

**PETRA ENERGY BERHAD (Company No. 718388-H)
(Incorporated in Malaysia)**

**INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER
ENDED 30 SEPTEMBER 2009**

CONDENSED CONSOLIDATED INCOME STATEMENTS

| | Current Quarter Ended 30-Sep-09 RM'000 | Corresponding Quarter Ended 30-Sep-08 RM'000 | Current Year-to-date Ended 30-Sep-09 RM'000 | Corresponding Year-to-date Ended 30-Sep-08 RM'000 |
|--|---|---|--|--|
| Continuing Operations | | | | |
| Revenue | 130,886 | 138,145 | 358,443 | 377,216 |
| Cost of Sales | (112,494) | (114,801) | (297,515) | (300,844) |
| Gross Profit | 18,392 | 23,344 | 60,928 | 76,372 |
| Other income | 102 | 1,265 | 2,317 | 2,731 |
| Operating expenses | (9,921) | (8,887) | (29,846) | (26,382) |
| Finance costs | (1,953) | (1,781) | (6,654) | (5,421) |
| Profit before taxation | 6,620 | 13,941 | 26,745 | 47,300 |
| Income tax expense | (2,276) | (3,746) | (8,417) | (12,532) |
| Profit for the period | 4,344 | 10,195 | 18,328 | 34,768 |
| Attributable to: | | | | |
| Equity holders of the parent | 4,582 | 10,195 | 18,383 | 34,768 |
| Minority interest | (238) | - | (55) | - |
| | 4,344 | 10,195 | 18,328 | 34,768 |
| Earnings per share of RM0.50 each (sen) | | | | |
| a) Basic | 2.35 | 5.23 | 9.43 | 17.83 |
| b) Fully diluted | N/A | N/A | N/A | N/A |

(The condensed Consolidated Income Statements should be read in conjunction with the audited financial statements for the year ended 31 December 2008 and the accompanying explanatory notes attached to this report)

PETRA ENERGY BERHAD (Company No. 718388-H)
(Incorporated in Malaysia)

INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER
ENDED 30 SEPTEMBER 2009

CONDENSED CONSOLIDATED BALANCE SHEETS

| | 30-Sep-09 | 31-Dec-08 |
|--|------------------|------------------|
| | RM'000 | RM'000 |
| Non-current assets | | |
| Property, plant and equipment | 136,576 | 131,732 |
| Prepaid lease payments | 7,178 | 7,275 |
| Intangible assets | 1,434 | - |
| Investment in associate | 40 | - |
| Deferred tax assets | 17 | 17 |
| | <u>145,245</u> | <u>139,024</u> |
| Current assets | | |
| Inventories | 55,620 | 44,875 |
| Trade and other receivables | 302,025 | 229,886 |
| Amount due from customers for contract works | 19,416 | 6,471 |
| Tax recoverable | 1,143 | 517 |
| Fixed deposits with licensed banks | 32,097 | 94,493 |
| Cash and bank balances | 21,314 | 14,805 |
| | <u>431,615</u> | <u>391,047</u> |
| Total Assets | <u>576,860</u> | <u>530,071</u> |
| EQUITY AND LIABILITIES | | |
| Equity attributable to equity holders | | |
| Share capital | 97,500 | 97,500 |
| Reserves | 210,455 | 195,972 |
| | <u>307,955</u> | <u>293,472</u> |
| Minority interest | 524 | 17 |
| Total equity | <u>308,479</u> | <u>293,489</u> |
| Non-current liabilities | | |
| Long term borrowings | 283 | 280 |
| Retirement benefit obligations | 278 | 254 |
| Amount due to holding company | 36,239 | 51,649 |
| Deferred taxation | 27,271 | 27,695 |
| | <u>64,071</u> | <u>79,878</u> |
| Current liabilities | | |
| Trade and other payables | 89,178 | 85,651 |
| Amount owing to holding company | 16,303 | 10,234 |
| Amount due to customers for contract works | 8,818 | 9,625 |
| Amount owing to related companies | 26,597 | 47,618 |
| Borrowings | 63,352 | 3,023 |
| Provision for taxation | 62 | 553 |
| | <u>204,310</u> | <u>156,704</u> |
| Total liabilities | <u>268,381</u> | <u>236,582</u> |
| TOTAL EQUITY AND LIABILITIES | <u>576,860</u> | <u>530,071</u> |
| Net assets per share of RM0.50 each (RM) | 1.58 | 1.50 |

(The condensed Consolidated Balance Sheet should be read in conjunction with the audited financial statements for the year ended 31 December 2008 and the accompanying explanatory notes attached to this report)

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**INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER
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CONDENSED CONSOLIDATED CASH FLOW STATEMENTS

| | 30-Sep-09 | 31-Dec-08 |
|--|------------------|------------------|
| | RM'000 | RM'000 |
| Cash flow from operating activities | | |
| Profit before taxation | 26,745 | 58,185 |
| Adjustments for: | | |
| Amortisation | 96 | 129 |
| Bad Debts | - | 26 |
| Depreciation | 11,873 | 15,011 |
| Doubtful Debts | 243 | 1,453 |
| (Gain)/Loss on disposal of property, plant and equipment | 6 | (131) |
| Interest expense | 6,654 | 6,993 |
| Interest income | (1,153) | (2,070) |
| Inventories written off | 2 | 73 |
| Retirement benefits | 24 | 94 |
| Operating profit before working capital changes | <u>44,490</u> | <u>79,763</u> |
| Increase in inventories | (10,747) | (3,658) |
| (Increase)/ decrease in receivables | (83,564) | 12,023 |
| Decrease in payables | (15,487) | (8,586) |
| Net cash generated from/ (used in) operation | <u>(65,308)</u> | <u>79,542</u> |
| Tax paid | <u>(10,131)</u> | <u>(12,823)</u> |
| Net cash generated from/ (used in) operating activities | <u>(75,439)</u> | <u>66,719</u> |
| Cash flow from investing activities | | |
| Proceeds from issuance of shares to minority shareholder | - | 49 |
| Acquisition of subsidiary, net of cash acquired | (2,636) | - |
| Acquisition of associates, net of cash acquired | (40) | - |
| Purchase of property, plant and equipment | (16,194) | (3,473) |
| Proceeds from disposal of property, plant and equipment | 16 | 170 |
| Interest income received | 1,153 | 2,070 |
| Withdrawal of fixed deposit | - | 237 |
| Net cash used in investing activities | <u>(17,701)</u> | <u>(947)</u> |
| Cash flow from financing activities | | |
| Repayment of borrowings | (1,905) | - |
| Repayment of hire purchase loan | (187) | (328) |
| Interest paid | (6,654) | (6,993) |
| Drawdown of revolving credit | 50,790 | - |
| Dividend paid | (3,900) | (5,772) |
| Repayment of revolving credit | - | (12,530) |
| Net cash generated from/ (used in) financing activities | <u>38,144</u> | <u>(25,623)</u> |
| Net change in cash and cash equivalents | (54,996) | 40,149 |
| Cash & cash equivalents at beginning of period | <u>108,401</u> | <u>68,252</u> |
| Cash & cash equivalents at end of period | <u>53,405</u> | <u>108,401</u> |
| Cash and cash equivalents | | |
| Cash in hand and at banks | 21,314 | 14,805 |
| Bank overdraft | - | (891) |
| Fixed deposits with licensed banks | <u>32,097</u> | <u>94,493</u> |
| | 53,411 | 108,407 |
| Less: Fixed deposits pledged as security | <u>(6)</u> | <u>(6)</u> |
| | <u>53,405</u> | <u>108,401</u> |

(The condensed Consolidated Cash Flow Statements should be read in conjunction with the audited financial statements for the year ended 31 December 2008 and the accompanying explanatory notes attached to this report)

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INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER ENDED 30 SEPTEMBER 2009

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

| | Share Capital RM'000 | Share Premium RM'000 | Merger Reserve RM'000 | Retained Profits RM'000 | Total RM'000 | Minority Interest RM'000 | Total Equity RM'000 |
|--|-------------------------------------|-------------------------------------|--------------------------------------|--|-------------------------|---|------------------------------------|
| Financial year ended 31 December 2009 | | | | | | | |
| As at 31 December 2008 | 97,500 | 62,062 | (31,000) | 164,910 | 293,472 | 17 | 293,489 |
| Acquisition of subsidiary | - | - | - | - | - | 562 | 562 |
| Net profit for the period | - | - | - | 18,383 | 18,383 | (55) | 18,328 |
| Dividend for the year ended 31 December 2008 | - | - | - | (3,900) | (3,900) | - | (3,900) |
| Balance as at 30 September 2009 | 97,500 | 62,062 | (31,000) | 179,393 | 307,955 | 524 | 308,479 |
| Financial year ended 31 December 2008 | | | | | | | |
| As at 31 December 2007 | 97,500 | 62,062 | (31,000) | 128,010 | 256,572 | - | 256,572 |
| Acquisition of subsidiary | - | - | - | - | - | 49 | 49 |
| Net profit for the period | - | - | - | 34,768 | 34,768 | - | 34,768 |
| Dividend for the year ended 31 December 2007 | - | - | - | (5,772) | (5,772) | - | (5,772) |
| Balance as at 30 September 2008 | 97,500 | 62,062 | (31,000) | 157,006 | 285,568 | 49 | 285,617 |

(The condensed Consolidated Statement of Changes in Equity should be read in conjunction with the audited financial statements for the year ended 31 December 2008 and the accompanying explanatory notes attached to this report)

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**INTERIM FINANCIAL REPORT FOR THE THIRD QUARTER
ENDED 30 SEPTEMBER 2009**

PART A: EXPLANATORY NOTES PURSUANT TO FRS 134

1. Basis of Preparation

The interim financial statements have been prepared in accordance with Financial Reporting Standards (“FRS”) 134: Interim Financial Reporting issued by the Malaysian Accounting Standards Board (“MASB”) and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements of the Group for the year ended 31 December 2008. These explanatory notes attached to the 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 2008.

2. Changes in Accounting Policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2008. The following new/revised FRSs and IC Interpretations are yet to be effective:

| | |
|------------|--|
| FRS 4 | Insurance Contracts |
| FRS 7 | Financial Instruments: Disclosures |
| FRS 8 | Operating Segments |
| FRS 139 | Financial Instruments: Recognition and Measurement |
| IC Int. 9 | Reassessment of Embedded Derivatives |
| IC Int. 10 | Interim Financial Reporting and Impairment |

All the new FRSs and IC Interpretations above are effective from 1 January 2010, with the exception of FRS 8, which is effective from 1 July 2009.

The adoption of the abovementioned FRSs and IC Interpretations does not have significant impact on the financial statements of the Group.

3. Qualification of Financial Statements

The preceding annual financial statements of the Group were not subject to any qualification.

4. Seasonal or Cyclical Factors

Seasonal and cyclical factors do not have any material impact on the Group’s business operations.

5. Unusual and Extraordinary Items

There are no unusual and extraordinary items affecting assets, liabilities, equity, net income, or cash flows during the current quarter and financial period to-date.

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6. Material Changes in Estimates

There are no material changes in the estimates of amounts reported in the current quarter and financial period to-date.

7. Issuance and Repayment of Debts and Equity Securities

There have been no cancellation, repurchase, resale and repayment of debts and equity securities in the current quarter and financial period to date.

8. Dividends Paid

A first and final single-tier exempt dividend of 2.0 sen per ordinary share of RM0.50 each amounting to RM3,900,000 for the financial year ended 31 December 2008 was paid on 27 July 2009.

9. Segmental Information

The Group is principally involved in the oil and gas industry where its activities were carried out within the boundaries of Malaysia. Therefore, no segmental reporting was prepared.

10. Valuation of Property, Plant and Equipment

There is no valuation of property, plant and equipment during the current quarter and financial period to-date.

11. Material Events Subsequent to the Balance Sheet Date

There were no material events subsequent to the end of the interim period reported which have not been reflected in the financial statements, except on 19 October 2009, Petra Resources Sdn Bhd, a wholly-owned subsidiary of Petra Energy Berhad received a letter of award from Petronas Carigali Sdn Bhd for the provision for procurement, construction and commissioning of Kumang Cluster onshore tie-in at MLNG-2 and Bintulu Integrated facilities onshore upgrading and modifications (“the Contract”) with a duration of one year effective from 19 October 2009. The estimated value of the Contract is approximately RM52 million.

12. Changes in Composition of the Group

There were no changes in the composition of the Group for the current quarter ended 30 September 2009 including business combination, acquisition or disposal of subsidiary and long-term investment, restructuring and discontinuing operation, except for the Company’s acquisition on 30 April 2009 of the 70% of the issued and paid-up capital of Jurutera Perunding Akal Sdn Bhd represented by 70,000 ordinary shares of RM1.00 each at a total consideration of RM2.74 million.

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13. Changes in Contingent Liabilities and Contingent Assets

As at 30 September 2009, the Company has given corporate guarantees amounting to approximately RM259.5 million to licensed financial institutions for facilities granted to subsidiary companies. Arising from this, the Company is contingently liable for the amount utilized by its subsidiary companies of approximately RM15.7 million as at the said date.

14. Significant Related Party Transactions

a. Inter-company transactions

| | Current Quarter ended 30-Sep-09 RM'000 | Corresponding Quarter ended 30-Sep-08 RM'000 |
|--|---|---|
| Rental paid to holding company | 45 | 45 |
| Loan interest paid to holding company | 1,119 | 1,425 |
| Management fee to holding company | 405 | 405 |
| Charter hire fee paid to related companies | 19,309 | 9,327 |

The Directors of the Company are of the opinion that the above transactions have been entered into in the normal course of business and have been established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties.

b. Compensation of key management personnel

The remuneration of Directors and other members of key management are as follows:

| | Current Quarter ended 30-Sep-09 RM'000 | Corresponding Quarter ended 30-Sep-08 RM'000 |
|--|---|---|
| | 471 | 501 |

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

15. Review of Performance

For the current quarter, the Group recorded turnover of RM130.9 million, a decrease of 5.2% compared with RM138.1 million reported in the preceding year corresponding period. The profit before tax decreased by 52.5% from RM13.9 million in the preceding year corresponding period to RM6.6 million for the current quarter.

The decrease in profit before tax for the current quarter is mainly due to lower margin contribution from top side major maintenance sector as a result of the delay in the delivery of vessels to service the planned projects. For the current quarter, the group also incurred dry docking expenses and expenses related for the proposed acquisition of 3 new vessels.

16. Comparison with Immediate Preceding Quarter

The Group's turnover in the current quarter increased by 8.5% to RM130.9 million from RM120.6 million reported in the preceding quarter. However, profit before taxation decreased by 34.6% from RM10.1 million in the preceding quarter to RM6.6 million for the current quarter.

In spite of the increase in turnover, the profit before tax decreased mainly due to lower margin contribution of sales mix and dry docking expenses for the current quarter.

17. Prospects

The prospects for the integrated brown field services look promising in the years ahead. Considering the increasing number of mature oil fields and aged platforms that require rejuvenation to extend their productive lives, there are ample growth opportunities for brown field services.

Barring any unforeseen circumstances, the Board of Directors is confident that the prospects of the Group remain positive and bright. While the Directors are optimistic on the future prospects, they are also aware of the adverse impact of the current global economic crisis. The Directors in preserving shareholders' value, will exercise extra prudence and caution in facing the challenging economic environment.

18. Profit Forecast

No profit forecast or profit guarantee has been issued by the Group.

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19. Taxation

| | Current Quarter Ended 30-Sep-09 RM'000 | Corresponding Quarter Ended 30-Sep-08 RM'000 | Current Year-to-date Ended 30-Sep-09 RM'000 | Corresponding Year-to-date Ended 30-Sep-08 RM'000 |
|--------------------|---|---|--|--|
| Current tax charge | 2,058 | 2,327 | 8,881 | 8,629 |
| Deferred taxation | 218 | 1,419 | (464) | 3,903 |
| Total | 2,276 | 3,746 | 8,417 | 12,532 |

The effective tax rate of the Group for the current quarter and financial period to-date is higher than the statutory tax rate principally due to certain expenses that were not deductible for tax purposes.

20. Unquoted Investment and Properties

There were no purchase or disposal of unquoted investment and properties for the current quarter and financial period to-date.

21. Quoted Securities

There were no purchases or disposals of quoted securities for the current quarter and financial year to date and the Group did not hold any quoted securities as at the end of financial period to-date.

22. Corporate Proposals

There were no corporate proposals announced but not completed as of 9 November 2009, except on the following announcements:

On 29 June 2009, an announcement was made on the following:

- a. A proposed acquisition by Petra Innotech Sdn Bhd (“PISB”), a wholly-owned subsidiary of the Company, of one new offshore support vessel (“Petra Orbit”) and one new accommodation/work barge (“Petra Endeavour”) from Perdana Venus Limited (“PVL”), a wholly-owned subsidiary of Petra Perdana Berhad (“PPB”), for an aggregate purchase consideration of RM155 million to be satisfied by cash; and
- b. A proposed novation of shipbuilding contract dated 3 September 2007 between Shin Yang Shipyard Sdn Bhd and PVL for the building and delivery of one new offshore support vessel (“Petra Galaxy”) by PVL to PISB for a consideration of RM58.4 million to be satisfied by cash.

Further to the announcement above, an announcement was made on 25 September 2009 on the following agreements which had been entered into by PISB to facilitate the registration of the 3 vessels in Malaysia pursuant to the requirements of the contract awarded by Sarawak Shell Berhad/ Sabah Shell Petroleum Company Limited (“SHELL”) to PRSB for the provision of hook-up,

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commissioning and major maintenance to SHELL for its offshore oil and gas facilities located in Sabah and Sarawak waters:

- a. Memorandum of Agreement between PISB and Petra Teknik Sdn Bhd (“PTS B”), a wholly-owned subsidiary of PPB, in relation to the proposed acquisition of Petra Orbit (“Orbit MOA”). The Orbit MOA was entered into subsequent to the termination of the earlier MOA and deed of assignment entered into on 26 June 2009 between PVL and PISB for the proposed acquisition of Petra Orbit by PISB from PVL which was mutually agreed upon by PVL and PISB subject to the repayment to PISB of all payments made pursuant thereto with no costs and liability to each other;
- b. Memorandum of Agreement between PISB and PTSB in relation to the proposed acquisition of Petra Galaxy (“Galaxy MOA”). The Galaxy MOA was entered into subsequent to the termination of the novation agreement entered into on 26 June 2009 between PVL, PISB and Shin Yang Shipyard Sdn Bhd for the novation by PVL to PISB of such part of the Shin Yang shipbuilding contract for the building and delivery of Petra Galaxy which was mutually agreed upon by PVL, PISB and Shin Yang Shipyard Sdn Bhd with no costs and liability to each other; and
- c. Memorandum of Agreement between PISB and PTSB in relation to the proposed acquisition of Petra Endeavour (“Endeavour MOA”). The Endeavour MOA was entered into subsequent to the termination of the earlier MOA and deed of assignment entered into on 26 June 2009 between PVL and PISB for the proposed acquisition of Petra Endeavour by PISB from PVL which was mutually agreed upon by PVL and PISB subject to repayment to PISB of all payments made pursuant thereto with no costs and liability to each other.

On 9 November 2009, it was announced that all the resolutions as set out in the Notice Convening an Extraordinary General Meeting (“EGM”) dated 24 October 2009 and put to the shareholders at the EGM held on 9 November 2009, were unanimously passed by the shareholders present and voting at the EGM.

23. Borrowings and Amount Owing to Holding Company

- a. Total Group’s borrowings as at 30 September 2009 were as follows:

| | As at 30-Sep-09 RM’000 |
|--------------------|---------------------------------------|
| Secured borrowings | |
| Short term | 63,352 |
| Long term | 283 |
| Total | <u>63,635</u> |

The above borrowings are denominated in Ringgit Malaysia.

- b. The amount owing to holding company is unsecured and bears an interest rate of 7.5% p.a.

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24. Off Balance Sheet Financial Instruments

The Group does not have any financial instruments with off-balance sheet risk as at 9 November 2009.

25. Changes in Material Litigation

The Group is not engaged in any material litigation as at 9 November 2009 except for the following:

- a. Petra Fabricators Sdn Bhd (“PFSB”), a wholly-owned subsidiary of PEB, received a Writ of Summons and a Statement of Claims dated 24 September 2003 for a total sum of RM1,071,899 from Kencana Bestwide Sdn Bhd (formerly known as Best Wide Matrix Sdn Bhd) (“KBW”) for goods and services rendered.

PFSB filed a Defence and Counter-Claim dated 1 December 2003 for a sum of approximately RM2 million being the rectification cost incurred against KBW. The case has been closed on 5 October 2009 by our counsel and the Judge has given directions for written submissions. The tentative date for the Judge’s decision is 26 November 2009.

Based on legal advice, the Directors are of the opinion that the prospect of success in the defence and counter-claim is high.

- b. Petra Resources Sdn Bhd (“PRSB”), a wholly-owned subsidiary of PEB has on 4 July 2006, served a Notice of Arbitration on ExxonMobil Exploration and Production Malaysia Inc. for payment of a balance sum of RM8,973,366.00, together with damages, interest and costs, on disputed unit of measurement of work completed. The matter is currently being heard and the next hearing dates are scheduled on 4 to 6 January 2010.

Based on legal advice, the Directors are of the opinion that PRSB has good grounds in demanding the payment for the outstanding amount.

26. Dividends

There is no dividend proposed in respect of the current quarter ended 30 September 2009.

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27. Earnings Per Share

| Weighted Average | Current Quarter Ended 30-Sep-09 RM'000 | Corresponding Quarter Ended 30-Sep-08 RM'000 | Current Year-to-date Ended 30-Sep-09 RM'000 | Corresponding Year-to-date Ended 30-Sep-08 RM'000 |
|---|---|---|--|--|
| Net profit attributable to shareholders | 4,582 | 10,195 | 18,383 | 34,768 |
| Number of ordinary shares in issue at the beginning of the period | 195,000,000 | 195,000,000 | 195,000,000 | 195,000,000 |
| Effect of the issuance pursuant to | | | | |
| Public issue | - | - | - | - |
| Bonus issue | - | - | - | - |
| Weighted average number of ordinary shares in issue | 195,000,000 | 195,000,000 | 195,000,000 | 195,000,000 |
| Basic earnings per ordinary share of RM0.50 each (sen) | 2.35 | 5.23 | 9.43 | 17.83 |

28. Authorisation For Issue

The interim financial statements were authorized for issue by the Board of Directors in accordance with a resolution of the Directors on 16 November 2009.