



EVERSEND AI CORPORATION BERHAD
(Company No: 614060-A)
(Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED
INTERIM FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR 2012
THIRD QUARTER ENDED
30 SEPTEMBER 2012

DATED 26 NOVEMBER 2012

SUMMARY OF KEY FINANCIAL INFORMATION
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

	Individual Quarter ended		Cumulative Period ended	
	30 September 2012 RM'000 (Unaudited)	30 September 2011 RM'000 (Unaudited)	30 September 2012 RM'000 (Unaudited)	30 September 2011 RM'000 (Unaudited)
1 Revenue	240,254	254,413	746,914	720,408
2 Profit before tax	25,754	31,879	90,873	100,689
3 Profit for the period	25,596	30,716	87,661	97,036
4 Profit attributable to ordinary equity holders of the parent	25,513	26,438	83,254	83,031
5 Basic earnings per share (sen)	3.30	3.42	10.76	10.73
6 Proposed/Declared dividend per share (sen)	2	-	2	-
	As at 30 September 2012 (Unaudited)		As at 31 December 2011 (Audited)	
7 Net assets per share attributable to ordinary equity holders of the Company (RM)	1.00		0.92	

CURRENCY: - MALAYSIAN RINGGIT (RM)

Definition of Subunit:

In a currency system, there is usually a main unit (base) and subunit that is a fraction amount of the main unit.

Example for the subunit as follows:

Country	Base Unit	Subunit
Malaysia	Ringgit	Sen

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

	Individual Quarter ended		Cumulative Period ended	
	30 September 2012 RM'000	30 September 2011 RM'000	30 September 2012 RM'000	30 September 2011 RM'000
Revenue	240,254	254,413	746,914	720,408
Cost of Sales	(201,771)	(204,577)	(618,780)	(568,302)
Gross profit	38,483	49,836	128,134	152,106
Interest income	848	1,630	2,646	1,942
Other income	10,922	5,474	32,910	12,585
Operating and administrative expenses	(20,323)	(21,125)	(57,625)	(51,181)
Finance costs	(4,176)	(3,936)	(15,192)	(14,763)
Profit before taxation	25,754	31,879	90,873	100,689
Income tax expense	(158)	(1,163)	(3,212)	(3,653)
Profit for the period	25,596	30,716	87,661	97,036
Other comprehensive income				
Fair value adjustment of investment securities	12	-	576	-
Foreign currency translation	(20,601)	15,526	(17,081)	12,957
Total comprehensive income	5,007	46,242	71,156	109,993
Profit attributable to :				
Equity holders of the Company	25,513	26,438	83,254	83,031
Non-controlling interests	83	4,278	4,407	14,005
	25,596	30,716	87,661	97,036
Total comprehensive income attributable to :				
Equity holders of the Company	5,325	41,228	67,215	95,364
Non-controlling interests	(318)	5,014	3,941	14,629
	5,007	46,242	71,156	109,993
Basic/diluted earnings per share attributable to equity holders of the company (sen)*	3.30	3.42	10.76	10.73

* Basic earnings per share attributable to ordinary equity holders of the Company is based on number of ordinary shares in issue post listing of 774,000,000.

These unaudited condensed consolidated statements of comprehensive income should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

EVERSENDAI CORPORATION BERHAD (614060-A)
(Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

	As at 30 September 2012 (Unaudited) RM'000	As at 31 December 2011 (Restated) RM'000	As at 1 January 2011 (Restated) RM'000
ASSETS			
Non-current assets			
Property, plant and equipment	210,181	211,757	184,051
Goodwill	9,920	9,920	9,920
Deferred tax assets	236	246	133
Total non-current assets	220,337	221,923	194,104
Current assets			
Inventories	183,148	158,590	251,685
Amount due from customers on construction contracts	341,089	290,944	93,146
Trade contract receivables	406,468	360,234	280,882
Other receivables and deposits	44,791	36,385	24,973
Investment securities	128,061	151,483	-
Deposits and bank balances	198,295	198,650	194,308
Total current assets	1,301,852	1,196,286	844,994
Total Assets	1,522,189	1,418,209	1,039,098
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the Company			
Share capital	387,000	387,000	28,000
Foreign currency translation reserve	(35,621)	(18,540)	(29,249)
Capital reserves	307	307	307
Share premium	191,515	191,515	-
Fair value adjustment reserve	230	(346)	-
Retained earnings	230,828	155,314	311,844
	774,259	715,250	310,902
Non-controlling interests	4,143	12,474	7,036
Total Equity	778,402	727,724	317,938

These unaudited condensed consolidated statements of financial position should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION (CONT'D.)
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

	As at 30 September 2012 (Unaudited) RM'000	As at 31 December 2011 (Restated) RM'000	As at 1 January 2011 (Restated) RM'000
Non-current liabilities			
Hire purchase payables	4,592	2,902	3,560
Bank borrowings	30,674	10,170	10,253
Other payables	-	-	782
Employees' service benefits	18,570	15,786	12,622
Deferred tax liabilities	2,010	1,352	1,986
Total Non-current liabilities	55,846	30,210	29,203
Current liabilities			
Trade payables	135,465	84,044	44,680
Other payables	229,747	166,553	137,897
Amount due to directors	190	11,472	14,690
Hire purchase payables	814	2,188	3,167
Bank borrowings	197,458	291,224	377,592
Amount due to customers on construction contracts	118,279	96,181	109,479
Provision for taxation	5,988	8,613	4,452
Total Current liabilities	687,941	660,275	691,957
Total liabilities	743,787	690,485	721,160
Total equity and liabilities	1,522,189	1,418,209	1,039,098
Net asset per share attributable to ordinary equity holders of the Company (RM)*	1.00	0.92	0.40

* Net asset per share attributable to ordinary equity holders of the Company is based on number of ordinary shares in issue post listing of 774,000,000.

These unaudited condensed consolidated statements of financial position should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

EVERSENDAI CORPORATION BERHAD (614060-A)
(Incorporated in Malaysia)

**UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012**

	Attributable to equity holders of the Company							Total RM'000	Non- controlling interests RM'000	Total equity RM'000
	Non-distributable			Distributable						
	Share capital RM'000	Capital reserve RM'000	Foreign currency translation reserve RM'000	Share premium RM'000	Other reserve RM'000	Fair value adjustment reserve RM'000	Retained earnings RM'000			
Balance as at 1 January 2011										
As previously stated	28,000	307	(29,249)	-	-	-	316,312	315,370	2,568	317,938
Prior year adjustments	-	-	-	-	-	-	(4,468)	(4,468)	4,468	-
As restated	28,000	307	(29,249)	-	-	-	311,844	310,902	7,036	317,938
Bonus issue **	275,985	-	-	-	(275,985)	-	-	-	-	-
New share issue	83,015	-	-	191,515	-	-	-	274,530	-	274,530
MFRS day-1 adjustment	-	-	-	-	275,985	-	(275,985)	-	-	-
Dividend ^^	-	-	-	-	-	-	-	-	(7,023)	(7,023)
Total comprehensive income for the year	-	-	10,709	-	-	(346)	119,455	129,818	12,461	142,279
Balance as at 31 December 2011	387,000	307	(18,540)	191,515	-	(346)	155,314	715,250	12,474	727,724

^^ - This relates to Dividend declared by Eversendai Engineering Qatar, WLL

Prior year adjustments relates to income tax and share of profits to non-controlling interest in the prior years. The adjustments have been applied retrospectively and comparatives have been restated accordingly.

These unaudited condensed consolidated statements of changes in equity should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONT'D.)
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

	← Attributable to equity holders of the Company →							Total RM'000	Non- controlling interests RM'000	Total equity RM'000
	Share capital RM'000	Capital reserve RM'000	Foreign currency translation reserve RM'000	Share premium RM'000	Other reserve RM'000	Fair value adjustment reserve RM'000	Retained earnings RM'000			
Balance as at 1 January 2012										
As previously stated	387,000	307	(18,540)	191,515	(275,985)	(346)	435,767	719,718	8,006	727,724
Prior year adjustment	-	-	-	-	-	-	(4,468)	(4,468)	4,468	-
MFRS day-1 adjustment**	-	-	-	-	275,985	-	(275,985)	-	-	-
As restated	387,000	307	(18,540)	191,515	-	(346)	155,314	715,250	12,474	727,724
Dividend	-	-	-	-	-	-	(7,740)	(7,740)	(12,271)	(20,011)
Fair value adjustment reserve	-	-	-	-	-	576	-	576	-	576
Total comprehensive income for the period	-	-	(17,081)	-	-	-	83,254	66,173	3,940	70,113
Balance as at 30 September 2012	387,000	307	(35,621)	191,515	-	230	230,828	774,259	4,143	778,402

** - The Bonus Issue was effected by way of capitalising RM275,985,000 from the Company's revaluation reserves of RM333,500,000 based on the Company's latest audited financial statements as at 31 December 2010. The negative reserve is reversed to retained earnings upon the adoption of new MFRS Framework.

Prior year adjustments relates to income tax and share of profits to non-controlling interest in the prior years. The adjustments have been applied retrospectively and comparatives have been restated accordingly.

These unaudited condensed consolidated statements of changes in equity should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

	Cumulative Period ended	
	30 September 2012 RM'000	30 September 2011 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before taxation	90,873	100,689
Adjustments for:		
Depreciation	19,538	16,779
Employees' service benefits	5,883	3,294
Gain on disposal of property, plant and equipment	(479)	3
Property, plant and equipment written off	28	-
Write back of allowance	(9,824)	-
Write back of overprovision of trade payable	(115)	-
Fair value adjustment of investment securities	576	-
Interest income	(2,646)	(1,942)
Dividend income from investment securities	(2,840)	-
Interest expense	15,192	14,763
Operating profit before working capital changes	116,186	133,586
Working capital changes:-		
Net changes in current assets	(117,476)	(261,640)
Net changes in current liabilities	130,689	182,751
Cash generated from operations	129,399	54,697
Employees' service benefits paid	(2,369)	(1,271)
Taxes paid	(4,878)	(2,184)
Interest expense paid	(15,192)	(14,763)
Net cash generated from operating activities	106,960	36,479
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(24,347)	(38,992)
Proceeds from disposal of property, plant and equipment	548	32
Net changes in investment securities	23,422	-
Fixed deposits pledged	15,393	1,220
Interest and dividend received	5,486	1,942
Net cash generated from/(used in) investing activities	20,502	(35,798)

These unaudited condensed consolidated statements of cash flows should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

EVERSEND AI CORPORATION BERHAD (614060-A)
(Incorporated in Malaysia)

UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (CONT'D.)
FOR THE NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

	Cumulative Period ended	
	30 September 2012 RM'000	30 September 2011 RM'000
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayment of bank borrowings	(70,401)	(100,817)
Drawdown of hire purchase payables	317	(305)
Amount due to directors	(11,282)	(204)
New share capital	-	271,865
Dividend paid	(13,987)	(3,446)
Net cash (used in)/generated from financing activities	(95,353)	167,093
NET INCREASE IN CASH AND CASH EQUIVALENTS	32,109	167,774
Effect of foreign exchange rate changes	(14,209)	11,419
Cash and cash equivalents at 31 December 2011/2010	139,406	141,852
CASH AND CASH EQUIVALENTS AT 30 SEPTEMBER 2012/2011	157,306	321,045
CASH AND CASH EQUIVALENTS AT 30 SEPTEMBER 2012/2011		
COMPRISES :		
Cash and bank balance	198,295	79,715
less : Bank Overdraft	(4,284)	(9,206)
less : Deposit pledged to banks	(36,705)	250,536
	157,306	321,045

These unaudited condensed consolidated statements of cash flows should be read in conjunction with the accompanying explanatory notes attached to these interim financial statements.

**EVERSENDAI CORPORATION BERHAD (614060-A)
NOTES TO UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012**

**EXPLANATORY NOTES TO THE QUARTERLY REPORT FOR THE NINE MONTHS PERIOD ENDED 30
SEPTEMBER 2012**

EXPLANATORY NOTES PURSUANT TO MFRS 134

1. CORPORATE INFORMATION

Eversendai Corporation Berhad is a public limited liability company incorporated and domiciled in Malaysia, and is listed on Bursa Malaysia Securities Berhad.

These condensed consolidated interim financial statements were approved by the Board of Directors on 26 November 2012.

2. FIRST-TIME ADOPTION OF MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRS")

These unaudited condensed consolidated interim financial statements, for the period ended 30 September 2012, have been prepared in accordance with MFRS 134 Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. These unaudited condensed consolidated interim financial statements also comply with IAS 34 Interim Financial Reporting issued by the International Accounting Standards Board. For the periods up to and including the year ended 31 December 2011, the Group prepared its financial statements in accordance with Financial Reporting Standards ("FRS").

The consolidated financial statements of the Group for the year ended 31 December 2011 which were prepared under FRS are available upon request from the Company registered office at Lot 19956, Jalan Industri 3/6, Rawang Integrated Industrial Park, 48000 Selangor.

These unaudited condensed consolidated interim financial statements are the Group's first MFRS unaudited condensed consolidated interim financial statements for part of the period covered by the Group's first MFRS annual financial statements for the year ending 31 December 2012. MFRS 1 First-Time Adoption of Malaysian Financial Reporting Standards ("MFRS 1") has been applied.

The explanatory notes attached to these unaudited condensed consolidated 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 Group since the year ended 31 December 2011.

In preparing its opening MFRS Statement of Financial Position as at 1 January 2011 (which is also the date of transition), the Group has adjusted the amounts previously reported in financial statements prepared in accordance with FRS. An explanation of how the transition from FRS to MFRS has affected the Group's financial position, financial performance and cash flows is set out in Note 3 below. These notes include reconciliations of equity and total comprehensive income for comparative periods and of equity at the date of transition reported under FRS to those reported for those periods and at the date of transition under MFRS. The transition from FRS to MFRS has not had a material impact on the statement of cash flows.

EVERSENDAI CORPORATION BERHAD (614060-A)
NOTES TO UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

3. SIGNIFICANT ACCOUNTING POLICIES AND APPLICATION OF MFRS 1

The audited financial statements of the Group for the year ended 31 December 2011 were prepared in accordance with FRS. Except for certain differences, the requirements under FRS and MFRS are similar. The significant accounting policies adopted in preparing these unaudited condensed consolidated interim financial statements are consistent with those of the audited financial statements for the year ended 31 December 2011 except as discussed below:

Investments in subsidiaries

Under FRS, the Company's investments in subsidiaries are stated at fair value with the changes in fair value taken to other comprehensive income. The revaluation reserve arising from this revaluation of subsidiaries were previously utilised for a bonus issue in the financial year ended 31 December 2011. Upon adoption of MFRS, the Company has elected to use the fair value as of the transition date as the deemed cost for these investments in subsidiaries. Accordingly, at the date of transition to MFRS, the cumulative balance in other reserve of the Group is now taken to retained earnings in the opening consolidated statement of changes in equity as at 1 January 2011.

Estimates

The estimates at 1 January 2011 and at 31 December 2011 were consistent with those made for the same dates in accordance with FRS. The estimates used by the Group to present these amounts in accordance with MFRS reflect conditions at 1 January 2011, the date of transition to MFRS and as of 31 December 2011.

The reconciliations of equity and total comprehensive income for comparative periods and of equity at the date of transition reported under FRS to those reported for those periods and at the date of transition under MFRS are provided below:

EVERSENDAI CORPORATION BERHAD (614060-A)
NOTES TO UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

3. SIGNIFICANT ACCOUNTING POLICIES AND APPLICATION OF MFRS 1 (CONT'D.)

RECONCILIATIONS OF EQUITY

	Note	FRS as at 1 January 2011 (RM'000)	Adjustments (RM'000)	MFRS as at 1 January 2011 (RM'000)	FRS as at 30 September 2011 (RM'000)	Adjustments (RM'000)	MFRS as at 30 September 2011 (RM'000)	FRS as at 31 December 2011 (RM'000)	Adjustments (RM'000)	MFRS as at 31 December 2011 (RM'000)
Assets										
Non-current assets										
Property, plant and equipment		184,051	-	184,051	210,324	-	210,324	211,757	-	211,757
Goodwill		9,920	-	9,920	9,920	-	9,920	9,920	-	9,920
Deferred tax assets		133	-	133	216	-	216	246	-	246
		<u>194,104</u>	<u>-</u>	<u>194,104</u>	<u>220,460</u>	<u>-</u>	<u>220,460</u>	<u>221,923</u>	<u>-</u>	<u>221,923</u>
Current assets										
Inventories		251,685	-	251,685	179,512	-	179,512	158,590	-	158,590
Amounts due from customers on construction contracts		93,146	-	93,146	225,150	-	225,150	290,944	-	290,944
Trade contract receivables		280,882	-	280,882	476,872	-	476,872	360,234	-	360,234
Other receivables and deposits		24,973	-	24,973	29,407	-	29,407	36,385	-	36,385
Investments securities		-	-	-	-	-	-	151,483	-	151,483
Deposits and bank balances		194,308	-	194,308	380,994	-	380,994	198,650	-	198,650
		<u>844,994</u>	<u>-</u>	<u>844,994</u>	<u>1,291,935</u>	<u>-</u>	<u>1,291,935</u>	<u>1,196,286</u>	<u>-</u>	<u>1,196,286</u>
Total assets		<u>1,039,098</u>	<u>-</u>	<u>1,039,098</u>	<u>1,512,395</u>	<u>-</u>	<u>1,512,395</u>	<u>1,418,209</u>	<u>-</u>	<u>1,418,209</u>

EVERSENDI CORPORATION BERHAD (614060-A)
NOTES TO UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

3. SIGNIFICANT ACCOUNTING POLICIES AND APPLICATION OF MFRS 1 (CONT'D.)

RECONCILIATIONS OF EQUITY (CONT'D.)

	Note	FRS as at 1 January 2011 (RM'000)	Adjustments (RM'000)	MFRS as at 1 January 2011 (RM'000)	FRS as at 30 September 2011 (RM'000)	Adjustments (RM'000)	MFRS as at 30 September 2011 (RM'000)	FRS as at 31 December 2011 (RM'000)	Adjustments (RM'000)	MFRS as at 31 December 2011 (RM'000)
Equity and liabilities										
Equity attributable to equity holders of the company										
Share capital		28,000	-	28,000	387,000	-	387,000	387,000	-	387,000
Foreign currency translation reserve		(29,249)	-	(29,249)	(16,292)	-	(16,292)	(18,540)	-	(18,540)
Capital reserves		307	-	307	307	-	307	307	-	307
Share premium		-	-	-	191,515	-	191,515	191,515	-	191,515
Fair value adjustment reserve		-	-	-	-	-	-	(346)	-	(346)
Revaluation reserve		-	-	-	(275,985)	275,985	-	(275,985)	275,985	-
Retained earnings		311,844	-	311,844	399,343	(275,985)	123,358	431,299	(275,985)	155,314
		310,902	-	310,902	685,888	-	685,888	715,250	-	715,250
Non-controlling interests		7,036	-	7,036	10,143	-	10,143	12,474	-	12,474
Total equity		317,938	-	317,938	696,031	-	696,031	727,724	-	727,724
Non-current liabilities										
Hire purchase payables		3,560	-	3,560	3,926	-	3,926	2,902	-	2,902
Bank borrowings		10,253	-	10,253	13,415	-	13,415	10,170	-	10,170
Other payables		782	-	782	-	-	-	-	-	-

EVERSENDI CORPORATION BERHAD (614060-A)
NOTES TO UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

3. SIGNIFICANT ACCOUNTING POLICIES AND APPLICATION OF MFRS 1 (CONT'D.)

RECONCILIATIONS OF EQUITY (CONT'D.)

	Note	FRS as at 1 January 2011 (RM'000)	Adjustments (RM'000)	MFRS as at 1 January 2011 (RM'000)	FRS as at 30 September 2011 (RM'000)	Adjustments (RM'000)	MFRS as at 30 September 2011 (RM'000)	FRS as at 31 December 2011 (RM'000)	Adjustments (RM'000)	MFRS as at 31 December 2011 (RM'000)
Equity and liabilities(cont'd)										
Employees' service benefits		12,622	-	12,622	15,158	-	15,158	15,786	-	15,786
Deferred tax liabilities		1,986	-	1,986	1,954	-	1,954	1,352	-	1,352
Total non-current liabilities		29,203	-	29,203	34,453	-	34,453	30,210	-	30,210
Current liabilities										
Trade payables		44,680	-	44,680	84,092	-	84,092	84,044	-	84,044
Other payables		137,897	-	137,897	175,914	-	175,914	166,553	-	166,553
Amount due to directors		14,690	-	14,690	11,821	-	11,821	11,472	-	11,472
Hire purchase payables		3,167	-	3,167	2,496	-	2,496	2,188	-	2,188
Bank borrowings		377,592	-	377,592	282,325	-	282,325	291,224	-	291,224
Amount due to customers on construction contracts		109,479	-	109,479	219,193	-	219,193	96,181	-	96,181
Provision for taxation		4,452	-	4,452	6,070	-	6,070	8,613	-	8,613
Total current liabilities		691,957	-	691,957	781,911	-	781,911	660,275	-	660,275
Total liabilities		721,160	-	721,160	816,364	-	816,364	690,485	-	690,485
Total equities and liabilities		1,039,098	-	1,039,098	1,512,395	-	1,512,395	1,418,209	-	1,418,209

EVERSENDI CORPORATION BERHAD (614060-A)
NOTES TO UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS
FOR THE QUARTER AND NINE MONTHS PERIOD ENDED 30 SEPTEMBER 2012

4. SEGMENT INFORMATION

	Middle East		India		Malaysia		Others		Total		Adjustments & Eliminations		Group	
	30 Sept 2012 RM'000	30 Sept 2011 RM'000	30 Sept 2012 RM'000	30 Sept 2011 RM'000	30 Sept 2012 RM'000	30 Sept 2011 RM'000	30 Sept 2012 RM'000	30 Sept 2011 RM'000	30 Sept 2012 RM'000	30 Sept 2011 RM'000	30 Sept 2012 RM'000	30 Sept 2011 RM'000	30 Sept 2012 RM'000	30 Sept 2011 RM'000
Revenue														
External	514,945	637,755	115,635	35,747	116,334	46,906	-	-	746,914	720,408	-	-	746,914	720,408
Internal	170,450	192,083	9,360	10,922	20,770	13,029	25,935	-	226,515	216,034	(226,515)	(216,034)	-	-
	685,395	829,838	124,995	46,669	137,104	59,935	25,935	-	973,429	936,442	(226,515)	(216,034)	746,914	720,408
Gross profit	114,580	139,350	10,704	7,139	22,753	5,617	25,935	-	173,972	152,106	(45,838)	-	128,134	152,106
Interest income													2,646	1,942
Other income											(867)		32,910	12,585
Other expenses													(57,625)	(51,181)
Finance costs													(15,192)	(14,763)
Profit before tax													90,873	100,689
Taxation													(3,212)	(3,653)
Profit for the financial period													87,661	97,036

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4. SEGMENT INFORMATION (CONT'D.)

Gross profit for the Group in current period ended 30 September 2012 has decreased by 15.8% as compared to period ending 30 September 2011. The lower gross profit was contributed by the following segments:

Middle East

Middle East segment recorded a slight decrease of gross profit by 17.8%. The decrease is mainly due to the timing difference of projects that has been completed such as Cleveland Clinic, Gate District Tower and Masdar Institute of Science & Technology projects in Abu Dhabi as well as New Doha International Airport and Doha Convention Center & Tower projects in Qatar and the commencement of new projects which are still at the preliminary stages such as King Abdul Aziz International Airport Railway Station and KAPSARC projects in Saudi Arabia, Qatar National Museum project and Qatar Foundation Headquarter project in Doha.

India

India segment recorded an increase of gross profit by 49.9%. The growth in this market was mainly contributed by the EMCO Power Plant project in Warora and Worli Mixed-Use Development project in Mumbai.

Malaysia

Gross profit in Malaysia segment has recorded a sharp increase of 305.1% as compared to the previous corresponding quarter. This is mainly contributed by the Manjung Power Plant, Tanjung Bin Power Plant, Polycrystalline Silicon Manufacturing Plant projects and dividend from subsidiary.

With the current order book spread, India and Malaysia are expected to continue contributing higher revenue and gross profit to the Group as compared to corresponding period last year. The growth of the Group will continue to be mainly driven by the Middle East segment.

5. CHANGES IN ESTIMATES

There were no changes in estimates that have had a material effect in the current and previous interim results.

6. CHANGES IN COMPOSITION OF THE GROUP

There were no changes in composition of the Group in the current and previous interim results.

7. SEASONALITY OF OPERATIONS

The business operations of the Group are not materially affected by any significant seasonal or cyclical factors.

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8. PROFIT BEFORE TAX

Included in the profit before tax are the following:

	Individual Quarter ended		Cumulative Period ended	
	30 Sept 2012 RM'000	30 Sept 2011 RM'000	30 Sept 2012 RM'000	30 Sept 2011 RM'000
Interest income	(848)	(1,630)	(2,646)	(1,942)
Dividend income from investment securities	(390)	-	(2,840)	-
Sale of scraps	(2,328)	(2,623)	(7,994)	(7,650)
Other income	(10,431)	(1,382)	(24,868)	(2,371)
Interest expense	4,176	3,936	15,192	14,763
Depreciation of property, plant and equipment	6,991	5,486	19,538	16,779
Allowance for impairment of receivables and bad debts written off	-	-	1	-
(Gain)/loss on disposal of quoted and unquoted investments	-	-	-	-
Write-back of over provision in trade payables	-	-	(115)	-
Impairment of goodwill	-	-	-	-
Property, plant and equipment written off	(61)	-	28	-
Inventories written off	-	-	-	-
Employee benefits expenses	1,662	2,135	5,883	3,294
Gain on disposal of property, plant and equipment	(462)	(86)	(479)	(3)
Net foreign exchange loss/ (gain)	2,689	(981)	3,386	(2,486)

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9. INCOME TAX EXPENSE

	Individual Quarter ended		Cumulative Period ended	
	30 Sept 2012 RM'000	30 Sept 2011 RM'000	30 Sept 2012 RM'000	30 Sept 2011 RM'000
Current tax:				
Malaysian Income tax	306	160	566	389
Foreign Tax	(148)	1,003	2,646	3,264
	<u>158</u>	<u>1,163</u>	<u>3,212</u>	<u>3,653</u>

	Individual Quarter ended		Cumulative Period ended	
	30 Sept 2012	30 Sept 2011	30 Sept 2012	30 Sept 2011
Effective tax rate	<u>0.61%</u>	<u>3.65%</u>	<u>3.53%</u>	<u>3.63%</u>

The Group's effective tax rate for the current financial period ended 30 September 2012 is lower than Malaysian statutory tax rate as the subsidiaries in the UAE are not subject to any taxation and the subsidiary in Qatar has a flat rate of 10% applicable on the Group's portion of 70% of its taxable profits.

10. EARNINGS PER SHARE

Basic/Diluted earnings per share amounts are calculated by dividing profit for the period, net of tax, attributable to owners of the Company by the number of ordinary shares in issue post listing of 774,000,000.

	Individual Quarter ended		Cumulative period ended	
	30 Sept 2012	30 Sept 2011	30 Sept 2012	30 Sept 2011
Profit net of tax, attributable to equity holders of the Company (RM'000)	25,513	26,438	83,254	83,031
Number of ordinary shares in issue post listing ('000)	774,000	774,000	774,000	774,000
Basic earnings per share (sen per share)	<u>3.30</u>	<u>3.42</u>	<u>10.76</u>	<u>10.73</u>

Diluted earnings per share are equivalent to basic earnings per share as the Company does not have any potential dilutive shares.

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11. PROPERTY, PLANT AND EQUIPMENT

Assets with a carrying amount of RM 70,000 were disposed-off by the Group during the nine months period ended 30 September 2012 (30 September 2011: RM 401,000), resulting in a gain on disposal of RM 479,000 (30 September 2011: RM 76,000), recognised and included in other income in the statement of comprehensive income.

12. INTANGIBLE ASSETS

	Goodwill RM'000
Cost:	
At 1 January 2011/31 December 2011/ 1 January 2012	9,920
Accumulated amortisation and impairment:	
At 1 January 2011/31 December 2011/ 1 January 2012	-
At 30 September 2012	-
Net Carrying amount:	
At 1 January 2011	9,920
At 31 December 2011	9,920
At 30 September 2012	9,920

Goodwill

Goodwill is tested for impairment annually (31 December) and when circumstances indicate that the carrying value may be impaired. The Group's impairment test for goodwill is based on the followings:

- (i) Budgeted gross margin
The basis used to determine the budgeted gross margin is the average gross margins achieved in the year immediately before the budgeted year increase for expected efficiency improvements and after considering current economic conditions.
- (ii) Discount rate
The discount rates used are pre-tax and reflect cost of borrowings of the subsidiaries.
- (iii) Growth rate
The growth rates are based on projects tendered and awarded and do not exceed the long-term average growth rate for the industries relevant to the CGUs.

The Group considers the relationship between its budgeted gross margin, growth rate, discount rate and its book value, among other factors when reviewing indicators of impairment. As at 30 September 2012, the Group believes that any reasonably possible change in the above key assumptions applied are not likely to materially cause the recoverable amounts to be lower than their carrying amounts.

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13. INVENTORIES

Due to the nature of the Group's business, its procurement policies and rate of inventory turnover, the Group is not exposed to the risk of old or obsolete inventory. Accordingly, no allowance has been made for impairment of inventories. Any shortfall which may arise on subsequent realisation will be recognised in the profit and loss as and when incurred.

The inventories are pledged against certain bank borrowings.

14. CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprised the following amounts:

	30 Sept 2012 RM'000	31 December 2011 RM'000	1 January 2011 RM'000
Deposits with financial institutions	109,629	143,138	65,413
Cash and bank balances	88,666	55,512	128,895
Total cash and bank balances	<u>198,295</u>	<u>198,650</u>	<u>194,308</u>

For the purpose of cash flow statements, cash and cash equivalents comprise the following as at the reporting date:

	30 Sept 2012 RM'000	31 December 2011 RM'000	1 January 2011 RM'000
Cash and bank balances	198,295	198,650	194,308
Less: Bank overdrafts	(4,284)	(7,146)	(494)
	<u>194,011</u>	<u>191,504</u>	<u>193,814</u>
Less: Deposits pledged to banks	(36,705)	(52,098)	(51,962)
Cash and cash equivalents	<u>157,306</u>	<u>139,406</u>	<u>141,852</u>

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15. FAIR VALUE HIERARCHY

The Group uses the following hierarchy for determining the fair value of all financial instruments carried at fair value:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2 - Inputs that are based on observable market data, either directly or indirectly
- Level 3 - Inputs that are not based on observable market data

As at the reporting date, the Group held the following financial assets that are measured at fair Value:

	Total RM'000	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000
30 September 2012				
Financial assets measured at fair value:				
Investment securities	<u>128,061</u>	<u>128,061</u>	<u>-</u>	<u>-</u>
31 December 2011				
Financial assets measured at fair value:				
Investment securities	<u>151,483</u>	<u>151,483</u>	<u>-</u>	<u>-</u>
1 January 2011				
Financial assets measured at fair value:				
Investment securities	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

No transfers between any levels of the fair value hierarchy took place during the current interim period and the comparative period. There were also no changes in the purpose of any financial asset that subsequently resulted in a different classification of that asset.

The Group does not hold credit enhancements or collateral to mitigate credit risk. The carrying amount of financial assets therefore represents the potential credit risk.

16. SHARE CAPITAL, SHARE PREMIUM AND TREASURY SHARES

There were no issuances, cancellation, repurchases, resale and repayment of debt and equity securities during the current financial period.

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17. GROUP BORROWINGS AND DEBT SECURITIES

	30 Sept 2012 RM'000	31 December 2011 RM'000	1 January 2011 RM'000
Current			
Hire purchase	813	2,188	3,167
Bank borrowings	197,458	291,224	377,592
	<u>198,271</u>	<u>293,412</u>	<u>380,759</u>
Non-current			
Hire purchase	4,592	2,902	3,560
Bank borrowings	30,674	10,170	10,253
	<u>35,266</u>	<u>13,072</u>	<u>13,813</u>

Included in the borrowings as at 30 September 2012 are borrowing denominated in foreign currency:

	Foreign Currency '000	Malaysian Currency RM'000
United Arab Emirates Dirhams (AED)	102,308	84,538
Qatari Riyal (QR)	87,669	73,057
Indian Rupees (INR)	928,074	53,364
		<u>210,959</u>

18. DIVIDENDS

A final tax exempt (single-tier) dividend in respect of the financial year ending 31 December 2011, of 1 sen per share on 774,000,000 ordinary shares of RM0.50 each, amounting to a dividend payable of RM7,740,000 has been approved by the shareholders at the Annual General Meeting held on 19 June 2012 and was paid on 23 July 2012.

An interim single tier tax exempt dividend in respect of the financial year ended 31 December 2012 of 2 sen (30 September 2011: Nil) per each ordinary share on 774,000,000 ordinary shares of RM0.50 each, amounting to a dividend payable of RM15,480,000 has been approved by the Board of Directors. In respect of the deposited securities, entitlement to dividends will be determined on the basis of the record of depositors as at 24 September 2012 and payable on 10 October 2012. The financial statements for the current financial period do not reflect this interim dividend. This will be accounted for as an appropriation of retained earnings in the financial period ending 31 December 2012.

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19. COMMITMENT AND CONTINGENCIES

Capital expenditure commitments

Capital expenditure commitments contracted but not provided for in the interim financial statements as at the end of the financial period are as follows:-

	30 Sept 2012 RM'000	31 December 2011 RM'000	1 January 2011 RM'000
Factory building	8,426	2,961	10,208
Land	2,824	-	-
Plant & Machineries	5,830	62	-
Computer systems and others	2,551	693	-
	<u>19,631</u>	<u>3,716</u>	<u>10,208</u>
Approved but not contracted for:			
Factory building	6,482	35,630	-

Operating lease commitments

Operating lease commitments not provided for in the interim financial statements as at the end of the financial period are as follows:-

	30 Sept 2012 RM'000	31 December 2011 RM'000	1 January 2011 RM'000
Future minimum lease payments:			
- not later than 1 year	4,481	6,340	3,369
- later than 1 year and not later than 5 years	6,769	6,281	7,373
- later than 5 years	998	419	2,025
	<u>12,248</u>	<u>13,040</u>	<u>12,767</u>

Corporate guarantees

The Company has provided corporate guarantees for banking facilities to the following subsidiaries as at 30 September 2012:-

	RM'000
Eversendai Engineering LLC	1,613,044
Eversendai Engineering FZE	425,029
EVS Construction LLC	7,964
Eversendai Engineering Qatar WLL	421,645
Eversendai Construction Private Limited	121,173
Shineversendai Engineering (M) Sdn Bhd	117,129
	<u>2,705,984</u>

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20. RELATED PARTY TRANSACTIONS

The following table provides information on the transactions which have been entered into with related parties during the nine-month period ended 30 September 2012 and 30 September 2011 as well as the balances with the related parties as at 30 September 2012 and 31 December 2011:

	2012	2011
	RM'000	RM'000
Transactions with certain directors and key management personnel of the Group:		
Personal guarantee provided by a director	<u>1,194,378</u>	<u>1,441,065</u>
Personal guarantee provided by a director and a key management of the Company	<u>5,750</u>	<u>5,818</u>
Sale of motor vehicle by a Director to a subsidiary	<u>-</u>	<u>136</u>
Rental of office from the in-laws of our General Manager for the Infrastructure Division of Eversendai Construction Private Limited	<u>13</u>	<u>14</u>
Rental of staff accommodations from our Executive Chairman and Group Managing Director	<u>82</u>	<u>185</u>
Transactions with a foreign partner of the Group:		
Lease of labour quarters	<u>913</u>	<u>1,426</u>

21. EVENTS AFTER THE REPORTING PERIOD

There are no events after the reporting period.

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EXPLANATORY NOTES PURSUANT TO BURSA MALAYSIA LISTING REQUIREMENTS: CHAPTER 9, APPENDIX 9B, PART A

22. REVIEW OF PERFORMANCE

For the quarter ended 30 September 2012, the Group continue to report a sustainable revenue and profit after tax of RM240.25 million and RM25.60 million respectively as compared to the revenue and profit after tax of the Group for the quarter ended 30 September 2011 of RM254.41 million and RM30.72 million respectively. For the period ended 30 September 2012, the Group's revenue and profit after tax stood at RM746.91 million and RM87.67 million respectively as compared to RM720.41 million and RM97.04 million respectively for the period ended 30 September 2011. The increase in revenue of 3.68% is mainly due to increase in projects undertaken in Malaysia and India while the slight decrease in profit after tax is due to the timing difference of projects that has been completed and commencement of new projects which are still at the preliminary stages as well as foreign exchange losses.

68.9% of the Group's revenue was from its Middle East operations in UAE, Saudi Arabia, Qatar and Oman. The current major projects of the Group in the Middle East include the King Abdullah Petroleum Studies & Research Center (KAPSARC) and CMA Towers in Saudi Arabia, Qatar Faculty of Islamic Studies, National Museum of Qatar and Qatar Foundation Headquarter in Qatar, Al-Jalila Children's Specialty Hospital in Dubai, Yas Mall Phase 2 in Abu Dhabi and Salalah Airport expansion in Oman. The Group's India and Malaysia operations contributed 15.5% and 15.6% respectively to the Group's revenue.

The profit for the current financial quarter was arrived at after expensing RM20.32 million of operating and administration expenses and RM4.18 million of finance cost. Total expenditure for the financial quarter was mainly from staff related expenses and lease rental of RM10.30 million and RM2.01 million respectively.

23. COMMENT ON MATERIAL CHANGE IN PROFIT BEFORE TAXATION

The profit before taxation margin for the third quarter ended 30 September 2012 is 24.0% lower than the immediate preceding quarter due to lower margins for projects in India and Malaysia offset by the higher other income from sales of scrap and reversal of previous financial year's provision for contract claims.

24. COMMENTARY ON PROSPECTS

The Group is optimistic on its prospects based on the order book in excess of RM1.5 billion in hand mainly contributed by securing of few major contracts in the first half year of 2012.

The wide geographical spread, number of projects, repeat clients and large client base of the current order book minimizes the risk profile of the Group substantially, as it is not dependent solely on any specific sector, country and or client.

As a result of the above and a profitable head start in the first and second quarter of FY 2012 and continued profitability in the third quarter of FY 2012, the Group is expected to maintain sustainable profitability in FY 2012.

25. COMMENTARY ON PROGRESS TO ACHIEVE REVENUE OR PROFIT ESTIMATE, FORECAST, PROJECTION OR INTERNAL TARGETS

This is not applicable to the Group as the Group had not issued any profit estimate, forecast, projection or internal targets.

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26. STATEMENT BY DIRECTORS ON ACHIEVABILITY OF REVENUE OR PROFIT ESTIMATE, FORECAST, PROJECTION OR INTERNAL TARGETS

This is not applicable to the Group as the Group had not issued any statement by directors on achievability of revenue or profit estimate, forecast, projection or internal targets.

27. STATUS OF CORPORATE PROPOSALS

Listing

The entire enlarged issued and paid-up share capital of RM387,000,000 comprising 774,000,000 ordinary shares of the Company of RM0.50 each was listed on the Main Market of Bursa Securities on 1 July 2011.

Status of utilisation proceeds raised from Initial Public Offering

Purpose	Proposed utilisation RM'mil	Actual utilisation RM'mil	Intended timeframe for utilisation within	Deviation RM'mil	Explanations
Capital expenditure	126.00	74.78	24 months	-	-
Business expansion	80.00	23.37	24 months	-	-
Working capital	58.39	60.70	12 months	(2.31)	Excess from unutilised portion of listing expenses
Listing expenses	8.80	6.49	1 month	2.31	Excess used for working capital purpose
	<u>273.19</u>	<u>165.34</u>			

28. CHANGES IN MATERIAL LITIGATION

The Group does not have any material litigation as at the date of this report.

29. DIVIDEND PAYABLE

Please refer to Note 18 for details.

30. DISCLOSURE OF NATURE OF OUTSTANDING DERIVATIVES

There were no outstanding derivatives as at the end of the reporting period.

31. RATIONALE FOR ENTERING INTO DERIVATIVES

The Group did not enter into any derivatives during the period ended 30 September 2012 or the previous financial year ended 31 December 2011.

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32. RISKS AND POLICIES OF DERIVATIVES

The Group did not enter into any derivatives during the period ended 30 September 2012 or the previous financial year ended 31 December 2011.

33. DISCLOSURE OF GAINS/LOSSES ARISING FROM FAIR VALUE CHANGES OF FINANCIAL LIABILITIES

The Group did not have any financial liabilities measured at fair value through profit or loss as at 30 September 2012 and 31 December 2011.

34. BREAKDOWN OF REALISED AND UNREALISED PROFITS OR LOSSES

The breakdown of the retained profits of the Group as at 30 September 2012 and 31 December 2011 into realised and unrealised profits is presented in accordance with the directives issued by Bursa Malaysia Securities Berhad dated 25 March 2010 and 20 December 2010, prepared 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.

	30 September 2012 RM'000	31 December 2011 RM'000
Total retained profits of the Company and its subsidiaries, as previously stated		
- Realised	640,723	496,068
- Unrealised	6,904	3,077
	<u>647,627</u>	<u>499,145</u>
Less: Prior year adjustments	-	(4,468)
Less: MFRS day-1 adjustment	-	(275,985)
Total retained profits of the Company and its subsidiaries, as restated	647,627	218,692
Less: Consolidation adjustments	(416,799)	(63,378)
Total group retained profits as per financial statements	<u>230,828</u>	<u>155,314</u>

35. AUDITORS' REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS

The auditors' report on the financial statements for the year ended 31 December 2011 was not qualified.

AUTHORISATION FOR ISSUE

The interim financial statements were authorised for issue in accordance with the resolution passed at the Board of Directors' Meeting held on 26 November 2012.

BY ORDER OF THE BOARD

DATO' NATHAN A/L ELUMALAY
EXECUTIVE CHAIRMAN / GROUP MANAGING DIRECTOR
EVERSENDI CORPORATION BERHAD
26 NOVEMBER 2012