(Company No : 45631-D) Incorporated in Malaysia

QUARTERLY REPORT ON CONSOLIDATED RESULTS FOR THE SECOND QUARTER ENDED 31 JULY 2006

THE FIGURES HAVE NOT BEEN AUDITED

I. CONDENSED CONSOLIDATED INCOME STATEMENT

		Individual Quarter		Cumulative Quarter	
		Current year	Preceding year	Six	Six
		quarter	corresponding	months	months
			quarter	to	to
		31/7/2006	31/7/2005	31/7/2006	31/7/2005
		RM'000	RM'000	RM'000	RM'000
			(restated)		(restated)
1.	Revenue	369,172	490,328	749,335	855,268
	Operating expenses	(326,098)	(448,556)	(680,201)	(773,618)
	Other income	4,367	1,309	7,038	3,147
	Profit from operations	47,441	43,081	76,172	84,797
	Finance cost	(21,734)	(8,213)	(34,312)	(20,747)
	Profit before share of associated companies and jointly controlled entities' results	25,707	34,868	41,860	64,050
	Share of profit of associated companies and jointly				
	controlled entities	(1,092)	416	(927)	934
	Profit before taxation	24,615	35,284	40,933	64,984
	Taxation	(3,521)	(5,093)	(5,442)	(6,308)
	Profit for the period	21,094	30,191	35,491	58,676
	Attributable to :				
	Equity holders of the parent	7,905	21,107	13,663	41,267
	Minority interests	13,189	9,084	21,828	17,409
	Williomy interests	21,094	30,191	35,491	58,676
	•	,-,-,-			,
2.	Earnings per share (sen)		2.42		4
	Basic	0.89	2.40	1.54	4.69
	Diluted	0.86	1.80	1.47	3.83

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II. CONDENSED CONSOLIDATED BALANCE SHEET

	UNAUDITED	AUDITED
	As at end of	As at preceding
	current quarter	financial year end
	31/7/2006	31/1/2006
ASSETS	RM'000	RM'000
Non-current assets		
Property, plant and equipment	760,602	989,574
Investment in associated companies	8,739	22,558
Investment in jointly controlled entities	52,557	98
Patent costs	36	42
Deferred tax assets	4,616	7,429
Goodwill on consolidation	145,262	130,962
Cash and bank balances		2,575
	971,812	1,153,238
Current assets		
Inventories & WIP	39,410	34,430
Amount due from related companies	7,627	9,039
Trade & other receivables	1,032,047	941,165
Cash and bank balances	531,232	367,287
	1,610,316	1,351,921
TOTAL ASSETS	2,582,128	2,505,159
Equity attributable to equity holders of the parent Share capital Redeemable cumulative convertible preference shares Share premium Other reserves Retained profit	177,169 1,301 185,423 68,030 64,041	176,032 1,301 183,465 64,294 50,378
man to the contract of	495,964	475,470
Minority interests	200,049	179,760
Total equity	696,013	655,230
Non-current liabilites		
Borrowings	894,945	879,806
Deferred taxation	9,967	10,067
	904,912	889,873
Current liabilities		
Amount due to related companies	5,211	4,177
Trade & other payables	566,230	545,318
Borrowings	391,551	394,110
Taxation	18,211	16,451
	981,203	960,056
TOTAL LIABILITIES	1,886,115	1,849,929
TOTAL EQUITY AND LIABILITIES	2,582,128	2,505,159
Net assets per share (RM)	0.56	0.54

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III. CONDENSED CONSOLIDATED CASH FLOW STATEMENT

	Unaudited	Unaudited
	Six months to	Six months to
	31/7/2006	31/7/2005
	RM'000	RM'000
	KIVI 000	KIVI 000
Profit before taxation	40,933	64,984
Adjustment for non-cash items	54,977	51,846
Operating profit before working capital changes	95,910	116,830
Net change in current assets	(90,930)	(269,722)
Net change in current liabilities	22,999	150,943
	27,979	(1,949)
Non-operating items	(37,795)	(19,336)
Net cash used in operating activities	(9,816)	(21,285)
Net cash generated from /(used in) investing activities	152,200	(255,625)
Net cash (used in)/generated from financing activities	(109,140)	87,168
Net changes in Cash and Cash Equivalent	33,244	(189,742)
Effect of exchange rate translation	(1,417)	(568)
Cash and Cash Equivalents at 1 February 2006	304,603	357,177
Cash and Cash Equivalents at 31 July 2006	336,430	166,867
Cash and cash equivalents comprise of the following:		
	RM'000	RM'000
Cash and bank balances	531,232	232,473
Bank overdrafts	(5,148)	(4,639)
	526,084	227,834
Less : Fixed deposits pledged	(189,654)	(60,967)
	336,430	166,867

The condensed consolidated cash flow statement should be read in conjunction with the Auditedl Financial Statements for the year ended 31 January 2006.

(Company No : 45631-D) Incorporated in Malaysia

IV. CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

		Attributable te	Equity Holdo	rs of the Parent		Minority interest	Total Equity
	Share Capital	Share Premium	Other Reserves	Retained profit / (accumulated losses)	Total	interest	
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Six months to 31 July 2006 (unaudited)							
At 1 February 2006	177,333	183,465	64,294	50,378	475,470	179,760	655,230
Net profit for the period Issue of ordinary share pursuant of ESOS Share-based payment under ESOS Foreign currency translation At 31 July 2006	1,137 - - - 178,470	1,934 24 - 185,423	228 3,508 68,030	13,663 - - - - - 64,041	13,663 3,071 252 3,508 495,964	21,828 - - (1,539) 200,049	35,491 3,071 252 1,969 696,013
Six months to 31 July 2005 (unaudited)							
At 1 February 2005	177,112	183,090	63,006	(13,385)	409,823	152,883	562,706
Net profit for the period Acquisition of a subsidiary Foreign currency translation	- - - 177 112		- - 220	41,267 - - - 27,882	41,267 - 220 451,310	17,409 3,538 (1,830)	58,676 3,538 (1,610)
At 31 July 2005	177,112	183,090	63,226	27,882	451,310	172,000	623,310

The condensed consolidated statement of changes in equity should be read in conjunction with the Annual Financial Statements for the year ended 31 January 2006.

NOTES TO THE FINANCIAL STATEMENTS

The notes to the condensed Financial Statements should be read in conjunction with the Audited Financial Statements for the year ended 31 January 2006.

1. Accounting policies and methods of computation

i) The unaudited condensed consolidated financial statements have been prepared by applying accounting policies and methods of computation consistent with those used in the preparation of the most recent audited financial statements of the Group and are in accordance with FRS134, Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad, except for the adoption of the following new/revised Financial Reporting Standards ("FRS") effective for financial period beginning or after 1 January 2006:

FRS 2	Share-based Payments
FRS 3	Business Combinations
FRS 5	Non-current Assets Held for Sale and Discontinued Operations
FRS 101	Presentation of Financial Statements
FRS 102	Inventories
FRS 108	Accounting Policies, Changes in Estimates and Errors
FRS 110	Events after the Balance Sheet Date
FRS 116	Property, Plant and Equipment
FRS 121	The Effects of Changes in Foreign Exchange Rates
FRS 127	Consolidated and Separate Financial Statements
FRS 128	Investment in Associates
FRS 131	Interests in Joint Ventures
FRS 132	Financial Instruments: Disclosure and Presentation
FRS 133	Earnings Per Share
FRS 136	Impairment of Assets
FRS 138	Intangible Assets
FRS 140	Investment Property

The adoption of FRS 3, 5, 102, 108, 110, 116, 121, 127, 128, 131, 132, 133, 136, 138 and 140 does not have significant financial impact on the Group.

The principal effects of changes in accounting policies resulting from the adoption of the other new/revised FRSs are discussed below:

a) FRS 2: Share-based Payments

The Company operates an equity-settled, share based compensation plan for the employees of the Group, the Employee Share Options Scheme ("ESOS"). Prior to 31 January 2006, no compensation expense was recognised in profit or loss for share options granted. With the adoption of FRS 2, the compensation expense relating to share options is recognized in profit or loss over the vesting periods of the grants with a corresponding increase in equity.

Under the transitional provisions of FRS 2, this FRS must be applied to share options that were granted after 31 December 2004 and had not yet vested on 1 February 2006.

The financial impact to the Group arising from this change in accounting policy is an additional charge of RM252,197 to the profit of the Group arising from the share options granted to employees of the Group under the ESOS.

b) FRS 101: Presentation of Financial Statements

The adoption of the revised FRS 101 has affected the presentation of minority interests, share of net after-tax results of associates and other disclosures. In the consolidated balance sheet, minority interests are now presented within total equity. In the consolidated income statement, minority interests are presented as an allocation of the total profit or loss for the period. A similar requirement is also applicable to the statement of changes in equity. FRS 101 also requires disclosure, on the face of the statement of changes in equity, total recognised income and expenses for the period, showing separately the amounts attributable to equity holders of the parent and to minority interest.

The current period's presentation of the Group's financial statements is based on the revised requirements of FRS 101, with comparatives restated to conform with the current period's presentation.

(ii) The following comparative amounts have been restated due to the adoption of FRS 101:

a) Balance Sheet at 31 January 2006

	Previously stated	Reclassification	Restated
	RM'000	RM'000	RM'000
Non current assets Cash and bank balances	-	2,575	2,575
Current assets Cash and bank balances	369,862	(2,575)	367,287

b) Condensed Consolidated Income Statement for 6 months ended 31 July 2005

	Previously stated	Reclassification	Restated
	RM'000	RM'000	RM'000
Other income	306	2,841	3,147
Operating expenses	(770,777)	(2,841)	(773,618)
Share of results of associates	1,030	(96)	934
Taxation	(6,404)	96	(6,308)

2. Audit report of preceding annual financial statements

The audit report of the Group's financial statements for the financial year ended 31 January 2006 was not qualified.

3. Seasonality and cyclicality of operations

The Group's operations are not materially subject to any seasonal or cyclical factors except for severe weather conditions.

4. Unusual items

There were no unusual items affecting the assets, liabilities, equity, net income or cash flows of the Group for the current quarter and financial period ended 31 July 2006 except as disclosed in Notes 1 and 5.

5. Changes in estimates

With the adoption of FRS 116: Property, Plant and Equipment, the Group revised the residual values of certain property, plant and equipment mainly the vessels, and the estimated useful lives of certain furniture and equipments. The revisions were accounted for as change in accounting estimates. As a result, the depreciation charges for the current financial period have been reduced by RM7.5 million.

Save as disclosed above, there were no other changes in estimates that have had material effect in the current quarter and financial period ended 31 July 2006 results.

6. Debt and equity securities

During the current quarter and financial period ended 31 July 2006, the issued and paid up capital of the Company increased from 880,159,875 ordinary shares of RM0.20 each to 885,847,175 ordinary shares of RM0.20 each by the issuance of 5,687,300 new ordinary shares of RM0.20 each, pursuant to the exercise of share options under the Company ESOS.

Save as disclosed above, there were no other issuances, cancellations, repurchases, resale and repayment of debt and equity securities.

7. Dividends paid

There were no dividends paid or declared during the current quarter.

8. Segmental information

	6 months to 31/7/06		
	Revenue	profit / (loss)	
	RM'000	RM'000	
Installation of Pipelines and Facilities	322,862	(9,418)	
Drilling	177,364	44,106	
Marine Services	209,056	18,719	
Operations and Maintenance	40,053	5,900	
Investment holding and corporate operations Consolidated revenue / results	740 225	(18,374)	
Consolidated revenue / results	749,335	40,933	

9. Carrying amount of revalued assets

The valuations of property, plant and equipment have been brought forward without amendment from previous audited financial statements.

10. Subsequent event

Event subsequent to 31 July 2006 to the date of this announcement are as follows:

On 25 August 2006, Bayu Padu Sdn Bhd ("Bayu Padu"), a wholly owned subsidiary of the Company issued RM250 million nominal value of Istisna' Bonds, being the second tranche of the RM500 million nominal value of the Istisna' Bonds which was announced on 7 July 2005.

With the issuance of this second tranche, Bayu Padu has successfully issued the entire Istisna' Bonds with nominal value of the RM500 million.

Save as disclosed above, there were no other material events subsequent to 31 July 2006 to the date of this announcement.

11. Changes in the composition of the Group

On 9 May 2006, the joint venture established by its wholly owned subsidiary, Nautical Essence Sdn Bhd ("NESB") with Acergy MS Ltd ("Acergy") came into effect.

Accordingly, SapuraAcergy Sdn Bhd (formerly known as Nautical Offshore Sdn Bhd) and Nautical Vessels Pte Ltd ("NVPL"), both of which were previously wholly owned subsidiaries of NESB, have now become jointly controlled entities of NESB and Acergy, each holding 50% equity. NVPL is the new owner of Sapura 3000.

Save as disclosed above, there were no changes in the composition of the Group for the current quarter including business combinations, acquisitions or disposals of subsidiaries and long term investments, restructuring or discontinued operations.

12. Contingent liabilities

There were no contingent liabilities as at the date of this announcement.

13. Capital commitments

Capital commitment approved and contracted for is RM423 million.

14. Taxation

Taxation comprises the following:

	Current	Corresponding	Current	Corresponding
	quarter ended	quarter ended	6 months to	6 months to
	31/7/06	31/7/05	31/7/06	31/7/05
	RM'000	RM'000	RM'000	RM'000
Malaysian Taxation				
 current taxation 	1,946	5,297	2,685	6,459
- deferred taxation	1,488	-	2,663	-
Foreign Taxation				
 current taxation 	87	(204)	94	(151)
	3,521	5,093	5,442	6,308

The effective tax rate for the current quarter and financial period to date lower from the statutory tax rate principally due to lower statutory tax rate of offshore subsidiary companies, utilisation of unabsorbed tax losses and capital allowances.

15. Disposal of unquoted investments and/or properties

There was no disposal of unquoted investments and/or properties during the current quarter and financial period ended 31 July 2006.

16. Quoted securities

There were no acquisitions and disposals of quoted securities for the current quarter and financial period ended 31 July 2006 and there were no investments in quoted securities as at 31 July 2006.

17. (a) Status of corporate proposal announced but not completed

Proposed joint venture with Larsen & Toubro Limited ("L&T")

On 8 June 2006, the Company announced that it had entered into an indicative term sheet with L&T to participate in the engineering, construction, management and operation of a new build derrick lay barge for the provision of offshore installation services. Under the indicative terms, the Company would hold 40% of the equity in the joint venture company while the remaining 60% would be held by L&T.

The proposed joint venture is expected to be effective within six months from the date of announcement.

(b) Status of utilisation of proceeds

Islamic PDS

The status of the utilisation of the proceeds from Bayu Padu's RM500 million nominal value of Istisna' Bonds and RM100 million nominal value of Murabahah Medium Term Notes ("MMTN") is as follows:

(i) Istisna' Bonds Proceeds

From the net proceeds of RM490 million, about RM102 million has been utilised to reimburse the Company for the acquisition of a vessel, Sarku Clementine, to refinance the cost of acquiring certain oil and gas related business and working capital purposes. About RM325 million has been utilised for cash collateral to the bondholders.

The approval from the Istisna' Bond holders and the Securities Commission had been obtained on 17 and 28 March 2006 respectively for the above utilisations.

(ii) MMTN Proceeds

The net proceeds of RM96.7 million has been fully utilised for working capital purposes.

Joint venture with Acergy MS Ltd (formerly known as Stolt Offshore M.S. Ltd)

The 50% divestment of the Company's interest via NESB, in Nautical Vessels Pte Ltd and SapuraAcergy Sdn Bhd (previously known as Nautical Offshore Sdn Bhd), to Acergy MS Limited, has raised proceeds amounting to USD64.1 million, of which about USD39 million has been utilised for working capital and USD5.6 million for corporate purposes namely as advance to NVPL to partly finance the construction of Sapura 3000.

18. Borrowings

The Group's borrowings as at 31 July 2006 are as follows:

	Long term borrowings			Short term borrowings		
	Secured	Unsecured	Total	Secured	Unsecured	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Domestic Banks	10,742	-	10,742	31,180	286,384	317,564
Foreign Bank	172,591	-	172,591	28,285	918	29,203
Debt securities						
- BalDs	69,512	-	69,512	24,715	-	24,715
- CB	-	302,505	302,505	-	-	-
- Islamic PDS	339,595	-	339,595	-	-	-
- RCCPS	-	-	-	ı	20,069	20,069
	592,440	302,505	894,945	84,180	307,371	391,551

19. Off-balance sheet financial instruments

Cross Currency Interest Rate Swap ("CCIRS")

As at 31 July 2006, the Company has an outstanding RM500 million CCIRS of staggered maturities to hedge both the foreign exchange and interest rate risks. This has effectively transformed the RM liabilities into equivalent liabilities in USD. By doing so, the Company will be able to hedge the repayment of the liabilities, for which the source of repayment is expected to be in USD. The final maturity of the swap is on 26 July 2015.

Hedging Instrument Accounting Policy

The hedging instruments are not recognized in the financial statements on inception. The underlying foreign currency liabilities or assets are translated at their respective hedged exchange rate and all exchange gains and losses are recognized as income or expense in the income statement in the same period as the exchange differences on the underlying hedged items. Exchange gain or losses arising on contracts entered into hedges of anticipated future transactions are deferred until the date of such transactions, at which time they are included in the measurement of such transactions.

Net differentials in interest receipts and payments arising from interest rate hedging instrument are recognized as interest or expense over the period of the contract.

Credit and Market Risk

The hedging instruments were entered into with a reputable financial institution to limit the credit risk exposure of the Group.

20. Material litigation

There was no material litigation as at the date of this announcement.

21. Comparison between the current quarter and the immediate preceding quarter

Revenue for the current quarter of RM369.2 million was lower by 2.9% compared to RM380.2 million in the immediate preceding quarter mainly due to a decrease in the activities of the installation of pipelines and facilities ("IPF") division, although revenue increased for other divisions.

The Group registered profit before taxation of RM24.6 million for the current quarter as compared to RM16.3 million in the immediate preceding quarter, an increase of 50.8%. The increase was mainly attributable to improved margins in IPF and higher utilisation of offshore drilling rigs in the drilling division.

22. Review of performance for the current quarter and current year to date

Current quarter compared to the corresponding quarter of the preceding year (3 months)

Revenue for the quarter under review of RM369.2 million showed a decrease of RM121.1 million (24.7%) compared to RM490.3 million in the corresponding quarter of the preceding year, mainly due to a decrease in activities of the IPF division.

The Group registered a lower profit before taxation of RM24.6 million as compared to RM35.3 million in the corresponding quarter of the preceding year mainly due to lower contribution by the IPF division and higher finance costs.

Current financial period compared to six months of the preceding year

For the six months under review, the Group's revenue decreased by approximately RM106.0 million (12.4%) to RM749.3 million compared to RM855.3 million in the first half of the preceding year, mainly due to a decrease in the activities of IPF division.

The Group's profit before taxation was RM40.9 million, a decrease of RM24.1 million (37.0%) compared to RM65.0 million in the first half of the preceding year also mainly due to a decrease in IPF activities and higher finance costs.

23. Prospects for the financial year ending 31 January 2007

Barring any unforeseen circumstances, the Directors expect the Group to achieve satisfactory results for the financial year ending 31 January 2007.

24. Dividend

The Board of Directors does not recommend any dividend for the current quarter under review.

25. Earnings per share

i) Basic

	Individual Quarter		Cumulativ	e Quarter
	3 months to 31/7/06	3 months to 31/7/05	6 months to 31/7/06	6 months to 31/7/05
Net profit for the period (RM'000) Weighted average number of	7,905	21,107	13,663	41,267
ordinary shares in issue ('000)	885,847	879,055	885,847	879,055
Basic earnings per share (sen)	0.89	2.40	1.54	4.69

ii) Diluted

	3 months to 31/7/06	3 months to 31/7/05	6 months to 31/7/06	6 months to 31/7/05
Net profit for the period (RM'000)	7,905	21,107	13,663	41,267
Adjusted net profit	8,191	21,583	13,972	45,889
Weighted average number of				
ordinary shares in issue ('000) Effect of dilution:	885,847	879,055	885,847	879,055
Exercise of ESOS	2,026	-	2,026	-
Conversion of warrants	249,929	249,943	249,929	249,943
Number of shares for warrants that				
would have been issued at fair value	(216,402)	(169,009)	(216,402)	(169,009)
•	33,527	80,934	33,527	80,934
Conversion of RCCPS	28,229	28,229	28,229	28,229
Conversion of CB	N/A	209,453	N/A	209,453
Adjusted weighted average number of				
ordinary shares in issue and issuable:	949,629	1,197,671	949,629	1,197,671
Diluted earnings per share (sen)	0.86	1.80	1.47	3.83

Note: N/A denotes Not Applicable (Anti-dilutive)

26 Goodwill on consolidation

Goodwill on consolidation has increased from RM131.0 million as at 31 January 2006 to RM145.3 million arising from the recognition of a deferred contingent consideration in relation to the acquisition of a subsidiary, as previously disclosed in the preceding quarter's financial statements.

By Order of the Board

Selangor 27 September 2006 Finton Tuan Kit Ming Poh Phei Ling Company Secretaries