CONDENSED CONSOLIDATED INCOME STATEMENT FOR THE PERIOD ENDED 31 MARCH 2009

(The figures have not been audited)

	2009 Individual Quarter	2008 Individual Quarter	2009 Cumulative Quarter	2008 Cumulative Quarter
	Current	Preceding Year	Current	Preceding Year
	Year	Corresponding	Year	Corresponding
	Quarter	Quarter	to date	Period
No	te 31-Mar	31-Mar	31-Mar	31-Mar
	RM'000	RM'000	RM'000	RM'000
Continuing Operations				
Revenue A8	59,739	41,172	150,566	128,127
Other income	4,099	(170)	5,850	621
Operating expenses	(50,042)	(35,904)	(116,679)	(103,674)
	13,796	5,098	39,737	25,074
Provision for termination of contract A1	0 (18,053)	-	(18,053)	-
Depreciation and amortisation	(8,396)	(5,666)	(23,666)	(16,973)
Impairment (loss)/reversal	324	(2,397)	(1,675)	10,266
Loss on disposal of investment	-	-	(219)	(561)
Interest income	97	576	748	2,181
Interest expense	(1,551)	(1,029)	(5,661)	(4,105)
Other finance costs	(1,135)	(652)	(3,224)	(913)
Share of results in associate	<u> </u>		-	(7,227)
(Loss)/Profit before tax	(14,918)	(4,070)	(12,013)	7,742
Taxation B5	(923)	(260)	(1,797)	(2,832)
(Loss)/Profit for the period from continuing operations	(15,841)	(4,330)	(13,810)	4,910
Discontinued Operation				
Loss for the period from discontinued operation	-	=	-	(1,800)
(Loss)/Profit for the period	(15,841)	(4,330)	(13,810)	3,110
Attributable to:				
Equity holders of the parent	(16,203)	(2,397)	(11,833)	5,479
Minority Interest	362	(1,933)	(1,977)	(2,369)
	(15,841)	(4,330)	(13,810)	3,110
Familians and thousafficients below of the				
Earnings per share attributable to equity holders of the	-	(1.92)	(0.52)	E 17
Basic, for profit/(loss) from continuing operations (sen)	(13.04)	(1.92)	(9.52)	5.17
Basic, for loss from discontinued operation (sen)	(42.04)	- (4.02)	- (0.52)	(0.79)
Basic, for profit/(loss) for the period (sen)	(13.04)	(1.92)	(9.52)	4.38
Diluted, for profit from continuing operations (sen)	n/a	n/a	n/a	5.14
Diluted, for loss from discontinued operations (sen)	n/a	n/a	n/a	(0.78)
Diluted, for profit for the period (sen)	n/a	n/a	n/a	4.36

The condensed consolidated income statement should be read in conjunction with the audited financial statements for the financial year ended 30 June 2008 and the accompanying explanatory notes attached to the interim financial statements

CONDENSED CONSOLIDATED BALANCE SHEET AS AT 31 MARCH 2009

(The figures have not been audited)

(The figures have not been audited)	Note	2009 End of Period Ended 31-Mar RM'000	2008 Audited Preceding Financial Year End 30-Jun RM'000
Assets Non-Current Assets			
Property, plant and equipment Prepaid lease rental Exploration and evaluation assets Intangible assets Other investments Investment available-for-sale Deferred tax assets	A12	403,217 4,573 13,200 27,068 517 14,241 17,184 480,000	372,367 4,582 11,531 29,212 517 - 21,391 439,600
Current Assets		100,000	100,000
Inventories Trade and other receivables Tax recoverable Cash and bank balances		10,625 84,856 1,987 119,459 216,927	14,071 52,326 1,816 157,071 225,284
Assets classified as held for sale	A12	-	18,139
		216,927	243,423
Total Assets		696,927	683,023
Equity and Liabilities Equity attributable to equity holders of the parent Share capital Reserves Minority interest Total Equity	A6	125,276 283,391 408,667 20,667 429,334	125,064 297,583 422,647 33,475 456,122
4. 9			
Non-Current Liabilities Borrowings Other payables Deferred tax liabilities	В9	8,943 16,845 	9,307 16,304 115 25,726
Diluted, for profit from continuing operations (sen) Overdraft and short term borrowings Diluted, for profit for the period (sen) Taxation Liabilities directly associated with the assets	В9	197,744 43,865 196 241,805	172,305 26,028 2,458 200,791
classified as held for sale	A12	-	384
		241,805	201,175
Total Liabilities		267,593	226,901
Total Equity and Liabilities		696,927	683,023
Net Assets Per Share Attributable to Ordinary Equity Ho of the Parent (RM)	olders	3.28	3.39

The condensed consolidated balance sheet should be read in conjunction with the audited financial statements for the financial year ended 30 June 2008 and the accompanying explanatory notes attached to the interim financial statements.

CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED 31 MARCH 2009

(The figures have not been audited)

(The ligures have not been addited)		
	(9 months) 31-Mar-09 RM'000	(9 months) 31-Mar-08 RM'000
Net (Loss)/ Profit before tax	(12,013)	5,942
Adjustments:-		
Non-cash items	47,497	17,469
Operating profit before changes in working capital	35,484	23,411
Changes in working capital	(23,647)	(13,582)
Cash used in operations	(6,100)	(6,325)
Net cash flow from operating activities	5,737	3,504
Investing Activities		
Purchase of property, plant and equipment	(36,786)	(10,733)
Exploration and evaluation expenditure	(6,396)	(5,001)
Proceeds from disposal of associate	=	15,163
Proceeds from disposal of subsidiary	1,411	-
Proceeds from disposal of property, plant and equipment	3	-
Interest income received	1,199	3,263
Dividends received	44	7
	(40,525)	2,699
Financing Activities		
Drawdown of borrowings	50,392	56,282
Repayment of borrowings	(43,544)	(78,358)
Proceeds from issuance of shares	279	-
Purchase of treasury shares	(270)	(317)
Dividends paid	(2,485)	(1,876)
Dividends paid to minority shareholders	(10,840)	-
(Placement)/ Withdrawal of pledged deposits	(1,382)	25,238
	(7,850)	969
Net change in cash & cash equivalents	(42,638)	7,172
Cash and cash equivalents at beginning of the year	131,507	109,989
Effect of exchange rate changes	3,528	1,802
Cash and cash equivalents at end of the period	92,397	118,963
Cash and cash equivalents comprise:		
Cash on hand and at banks	17,324	5,793
Deposits with licensed banks	78,490	121,884
Bank overdrafts	(3,417)	(8,714)
	92,397	118,963
Deposits pledged with licensed banks	23,644	34,117

The condensed consolidated cash flow statement should be read in conjunction with the audited financial statements for the financial year ended 30 June 2008 and the accompanying explanatory notes attached to the interim financial statements.

At 31 March 2008

CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 MARCH 2009

125,064

79,211

(The figures have not been audited)

<> Attributable to Equity Holders of the Parent>									
					Share				
9 months ended 31 March 2009	Share Capital RM'000	Share Premium RM'000	Treasury shares RM'000	Other Reserves RM'000	Option Reserve RM'000	Retained Earnings RM'000	Sub-Total RM'000	Minority Interest RM'000	Total Equity RM'000
At 1 July 2008	125,064	79,211	(454)	5,743	1,815	211,268	422,647	33,475	456,122
Currency translation differences	-	-	-	43	-	-	43	9	52
Net income recognised directly				,			,		
in equity	-	-	-	43	-	-	43	9	52
Loss for the period		_		-		(11,833)	(11,833)	(1,977)	(13,810)
Total recognised income and									
expense for the period	-	-	-	43	-	(11,833)	(11,790)	(1,968)	(13,758)
Dividends paid	-	-	-	-	-	(2,485)	(2,485)	(10,840)	(13,325)
Purchase of treasury shares	-	-	(270)	-	-	-	(270)	-	(270)
Share-based payment under ESOS	-	-	-	-	285	-	285	-	285
Share issue pursuant to ESOS	212	161	-	-	(93)	-	280	-	280
	212	161	(270)	43	192	(14,318)	(13,980)	(12,808)	(26,788)
At 31 March 2009	125,276	79,372	(724)	5,786	2,007	196,950	408,667	20,667	429,334
9 months ended 31 March 2008									
At 1 July 2007	125,064	79,211	-	1,130	-	203,883	409,288	35,091	444,379
Currency translation differences	-	-	-	1,547	-	-	1,547	801	2,348
Share of associate's reserve	-	-	-	2,211	-	-	2,211	-	2,211
Disposal of associate		-		120			120		120
Net income recognised directly									
in equity	-	-	-	3,878	-	-	3,878	801	4,679
Profit for the period	<u> </u>			-		5,479	5,479	(2,369)	3,110
Total recognised income and									
expense for the period	-	-	-	3,878	-	5,479	9,357	(1,568)	7,789
Dividends paid	-	-	-	-	-	(1,876)	(1,876)	-	(1,876)
Purchase of treasury shares	-	-	(317)	-	-	-	(317)	-	(317)
Share-based payment under ESOS	_	-	-	-	2,743	-	2,743	-	2,743
		_	(317)	3,878	2,743	3,603	9,907	(1,568)	8,339

(317)

5,008

2,743

207,486

419,195

33,523

452,718

NOTES TO THE INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2009

A1. Accounting Policies

The interim financial statements has been prepared in accordance with the reporting requirements outlined in the Financial Reporting Standards (FRS) 134 Interim Financial Reporting issued by the Malaysian Accounting Standards Board (MASB) and paragraph 9.22 and Appendix 9B of the Bursa Malaysia Securities Berhad (Bursa) Listing Requirements and should be read in conjunction with the Group's annual audited financial statements for the year ended 30 June 2008.

The same accounting policies and methods of computation are followed in the interim financial statements as compared with the audited financial statements for the year ended 30 June 2008.

The Group has not made an early adoption of FRS 139 (Financial Instruments: Recognition and Measurement) which is effective for accounting periods beginning on or after 1 January 2010. The transitional provision in FRS 139 exempts entities from disclosing the possible impact arising from the initial application of this standard on the financial statements of the Group.

A2. Audit Qualifications

The audit report of the preceding annual financial statements was not subject to any qualification.

A3. Seasonal or Cyclical Factors

There were no seasonal or cyclical events that had materially affected the nature of the operations for the period.

A4. Unusual Items

There were no significant unusual items affecting assets, liabilities, equity, net income, or cash flows of the Group since the last financial period except as disclosed in Notes A10.

A5. Changes in Estimates

There are no changes in estimates of amounts reported in prior interim periods or financial years that have a material effect in the current quarter.

A6. Debt and Equity Securities

i) For the period ended 31 March 2009, the issued and paid-up share capital of the Company was increased from 125,064,172 to 125,275,572 arising from the allotment and issue of 211,400 new ordinary shares of RM1.00 each from the exercise of Employee Share Option Scheme.

At the end of the quarter, there were 7.7 million unexercised options under the ESOS.

ii) The Company purchased its own shares during the September 2008 quarter and the last financial year. The shares purchased are being held as treasury shares.

	No. of sl	nares
Outstanding Shares in Issue	2009	2008
- Ordinary Shares of RM1 Each	'000	'000
Issued and fully paid	125,276	125,064
Less: Treasury shares	(828)	(483)
At 31 March 2009/30 June 2008	124,448	124,581

A7. Dividends Paid

No dividend was paid during the current guarter.

A8. Segmental Reporting By Activity

esults	
Year to date	
Mar-08 RM'000	
19,952	
1,714	
(3,015)	
960	
-	
(2,127)	
17,484	
322	
17,806	
(1,800)	
16,006	

Segment results is earnings before interest income, interest expense, other finance costs and share of results in associate.

A9. Valuations of Property, Plant and Equipment

The valuations of property, plant and equipment had been brought forward without any amendment from the previous annual financial statements.

A10. Subsequent Event

On 12 January 2009, the Company received a letter from Oil and Natural Gas Corporation ("ONGC") dated 6 January 2009 addressed to Prize Petroleum Co Ltd, Hindustan Petroleum Corporation Ltd ("HPCL") and M3nergy Berhad ("Consortium") giving notice of termination of the contract for the development of offshore marginal fields of Cluster 7, off Mumbai, India ("Cluster 7 Project"). ONGC viewed that the Consortium partners could not meet their contractual obligations under the contract due to a perceived disharmony in the relationship amongst Consortium partners.

Despite all the appeals made to ONGC by the Consortium and the Company for the continuance of the project, on 23 April 2009, ONGC invoked a claim on the USD13.3 million performance bond that was issued on behalf of the Consortium by Hindustan Petroleum Corporation Ltd. In view of the termination of contract, a provision of RM18.1 million was made in the 3rd quarter ended 31 March 2009.

On 15 May 2009, the Company received a Notice of Arbitration ("Notice") from an Indian law firm, acting on behalf of HPCL claiming damages for loss of profit, reputation and further disputes with regards to the termination of the Cluster 7 Project by ONGC. Based on legal opinion given by a Malaysian law firm, the Board has decided to defend any arbitration initiated by HPCL as well as to consider possible counterclaim ("Claim") for damages including all expenses incurred as Defendant and Plaintiff in relation to the Notice and Claim respectively, as well as repudiating the claims made under the Notice.

A11. Changes in Composition of the Group

There are no material changes in the composition of the Group for the current quarter including business combinations, acquisitions or disposal of subsidiaries and long term investments, restructuring or discontinuing operations except as disclosed below.

On 27 January 2009, the Company incorporate a wholly-owned subsidiary in India, by the name of M3nergy India Private Limited (MIPL). The authorised and issued capital of MIPL are INR1,000,000 and INR100,000 respectively. The principal activities of MIPL are to conduct oil and gas exploration and production activities, provide Floating production systems, Engineering, Procurement and Construction (EPC) services, and operation and maintenance services in the oil and gas industry.

A12. Assets Classified as Held for Sale/Investment Available-for-Sale

This pertains to the Company's investment in securities of Malaysian Merchant Marine Berhad ("MMM").

Pursuant to the Supplemental Share Sale Agreement between the Company and Core Attributes (M) Sdn Bhd ("CASB") on 12 December 2007, CASB had an irrevocable option over 20,933,884 MMM ordinary shares ("Option OS") for RM20,515,206 in addition to the call option over MMM Islamic Preference Shares and Warrants held by the Company, which may be exercised by 31 December 2008. M3nergy Berhad also has a put option on CASB, Dato' Ramesh Rajaratnam ("DRR") and Datin SL. Sharlini Manickam ("DSM) to require them to purchase all the Option OS for RM20,515,206 by 31 December 2008 ("Put Option Agreement").

Subsequent to the Company's put option notice, CASB requested to extend the deadline of the Put Option Agreement from 31 December 2008 to 31 December 2009. The Company agreed to an extension of the deadline to only 31 March 2009 on certain terms and conditions. CASB did not accept the Company's counter proposal and later claimed that the put option has lapsed. On 18 February 2009, CASB requested for the call and put option over the Option OS to be extended to 31 December 2009 at the same purchase price of RM20,515,206 or at a mutually agreeable price if exercised before that date. The Company has rejected CASB request and sought legal advice on the matter.

On 26 March 2009, the Board of Directors decided not to proceed further with negotiations with CASB, DRR and DSM. The Company has informed CASB and DRR/DSM that it will be seeking other potential buyers for the Option OS and reserving and/or enforcing all its legitimate rights under the Share Sale Agreement as well as all its rights to claim damages from CASB.

Subsequently on 27 April 2009, the Company announced that it would take legal proceedings against CASB for damages for the breach of the Put Option.

In view of the above, the investment of MMM is now classified as investment available-for-sale.

A13. Changes in Contingent Liabilities and Contingent Assets

Other than disclosed in A10, the provision of RM12.9 million which represent the 30% share of potential claim as disclosed in last quarter was made and accounted for in the current quarter ended 31 March 2009.

Notwithstanding the above, there is no material changes in contingent liabilities or contingent assets since the last annual financial statements as at 30 June 2008.

A14. Capital Commitments

At At 31-Mar-09 30-Jun-08 RM'000 RM'000

Capital expenditure approved and contracted for:

- Property, plant and equipment

40,357 5,125

ADDITIONAL INFORMATION REQUIRED BY BURSA MALAYSIA SECURITIES BERHAD

B1. Performance Review

Group revenue for the nine months ended 31 March 2009 improved by 17.5% to RM150.6 million as compared to RM128.1 million for the period ended 31 March 2008. The major contributors came from the oil and gas services division and engineering, procurement and construction division with RM84.2 million and RM40.3 million respectively.

The Group reported a loss before tax was RM12.0 million for the period ended 31 March 2009 against a profit before tax of RM7.7 million for the corresponding period of the last financial year. The loss is mainly due to a provision of RM18.1 million made during the period as a result of the termination of the Cluster 7 Project as disclosed in Note A10. The results for the previous year corresponding period included a write back of impairment loss of RM10.3 million.

B2. Material Change in Quarterly Profit Before Taxation

The Group incurred a loss before tax of RM14.9 million in the current quarter as compared to loss before tax of RM2.1 million in the preceding quarter. This is mainly attributable to the expenses in relation to the Cluster 7 project as disclosed in Note A10.

B3. Prospects

The prospect of the Company remains positive despite a temporary set-back on the project in India. The conversion of a vessel into a Floating, Storage and Offloading ("FSO") facility due to be completed in the third quarter of 2009 is progressing well and on schedule. Based on our existing contract to operate and maintain a client-owned vessel until year 2012 and with a contract extension to operate and maintain the FPSO Perintis for another 5 years with a proven track record over the past nine years, the Group will continue its efforts and focus on expanding its core business in providing FPSO/FSO facilities.

The exploration and production segment is expected to generate revenue in the next three to five years.

B4. Profit Forecast and Profit Guarantee

No profit forecast and/or profit guarantee have been issued by the Group.

B5. Taxation

	Group		
	Quarter	Year	
	ended	to date	
	31-Mar-09	31-Mar-09	
	RM'000	RM'000	
Major components of tax expense:			
Current year provision	52	437	
Deferred tax	1,309	4,092	
	1,361	4,529	
Overprovision - prior years	(438)	(2,732)	
	923	1,797	
Loss before taxation	(14,918)	(12,013)	
Taxation at the statutory income tax rate	(3,729)	(3,003)	
Tax effect on timing differences, provisions and expenses not deductible			
for tax purposes	5,090	7,532	
Overprovision in prior year	(438)	(2,732)	
Tax expense	923	1,797	

B6. Sale of Unquoted Investments and/or Properties

There was no sale of unquoted investments or properties during the quarter.

B7. Purchase and Disposal of Quoted Securities

There was no purchase and disposal of quoted securities during the period other than the purchase of the Company's shares as disclosed in note A6.

Details of quoted securities held are as follows:

	Grou	ıρ
	31-Mar-09 RM'000	30-Jun-08 RM'000
Purchase consideration	-	-
Sale proceeds	-	15,163
Gain on disposal	-	3,267
Quoted securities held		
- at cost	73,034	73,034
- at carrying value	14,258	15,932
- at market value	16,032	18,197

B8. Status of Corporate Proposals

There were no outstanding corporate proposals except as disclosed below:

Maveric Ltd ("Maveric"), a 54.85% subsidiary, had on 10 December 2007, entered into a conditional sale and purchase agreement with Messrs Tan Keng Siong Thomas, Tan Sek Khoon and Yeo Ai Tee (each a "Vendor" and collectively, the "Vendors") to acquire the entire issued and paid-up share capital of Kim Heng Marine & Oilfield Pte Ltd, Kim Heng Maritime Pte Ltd, Kim Heng Tubulars Pte Ltd, Kim Heng Shipbuilding & Engineering Pte Ltd, Darwin Offshore Logistics Base Pty Ltd, Darwin Base Waste Pty Ltd and Alpine Progress Shipping Pte Ltd (Proposed Acquisition), which is subject to the approval of the shareholders of the Company at an extraordinary general meeting to be convened.

On 13 February 2009, Maveric announced that Maveric and the Vendors have mutually agreed to terminate the Proposed Acquisition after being unable to come to an agreement on mutually acceptable commercial terms and structure following several discussions in light of current challenging economic conditions.

Maveric had on 16 and 26 March 2009 written to the Singapore Exchange Securities Trading Limited (the "SGX-ST"), requesting an extension of time until end August 2009 to finalise the various possible options and present the same to the shareholders at an extraordinary general meeting.

On 6 April 2009, Maveric announced that the SGX-ST has via a letter dated 2 April 2009 rejected the request. SGX-ST further informed Maveric that pursuant to Rule 1018 (2) of the listing Manual, Maveric is required to make a cash exit offer to its shareholders in accordance with Rule 1309 of the Listing Manual, within 6 months from the SGX-ST's letter dated 2 April 2009.

Maveric will be engaging professional advisers to explore the possibilities of a reasonable exit offer.

B9. Group Borrowings

The details of Group borrowings are as follows:

		Gro	up	Gro	up
		31-Ma	31-Mar-09		n-08
Nature	Secured/ Unsecured	Repayable Within 12 Months RM'000	Repayable After 12 Months RM'000	Repayable Within 12 Months RM'000	Repayable After 12 Months RM'000
Revolving Credit ("RC")	Unsecured	-	-	13,066	_
RC/Trade Loan/Overdraft	Secured	19,535	-	10,851	-
Term Loans	Secured	178,049	8,684	147,993	9,118
Hire-Purchase	Secured	160	259	395	189
		197,744	8,943	172,305	9,307

Included under Term Loans are bridging loans totaling USD 46.9 million (RM171.1 million) which will be refinanced by a long term loan of USD130 million as announced on 13 November 2008.

B10. Off Balance Sheet Financial Instruments

There is no Off Balance Sheet Financial Instruments held by the Company as at 31 March 2009.

B11. Material Litigation and Dispute

There is no other material litigation either as plaintiff or defendant and the Directors do not have any knowledge of any proceedings, pending or threatened, against the Company or its subsidiary companies or of facts likely to give rise to any proceedings which might materially affect the position or business of the Company or its subsidiary companies, financially or otherwise, except as disclosed in Note A10.

B12. Dividends

No dividend was declared during the quarter.

B13. Earnings Per Share

(a) Basic

Basic earnings per share is calculated by dividing the net profit attributable to equity holders of the parent by the weighted average number of ordinary shares in issue during the period. The weighted average number of shares in issue has been adjusted to include the effects of shares buy back, as disclosed in notes A6.

	Group					
	Quarter ended 31-Mar-09 RM'000	Quarter ended 31-Mar-08 RM'000	Year to date 31-Mar-09 RM'000	Year to date 31-Mar-08 RM'000		
Profit/(loss) from continuing operations attributable to ordinary equity holders of the parent	(16,203)	(2,397)	(11,833)	6,466		
Loss from discontinued operation attributable to ordinary equity holders of the parent	<u> </u>	-	-	(987)		
Net profit/(loss) attributable to equity holders of the parent	(16,203)	(2,397)	(11,833)	5,479		
Weighted average number of ordinary shares in issue ('000)	124,300	125,064	124,300	125,064		
Basic earnings per share (sen) for: Profit/(loss) from continuing operations Loss from discontinued operation	(13.04)	(1.92)	(9.52)	5.17 (0.79)		
Profit/(loss) for the period	(13.04)	(1.92)	(9.52)	4.38		

B13. Earnings Per Share (contd)

(b) Diluted

Diluted earnings per share for the current quarter is not calculated as this is anti-dilutive.

Diluted earnings per share for the corresponding previous period is calculated by dividing the adjusted net profit attributable to equity holders of the parent by the adjusted weighted average number of ordinary shares in issue and issuable during the financial period. The weighted average number of shares in issue has been adjusted to include the 41,688,057 bonus shares issued on 20 April 2007.

The effects of dilution were due to the employee share options.

Quarter ended	Year to date
31-Mar-08 RM'000	31-Mar-08 RM'000
(2,397)	6,466
-	(987)
(2,397)	5,479
125,064	125,064
800	800
125,864	125,864
n/a n/a n/a	5.14 (0.78) 4.36
	31-Mar-08 RM'000 (2,397) - (2,397) 125,064 800 125,864 n/a n/a

B14. Authorised for Issue

The interim financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 29 May 2009.