# UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT OF THE GROUP FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2009

		FIRST QUA		CUMULATIVE QUARTER		
		Current Quarter	Preceding Quarter	Current Year-To-Date	Preceding Year-To-Date	
		Ended 31.3.2009	Ended 31.3.2008	Ended 31.3.2009	Ended 31.3.2008	
	Note	RM'ooo Unaudited	RM'ooo Restated	RM'ooo Unaudited	RM'ooo Audited	
_						
Revenue	4	71,338	55,122	71,338	55,122	
Cost of sales		(30,693)	(29,807)	(30,693)	(29,807)	
Gross profit		40,645	25,315	40,645	25,315	
Other income		2,767	926	2,767	926	
Staff costs		(4,134)	(3,653)	(4,134)	(3,653)	
Depreciation and amortisation		(859)	(250)	(859)	(250)	
Other operating expenses		(2,221)	(1,986)	(2,221)	(1,986)	
Profit from operations		36,198	20,352	36,198	20,352	
Finance costs		(7,579)	(5,293)	(7,579)	(5,293)	
Share of profit of associates		760	84	760	84	
Share of profit of jointly controlled e	ntities	4,504	<u> </u>	4,504	-	
Profit before taxation		33,883	15,143	33,883	15,143	
Taxation	19	(5,106)	(2,337)	(5,106)	(2,337)	
Net profit for the period	:	28,777	12,806	28,777	12,806	
Attributable to:						
Equity holders of the parent		26,692	11,182	26,692	11,182	
Minority interest		2,085	1,624	2,085	1,624	
		28,777	12,806	28,777	12,806	
Earnings per share attributable to	27					
equity holders of the parent - Basic (Sen)	-	5.4	2.3	5.4	2.3	
- Diluted (Sen)		5.4	2.1	5.4	2.1	

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

# UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEET OF THE GROUP AS AT 31 MARCH 2009

	As At 31.3.2009 RM'000 (Unaudited)	As At 31.12.2008 RM'000 (Audited)
Assets		
Non-current Assets	0 0	0 -= 6
Property, vessel and equipment	857,823	817,699
Intangible assets	1,919	1,950
Investments in a jointly controlled entity Investments in associated companies	30,052	25,548
investments in associated companies	<u> </u>	21,668 866,864
Current Assets		
Inventories	18,886	19,985
Trade receivables	204,721	199,585
Other receivables	59,301	46,568
Tax recoverable	2,689	2,689
Cash and bank balances	137,254	121,589
	422,851	390,416
Total Assets	1,335,073	1,257,280
Equity And Liabilities Equity Attributable To Equity Holders Of The Parent Share capital Share premium	123,211 68,689	123,211 68,689
Other reserves	8,388	7,969
Retained profits	201,689	174,997
	401,977	374,866
Minority interest	7,415	5,330
Total Equity	409,392	380,196
Non-current Liabilities		
Borrowings 23	488,066	507,982
Deferred tax liabilities	66,428	66,397
	554,494	574,379
Current Liabilities		
Borrowings 23	142,269	127,092
Trade payables	46,074	39,045
Other payables	177,207	134,881
Tax payable	5,637	1,688
	371,187	302,706
Total Liabilities	925,681	877,085
Total Equity And Liabilities	1,335,073	1,257,280
Net Assets Per Share (RM)	0.82	0.76

UNAUDITED CONDENSED STATEMENT OF CHANGES IN EQUITY OF THE GROUP FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2009

	<u>الم</u>	Attributable to E	quity Holders o				
	Share Capital	Share Premium	Other Reserves	(Accumulated Losses)/	Total	Minority Interest	Total Equity
	RM'000	RM'ooo	RM'000	Retained Profits RM'000	RM'000	RM'ooo	RM'ooo
As at 1 January 2008	121,322	63,033	6,179 -	98,581 -	289,115 -	13,641 (10,578)	302,756 (10,578)
As at 1 January 2008 (Restated)	121,322	63,033	6,179	98,581	289,115	3,063	292,178
Net profit for the period	-	-	-	78,237	78,237	2,070	80,308
Issue of ordinary shares:							
Pursuant to ESOS	1,889	3,564	-	-	5,453	-	5,453
Acquisition of subsidiaries	-	-	-	-	-	191	191
Share issued to minority interest	-	-	-	-	-	98	98
Share options granted under ESOS:						-	-
Recognised in income statement	-	-	3,809	-	3,809	-	3,809
Exercised during the year	-	2,093	(2,093)	-	-	-	-
Foreign currency translation	-	-	72	-	72	48	121
Dividend	-	-	-	(1,822)	(1,822)	(140)	(1,962)
As at 31 December 2008	123,211	68,689	7,968	174,997	374,865	5,330	380,195

UNAUDITED CONDENSED STATEMENT OF CHANGES IN EQUITY OF THE GROUP (Continued) FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2009

	Attributable to Equity Holders of the Parent						
	Share Capital	Share Premium	Other Reserves	(Accumulated Losses)/	Total	Minority Interest	Total Equity
	RM'ooo	RM'000		Retained Profits RM'000	RM'ooo	RM'000	RM'000
As at 1 January 2009	123,211	68,689	7,968	174,997	374,865	5,330	380,195
Net profit for the period	-	-	-	26,692	26,692	2,085	28,777
Issue of ordinary shares: Pursuant to ESOS	-	-	-	-	-	-	-
Share options granted under ESOS: Recognised in income statement	-	-	-	-	-	-	-
Exercised during the year	-	-	-	-	-	-	-
Acquisition of subsidiaries	-	-	-	-	-	-	-
Foreign currency translation	-	-	420	-	420	-	420
Dividend	-	-	-	-	-	-	-
As at 31 March 2009	123,211	68,689	8,388	201,689	401,977	7,415	409,392

The unaudited condensed consolidated statement of changes in equity of the Group should be read in conjunction the accompanying explanatory notes attached to the interim financial statements.

# UNAUDITED CONDENSED CONSOLIDATED CASH FLOW STATEMENT OF THE GROUP FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2009

	Current Year-To-Date Ended 31.3.2009 RM'000 Unaudited	Preceding Year-To-Date Ended 31.3.2008 RM'000 Unaudited
Net cash generated from operating activities	66,518	2,481
Net cash used in investing activities	(46,114)	(33,934)
Net cash generated from financing activities	(23,138)	36,063
Net increase in cash and cash equivalents	(2,736)	4,610
Cash and cash equivalents at beginning of financial year	105,745	103,773
Cash and cash equivalents at end of financial year	103,009	108,383
Cash and cash equivalents at the end of the financial period comprise the following: Cash on hand and at banks	34.243	81,683

Cash on hand and at banks	34,243	81,683
Deposits with licensed banks	103,011	117,271
	137,254	198,954
Bank overdrafts (Note 23)	-	(8,888)
Amount set aside as sinking fund	(31,676)	(77,682)
Amount set aside as bank guarantee facilities	(2,569)	(4,001)
Total cash and cash equivalent	103,009	108,383

The condensed consolidated cash flow statement should be read in conjunction with the accompanying explanatory notes attached to the interim financial statements.

#### PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

#### 1. BASIS OF PREPARATION

The interim financial statements have been prepared under the historical cost convention. The interim financial statements are unaudited and have been prepared in accordance with the requirements of Financial Reporting Standards ("FRS") 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the explanatory notes attached to the interim financial statements which 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.

#### 2. CHANGES IN ACCOUNTING POLICIES

On 1 January 2009, the Company adopted the following revised FRSs and amendment to FRSs and Interpretations:

FRS 107 :	Cash Flow Statements
FRS 111 :	Construction Contracts
FRS 112 :	Income Taxes
FRS 118 :	Revenue
FRS 120 :	Accounting for Government Grants and Disclosure of Government Assistance
FRS 134 :	Interim Financial Reporting
FRS 137 :	Provisions, Contingent Liabilities and Contingent Assets
Amendment to	The Effects of Changes in Foreign Exchange Rates- Net Investment in a
FRS 121:	Foreign Operation
IC Interpretation 1:	Changes in Existing Decommissioning, Restoration and Similar Liabilities
IC Interpretation 2:	Members' Shares in Co-operative Entities and Similar Instruments
IC Interpretation 5:	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
IC Interpretation 6:	Liabilities arising from Participating in a Specific Market
	- Waste Electrical and Electronic Equipment
IC Interpretation 7:	Applying the Restatement Approach under FRS 129
	- Financial Reporting in Hyperinflationary Economies
IC Interpretation 8:	Scope of FRS 2

The revised FRSs, amendments to FRSs and Interpretations above do not have any significant impact on the financial statements of the Company upon their initial application.

At the date of the authorisation of these financial statements, the following new FRSs and Interpretations were issued but not yet effective and have not been applied by the Company:

# Effective for financial periods beginning on or after

#### FRSs, Amendments to FRSs and Interpretations

FRS 4	Insurance Contracts	1 January 2010
FRS 7	Financial Instruments: Disclosures	1 January 2010
FRS 8	Operating Segments	1 July 2009
FRS 139	Financial Instruments: Recognition and Measurement	1 January 2010
IC Interpretation 9 :	Reassessment of Embedded Derivatives	1 January 2010
IC Interpretation 10:	Interim Financial Reporting and Impairment	1 January 2010

The new FRSs and Interpretations above are expected to have no significant impact on the financial statements of the Company upon their initial application.

The Company is exempted from disclosing the possible impact, if any, to the financial statements upon the initial application of FRS 139.

# 3. AUDITORS' REPORT ON PRECEDING ANNUAL FINANCIAL STATEMENTS

The auditors' report on the financial statements of the Company and its subsidiaries for the year ended 31 December 2008 were not qualified.

#### 4. SEGMENTAL INFORMATION

The results and other information of the Group as at 31 March 2009 are as follows: -

	Offshore support vessels and services RM'000	Underwater services RM'ooo	Others RM'ooo	Consolidation RM'000	TOTAL RM'ooo
Revenue					
External	53,457	16,891	990	-	71,338
Intra group	565	-	-	(565)	-
Total	54,022	16,891	990	(565)	71,338
Results					
Profit from operations	28,170	8,083	(55)	-	36,198
Finance costs	(7,739)	165	(5)	-	(7,579)
Share of profit of associates	-	-	-	760	760
Share Of Profits Of Jointly Controlled Entities	-	-	-	4,504	4,504
Profit before taxation	20,432	8,248	(60)	5,264	33,883

#### 5. UNUSUAL ITEMS DUE TO THEIR NATURE, SIZE OR INCIDENCE

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the current financial year except as disclosed in Note 2.

#### 6. SIGNIFICANT ESTIMATES AND CHANGES IN ESTIMATES

There were no changes in estimates that have had a material effect in the current financial year's results.

#### 7. SEASONAL AND CYCLICAL FACTORS

The Group's performance would be subject to the risk of increase in downtime and off-hires due to the adverse weather conditions such as monsoon seasons. In this respect, only two (2) of the Group's smallersized vessels that are under spot charter contract, and underwater services would inevitably be affected by the monsoon seasons and this would result in fluctuation in the Group's earnings over the financial year.

Notwithstanding the above, twenty seven (27) out of the Group's fleet of twenty nine (29) vessels are currently under fixed charter contracts whereby the vessels are to be made available regardless of the weather condition. This, in turn, will provide the Group with a steady stream of income.

#### 8. DIVIDENDS PAID

No dividend was paid in the current financial quarter under review.

#### 9. VALUATION OF PROPERTY, PLANT AND EQUIPMENT

There was no valuation of the property, vessel and equipment in the current financial period under review.

#### 10. DEBT AND EQUITY SECURITIES

There were no issuance, cancellations, repurchases, resale and repayments of debts and equity securities in the current financial period under review.

#### 11. CHANGES IN COMPOSITION OF THE GROUP

There were no changes in composition of the Group for the financial quarter under review except for the following:

a) Alam Fast Boats (L) Inc ("AFBL")

On 20 March 2009, Alam Maritim (L) Inc ("AMLI") signed an Addendum to the Joint Venture Agreement with Trinity Offshore (L) Inc ("TOLI") to vary and amend the equity participation in Alam Fast Boats (L) Inc ("AFBL"). Pursuant to the Addendum, TOLI shall transfer 10 units of its shares to AMLI at a consideration of USD10.00 with immediate effect. Upon completion of the transaction, AMLI and TOLI shall hold sixty percent (60%) and forty percent (40%) equity shareholding in AFBL respectively.

The current paid-up capital of AFBL is USD100.00, comprising 100 ordinary shares of USD1.00 each.

b) KJ Waja Engineering (M) Sdn Bhd ("KJ Waja")

On 20 March 2009, Alam Maritim (M) Sdn Bhd ("AMSB") signed a Supplemental Agreement with Kamarul Zaman bin Jantan ("KJ") to allow for variation in the equity structure of KJ Waja. AMSB and KJ had subsequently entered into a Call Option Agreement dated 20 March 2009.

Pursuant to the Supplemental Agreement, KJ Waja shall increase its share capital to RM1.50 million through issuance of 1,000,000 new ordinary shares of RM1.00 each to be fully subscribed by AMSB. Upon completion of the capital raising exercise, AMSB and KJ shall hold eighty four percent (84%) and sixteen percent (16%) equity shareholding in KJ Waja respectively.

The Call Option Agreement grants KJ rights (but not obligation) for a call option to require AMSB to sell to KJ up to 490,000 ordinary shares subject to the terms and conditions set out in the said Agreement.

#### 12. CAPITAL COMMITMENTS

The amount of commitments for the purchase of property, plant and equipment not provided for in the interim condensed financial statements as at 31 March 2009 is as follows:

	RM'ooo
Approved and contracted for: Expenditure on the acquisition of vessels and equipment	383,166
<b>Approved but not contracted for:</b> Expenditure on the acquisition of vessels and equipment	-
Total	383,166

#### 13. CONTINGENT LIABILITIES AND CONTINGENT ASSETS

As at 31 March 2009, our contingent liabilities, comprising bank and performance guarantees for contracts entered into with customers, stood at approximately RM5.99 million. In addition, the Company has provided corporate guarantee for the credit facilities totalling USD28.56 million granted by Maybank International (L) Ltd. to 60%-owned subsidiaries of Alam Maritim (M) Sdn. Bhd. ("AMSB"), namely Alam Synergy I (L) Inc., Alam Synergy II (L) Inc.

AMSB has also provided a corporate guarantee for the banking facilities amounting to RM 5.0 million granted by Malayan Banking Berhad to Alam Hidro (M) Sdn. Bhd. ("AHSB"), a 70%-owned subsidiary of AMSB.

Save as disclosed above, there were no material contingent liabilities that may, upon materialisation, have a material effect on the Group's financial results or position.

## 14. SUBSEQUENT EVENTS

There were no material events subsequent to the end of the current financial quarter except for the following:

On 27 April 2009, Alam Maritim (L) Inc acquired four (4) Labuan offshore incorporated companies at a consideration of USD2.00 each from EC Trust Services (L) Ltd. The companies are Alam Synergy IV (L) Inc, Alam Synergy V (L) Inc, Alam Puteri JV-DLB I (L) Inc and Alam Maritim Drilling Services (L) Inc. The new offshore subsidiaries are currently inactive and their intended principal activities are, among others, ship-owning, provision of offshore marine services to the oil and gas industry and participation in drilling activities.

# PART EXPLANATORY NOTES PURSUANT TO APPENDIX 9B OF THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

#### 15. PERFORMANCE REVIEW

The Group recorded a turnover of RM71.34 million for the financial period ended 31 March 2009 as compared to RM55.12 million for the same period in the preceding year, resulting in a favourable variance of 29.4%. This is mainly attributable to generally higher revenue derived from both offshore support vessels and underwater services segments spurred by the increase in the number of owned vessels operated by the Group and new contracts secured by underwater services unit.

The profit before taxation for the current financial period of RM33.88 million was 123.8% higher in comparison to RM15.14 million registered for the preceding year, mainly due to higher operating profit contribution from offshore support vessels and underwater services segments, which is in tandem with the higher daily charter rates, expanded fleet of vessels owned and operated by the Group and higher revenue contributed by underwater services contracts.

#### 16. VARIATION OF RESULTS AGAINST PRECEDING QUARTER

The Group's revenue for the current quarter of RM71.34 million was lower than the preceding quarter's revenue figure of RM110.09 million by 35.2% mainly due to lower revenue registered by third party vessels under Offshore Support Vessels & Services segment. The chartering activities of third party vessels were usually lesser in the first quarter as compared to the fourth quarter of the year. Besides, revenue derived from Underwater Services segment was also lower as compared to the preceding quarter.

The profit before taxation ("PBT") of the Group for the current financial quarter of RM33.88 million was higher than the preceding quarter's PBT of RM31.39 million by 7.9%, which is mainly due to higher share of profit of associates and jointly controlled entities, and significantly lower 'other operating expenses' incurred in the current financial quarter under review. The higher 'other operating expenses' incurred in the preceding financial quarter was mainly due to provision for unrealised foreign exchange losses.

#### 17. COMMENTARY ON PROSPECTS

The Group is still bullish on the prospect of the Malaysian oil and gas industry, as PETRONAS and other oil majors are committed to intensify exploration and production efforts to enhance the country's reserves, underpinned by stabilising oil prices and the need to retain energy sources. In line with these exciting prospects, the Group is expected to experience business stability and sustain modest growth as the appetite for the oil and gas support services will remain healthy in the foreseeable future.

Moving forward, the Group will continue expanding its marine fleet size to cater to the needs of regional and global market with anticipated delivery of another eleven (11) new vessels of various capacities over this year and 2010. In addition, the strengthening of Underwater Services segment through acquisition of remotely operated vehicles (ROV), and saturation and air diving systems will further enhance the Group's capability to really benefit from the upcoming deepwater E&P programs.

The Group envisions to be a premier integrated offshore services provider by implementing vertical as well as horizontal growth strategies.

#### 18. PROFIT FORECAST

The Group has not issued any profit forecast for the current financial year and therefore no comparison is available.

#### 19. INCOME TAX EXPENSE

	Current Quarter		Year-To-Date	
	31.3.2009 RM'ooo	31.3.2008 RM'000	31.3.2009 RM'000	31.3.2008 RM'000
Income Taxation				
-Current year	891	584	891	584
-(Over)/under-provision in prior year	-	-	-	-
	891	584	892	584
Deferred Taxation				
-Current year	4,215	1,753	4,215	1,753
-(Over)/under-provision in prior year	-	-	-	-
	4,215	1,753	4,215	1,753
=	5,106	2,337	5,106	2,337

The effective tax rate for the current financial period of 15.1% is lower than the statutory tax rate of 25% principally due to certain income which is exempted from taxation.

#### 20. SALE OF PROPERTIES

There were no sales of properties in the financial quarter under review.

#### 21. INVESTMENTS IN QUOTED SECURITIES

There were no dealings by the Group in quoted securities for the financial quarter under review.

#### 22. CORPORATE PROPOSALS

On 28 December 2007, the Company issued 29,975,000 ordinary shares of RM0.25 each for cash at an issue price of RM2.19 per share, in respect of the proposed private placement of up to 10% of the issued and paid-up share capital of the Company, which was previously announced on 24 May 2007. The Securities Commission had, via its letter dated 21 July 2008, approved for an extension of time of another six (6) months up to 26 January 2009 for the Company to complete the private placement exercise. The validity of the extension of time lapsed on 26 January 2009.

#### 23. BORROWINGS

Short Term Borrowings	Denominated in Local Currency As at 31.3.2009 RM'000	Denominated in Foreign Currency As at 31.3.2009 RM'000	Total
Unsecured:			
Revolving credit facilities	25,000	-	25,000
Overdraft	-	-	-
Secured:			
CP - Murabahah	116,470	-	116,470
Term loans	697	-	697
Hire purchase	102	-	102

142,269

#### 23. BORROWINGS (Continued)

Long-term borrowings	Denominated in Local Currency As at 31.3.2009 RM'000	Denominated in Foreign Currency As at 31.3.2009 RM'000	Total
Secured:			
MTN - Sukuk Ijarah	475,000	-	475,000
Term loans	10,770	-	10,770
Hire purchase	2,296	-	2,296
			488,066
Total Borrowings			630,335

#### 24. OFF BALANCE SHEET FINANCIAL INSTRUMENTS

There are no off balance sheet financial instruments as at 25 May 2009.

#### 25. CHANGES IN MATERIAL LITIGATION

The Group is not engaged in any material litigation, whether as plaintiff or defendant, which may have a material impact on the financial position or performance of the Group as at 25 May 2009. The Board of Directors does not know of any proceedings pending or threatened or of any fact likely to give rise to any proceedings which might materially and adversely affect the financial or business position of the Group.

# 26. DIVIDEND PAYABLE

The Board of Directors has proposed for a final dividend of 2% equivalent to 0.5 sen per ordinary share (less 25% income tax) in respect of the financial year ended 31 December 2008. The proposed dividend is subject to the shareholders' approval at the forthcoming Annual General Meeting.

#### 27. EARNINGS PER SHARE ("EPS")

#### **Basic EPS**

Basic earnings per share amount is calculated by dividing profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue during the period.

	Current Quarter		Year-To-Date	
	31.3.2009 RM'000	31.3.2008 RM'000	31.3.2009 RM'000	31.3.2008 RM'000
Profit attributable to equity holders of the parent Weighted average number of ordinary shares	26,692	11,182	26,692	11,182
in issue	492,846	485,365	492,846	485,365
Basic EPS (Sen)	5.4	2.3	5.4	2.3

# 27. EARNINGS PER SHARE ("EPS") (Continued)

# **Diluted EPS**

Diluted earnings per share amount is calculated by dividing profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares in issue during the period after adjusting for the dilutive effects of all potential ordinary shares to be issued under ESOS.

	Current Quarter		Year-To-Date	
Profit attributable to equity holders of the parent	<b>31.3.2009</b> <b>RM'000</b> 26,692	31.3.2008 RM'000 11,182	<b>31.3.2009</b> <b>RM'000</b> 26,692	31.3.2008 RM'000 11,182
Weighted average number of ordinary shares	20,092	11,102	20,092	11,102
in issue	492,846	485,365	492,846	485,365
Effects of dilution from ESOS* Adjusted weighted average number of	4,817	34,782	4,817	34,782
ordinary shares in issue and issuable	497,663	520,147	497,663	520,147
Diluted EPS (Sen)	5.4	2.1	5.4	2.1

\*Note: The estimation of effects of dilution from ESOS was based on the closing price of RM0.74 as of 31 March 2009.

#### 28. AUTHORISATION FOR ISSUE

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors dated 25 May 2009.

#### BY ORDER OF THE BOARD

Haniza Binti Sabaran (MAICSA No. 7032233) Company Secretary Kuala Lumpur 25 May 2009