(Company No:521348-H) (Incorporated in Malaysia)

INTERIM FINANCIAL REPORT ON CONSOLIDATED RESULTS FOR THE PERIOD ENDED 30 SEPTEMBER 2009 (Unaudited)

1. CONDENSED CONSOLIDATED INCOME STATEMENTS (Unaudited)

	Individua	al Quarter	Cumulative Year to date	
	3 months ended 30.9.2009 RM'000	3 months ended 30.9.2008 RM'000	30.9.2009 RM'000	30.9.2008 RM'000
Contract revenue	458,348	746,204	1,423,058	1,676,819
Operating profit	42,317	158,294	272,378	342,867
Financing costs Interest income Goodwill written off Share of profit/(loss) of jointly controlled entities	(13,554) 54 - (55)	(31,024) 548 - -	(59,041) 5,754 - (77)	(49,236) 5,138 - -
Profit before tax Tax expense	28,762 3,907	127,818 (24,524)	219,014 (19,199)	298,769 (45,060)
Net profit for the period	32,669	103,294	199,815	253,709
Attributable to: Equity holders of the parent Minority interest	31,923 746 32,669	103,416 (122) 103,294	201,793 (1,978) 199,815	253,831 (122) 253,709
Earnings per share:				
- Basic (sen) - Diluted (sen)	0.81 N/A	2.73 2.70	5.12 N/A	6.71 6.63

The notes set out on pages 5 to 14 form an integral part of and should be read in conjunction with this interim financial report

(Company No:521348-H) (Incorporated in Malaysia)

2. CONDENSED CONSOLIDATED BALANCE SHEETS

	NOTE	Unaudited As at 30.9.2009	Audited As at 31.12.2008
		RM'000	RM'000
Assets			
Non-current assets		004 400	0.45 0.06
Intangible Assets Goodwill		831,183 953,655	845,806 928,168
Property, plant and equipment		790,939	734,655
Other investment		4,923	4,932
Prepaid lease payments		13,512	18,022
Deferred Tax Asset		39,116	36,351
	_	2,633,328	2,567,934
Current assets			
Inventories		84,785	97,166
Contracts work in progress		490,814	616,548
Trade and other receivables		491,386	634,620
Cash and cash equivalents	_	540,943	516,303
	_	1,607,928	1,864,637
TOTAL ASSETS	-	4,241,256	4,432,571
Equity attributable to equity holders of the parent Share capital Treasury Shares Reserves Minority interest Total Equity	- -	1,001,093 (34,132) 1,012,882 1,979,843 8,732 1,988,575	989,610 (21,006) 845,289 1,813,893 6,224 1,820,117
Non-current liabilities			
Long term payable		27,263	30,672
Long service leave liability		3,201	2,514
Loans and borrowings	B9	765,339	296,722
Deferred taxation	_	367,751	429,361
Current liabilities	_	1,163,554	759,269
Payables and accruals		413,663	540,509
Customers advance for contract work in progress		94,250	162,102
Loans and borrowings	В9	541,628	1,133,667
Current tax liabilities		39,586	16,907
	_	1,089,127	1,853,185
Total liabilities		2,252,681	2,612,454
TOTAL EQUITY AND LIABILITIES	_	4,241,256	4,432,571
Net assets per share attributable to equity holders of the parent (RM)		0.49	0.46

The notes set out on pages 5 to 14 form an integral part of and should be read in conjunction with this interim financial report

(Company No:521348-H) (Incorporated in Malaysia)

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 30 September 2009

(Unaudited)

	4	Att	ributable to equity h	olders of the parent				
				butable	Distributable Rese (Accumulated			
	Share Capital RM'000	Treasury Share RM'000	Share Premium RM'000	Revaluation and Other Reserve RM'000	Loss) / Retained Profit RM'000	Total RM'000	Minority Interest RM'000	Total equity RM'000
As at 1 January 2008	261,646	-	571	(8,112)	301,365	555,470	199	555,669
Acquisition of equity interest in subsidiary	-	-	-	-	-	-	6,327	6,327
Acquisition of minority interest	-	-	-	-	-	-	(199)	(199)
Issue of shares pursuant to: - ESOS - Bonus issue	2,682 659,348	:	1,558 (659,348)	:	:	4,240	-	4,240
Rights Issue	65,934	-	989,010	-	-	1,054,944	-	1,054,944
Share Buy Back	-	(21,006)	-	-	-	(21,006)	-	(21,006)
Expenses not recognised in income statement -Share issue expenses	-	-	(13,221)	-	-	(13,221)	-	(13,221)
Share-based payments	-	-	-	565	-	565	-	565
Transfer to share premium for share options exercised	-	-	569	(569)	-	-	-	-
Reduction of deferred tax liabilities arising from changes in deferred tax rate used	-	-	-	470	-	470	-	470
Currency translation differences arising in the period	-	-	-	(72,887)	-	(72,887)	48	(72,839)
Net Profit for the period	-	-	-	-	336,383	336,383	(151)	336,232
Dividend paid	-	-	-	-	(31,065)	(31,065)	-	(31,065)
As at 31 December 2008	989,610	(21,006)	319,139	(80,533)	606,683	1,813,893	6,224	1,820,117
Changes in fair value of acquired subsidiary	-	-	-	-	-	-	3,632	3,632
Issue of shares pursuant to: - ESOS	11,483	-	-	-	-	11,483	-	11,483
Share Buy Back	-	(13,126)	-	-	-	(13,126)	-	(13,126)
Transfer to share premium for share options exercised	-	-	287	(287)	-	-	-	-
Currency translation differences arising in the period	-	-	-	15,008	-	15,008	854	15,862
Net Profit for the period	-	-	-	-	201,793	201,793	(1,978)	199,815
Dividend paid	-	-	-	-	(49,208)	(49,208)	-	(49,208)
As at 30 September 2009	1,001,093	(34,132)	319,426	(65,812)	759,268	1,979,843	8,732	1,988,575

(Company No. 521348-H) (Incorporated in Malaysia)

CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED 30 SEPTEMBER 2009

(Unaudited)

	30.9.2009 RM '000	30.9.2008 RM '000
Net cash generated from operating activities	298,461	98,384
Net cash used in investing activities	(49,709)	(1,660,084)
Net cash (used in)/generated from financing activities	(228,543)	1,863,185
Net (decrease)/increase in cash and cash equivalents	20,209	301,485
Cash and cash equivalents at beginning of year	516,153	98,233
Cash and cash equivalents at end of period	536,362	399,718
Cash & bank balances Deposits with financial institutions Deposits with licensed banks	386,909 51,517 102,517	221,717 19,515 161,758
Bank overdraft	540,943 (4,581) 536,362	402,990 (3,272) 399,718

The notes set out on pages 5 to 14 form an integral part of and should be read in conjunction with this interim financial report

Notes to the quarterly Interim Financial Report – 30 September 2009

PART A: EXPLANATORY NOTES AS PER FRS 134

A1. Basis of preparation

The interim financial statements are unaudited and have been prepared in accordance with the requirement of FRS 134: Interim Financial Reporting and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad.

The interim financial statements should be read in conjunction with the audited financial statements 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.

A2. Significant Accounting Policies

The significant accounting policies adopted are consistent with those of the audited financial statements for the year ended 31 December 2008.

At the date of authorisation of these interim financial statements, the following FRSs and interpretations were issued but not yet effective and have not been applied by the Group:

EDCs and Intermedations		Effective for
FRSs and Interpretations		
		financial periods
		beginning on or
		after
FRS 4	Insurance Contract	1 January 2010
FRS 7	Financial Instruments:Disclosures	1 January 2010
FRS 8	Operating Segments	1 July 2009
FRS 101	Presentation of Financial Statements	1 January 2010
FRS 123	Borrowing Costs	1 January 2010
FRS 139	Financial Instruments: Recognition and Measurement	1 January 2010
Amendment to FRS 1	First-time Adoption of Financial Reporting Standards	1 January 2010
Amendment to FRS 2	Share-based Payment: Vesting Conditions and	1 January 2010
	Cancellation	
Amendment to FRS 5	Non-current Assets Held for Sale and Discountinued	1 January 2010
	Operations	
Amendment to FRS 7	Financial Instruments: Disclosures	1 January 2010
Amendment to FRS 8	Operating Segments	1 January 2010
Amendment to FRS 107	Statement of Cash Flows	1 January 2010
Amendment to FRS 108	Accounting Policies, Changes in Accounting	1 January 2010
	Estimates and Errors	
Amendment to FRS 110	Events after the Reporting Period	1 January 2010
Amendment to FRS 116	Property, Plant and Equipment	1 January 2010
Amendment to FRS 117	Leases	1 January 2010
Amendment to FRS 118	Revenue	1 January 2010

KNM GROUP BERHAD (Company No: 521348-H)

Amendment to FRS 119	Employee Benefits	1 January 2010
Amendment to FRS 120	Accounting for Government Grants and Disclosure of	1 January 2010
	Government Assistance	
Amendment to FRS 123	Borrowing Costs	1 January 2010
Amendment to FRS 127	Consolidated and Separate Financial Statements: Cost	1 January 2010
	of Investment in a Subsidiary, Jointly Controlled	
	Entity or Associate	
Amendment to FRS 128	Investment in Associates	1 January 2010
Amendment to FRS 129	Financial Reporting in Hyperinflationary Economies	1 January 2010
Amendment to FRS 131	Interest in Joint Venture	1 January 2010
Amendment to FRS 132	Financial Instruments: Presentation	1 January 2010
Amendment to FRS 134	Interim Financial Reporting	1 January 2010
Amendment to FRS 136	Impairment of Assets	1 January 2010
Amendment to FRS 138	Intangible Assets	1 January 2010
Amendment to FRS 139	Financial Instruments: Recognition and Measurement	1 January 2010
Amendment to FRS 140	Investment Property	1 January 2010
IC Interpretation 9	Reassessment of Embedded Derivatives	1 January 2010
IC Interpretation 10	Interim Financial Reporting and Impairment	1 January 2010
IC Interpretation 11	FRS 2-Group and Treasury Share Transactions	1 January 2010
IC Interpretation 13	Customer Loyalty Programmes	1 January 2010
IC Interpretation 14	FRS 119-The Limit on a Defined Benefit Asset,	1 January 2010
	Minimum Funding Requirements and their Interaction	•
Amendment to IC	Reassessment of Embedded Derivatives	1 January 2010
Interpretation 9		

The adoption of the above FRSs and Interpretations upon their effective dates are not expected to have any significant impact on the interim financial statements of the Group. The Group is exempted from disclosing the possible impact, if any, to the financial statements upon its initial application of FRS 7 and FRS 139.

A3. Qualification of annual financial statements

There were no audit qualifications on the annual financial statements of the Group for the year ended 31 December 2008.

A4. Seasonal and cyclical factors

The Group's business operation results were not materially affected by any major seasonal or cyclical factors.

A5. Unusual nature and amount of items affecting assets, liabilities, equity, net income or cash flows

There were no unusual nature and amount of items affecting assets, liabilities, equity, net income or cash flows for the current quarter and financial period to date.

A6. Material changes in estimates

There were no material changes in estimates of amount reported in the current quarter.

A7. Issuances and repayment of debt and equity securities

A. There were no issuance, cancellation, repurchase, resale and repayment of debt and equity securities for the current financial period to date other than those stated below:

	RM'000
Opening Balance of ICP/IMTN outstanding as at 1 January 2009	300,000
ICP/IMTN Drawdown/(Repayment)	(65,000)
Balance of ICP/IMTN outstanding as at 30 September 2009	235,000

As at 30 September 2009, the amount outstanding for Islamic Commercial Papers ("ICP")/Islamic Medium Term Notes ("IMTN") is RM235.0 million out of the limit of RM285.0 million, mainly used for repayment of bank borrowings and working capital. Up to RM150 million is fully underwritten by Malayan Banking Berhad & AMInvestment Bank Berhad and has a tenure of 7-years from the date of issuance.

- B. Options relating to 15,127,200 and 5,034,080 ordinary shares of RM0.50 each were granted to eligible employees on 25 August 2004 and 7 December 2005 at an option price of RM1.63 and RM2.88 per share respectively with expiry date on 24 August 2009 pursuant to the Company's Employees' Share Option Scheme (ESOS). On 27 March 2008, an option of 300,000 ordinary shares of RM0.25 each was granted to a Non-Executive Director at an option price of RM4.58 pursuant to the Company's Employees' Share Option Scheme (ESOS). The Company's Employees' Share Option Scheme (ESOS) has expired on 24th August 2009 and a total of 45,930,400 were exercised during current year. After taking into account these new shares allotted, the issued and paid up shares of the Company increased to 4,004,370,375.
- C. As at the date of this report, the Company has repurchased a total 58,079,500 of its issued shares capital from the open market. The average price paid for the shares repurchased was RM0.59 per share. The repurchase transactions were financed by internally generated funds. The shares repurchased are being held as treasury shares and treated in accordance with the requirement of Section 67A of the Companies Act 1965.

A8. Dividend Paid

No dividend was paid during the quarter under review.

A9. Segment information

Segmental analysis of the revenue and result:-

Business Segment:	Revenue	Operating Profit
	9 months ended	9 months ended
	30.9.2009	30.9.2009
	RM'000	RM'000
Process equipment	1,422,742	272,305
Others	316	73
	1,423,058	272,378

Geographical segments:	Revenue	Operating Profit
	9 months ended	9 months ended
	30.9.2009	30.9.2009
	RM'000	RM'000
Asia & Oceania	438,578	138,331
Europe & America	984,480	134,047
Total	1,423,058	272,378

A10. Valuation of property, plant and equipment

Property, plant and equipment of the Group are stated at cost/valuation less accumulated depreciation and accumulated impairment losses where applicable.

There is no revaluation of property, plant and equipment during the period under review.

A11. Material events subsequent to the end of the interim period

There was no material event subsequent to the end of the reporting period and up to the date of issuance of this report other than those disclosed under item no. B8.

A12. Changes in the composition of the Group

There were no changes in the composition of the Group for the current quarter and financial period to date other than those disclosed in item no. B8.

A13. Changes in contingent liabilities

There were no material changes in contingent liabilities for the Group as at the date of this announcement.

A14. Capital commitments

	Approved and contracted for RM'000	Approved but not contracted for RM'000
Property, plant and equipment Investment	45,292	75,878
	45,292	75,878

KNM GROUP BERHAD (Company No: 521348-H)

A15. **Related party transactions**

Significant related party transactions for the financial period to date are as follows:

	RM '000
Inter Merger Sdn Bhd (a) - Office rental, related charges and administrative expense	1,327
I.M.Bina Sdn Bhd (b) -General construction and civil works	4,796
Inter Merger Trading Sdn Bhd (c) -Supply of production materials and fixed assets	60
Tofield Realty Development Corporation (d) - General and civil contractor and provider of staff accomodation	369
Nassir Hazza (e) - General construction, civil and related mechanical and engineering work	1,072
Prosernat SA (f) -Lease/tenancy of land and /or premises, and related/administrative facilities from transacting company	36
KPS Technology & Engineering $LLC_{(g)}$ -Provision/Receipt of mechanical and engineering, general administrative and other support services -Provision/Receipt of qualifying services under the overseas head quarters (OHQ) status and other support services	2,123
(a) a company in which, Mr. Lee Swee Eng and Madam Gan Siew Liat are directors	

⁽b) a company in which Inter Merger Sdn Bhd is the holding company

⁽c) a company in which Inter Merger Sdn Bhd is the holding company

⁽d) a wholly-owned subsidiary of Asiavertek, of which Mr. Lee Swee Eng and Madam Gan Siew Liat are directors and shareholders

⁽e) Nassir Hazza is an entity controlled by Mohammed Nassir Hazza Al Fehaid Al Subaei, a director of KNM Saudi Limited Co

⁽f) Jean-Noel Robert Meary and Jean-Marie Pierrot Deseilligny are directors of Prosernat SA and KPN Gas Technology Sdn Bhd (a joint venture company between a wholly-owned subsidiary of KNM (50%) and Prosernat SA (50%)

Denis Guy Gourlet is the alternate director to Jean-Noel Robert Meary in KPN Gas Technology Sdn Bhd

⁽g) a company in which Mr. Lee Swee Eng is a substantial shareholder

PART B: ADDITIONAL INFORMATION REQUIRED BY THE BURSA MALAYSIA LISTING REQUIREMENTS

B1. Review of performance

The Group achieved revenue for year to date of RM1.42 billion, profit before tax and minority interest of RM219.01 million and EBITDA (Earning Before Interest, Tax, Depreciation and Amortisation) of RM359.97 million for the current period ended 30 September 2009 compared to the same period in previous year, the lower performance in this period is reflective of global economy slowdown and the full effect of intangible asset amortization arising from Borsig acquisition.

B2. Variation of results against preceding quarter

The Group's revenue of RM458.35 million is higher by 4.35% compared to second quarter's revenue of RM439.26 million. While net profit before taxation and minority interest of RM28.76 million for the quarter is 55.96% lower compared to second quarter net profit before taxation and minority interest of RM65.30 million. The lower profit being recognised for this quarter is due to higher operating costs.

B3. Current year prospects

The Board is confident that the Group's results for the year 2009 will continue to be profitable.

B4. Profit forecast

Not applicable as no profit forecast was given.

B5. Tax expense

	3 months ended 30.9.2009 RM'000	3 months ended 30.9.2008 RM'000	9 months ended 30.9.2009 RM'000	9 months ended 30.9.2008 RM'000
Income Tax expense:-				
Current	17,500	15,027	94,399	24,440
Prior period	(3,043)	58	(2,246)	(8,015)
Deferred tax	(18,364)	9,439	(72,954)	28,635
	(3,907)	24,524	19,199	45,060

The Group's effective tax rate is lower than the statutory tax rate mainly due to the availability of certain tax incentives and changes in deferred tax liabilities/asset position.

B6. Unquoted investments and properties

The Group has not made or disposed any investments in any unquoted investments and properties for the current quarter and financial period to date.

B7. Quoted and marketable investments

There were no investments or disposals in quoted and marketable securities during the current quarter and financial period to date.

B8. Status of corporate proposals announced but not completed

(1) KNM had on 30 May 2006 entered into a Memorandum of Agreement (MOA) with Sofinter SpA ("Sofinter") to set out the commercial terms by which the parties propose to enter into joint ventures in respect of the Boiler Business which will involve the incorporation of a joint venture company in Malaysia (MJVCO) and a joint venture company in China (CJVCO).

This MOA has lapsed as mutually agreed by the parties. There are no financial impact and no further obligation on either party.

- (2) The Proposed issuance of up to United States of America Dollar ("USD") 350 million (or its Euro Dollar or Malaysia Ringgit equivalent) Bonds, exchangeable into new KNM Shares ("exchangeable bonds") ("Proposed Exchangeable Bonds Issue").was duly approved by the Company's shareholders and Securities Commission (SC) in April 2008 and May 2008 respectively. SC has on 19 November 2009 further extended the proposed issuance approval to 30 November 2010.
- On 29 July 2009, KNM's wholly owned unit, KNM Process Systems Sdn Bhd ("KNMPS"), has entered into a Memorandum of Agreement (MoA) with the Societe Des Hydrocarbures Du Tchad ("The National Oil Corp of Chad")[or "SHT"] to establish a 60:40 JV Company (JVCo); whereby: (a) the JVCo will be granted a 5-year concession to develop, operate and maintain the Sedigi Oilfield Facilities in Chad; (b) KNM will undertake a 24-months EPCC contract with an estimated value of USD220m (about RM777m); and (c) The JVCo will also award the training, operations and maintenance of the facilities to KNMPS for the concession period. Both parties agreed to execute the JV operating agreement by 31 August 2009 subject to further feasibility studies and detailed proposal to be undertaken by KNMPS. On 1 September 2009, KNMPS announced that KNMPS has sought an extension of time up to 30 November 2009, to complete the feasibility studies and to finalise salient terms of the contract details with SHT.

As at todate, KNMPS has not received the response on extension request and no funding arrangement has been finalized.

(4) On 31 July 2009:-

(i) KNM's wholly owned group subsidiary, Borsig ZM Compression GmbH ("BZMC"), had completed its entire 100% acquisition of a dormant company known as Compart

Compressor Technology GmbH ("CCT") from Cormoran AG and Leguan GmbH for a cash consideration of EUR25,000 (equivalent to RM124,232.50 based on exchange rate of EUR1.00 to RM4.9693)(hereinafter referred to as "Acquisition No.1"); and

(ii) That pursuant to the above Acquisition No. 1, CCT had executed a Sale and Purchase Agreement ("SPA") with Compart Technology GmbH & Co. KG ("Compart") and Mr Peter Rausch, whereby Compart has inter alia, agreed to dispose of its core business in the development, production and distribution of valves, compressor parts and monitoring systems for compressors and the provision of maintenance and repair works of compressors together with all assets thereto ("the Business") to CCT for a cash consideration of EUR1,124,000 (equivalent to Rm5,585,493.20 based on exchange rate of EUR1.00 to Rm4.9693) (hereinafter referred to as "Acquisition No.2").

The above Acquisition has been completed during the quarter.

B9. Group borrowings and debt securities

The Group's borrowings as at the end of the reporting period were as follows:

	RM'000
Short term:	
Borrowings (secured)	122,909
Borrowings (unsecured)	242,584
ICP/IMTN	85,000
Bank Overdraft	4,581
Bill Payable	84,832
Hire Purchase	1,722
	541,628
-	
Long term :	
Borrowings (secured)	516,595
Borrowings (unsecured)	88,283
IMTN	150,000
Hire Purchase	10,461_
	765,339
	1,306,967

The above are also inclusive of other borrowings in foreign currency of RMB38.25 million, EURO38.81 million ,CND15.28 million and BRL11.73 million.

The Exchange rates used are 1 RMB = RM 0.5115, 1 EURO = RM5.0881, 1CND=RM3.2120 and 1BRL=RM1.9519

B10. Off balance sheet financial instrument

There was no material financial instrument with off balance sheet risk as at the end of the period under review other than the following.

As at the end of the reporting period, followings are the available foreign exchange contracts:-

Currency Contracted Amount Equivalent Amount

KNM GROUP BERHAD (Company No: 521348-H)

	'000	in RM'000
USD	63,639	217,223
EURO	26,630	129,553
SGD	706	1,683
AUD	1,363	4,157
JPY	20,000	710
RM	3,001	2,929
CAD	474	1,468
		357,723

Operation foreign exchange exposure on asset and liabilities are hedged accordingly on timely basis to protect its underlying values.

There are no significant credit and market risks posed by the above off balance sheet financial instruments.

B11. Material litigation

As at the date of this announcement, there were no material litigation since the last annual balance sheet date.

B12. Dividend payable

There was no dividend declared or recommended during quarter under review.

B13. Earnings per share

	Individual Quarter		Cumulative Quarter	
	30 September 2009	30 September 2008	30 September 2009	30 September 2008
(a) Basic earnings per share				
Net Profit attributable to shareholders (RM'000) Number of shares at the beginning of the period	31,923	103,416	201,793	253,831
('000)	3,921,805	1,046,583	3,921,805	1,046,583
Effect of ESOS ('000)	25,489	5,692	25,489	5,692
Effect of Right Issue		95,641		95,641
Effect of Bonus issue ('000)	-	2,637,394	_	2,637,394
Effect of Share Buy Back	(7,647)	, ,	(7,647)	· -
Weighted average number of				
shares ('000)	3,939,647	3,785,310	3,939,647	3,785,310
Basic earnings per share (sen)	0.81	2.73	5.12	6.71

	Individual Quarter 30 September 30 September		Cumulative Quarter 30 September 30 September	
(b) Diluted earnings per share	2009	2008	2009	2008
Net Profit attributable to shareholders (RM'000)	31,923	103,416	201,793	253,831
Weighted average number of shares as per above ('000) Number of shares under	3,939,647	3,785,310	3,939,647	3,785,310
ESOS ('000) Number of shares would have been issued at fair	-	48,324	-	48,324
value('000)	-	(6,137)	-	(6,137)
Weighted average number of shares - diluted ('000)	3,939,647	3,827,497	3,939,647	3,827,497
Fully diluted earnings per share (sen)	N/A	2.70	N/A	6.63

The comparative basic and diluted earnings per share have been restated to take into account the effects of bonus issue.

There is no dilution in EPS during this quarter due to the Company's ESOS has expired.

B14. Authorisation for issue

The interim financial report was authorised for issue by the Board of Directors on 26 November 2009.