listing status on 16 December 2015 and commenced trading on Bursa Malaysia on 16 March 2016.



B7. Status of Corporate Proposal Announced

The Company was successfully listed on 16 December 2015 upon completion of the reverse takeover exercise. During the quarter under review, the Company successfully raised RM386.785 million from the issuance of 322.321 million shares at a retail price of RM1.20. Shares of Ranhill has commenced trading on Bursa Malaysia on 16 March 2016.

B8. Group Borrowings

Particular of the Group's borrowings as at 31 March 2016 are as follows:

· · · · · ·	As at
	31.03.2016
	RM'000
(i) Short Term Borrowings	
Secured :-	
- Musharakah Medium Term Notes ("mMTN")	28,461
- SUKUK *	749,044
	777,505
(ii) Long Term Borrowings	
Secured :-	
- Musharakah Medium Term Notes ("mMTN")	622,860
Unsecured :-	
Convertible unsecured loan stocks ("CULS")	10,911
(/	633,771
	1,411,276
	-

The above borrowings are denominated in Ringgit Malaysia.

* Sukuk liability has been classified under Short term borrowings due to short indulgence period provided. The debt to equity ratio was distorted due to large merger deficit which arose upon the completion of the reverse-take-over. The Company has received approval from a guarantor on the Company's proposed revised debt to equity ratio and expecting the other guarantor to provide its approval before end July 2016. This revised debt equity ratio will enable the Sukuk to be classified back to its original position under Long term borrowings.

B9. Changes in Material Litigation

The Company is not engaged in any material litigation either as plaintiff or defendant, which has a material effect on the financial position of the Company, and the Directors do not have any knowledge of any proceeding pending or threatened or of any facts likely to give rise to any proceedings which may materially and adversely affect the financial position or business of the Company, as at the date of this report.



B10. Realised and Unrealised Profits

The following analysis is prepared in accordance with Guidance on Special Matter No. 1, Determination of Realised and Unrealised Profits or Losses as issued by the Malaysian Institute of Accountants.

	A4
	As at
	31.03.2016
	RM'000
Total retained profits/(accumulated losses) of the Company and	
its subsidiaries:	
- Realised	125,707
- Unrealised ^{N1}	155,916
	281,623
Total share of retained profits/(accumulated losses) from	
jointly controlled entities	
- Realised	82,948
- Unrealised ^{N1}	(12,450)
	352,121
Less: consolidation adjustments ^{N2}	(198,796)
Total group retained profits as per group accounts	153,325
	=

- N1 The unrealised retained profits are mainly deferred tax provisions, net gains arising from remeasurement of assets and liabilities at fair value through profit or loss and translation gains or losses of monetary items denominated in a currency other than the functional currency.
- N2 Consolidation adjustments are mainly eliminations of pre-acquisition profits or losses, fair value adjustments arising from the business combination and non-controlling interests' share of retained profits or accumulated losses.

B11. Dividend Payable

No interim dividend has been recommended for the financial period ended 31 March 2016.



B12. Earnings per share

The calculation of the earnings per share for the Group is based on profit after taxation and non-controlling interests on the weighted average number of ordinary shares in issue during the period.

	INDIVIDUAL QUARTER		CUMULATIVE QUARTER	
	Current year	Preceding year	Current	Preceding
	Quarter	Quarter	Year-To-Date	Year-To-Date
	31/3/2016	31/3/2015	31/3/2016	31/3/2015
	RM'000	RM'000	RM'000	RM'000
Basic earnings per share Profit/(loss) attributable to members				
of the Company Weighted Average Number of	6,906	N/A	6,906	N/A
Ordinary Shares ('000)*	888,316	N/A	888,316	N/A
Earnings per share (Basic) (sen)	0.78	N/A	0.78	N/A

Notes:

N/A Not applicable

* Based on the issued and paid-up share capital after completion of the public offering

(1) No comparative figures for preceding financial year's corresponding quarter and preceding financial year's period-to-date are available as the Company only assumed listing status on 16 December 2015 and commenced trading on Bursa Malaysia on 16 March 2016.