

QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE FIRST QUARTER ENDED 30 SEPTEMBER 2014 (Unaudited)

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Current Year Quarter 30/09/2014 RM'000	Corresponding Quarter 30/09/2013 RM'000	Current Year To Date 30/09/2014 RM'000	Corresponding Period 30/09/2013 RM'000
Revenue	65,528	N/A	65,528	N/A
Cost of sales	(54,390)	N/A	(54,390)	N/A
Gross profit	11,138	N/A	11,138	N/A
Other income	397	N/A	397	N/A
Administrative expenses	(3,815)	N/A	(3,815)	N/A
Other expenses	(197)	N/A	(197)	N/A
Finance costs	(468)	N/A	(468)	N/A
Share of profit of joint venture	374		374	
Profit before taxation	7,429	N/A	7,429	N/A
Income tax expense	(1,900)	N/A	(1,900)	
Profit for the period	5,529	N/A	5,529	N/A
Attributable to:				
Equity holders of the parent	5,529	N/A	5,529	N/A
	5,529	N/A	5,529	N/A
Other Comprehensive income:				
Effects of foreign exchange differences	_	N/A	_	N/A
Total for the quarter / cumulative quarter		N/A		N/A
Total comprehensive income attributable to: Equity holders of the parent	5,529	N/A	5,529	N/A
Earnings per share attributable to equity holders of the parent: - basic (sen) - fully diluted (sen)	3.19 N/A	N/A N/A	3.19 N/A	N/A N/A

- (1) The unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the Proforma Consolidated Financial Information and Accountants' Report for the financial year ended 30 June 2014 as disclosed in the Prospectus of the Company dated 23 October 2014 and the accompanying explanatory notes as attached to this interim financial statements.
- (2) No comparative figures for the preceding quarter and preceding year are available as this is the first interim report on the consolidated results for the first quarter ended 30 September 2014 being announced by the Company in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- (3) Based on the issued share capital of 60,700,000 ordinary shares after the completion of the Acquisition as disclosed in Note B8 but prior to the Public Issue as detailed in Note B8.



QUARTERLY REPORT ON CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30 SEPTEMBER 2014 (Unaudited)

CONDENSED CONSOLIDATED FINANCIAL POSITION

	As At End of Current Quarter 30/09/2014 (Unaudited) RM'000	As At Preceding Financial Year Ended 30/06/2014 (Audited) RM'000
ASSETS		
NON-CURRENT ASSETS		
Property, plant and equipment	52,223	N/A
Investment in joint venture	4,014	N/A
Other investment	50	N/A
	56,287	N/A
CURRENT ASSETS		
Trade receivables	79,282	N/A
Other receivables, deposit and prepayment	18,285	N/A
Amount owing by contract customers	15,299	N/A
Amount owing by joint venture	2,130	N/A
Tax recoverable	18	N/A
Fixed deposits with licensed banks	18,742	N/A
Cash and bank balances	18,993	N/A
	152,749	N/A
TOTAL ASSETS	209,036	N/A
EQUITY AND LIABILITIES		
EQUITY		
Share capital	86,589	N/A
Capital reserve	17	N/A
Merger deficit	(80,802)	N/A
Retained profits	107,148	N/A
SHAREHOLDERS' EQUITY	112,952	N/A
NON-CURRENT LIABILITIES		
Long term borrowings	31,949	N/A
TOTAL NON-CURRENT LIABILITIES	31,949	N/A
CURRENT LIABILITIES		
Trade payables	5,065	N/A
Other payables and accruals	45,056	N/A
Provision for taxation	4,637	N/A
Short term borrowings	9,377	N/A
TOTAL CURRENT LIABILITIES	64,135	N/A
TOTAL LIABILITIES	96,084	N/A
TOTAL EQUITY AND LIABILITIES	209,036	N/A
NET ASSETS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT (sen)	65.22	N/A

- (1) The unaudited Condensed Consolidated Financial Position should be read in conjunction with the Proforma Consolidated Financial Information and Accountants' Report for the financial year ended 30 June 2014 as disclosed in the Prospectus of the Company dated 23 October 2014 and the accompanying explanatory notes as attached to this interim financial statements.
- (2) No comparative figures for the preceding quarter and preceding year are available as this is the first interim report on the consolidated results for the first quarter ended 30 September 2014 being announced by the Company in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.
- (3) Based on the issued share capital of 60,700,000 ordinary shares after the completion of the Acquisition as disclosed in Note B8 but prior to the Public Issue as detailed in Note B8.



CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE FIRST QUARTER ENDED 30 SEPTEMEBR 2014 (Unaudited)

	Non - Distributable Reserve			<u>Distributable</u> Reserve	
	Share Capital	Capital Reserve	Merger Deficit	Retained Profits	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
At 1 July 2014	-	17	-	101,619	101,636
Effects of acquisition of subsidiaries		-	(80,802)	-	(80,802)
Issued during the period	86,589	-	-	-	86,589
Total comprehensive income for the period			-	5,529	5,529
At 30 September 2014	86,589	17	(80,802)	107,148	112,952

- (1) The unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the Proforma Consolidated Financial Information and Accountants' Report for the financial year ended 30 June 2014 as disclosed in the Prospectus of the Company dated 23 October 2014 and the accompanying explanatory notes as attached to this interim financial statements.
- (2) No comparative figures for the preceding year are available as this is the first interim report on the consolidated results for the first quarter ended 30 September 2014 being announced by the Company in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.



CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE CUMULATIVE QUARTER ENDED 30 SEPTEMBER 2014 (Unaudited)

	30/09/2014 RM'000	30/06/2014 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES Profit before taxation Adjustments for:-	7,429	N/A
Non cash items Non operating items	578 347	N/A N/A
Operating profit before working capital changes Net changes in current assets Net changes in current liabilities	8,354 (1,058) (1,304)	N/A N/A N/A
Cash from operations Interest paid Income tax paid	5,992 (468) (996)	N/A N/A N/A
Net cash from operating activities	4,528	N/A
CASH FLOWS FROM INVESTING ACTIVITIES Interest received Purchase of property, plant and equipment	121 (29)	N/A N/A
Net cash for investing activities	92	N/A
CASH FLOWS FOR FINANCING ACTIVITIES Net drawndown from bills payable Repayment of term loans Repayment of hire purchase obligations	1,873 (1,059) (196)	N/A N/A N/A
Net cash from financing activities	618	N/A
Net increase in cash and cash equivalents Cash and cash equivalents at beginning of the period	5,238 32,497	N/A N/A
Cash and cash equivalents at end of the period	37,735	N/A
Note: Cash and cash equivalents comprise of: Fixed deposits with licensed banks		
- restricted Cash and bank balances Bank overdraft	18,742 18,993	N/A N/A N/A
	37,735	N/A

- (1) The unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the Proforma Consolidated Financial Information and Accountants' Report for the financial year ended 30 June 2014 as disclosed in the Prospectus of the Company dated 23 October 2014 and the accompanying explanatory notes as attached to this interim financial statements.
- (2) No comparative figures for the preceding quarter and preceding year are available as this is the first interim report on the consolidated results for the first quarter ended 30 September 2014 being announced by the Company in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.



UNAUDITED QUARTERLY REPORT FOR THE FIRST QUARTER ENDED 30 SEPTEMBER 2014

A. EXPLANATORY NOTES PURSUANT TO THE MALAYSIAN FINANCIAL REPORTING STANDARDS ("MFRSs") 134

A1. Basis of Preparation

The interim financial report is unaudited and has been prepared in accordance with the MFRS 134: Interim Financial Reporting and Appendix 9B of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities").

This is the first interim financial report on the consolidated results for the first quarter ended 30 September 2014 announced by the Company in compliance with the MMLR and as such, there are no comparative figures for the preceding year's corresponding period.

This interim financial statements should be read in conjuction with the Proforma Consolidated Financial Information and the Accountants' Report for the financial year ended 30 June 2014 as disclosed in the Prospectus of the Company dated 23 October 2014.

A2. Changes in Accounting Policies

The significant accounting policies and methods of computation adopted in the preparation of this interim financial statements are consistent with those adopted as disclosed in the Accountants' Report in the Prospectus of the Company dated 23 October 2014 except for the adoption of the following new and revised MFRSs, Amendments to MFRSs, Interpretations and Technical releases which were effective in the current periods ended 30 June 2015:

- ✓ Amendments to MFRS 10, MFRS 12 and MFRS 127 (2011): Investment Entities
- ✓ Amendments to MFRS 119: Defined Benefit Plans Employee Contributions
- ✓ Amendments to MFRS 132: Offsetting Financial Assets and Financial Liabilities
- ✓ Amendments to MFRS 136: Recoverable Amount Disclosures for Non-financial Assets
- ✓ Amendments to MFRS 139: Novation of Derivatives and Continuation of Hedge Accounting
- ✓ IC Interpretation 21 Levies
- ✓ Annual Improvements to MFRSs 2010 2012 Cycle
- ✓ Annual Improvements to MFRSs 2011 2013 Cycle

Unless otherwise described below, the new MFRSs, Amendments to MFRS, Interpretations and Technical Releases above are expected to have no significant impact on the financial statements of the Company upon their initial application except for the changes in presentation and disclosures of financial information arising from the adoption of all the above MFRSs, Amendments to MFRSs, Interpretations and Technical Releases.

The Group has not applied in advance the following accounting standards and interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board (MASB) but are not yet effective for the current financial periods:

- i. MFRS 14 Regulatory Deferral Accounts
- ii. Amendments to MFRS 11: Accounting for Acquisitions of Interests in Joint Operations
- iii. Amendments to MFRS 116 and MFRS 138: Clarification of Acceptable Methods of Depreciation and Amortisation



A3. Seasonal or Cyclical Factors

Save as disclosed in Note B1 and B2, the results of the Group were not materially affected by any significant seasonal or cyclical factors during the quarter under review.

A4. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the quarter under review.

A5. Material Changes in Estimates

There were no changes in estimates of amounts reported in prior interim periods, which have a material effect in the current quarter under review.

A6. Debts and Equity Securities

Save as disclosed in Note B8 and below, there was no repurchase and repayment of debt and equity securities, for the current period and financial period-to-date.

A7. Dividend Paid

No dividend was paid during the quarter under review.

A8. Segmental Information

	INDIVIDUAL QUARTER Unaudited Current Year Quarter 30/09/2014 RM'000	CUMULATIVE QUARTER Unaudited Current Year To Date 30/09/2014 RM'000
REVENUE BY ACTIVITIES		
Manpower services	18,920	18,920
Hook up and commissioning ("HUC")	46,600	46,600
Minor fabrication services	_	_
Equipment rental	8_	8
Total	65,528	65,528

Comparative figures for the preceding financial period are not presented as this is the first interim financial report for the first quarter ended 30 September 2014 being announced by the Company.

A9. Material Events Subsequent to the End of the Quarter

Save as disclosed in Note B8 on the Status of Corporate Proposals, there were no material events subsequent to the current quarter under review up to the date of this report which is likely to substantially affect the results of the operations of the Company (being the latest practicable date not earlier than seven (7) days from the date of issue of this report).



A10. Changes in the Composition of the Group

Upon completion of the Acquisitions and Group Re-organisation as disclosed under Note B8 on the Status of Corporate Proposals, the Group structure is as follows:

- (i) Carimin Sdn. Bhd. ("CSB") is a wholly-owned subsidiary of the Company; and
- (ii) Carimin Resources Services Sdn. Bhd. ("CRS") is a wholly-owned subsidiary of the Company; and
- (iii) Carimin Corporate Services Sdn. Bhd. ("CCS") is a wholly-owned subsidiary of the Company; and
- (iv) Carimin Equipment Management Sdn. Bhd. ("CEM") is a wholly-owned subsidiary of the Company; and
- (v) Carimin Engineering Services Sdn. Bhd.("CES") is a wholly-owned subsidiary of the Company; and
- (vi) Carimin Marine Services Sdn. Bhd. ("CMS") is a wholly-owned subsidiary of the Company.

The Acquisitions were consolidated for using the Merger Method whereby the difference between the acquisition cost and the nominal value of the share capital of the subsidiaries is accounts for as merger reserve or deficit, where applicable. The Acquisitions have resulted in a merger deficit amounting to RM80.8 million

A11. Contingent Liabilities

Save as disclosed in below, there were no material contingent liabilities up to the date of this report (being the latest practicable date not earlier than seven (7) days from the date of issue of this report).

Unaudited As at 30/09/2014 RM'000

Corporate guarantee granted by a subsidiary to others inter-related Company:

Guarantee given to financial institutions for facilities (secured) 41,326
Guarantee given to customer for due performance 10,065
Total 51,391

A12. Significant Related Party Transactions

There were no related party transactions during the quarter under review.

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B. ADDITIONAL INFORMATION REQUIRED BY BURSA SECURITIES' LISTING REQUIREMENTS

B1. Review of the Performance

The Group registered a revenue of RM65.5 million for the first quarter ended 30 September 2014. This was mainly derived from offshore hook up and commissioning which contributed RM46.6 million or 71% of the total group revenue, the balance from manpower services segment.

The profit before taxation recorded RM7.4 million in the current quarter. This was mainly derived from the offshore hook up and commissioning activities.

No comparative figures are presented for the preceding corresponding period as this is the first interim financial report on the consolidated results for the results for the first quarter ended 30 September 2014 announced by the Company.

Save as disclosed above, there are no material factors which have affected the earnings and revenue of the Group for the current quarter and financial period to date.

In the current quarter, the revenue from offshore hook up and commissioning continue to register the larger portion of the billings for the quarter mainly due to the billings from the Peninsular Malaysia HUC Contract contributing RM36.2 million while the billings from the completion stages of the Sarawak/Sabah HUC Contract which contributed RM9.2 million and the balance from other segments.

B2. Comparison with Preceding Quarter's Results

No comparative figures are presented for the immediate preceding quarter as this is the first interim financial report on the consolidated results for the results for the first quarter ended 30 September 2014 announced by the Company in compliance with the MMLR of Bursa Securities.

B3. Prospects for the Financial Year Ending 30 June 2015

The Directors remain positive of the Group's prospects for the remaining quarter of 2014 as the Group has an estimated work value exceeding RM 900 million to last at least until 2018 and at the same time, looking to replenish its order book. The Group is currently bidding for several contracts.

While the directors are optimistic about the future prospects of the Group, they are aware that the months ahead would pose a great challenge amid the weakening global oil price.

Prospects of the Group

The Group is continuing to work on proposals for the Topside Major Maintenance (TMM) services work orders and are confident of submitting more work order proposals in the future. Going forward, the Group is looking to continuously seek opportunities to expand its operations in the Oil & Gas service support and maintenance sector.

B4. Profit Forecast, Profit Guarantee and Internal Targets

The Group did not provide any profit forecast, profit guarantee and internal targets in any public document or any announcements made.



B5. Taxation

INDIVIDUAL	CUMULATIVE
QUARTER	QUARTER
Unaudited	Unaudited
Current Year	Current Year
Quarter	To Date
30/09/2014	30/09/2014
RM'000	RM'000
1,900	1,900

Tax payable for the period

The effective tax rate of the Group for the financial period-to-date and the current quarter is higher than the statutory tax rate due to certain expenses being disallowed for tax purposes.

B6. Profit/ (Loss) on Sale of Unquoted Investments and/or Properties

There was no disposal of unquoted investments and/or properties for the current quarter and financial period-to-date.

B7. Purchase or Disposal of Quoted Securities

There were no purchases or disposals of quoted securities for the current quarter. The Company/Group have not held any quoted securities (other than the Company's own shares) as at 30 September 2014.

B8. Status of Corporate Proposals

Save as disclosed in below, there was no corporate proposals announced but not completed as at 19 November 2014 (being the latest practicable date not earlier than seven (7) days from the date of issue of this report).

i. Acquisition

The following acquisitions and group re-organisation were all completed on 1 July 2014.

a) Acquisition of CSB

Acquisition by the Company of the entire issued and paid-up share capital in CSB comprising 1,000,000 ordinary shares of RM1.00 each for total purchase consideration of RM78,637,397 which was entirely satisfied by the issuance of 157,274,722 new Carimin Petroleum Berhad ("CPB") ordinary shares of RM0.50 each in the Company at an issue price of RM0.50 per share, credited as fully paid ("Acquisition").

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B8. Status of Corporate Proposals (Cont'd)

b) Acquisition of CES

Prior to the implementation of the acquisition of CES, the shareholders of CES were held by CSB (70.0% equity interest) and a minority shareholder (30.0% equity interest).

Acquisition by the Company of the 30% equity interest from a minority shareholder comprising 1,500,000 ordinary shares of RM1.00 each for total purchase consideration of RM7,951,619, of which was satisfied by the issuance of 15,903,238 new CPB ordinary shares of RM0.50 each in the Company at an issue price of RM0.50 per share, credited as fully paid ("Acquisition").

c) Group re-organisation

Acquisition by the Company of the entire issued and paid-up share capital for the following subsidiaries comprising 5,500,020 ordinary shares of RM1.00 each for total purchase consideration of RM5,500,020.

	Equity interest acquired	Issued and paid-up share capital	Purchase consideration
Companies			
	%	RM	RM
CRS	100	10	10
CCS	100	10	10
CEM	100	1,000,000	1,000,000
CMS	100	1,000,000	1,000,000
CES	70	3,500,000	3,500,000
			5,500,020

ii. Initial Public Offering

Public Issue

Pursuant to the Public Issue, the Company issued 60,700,000 new CPB Shares representing approximately 25.95% of the Company's enlarged issued and paid-up share capital at an issue price of RM1.10 per share to be allocated in the following manner:

- a) 11,694,000 new CPB Shares, representing approximately 5.0% of the Company's enlarged issued and paid-up share capital, made available for application by the Malaysian Public, and allocated via balloting;
- b) 3,000,000 new CPB Shares, representing approximately 1.28% of the Company's enlarged issued and paid-up share capital, made available to the Company's eligible Directors and employees; and
- c) 46,006,000 new CPB Shares, representing approximately 19.67% of the Company's enlarged issued and paid-up share capital, by way of private placement to identified investors.

Upon completion of the Public Issue, the issued and paid-up share capital increased from RM86,589,016 comprising 173,177,960 Shares to RM116,939,016 comprising 233,877,960 Shares.



B8. Status of Corporate Proposals (Cont'd)

iii. Listing on Bursa Securities

The listing of CPB on the Main Market of Bursa Securities was on 10 November 2014. The gross proceeds received from the Public Issue amounting to RM66.77 million will be utilised in the following manner:

Purpose	<u>Timeframe for</u> <u>utilisation</u>	Proposed Utilisation RM'000	<u>%</u>
Purchase of offshore support vessel	within 12 months	35,320	52.9
Development of minor fabrication yard	within 18 months	12,000	18.0
Repayment of bank borrowings	within 6 months	8,000	12.0
Working capital	within 12 months	7,950	11.9
Estimated listing expenses	within 3 months	3,500	5.2
Total	_	66,770	100.0

Note:

The utilisation of proceeds as disclosed above should be read in conjuction with the Prospectus of the Company dated 23 October 2014.

B9. Group Borrowings and Debt Securities

The Group's borrowings (which are all denominated in Ringgit Malaysia) as at 30 September 2014 consist of the following:-

	Short Term RM'000	Long Term RM'000	Total RM'000
Secured:-			
Bank overdraft	-	-	-
Bills payable	4,233	-	4,233
Term loans	4,324	30,959	35,283
Hire purchase liabilities	820	990	1,810
Total	9,377	31,949	41,326

B10. Off Balance Sheet Financial Instruments

There were no financial instruments with off balance sheet risks as of to date of this report.

B11. Material Litigation

The Company and/or its subsidiaries are not engaged in any material litigation which may materially or adversely affect the financial position or business of the Carimin Group (being the latest practicable date not earlier than seven (7) days from the date of issue of this report).

B12. Dividends

There was no interim dividend proposed by the Board of Directors for the current financial period under review.



B13. Earnings Per Share

Basic Earnings Per Share	INDIVIDUAL QUARTER Unaudited Current Year Quarter 30/09/2014	CUMULATIVE QUARTER Unaudited Current Year To Date 30/09/2014
Net profit attributable to members of the Company (RM'000)	5,529	5,529
Weighted average number of ordinary shares in issue	173,177,960	173,177,960
Basic earnings per share (sen)	3.19	3.19

Based on the issued share capital after the completion of the Acquisition as disclosed in Note B8(i) but prior to the Public Issue as detailed in Note B8(ii).

There is no diluted earnings per share as the Company does not have any convertible financial instruments as at the end of the financial period ended 30 September 2014.

B14. Realised and Unrealised profits/ (losses)

The following analysis of realised and unrealised profits/ (losses) is prepared pursuant to Paragraphs 2.06 and 2.23 of Bursa Malaysia Securities Berhad Listing Requirements and in accordance with the Guidance on Special Matter No. 1 - Determination of Realised and Unrealised Profits or Losses as issued by the Malaysian Institute of Accountants. This disclosure is based on the format prescribed by Bursa Malaysia Securities Berhad.

	Unaudited As at 30-Sept-14 RM'000
Total retained profits of the Company and its subsidiaries - realised	126,982
Total share of retained profits from joint venture - realised	2,614 129,596
Less: Consolidation adjustments Total group retained profits as per consolidated financial statements	(22,448) 107,148

Comparative figures for the preceding financial period are not presented as this is the first interim financial report for the first quarter ended 30 September 2014 being announced by the Company.



B16. Notes to the Condensed Consolidated Statements of Income

	INDIVIDUAL QUARTER Unaudited Current Year Quarter 30/09/2014	CUMULATIVE QUARTER Unaudited Current Year To Date 30/09/2014
Profit before taxation is arrived at after charging/(crediting):		
Other operation income:		
- Interest Income	(121)	(121)
- Rental Income	(18)	(18)
Interest Expense	468	468
Rental Expense	21	21
Depreciation	871	871
Impairment loss on trade receivables	81	81
Net Foreign Exchange Gain- realised	(151)	(151)

Comparative figures for the preceding financial period are not presented as this is the first interim financial report for the first quarter ended 30 September 2014 being announced by the Company.

B17. Authorisation for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 19 November 2014.

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