

**Mermaid Maritime Public Company Limited  
and its Subsidiaries**

Interim financial statements  
for the three-month and  
nine-month periods that ended on  
30 June 2013

and

Independent Auditor's report on review of  
interim financial information



**KPMG Phoomchai Audit Ltd.**  
Empire Tower, 50<sup>th</sup>-51<sup>st</sup> Floors  
195 South Sathorn Road  
Bangkok 10120, Thailand

บริษัท เคพีเอ็มจี ภูเก็ต สอบบัญชี จำกัด  
ชั้น 50-51 เอ็มไพร์ทาวเวอร์      Tel: +66 2677 2000  
195 ถนนสาทรใต้                      Fax: +66 2677 2222  
กรุงเทพฯ 10120                        www.kpmg.co.th

## **Independent Auditor's Report on Review of Interim Financial Information**

### **To the Board of Directors of Mermaid Maritime Public Company Limited**

I have reviewed the accompanying consolidated and separate statements of financial position of Mermaid Maritime Public Company Limited and its subsidiaries, and of Mermaid Maritime Public Company Limited, respectively, as at 30 June 2013; the consolidated and separate statements of comprehensive income for the three-month and nine-month periods ended 30 June 2013; the consolidated and separate statements of changes in equity and cash flows for the nine-month period ended 30 June 2013; and condensed notes ("interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34, "Interim Financial Reporting". My responsibility is to express a conclusion on this interim financial information based on my review.

#### *Scope of Review*

I conducted my review in accordance with the Thai Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Thai Standards on Auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

#### *Conclusion*

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34, "Interim Financial Reporting".



*Other Matter*

The consolidated and separate statements of financial position of Mermaid Maritime Public Company Limited and its subsidiaries, and of Mermaid Maritime Public Company Limited, respectively, as at 30 September 2012, which are included as comparative information, were audited by another auditor who expressed an unqualified opinion thereon in his report dated 26 November 2012. The comparative consolidated and separate statements of comprehensive income for the three-month and nine-month periods ended 30 June 2012; and the consolidated and separate statements of changes in equity and cash flows for the nine-month period ended 30 June 2012 of Mermaid Maritime Public Company Limited and its subsidiaries, and of Mermaid Maritime Public Company Limited, respectively, which are included as comparative information, were reviewed by another auditor who expressed an unmodified conclusion thereon in his report dated 8 August 2012.

A handwritten signature in blue ink, appearing to read 'C. Phosamritlert'.

(Charoen Phosamritlert)  
Certified Public Accountant  
Registration No. 4068

KPMG Phoomchai Audit Ltd.  
Bangkok  
14 August 2013

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Statement of financial position**

		<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
		30 June 2013 (Unaudited)	30 September 2012	30 June 2013 (Unaudited)	30 September 2012
<b>Assets</b>	<i>Note</i>				
		<i>(in thousand Baht)</i>			
<b>Current assets</b>					
Cash and cash equivalents		1,283,589	1,916,973	648,181	619,922
Trade accounts receivable	3, 4	2,630,290	1,521,248	-	-
Other accounts receivable		254,983	262,512	6,190	3,316
Receivables from related parties	3	695	-	628,014	514,200
Short-term loans to related parties	3	-	-	4,561,581	4,621,503
Deferred contract costs	5	275,159	277,459	-	-
Supplies and spare parts		156,387	166,157	-	-
Other current assets		115,507	51,874	1,041	804
<b>Total current assets</b>		<b>4,716,610</b>	<b>4,196,223</b>	<b>5,845,007</b>	<b>5,759,745</b>
<b>Non-current assets</b>					
Restricted deposits at financial institutions		123,972	122,777	-	-
Investments in subsidiaries	6	-	-	4,968,999	4,970,999
Investments in associates	7	2,838,826	1,852,378	2,899,381	1,903,814
Investments in jointly-controlled operations	8	8,263	-	6,611	-
Property, plant and equipment	9	10,985,762	10,718,929	148,219	156,088
Goodwill		332,279	332,279	-	-
Intangible assets		9,840	13,031	734	1,247
Deferred tax assets		74,781	85,694	-	-
Other non-current assets		8,074	6,800	569	569
<b>Total non-current assets</b>		<b>14,381,797</b>	<b>13,131,888</b>	<b>8,024,513</b>	<b>7,032,717</b>
<b>Total assets</b>		<b>19,098,407</b>	<b>17,328,111</b>	<b>13,869,520</b>	<b>12,792,462</b>

The accompanying notes are an integral part of these interim financial statements.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Statement of financial position**

		Consolidated financial statements		Separate financial statements	
		30 June 2013 (Unaudited)	30 September 2012	30 June 2013 (Unaudited)	30 September 2012
<b>Liabilities and equity</b>	<i>Note</i>				
<i>(in thousand Baht)</i>					
<b>Current liabilities</b>					
Short-term borrowings from financial institutio	10	1,093,220	-	1,093,220	-
Trade accounts payable	3	365,099	327,302	-	-
Other accounts payable		14,841	14,077	6,048	3,501
Payables to related parties	3	19,901	24,892	1,149,208	1,154,480
Current portion of long-term borrowings from financial institutions	11	573,095	205,852	-	-
Current portion of finance lease liabilities		822	1,501	488	1,170
Current portion of share subscription payable		34,273	33,823	-	-
Income taxes payable		46,791	35,484	-	-
Accrued expenses		659,666	354,984	20,015	10,296
Other current liabilities		73,896	44,711	8,931	8,489
<b>Total current liabilities</b>		<b>2,881,604</b>	<b>1,042,626</b>	<b>2,277,910</b>	<b>1,177,936</b>
<b>Non-current liabilities</b>					
Long-term borrowings from financial institutio	11	3,792,246	3,840,478	-	-
Finance lease liabilities		2,423	1,089	-	196
Long-term portion of share subscription payable		42,618	42,207	-	-
Employee benefit obligations		47,582	30,669	5,204	4,249
<b>Total non-current liabilities</b>		<b>3,884,869</b>	<b>3,914,443</b>	<b>5,204</b>	<b>4,445</b>
<b>Total liabilities</b>		<b>6,766,473</b>	<b>4,957,069</b>	<b>2,283,114</b>	<b>1,182,381</b>

The accompanying notes are an integral part of these interim financial statements.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Statement of financial position**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	30 June 2013 (Unaudited)	30 September 2012	30 June 2013 (Unaudited)	30 September 2012
<b>Liabilities and equity</b>				
<i>Equity</i>				
Share capital				
Authorised share capital	791,214	791,214	791,214	791,214
Issued and paid-up share capital	784,748	784,748	784,748	784,748
Premium on share capital	9,818,420	9,818,420	9,818,420	9,818,420
Retained earnings				
Appropriated	78,475	78,475	78,475	78,475
Unappropriated	1,876,018	1,930,146	904,397	928,072
Other components of equity	(283,391)	(308,081)	366	366
<b>Equity attributable to owners of the Company</b>	<b>12,274,270</b>	<b>12,303,708</b>	<b>11,586,406</b>	<b>11,610,081</b>
Non-controlling interests	57,664	67,334	-	-
<b>Total equity</b>	<b>12,331,934</b>	<b>12,371,042</b>	<b>11,586,406</b>	<b>11,610,081</b>
<b>Total liabilities and equity</b>	<b>19,098,407</b>	<b>17,328,111</b>	<b>13,869,520</b>	<b>12,792,462</b>

The accompanying notes are an integral part of these interim financial statements.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Statement of comprehensive income (Unaudited)**

	Note	Consolidated financial statements		Separate financial statements	
		Three-month period that ended on 30 June		Three-month period that ended on 30 June	
		2013	2012	2013	2012
		<i>(in thousand Baht)</i>			
Service income	3	2,415,033	1,752,899	-	-
Cost of services	3	(1,822,657)	(1,243,738)	-	-
<b>Gross profits</b>		<b>592,376</b>	<b>509,161</b>	-	-
Management fee income	3	-	-	14,550	22,695
Interest income	3	1,017	4,266	34,494	31,965
Other income	3	2,718	1,746	7,616	3,273
Administrative expenses	3	(259,730)	(205,830)	(42,857)	(42,942)
Gains (losses) on exchange rates		(227,070)	(78,842)	158,060	117,960
Net gains on disposals and write-offs of property, plant and equipment and intangible assets		740	49	-	-
<b>Operating profits</b>		<b>110,051</b>	<b>230,550</b>	<b>171,863</b>	<b>132,951</b>
Share of profits (losses) of investments in associates	7	23,746	(1,459)	-	-
Share of profits of investments in jointly-controlled operations	8	6,668	-	-	-
<b>Profits before finance costs and income tax expenses</b>		<b>140,465</b>	<b>229,091</b>	<b>171,863</b>	<b>132,951</b>
Finance costs		(44,376)	(46,554)	(10,735)	-
<b>Profits before income tax expenses</b>		<b>96,089</b>	<b>182,537</b>	<b>161,128</b>	<b>132,951</b>
Income tax expenses		(29,330)	(44,046)	(557)	-
<b>Profits for the period</b>		<b>66,759</b>	<b>138,491</b>	<b>160,571</b>	<b>132,951</b>
<b>Other comprehensive incomes:</b>					
Exchange differences on translating financial statements		125,123	41,827	-	-
<b>Total comprehensive income for the period</b>		<b>191,882</b>	<b>180,318</b>	<b>160,571</b>	<b>132,951</b>
<b>Profits (losses) attributable to:</b>					
Owners of the Company		70,965	136,951	160,571	132,951
Non-controlling interests		(4,206)	1,540	-	-
		<b>66,759</b>	<b>138,491</b>	<b>160,571</b>	<b>132,951</b>

The accompanying notes are an integral part of these interim financial statements.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Statement of comprehensive income (Unaudited)**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	Three-month period that ended on 30 June		Three-month period that ended on 30 June	
<i>Note</i>	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<b>Total comprehensive incomes (expenses) attributable to:</b>				
Owners of the Company	195,382	177,469	160,571	132,951
Non-controlling interests	(3,500)	2,849	-	-
	<u><b>191,882</b></u>	<u><b>180,318</b></u>	<u><b>160,571</b></u>	<u><b>132,951</b></u>
<b>Earnings per share</b>				
Basic and diluted per share (in Baht)	<i>13</i>	0.090	0.175	0.205
		<u>0.169</u>	<u>0.169</u>	<u>0.169</u>

The accompanying notes are an integral part of these interim financial statements.



**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Statement of comprehensive income (Unaudited)**

	Note	Consolidated financial statements		Separate financial statements	
		Nine-month period that ended on 30 June		Nine-month period that ended on 30 June	
		2013	2012	2013	2012
		<i>(in thousand Baht)</i>			
Service income	3	5,427,590	3,899,864	-	-
Cost of services	3	(4,611,681)	(3,168,825)	-	-
<b>Gross profits</b>		<b>815,909</b>	<b>731,039</b>	-	-
Management fee income	3	-	-	43,650	68,085
Interest income	3	3,874	8,534	103,102	99,405
Other income	3	8,742	10,811	13,978	8,977
Administrative expenses	3	(620,809)	(569,949)	(124,714)	(132,324)
Gains (losses) on exchange rates		(71,462)	(13,553)	(23,382)	78,860
Net gains (losses) on disposals and write-offs of property, plant and equipment and intangible assets		(11,698)	306	70	-
<b>Operating profits</b>		<b>124,556</b>	<b>167,188</b>	<b>12,704</b>	<b>123,003</b>
Share of losses of investments in associates	7	(9,119)	(6,346)	-	-
Share of profits of investments in jointly-controlled operations	8	1,652	-	-	-
<b>Profits before finance costs and income tax expenses</b>		<b>117,089</b>	<b>160,842</b>	<b>12,704</b>	<b>123,003</b>
Finance costs		(105,810)	(139,169)	(13,595)	-
<b>Profits before income tax expenses</b>		<b>11,279</b>	<b>21,673</b>	<b>(891)</b>	<b>123,003</b>
Income tax expenses		(53,734)	(78,701)	(1,282)	-
<b>Profits (losses) for the period</b>		<b>(42,455)</b>	<b>(57,028)</b>	<b>(2,173)</b>	<b>123,003</b>
<b>Other comprehensive incomes:</b>					
Exchange differences on translating financial statements		24,849	1,971	-	-
<b>Total comprehensive incomes (expenses) for the period</b>		<b>(17,606)</b>	<b>(55,057)</b>	<b>(2,173)</b>	<b>123,003</b>
<b>Profits (losses) attributable to:</b>					
Owners of the Company		(32,626)	(65,758)	(2,173)	123,003
Non-controlling interests		(9,829)	8,730	-	-
		<b>(42,455)</b>	<b>(57,028)</b>	<b>(2,173)</b>	<b>123,003</b>

The accompanying notes are an integral part of these interim financial statements.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Statement of comprehensive income (Unaudited)**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>		
	Nine-month period that ended on 30 June		Nine-month period that ended on 30 June		
	<i>Note</i>	2013	2012	2013	2012
		<i>(in thousand Baht)</i>			
<b>Total comprehensive income (expenses) attributable to:</b>					
Owners of the Company		(7,936)	(63,538)	(2,173)	123,003
Non-controlling interests		(9,670)	8,481	-	-
		<u>(17,606)</u>	<u>(55,057)</u>	<u>(2,173)</u>	<u>123,003</u>
<b>Earnings (losses) per share</b>					
Basic and diluted per share (in Baht)	13	<u>(0.042)</u>	<u>(0.084)</u>	<u>(0.003)</u>	<u>0.157</u>

The accompanying notes are an integral part of these interim financial statements.



**Mermaid Maritime Public Company Limited and its Subsidiaries**

**Statement of changes in equity (Unaudited)**

	Separate financial statements					Total equity
	Issued and paid-up share capital	Premium on share capital	Appropriated	Unappropriated	Share-based payment	
	<i>Note</i>			<i>(in thousand Baht)</i>		
<b>Nine-month period that ended on 30 June 2012</b>						
Balance at 1 October 2011	784,748	9,818,420	78,475	931,307	-	11,612,950
Profits for the period	-	-	-	123,003	-	123,003
Balance at 30 June 2012	<u>784,748</u>	<u>9,818,420</u>	<u>78,475</u>	<u>1,054,310</u>	<u>-</u>	<u>11,735,953</u>
<b>Nine-month period that ended on 30 June 2013</b>						
Balance at 1 October 2012	784,748	9,818,420	78,475	928,072	366	11,610,081
Losses for the period	-	-	-	(2,173)	-	(2,173)
Dividends paid	-	-	-	(21,502)	-	(21,502)
Balance at 30 June 2013	<u>784,748</u>	<u>9,818,420</u>	<u>78,475</u>	<u>904,397</u>	<u>366</u>	<u>11,586,406</u>

The accompanying notes are an integral part of these interim financial statements.

**Mermaid Maritime Public Company Limited and its Subsidiaries**

**Statement of cash flows (Unaudited)**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	Nine-month period that ended on 30 June		Nine-month period that ended on 30 June	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<b>Cash flows from operating activities</b>				
Profits (losses) for the period	(42,455)	(57,028)	(2,173)	123,003
<i>Adjustments for:</i>				
Depreciation	667,173	654,503	12,853	12,400
Amortisation	70,626	6,535	512	425
Finance costs	105,810	139,169	13,595	-
Net (gains) losses on disposals and write-offs of property, plant and equipment and intangible assets	11,698	(306)	(70)	-
Realised (gains) losses on exchange rates	(24,514)	(55,862)	6,930	(14,966)
Unrealised (gains) losses on exchange rates	95,976	69,415	16,453	(63,894)
Employee benefit obligations	17,162	24,545	955	752
Losses from write-off of outstanding withholding taxes	-	16,063	-	9,401
Losses from write-off of outstanding insurance claims	-	19,853	-	-
Share of losses of investments in associates	9,119	6,346	-	-
Share of profits of investments in jointly-controlled operations	(1,652)	-	-	-
Exchange rate (gains) losses from translation of overseas subsidiaries	25,575	(12,459)	-	-
Income tax expenses	53,734	78,701	1,282	-
Gains on disposals of investments in subsidiaries	-	-	(4,209)	-
Cash flows from operations before changes in operating assets and liabilities	988,252	889,475	46,128	67,121
<i>Changes in operating assets and liabilities</i>				
Restricted deposits at financial institutions	(12)	26,848	-	-
Trade accounts receivable	(1,092,285)	324,961	-	-
Receivables from related parties	(695)	33	(108,724)	(96,975)
Other accounts receivable	4,682	(30,313)	(2,896)	(5,226)
Deferred contract costs	(60,435)	-	-	-
Supplies and spare parts	9,770	(20,057)	-	-
Other current assets	(45,972)	(48,223)	(237)	277
Other non-current assets	(1,274)	11,408	-	270
Trade accounts payable	56,237	37,562	-	-
Other accounts payable	(46,093)	(38,302)	1,556	(2,193)
Payables to related parties	(4,991)	13,695	(15,438)	14,742
Accrued expenses	302,084	36,599	8,304	(356)
Other current liabilities	30,966	8,888	442	(1,107)
	(848,018)	323,099	(116,993)	(90,568)
Cash generated from operating activities	140,234	1,212,574	(70,865)	(23,447)
Finance costs paid	(98,791)	(136,871)	(12,158)	-
Income taxes paid	(52,723)	(66,091)	(1,282)	(2,041)
Employee benefits paid	-	(56,465)	-	-
<b>Net cash from (used in) operating activities</b>	<b>(11,280)</b>	<b>953,147</b>	<b>(84,305)</b>	<b>(25,488)</b>

The accompanying notes are an integral part of these interim financial statements.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Statement of cash flows (Unaudited)**

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	Nine-month period that ended on 30 June		Nine-month period that ended on 30 June	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<b>Cash flows from investing activities</b>				
Short-term loans received from related parties	-	-	536,016	631,095
Short-term loans provided to related parties	-	-	(437,336)	-
Proceeds from disposals of investments in subsidiaries	-	-	6,209	-
Payment for investments in associates	(995,567)	-	(995,567)	-
Payment for investments in jointly-controlled operations	(6,611)	-	(6,611)	-
Proceeds from disposals of property, plant and equipment and intangible assets	167,142	2,648	70	-
Payment for purchases of property, plant and equipment	(1,063,996)	(193,719)	(3,965)	(2,090)
Payment for purchases of intangible assets	(4,100)	(5,429)	-	(499)
<b>Net cash from (used in) investing activities</b>	<b>(1,903,132)</b>	<b>(196,500)</b>	<b>(901,184)</b>	<b>628,506</b>
<b>Cash flows from financing activities</b>				
Proceeds from short-term borrowings from financial institution	1,039,180	-	1,039,180	-
Proceeds from short-term borrowings from related parties	-	-	283,621	-
Repayments of short-term borrowings from related parties	-	-	(279,519)	-
Repayments of finance lease liabilities	(1,531)	(1,839)	(879)	(878)
Proceeds from long-term borrowings from financial institutions	401,478	1,405,751	-	-
Repayment of long-term borrowings from financial institutions	(130,282)	(1,202,241)	-	-
Dividends paid to shareholders	(21,502)	-	(21,502)	-
<b>Net cash from (used in) financing activities</b>	<b>1,287,343</b>	<b>201,671</b>	<b>1,020,901</b>	<b>(878)</b>
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>(627,069)</b>	<b>958,318</b>	<b>35,412</b>	<b>602,140</b>
Cash and cash equivalents at the beginning of the period	1,916,973	1,352,380	619,922	377,635
Effects of exchange rates	(6,315)	19,550	(7,153)	25,662
Cash and cash equivalents at the end of the period	<b>1,283,589</b>	<b>2,330,248</b>	<b>648,181</b>	<b>1,005,437</b>
<b>Non-cash transactions</b>				
Unpaid liabilities for purchases of property, plant and equipment	53,815	5,985	1,019	-
Unpaid liabilities for share subscription in subsidiaries	76,891	-	-	-

The accompanying notes are an integral part of these interim financial statements.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

<b>Note</b>	<b>Contents</b>
1	General information
2	Basis of preparation of the interim financial statements
3	Related parties
4	Trade accounts receivable
5	Deferred contract costs
6	Investments in subsidiaries
7	Investments in associates
8	Investments in jointly-controlled operations
9	Property, plant and equipment
10	Short-term borrowings from financial institution
11	Long-term borrowings from financial institutions
12	Segment information
13	Earnings (losses) per share
14	Dividends
15	Guarantees
16	Commitments with non-related parties
17	Events after the reporting period
18	Thai Financial Reporting Standards not yet adopted
19	Reclassification of accounts

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

These notes form an integral part of the interim financial statements.

The interim financial statements have been approved and authorised for issue by the Board of Directors on 14 August 2013.

**1 General information**

Mermaid Maritime Public Company Limited (the “Company”) is a limited public company which is incorporated in Thailand and is listed on the Singapore Exchange Securities Trading Limited. The address of its registered office is at 26/28-29 Orakarn Building, 9<sup>th</sup> floor, Soi Chidlom, Ploenchit Road, Kwaeng Lumpinee, Khet Pathumwan, Bangkok 10330, Thailand.

The Company and its subsidiaries, the “Group”, provide a wide range of services to the offshore oil & gas industries. The scope of services comprises sub-sea engineering and inspection by divers and remotely operated vehicle (“ROV”) systems and ownership and operations of a fleet of offshore service vessels and tender drilling rigs.

The Company is a subsidiary of Thoresen Thai Agencies Public Company Limited, which is incorporated in Thailand.

Details of the Company’s subsidiaries, associates, and jointly-controlled operations as at 30 June 2013 and 30 September 2012 were as follows:

Name of the entities	Country of incorporation	Direct/indirect Holding (%)	
		30 June 2013	30 September 2012
<b><i>Subsidiaries</i></b>			
Mermaid Offshore Services Ltd., which has ten subsidiaries as follows:	Thailand	100.0	100.0
Nemo Subsea AS*	Norway	-	100.0
Nemo Subsea IS*	Norway	-	97.0
Seascope Surveys (Thailand) Ltd.	Thailand	100.0	100.0
Seascope Surveys Pte. Ltd., which has one subsidiary as follows:	Singapore	100.0	100.0
PT Seascope Surveys Indonesia	Indonesia	95.0	95.0
Subtech Ltd., which has one subsidiary and one associate as follows:	Seychelles	100.0	100.0
Subtech Saudi Arabia Limited	Saudi Arabia	70.0	70.0
Subtech Qatar Diving and Marine Services LLC **	Qatar	49.0	49.0
Mermaid Offshore Services Pty. Ltd. *	Australia	-	100.0
Mermaid Offshore Services Pte. Ltd.	Singapore	100.0	100.0
Mermaid Drilling Ltd., which has five subsidiaries as follows:	Thailand	95.0	95.0
MTR - 1 Ltd.	Thailand	95.0	95.0
MTR - 2 Ltd.	Thailand	95.0	95.0
Mermaid Drilling (Malaysia) Sdn. Bhd.	Malaysia	95.0	95.0
MTR - 1 (Singapore) Pte. Ltd.	Singapore	95.0	95.0
MTR - 2 (Singapore) Pte. Ltd.	Singapore	95.0	95.0



**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

Name of the entities	Country of incorporation	Direct/indirect Holding (%)	
		30 June 2013	30 September 2012
Mermaid Training and Technical Services Ltd. *	Thailand	-	100.0
Mermaid Drilling (Singapore) Pte. Ltd., which has one subsidiary as follows:	Singapore	100.0	100.0
MTR - 3 (Singapore) Pte. Ltd.	Singapore	100.0	100.0
<b>Associates</b>			
Asia Offshore Drilling Limited, which has three subsidiaries as follows:	Bermuda	33.76	33.75
Asia Offshore Rig 1 Limited	Bermuda	33.76	33.75
Asia Offshore Rig 2 Limited	Bermuda	33.76	33.75
Asia Offshore Rig 3 Limited	Bermuda	33.76	33.75
<b>Jointly-controlled operations</b>			
Zamil Mermaid Offshore Services Co. (LLC)	Saudi Arabia	40.00	-

- \* Mermaid Offshore Services Pty. Ltd. was deregistered on 31 October 2012.  
Nemo Subsea AS and Nemo Subsea IS were deregistered on 4 March 2013.  
Mermaid Training and Technical Services Ltd. was deregistered on 19 June 2013.
- \*\* Existence of significant influence

**2 Basis of preparation of the interim financial statements**

**(a) Statement of compliance**

The interim financial statements are prepared on a condensed basis in accordance with Thai Accounting Standard (“TAS”) No. 34 (revised 2009) *Interim Financial Reporting*, guidelines promulgated by the Federation of Accounting Professions (“FAP”).

The interim financial statements are prepared to provide an update on the financial statements for the year that ended on 30 September 2012. They do not include all of the financial information required for full annual financial statements but focus on new activities, events, and circumstances to avoid repetition of information previously reported. Accordingly, these interim financial statements should be read in conjunction with the financial statements of the Company and its subsidiaries for the year that ended on 30 September 2012.

The accounting policies and methods of computation applied in these interim financial statements are consistent with those applied in the financial statements for the year that ended on 30 September 2012, except for the addition of an accounting policy for jointly-controlled operations:

*Jointly-controlled operations*

Jointly-controlled operations cover entities over whose activities the Group has joint control, established by contractual agreement and requiring unanimous consent for strategic financial and operating decisions.

Investments in jointly-controlled operations are accounted for in the consolidated financial statements using the equity-accounted investees and are recognised initially at cost. The cost of the investments includes transaction costs.

# Mermaid Maritime Public Company Limited and its Subsidiaries

## Notes to the interim financial statements

For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)

The consolidated financial statements include the Group's share of profits or losses and other comprehensive income of equity accounted investees after adjustments to align the accounting policies with those of the Group from the date that significant influence commences until the date that significant influence ceases. When the Group's share of losses exceeds its interest in an equity accounted investee, the Group's carrying amount of that interest is reduced to zero and recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee.

### (b) *Presentation currency*

The interim financial statements are prepared and presented in Thai Baht. All financial information presented in Thai Baht has been rounded to the nearest thousand unless otherwise stated.

### (c) *Use of estimates and judgements*

The preparation of interim financial statements in conformity with TFRS requires management to make judgements, estimates, and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

In preparing these interim financial statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the financial statements for the year that ended on 30 September 2012.

## 3 Related parties

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control or jointly control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Relationships with related parties were as follows:

<b>Name of entities</b>	<b>Country of incorporation/ nationality</b>	<b>Nature of relationship</b>
Thoresen Thai Agencies Public Company Limited	Thailand	Ultimate parent company, some common directors
Thoresen Shipping Singapore Pte Ltd.	Singapore	99.9% holding by ultimate parent company
Thoresen Services Center Ltd.	Thailand	99.9% holding by ultimate parent company
Thoresen & Company (Bangkok) Limited	Thailand	99.9% holding by a subsidiary of ultimate parent company
Key management personnel	Thailand	Persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of the Group

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

The pricing policies for particular types of transactions are explained further below:

<b>Transactions</b>	<b>Pricing policies</b>
Service income	Prices normally charged to a third party
Management fee income	Actual cost plus margin
Interest income	Market linked rate/the borrowing costs of the lender
Rental income	Prices normally charged to a third party
Cost of services	Prices normally charged to a third party
Other administrative expenses	Actual cost plus margin
Management benefit expenses	Amount approved by the directors and/or the shareholders

Significant transactions for the three-month and nine-month periods that ended on 30 June 2013 and 2012 with related parties were as follows:

<i>Three-month periods that ended on 30 June</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<b>Subsidiaries</b>				
Management fee income	-	-	14,550	22,695
Interest income	-	-	34,007	30,295
Rental income	-	-	1,717	1,699
<b>Other related parties</b>				
Service income	464,966	-	-	-
Rental income	339	-	339	-
Cost of services	-	5,312	-	-
Other administrative expenses	7,426	5,673	1	3,849
<b>Key management personnel compensation</b>				
Short-term employee benefits	6,782	13,846	3,327	7,799
Post-employment benefits and other long term benefits	9	9	9	9
	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
<i>Nine-month periods that ended on 30 June</i>	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<b>Subsidiaries</b>				
Management fee income	-	-	43,650	68,085
Interest income	-	-	101,547	97,186
Rental income	-	-	5,128	5,116

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

<i>Nine-month periods that ended on 30 June</i>	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<b>Other related parties</b>				
Service income	963,504	-	-	-
Rental income	339	163	339	163
Cost of services	-	14,507	-	-
Other administrative expenses	10,120	17,713	153	12,860
<b>Key management personnel compensation</b>				
Short-term employee benefits	20,126	31,690	9,759	13,341
Post-employment benefits and other long term benefits	28	27	28	27

Balances as at 30 June 2013 and 30 September 2012 with related parties were as follows:

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	30 June 2013	30 September 2012	30 June 2013	30 September 2012
	<i>(in thousand Baht)</i>			
<b>Trade accounts receivable from related party</b>				
Other related party	995,565	-	-	-
<b>Total</b>	<b>995,565</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Receivables from related parties</b>				
Subsidiaries	-	-	627,319	514,200
Other related party	695	-	695	-
<b>Total</b>	<b>695</b>	<b>-</b>	<b>628,014</b>	<b>514,200</b>
<b>Short-term loans to related parties</b>				
Subsidiaries	-	-	4,561,581	4,621,503
<b>Total</b>	<b>-</b>	<b>-</b>	<b>4,561,581</b>	<b>4,621,503</b>
<b>Trade accounts payable to related parties</b>				
Other related parties	7,740	638	-	-
<b>Total</b>	<b>7,740</b>	<b>638</b>	<b>-</b>	<b>-</b>
<b>Payables to related parties</b>				
Subsidiaries	-	-	1,129,307	1,129,588
Other related parties	19,901	24,892	19,901	24,892
<b>Total</b>	<b>19,901</b>	<b>24,892</b>	<b>1,149,208</b>	<b>1,154,480</b>

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

Movements of short-term loans to related parties, excluding interest receivables from related parties, during the nine-month periods that ended on 30 June 2013 and 2012 were as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<b>Subsidiaries</b>				
At 1 October	-	-	4,621,503	4,933,109
Increases	-	-	437,336	1,363,007
Decreases	-	-	(536,016)	(1,984,593)
Realised gains (losses) on exchange rates	-	-	(11,538)	14,641
Unrealised gains on exchange rates	-	-	50,296	57,589
<b>At 30 June</b>	<b>-</b>	<b>-</b>	<b>4,561,581</b>	<b>4,383,753</b>

All short-term loans to related parties are unsecured and have repayment terms at call.

Movements of short-term borrowings from related parties, excluding interest payables from related parties, during the nine-month periods that ended on 30 June 2013 and 2012 were as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<b>Subsidiaries</b>				
At 1 October	-	-	-	-
Increases	-	-	283,621	-
Decreases	-	-	(279,519)	-
Realised gains on exchange rates	-	-	(4,102)	-
<b>At 30 June</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**4 Trade accounts receivable**

	Consolidated financial statements		Separate financial statements	
	30 June 2013	30 September 2012	30 June 2013	30 September 2012
	<i>(in thousand Baht)</i>			
Other related party	995,565	-	-	-
Other parties	1,472,800	1,467,370	-	-
Accrued income	161,925	143,567	-	-
	<b>2,630,290</b>	<b>1,610,937</b>	<b>-</b>	<b>-</b>
Less allowance for doubtful accounts	-	(89,689)	-	-
<b>Net</b>	<b>2,630,290</b>	<b>1,521,248</b>	<b>-</b>	<b>-</b>

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

Aging analyses for trade accounts receivable were as follows:

	<b>Consolidated</b>		<b>Separate</b>	
	<b>financial statements</b>		<b>financial statements</b>	
	30	30	30	30
	June	September	June	September
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Within credit terms	1,890,539	1,141,733	-	-
Overdue:				
Less than 3 months	710,711	445,003	-	-
Overdue 3 to 6 months	28,882	12,592	-	-
Overdue 6 to 12 months	158	8,216	-	-
Overdue 12 months	-	3,393	-	-
	<b>2,630,290</b>	<b>1,610,937</b>	-	-
Less allowance for doubtful accounts	-	(89,689)	-	-
<b>Net</b>	<b>2,630,290</b>	<b>1,521,248</b>	-	-

**5 Deferred contract costs**

	<b>Consolidated financial</b>
	<b>statements</b>
	<i>(in thousand Baht)</i>
At 1 October 2012	277,459
Additions	60,435
Amortisation on deferred contract costs	(63,408)
Translation differences on consolidation	673
<b>At 30 June 2013</b>	<b>275,159</b>

On 30 September 2012 USD 9.3 million (equivalent to Baht 286.7 million) was paid by Subtech Ltd., a subsidiary of the Company, to General Technology & Systems Co., Ltd (“Gentas”). The payment consists of the following elements: (a) USD 0.3 million (equivalent to Baht 9.2 million) as consideration for the acquisition of Gentas’s 30% equity interest in Subtech Saudi Arabia, (recorded in other receivables); and (b) USD 9.0 million (equivalent to Baht 277.5 million) (recorded in deferred contract costs) as (i) compensation for loss of expected profits to Gentas, if not for the sale of its 30% equity interest in Subtech Saudi Arabia, pertaining to a recently awarded five-year inspection, repair, and maintenance contract with Saudi Aramco (“IRM Contract”) worth more than USD 530 million of revenues and (ii) as an advance payment for Gentas assistance to secure the IRM Contract.

The USD 9.0 million is related to securing the IRM Contract that will be executed by a jointly-controlled operations, Zamil Mermaid Offshore Services Co. (LLC) (“Zmos”), and is recognised as deferred contract costs. The deferred contract costs will be amortised rateably over the period of execution of the contract, starting from the moment revenue is first recognised, which is approximately five years. The total IRM Contract revenue over five years period is estimated to be approximately USD 530 million. The Group’s estimated revenue is between 60 to 70 percent of the IRM Contract revenue over this period.

The IRM Contract was awarded to Zmos on 25 October 2012. Zmos is a newly established entity that the Group controls jointly with Zamil Offshore Services Co (“Zamil”). Zmos will bill Saudi Aramco at agreed rates in the IRM Contract, and the two partners will bill Zmos for the costs incurred in executing the IRM Contract.

# Mermaid Maritime Public Company Limited and its Subsidiaries

## Notes to the interim financial statements

For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)

The joint arrangement between Zamil and the Group is recognised as a jointly-controlled operations in which the participating parties recognise and account for their own assets and liabilities, costs, and revenues related to their participation in the arrangement.

### 6 Investments in subsidiaries

Details as at 30 June 2013 were as follows:

	<b>Separate financial statements</b> <i>(in thousand Baht)</i>
Cost	5,237,264
Less disposal of investments	(2,000)
Less allowance for impairment	(266,265)
<b>At 30 June 2013</b>	<b>4,968,999</b>

### 7 Investments in associates

Movements during the nine-month period that ended on 30 June 2013 were as follows:

	<b>Consolidated financial statements</b> <i>(in thousand Baht)</i>	<b>Separate financial statements</b>
At 1 October 2012	1,852,378	1,903,814
Additional investments	995,567	995,567
Share of losses of investments in associates	(9,119)	-
<b>At 30 June 2013</b>	<b>2,838,826</b>	<b>2,899,381</b>

On 12 March 2013 the Company participated in a private placement of Asia Offshore Drilling Limited (“AOD”) by subscribing for 6,756,225 new ordinary shares at USD 5.00 per share for a total investment of USD 33.8 million, or equivalent to Baht 995.6 million. After the private placement, which raised USD 100 million in proceeds for AOD, the Company’s ownership in AOD increased to 20,256,425 ordinary shares, equivalent to 33.76 percent of all outstanding ordinary shares.

On 30 April 2013 the Board of Directors of Asia Offshore Drilling Limited (“AOD”), an associate, approved to delist AOD’s shares from the Oslo Stock Exchange. The delisting of AOD’s shares was taken place on 31 May 2013.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

**8 Investments in jointly-controlled operations**

Movements during the nine-month period that ended on 30 June 2013 were as follows:

	<b>Consolidated financial statements</b>	<b>Separate financial statements</b>
	<i>(in thousand Baht)</i>	
At 1 October 2012	-	-
Additional investments	6,611	6,611
Share of profits of investments in jointly-controlled operations	1,652	-
<b>At 30 June 2013</b>	<b>8,263</b>	<b>6,611</b>

***Zamil Mermaid Offshore Services Co. (LLC)***

On 1 October 2012 the Company subscribed for 800 shares, equivalent to 40.0% of total shares in Zamil Mermaid Offshore Services Co. (LLC), a new jointly-controlled operations, for total consideration of Baht 6.6 million (Qatari Riyal 0.8 million). The contractual arrangements between the joint venture partners require, among other matters, consent from both partners equally for actions and decisions of the jointly-controlled operations.

**9 Property, plant and equipment**

9.1) Acquisitions, disposals, and transfers of property, plant and equipment during the nine-month period that ended on 30 June 2013 were as follows:

	<b>Consolidated financial statements</b>	<b>Separate financial statements</b>
	<i>(in thousand Baht)</i>	
<b><i>Net book value</i></b>		
At 1 October 2012	10,718,929	156,088
Additions	1,113,014	4,984
Disposals and write-offs	(175,993)	-
Depreciation	(667,173)	(12,853)
Translation differences on consolidation	(3,015)	-
<b>At 30 June 2013</b>	<b>10,985,762</b>	<b>148,219</b>

***Consolidated financial statements***

The significant additions during the nine-month period that ended on 30 June 2013 were:

- a) payments for dry-docking of vessel and drilling rig totalling Baht 584.1 million;
- b) payments for vessels and rig equipment totalling Baht 103.6 million; and
- c) payments for equipment under construction and installation totalling Baht 386.1 million.

9.2) As at 30 June 2013, the Group's property, plant and equipment with a net book value of Baht 7,628.54 million (30 September 2012: Baht 6,510.91 million) were registered to secure short-term and long-term facilities with financial institutions.



**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

**10 Short-term borrowings from financial institution**

As at 30 June 2013, short term borrowings from financial institution represented a promissory note issues by the Company of USD 35.0 million. The borrowings were secured by mortgages of a subsidiary's asset due for repayment on 19 September 2013 as mentioned in Note 9.2) and were guaranteed by a subsidiary.

**11 Long-term borrowings from financial institutions**

	Consolidated financial statements		Separate financial statements	
	30 June 2013	30 September 2012	30 June 2013	30 September 2012
	<i>(in thousand Baht)</i>			
Current portion	573,095	205,852	-	-
Long-term portion	3,792,246	3,840,478	-	-
<b>Total</b>	<b>4,365,341</b>	<b>4,046,330</b>	<b>-</b>	<b>-</b>

Movements during the nine-month period that ended on 30 June 2013 were as follows:

	Consolidated financial statements	Separate financial statements
	<i>(in thousand Baht)</i>	
At 1 October 2012	4,046,330	-
Additions	398,797	-
Repayments	(130,282)	-
Amortisation on deferred issuing costs	2,681	-
Realised gains on exchange rates	(3,400)	-
Unrealised losses on exchange rates	51,215	-
<b>At 30 June 2013</b>	<b>4,365,341</b>	<b>-</b>

As at 30 June 2013 the total outstanding amounts of long-term borrowings granted by financial institutions are dominated in US Dollars and Qatari Riyal, having total outstanding balance of USD 136.30 million and QAR 15.29 million, respectively (30 September 2012: USD 131.6 million). Certain borrowings are secured by mortgages of subsidiaries' assets as mentioned in Note 9.2 and are guaranteed by the Company and certain subsidiaries.

According to a condition of the borrowings agreements for all asset acquisitions, the Company and certain subsidiaries are not allowed to create any encumbrance on the assets used as collateral, except for encumbrances created with the prior consent of the financial institutions and permitted liens. The Company and certain subsidiaries must comply with other conditions and restrictions stated in the agreements.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

**12 Segment information**

Segment information is presented in respect of the Group's business segments. The primary format, business segments, is based on the Group's management and internal reporting structure.

***Business segments***

The Group comprises the following main business segments:

Segment 1	MOS group
Segment 2	Drilling group
Segment 3	Subtech group
Segment 4	Seascape group
Segment 5	Holding

## Mermaid Maritime Public Company Limited and its Subsidiaries

### Notes to the interim financial statements

#### For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)

Revenue and results, based on business segments, in the consolidated financial statements for the three-month and nine-month periods that ended on 30 June 2013 and 2012 were as follows:

	Consolidated							
	For the three-month period that ended on 30 June 2013							
	MOS group	Drilling group	Subtech group	Seascope group	Holding	Total	Elimination	Group
	<i>(in thousand Baht)</i>							
Total service income	1,232,346	155,055	989,539	284,354	-	2,661,294	(246,261)	2,415,033
Operating profits (losses)	(64,972)	(43,126)	115,306	45,728	171,863	224,799	(114,748)	110,051
Share of profits from associates	-	-	-	-	23,746	23,746	-	23,746
Share of profits from jointly-controlled operations	-	-	-	-	6,668	6,668	-	6,668
Finance costs	(54,268)	(3,146)	(19,304)	(736)	(10,735)	(88,189)	43,813	(44,376)
Income tax expenses	(349)	(10,770)	(7,972)	(9,683)	(556)	(29,330)	-	(29,330)
Profits (losses) for the period	<b>(119,589)</b>	<b>(57,042)</b>	<b>88,030</b>	<b>35,309</b>	<b>190,986</b>	<b>137,694</b>	<b>(70,935)</b>	<b>66,759</b>
	Consolidated							
	For the three-month period that ended on 30 June 2012							
	MOS group	Drilling group	Subtech group	Seascope group	Holding	Total	Elimination	Group
	<i>(in thousand Baht)</i>							
Total service income	1,052,229	319,112	430,225	230,496	-	2,032,062	(279,163)	1,752,899
Operating profits (losses)	(28,535)	99,929	47,503	14,210	132,729	265,836	(35,286)	230,550
Share of losses from associates	-	-	-	-	(1,459)	(1,459)	-	(1,459)
Finance costs	(75,246)	(1,828)	-	(627)	-	(77,701)	31,147	(46,554)
Income tax benefits (expenses)	(3,056)	(22,007)	13	(18,996)	-	(44,046)	-	(44,046)
Profits (losses) for the period	<b>(106,837)</b>	<b>76,094</b>	<b>47,516</b>	<b>(5,413)</b>	<b>131,270</b>	<b>142,630</b>	<b>(4,139)</b>	<b>138,491</b>

## Mermaid Maritime Public Company Limited and its Subsidiaries

### Notes to the interim financial statements

#### For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)

	Consolidated							
	For the nine-month period that ended on 30 June 2013							
	MOS group	Drilling group	Subtech group	Seascope group	Holding	Total	Elimination	Group
Total service income	2,482,749	452,085	2,430,826	826,662	-	6,192,322	(764,732)	5,427,590
Operating profits (losses)	107,135	(163,394)	226,465	96,277	13,625	280,108	(155,552)	124,556
Share of losses from associates	-	-	-	-	(9,119)	(9,119)	-	(9,119)
Share of profits from jointly-controlled operations	-	-	-	-	1,652	1,652	-	1,652
Finance costs	(163,917)	(6,243)	(46,278)	(1,846)	(13,595)	(231,879)	126,069	(105,810)
Income tax expenses	(326)	(26,457)	(7,972)	(17,697)	(1,282)	(53,734)	-	(53,734)
Profits (losses) for the period	<b>(57,108)</b>	<b>(196,094)</b>	<b>172,215</b>	<b>76,734</b>	<b>(8,719)</b>	<b>(12,972)</b>	<b>(29,483)</b>	<b>(42,455)</b>

	Consolidated							
	For the nine-month period that ended on 30 June 2012							
	MOS group	Drilling group	Subtech group	Seascope group	Holding	Total	Elimination	Group
Total service income	2,204,735	747,523	895,202	679,588	-	4,527,048	(627,184)	3,899,864
Operating profits (losses)	(105,005)	133,258	58,126	58,397	122,306	267,082	(99,894)	167,188
Share of losses from associates	-	-	-	-	(6,346)	(6,346)	-	(6,346)
Finance costs	(231,271)	(5,670)	-	(1,990)	-	(238,931)	99,762	(139,169)
Income tax benefits (expenses)	34,071	(92,729)	-	(20,043)	-	(78,701)	-	(78,701)
Profits (losses) for the period	<b>(302,205)</b>	<b>34,859</b>	<b>58,126</b>	<b>36,364</b>	<b>115,960</b>	<b>(56,896)</b>	<b>(132)</b>	<b>(57,028)</b>

# Mermaid Maritime Public Company Limited and its Subsidiaries

## Notes to the interim financial statements

For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)

### 13 Earnings (losses) per share

#### *Basic earnings (losses) per share*

The calculations of basic earnings (losses) per share for the three-month and nine-month periods that ended on 30 June 2013 and 2012 were based on the profits (losses) for the period attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding during the period as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
<i>Three-month periods that ended on 30 June</i>	<i>(in thousand Baht/thousand shares)</i>			
Profits attributable to ordinary shareholders of the Company (basic)	<u>70,965</u>	<u>136,951</u>	<u>160,571</u>	<u>132,951</u>
Number of ordinary shares outstanding (basic)	<u>784,748</u>	<u>784,748</u>	<u>784,748</u>	<u>784,748</u>
Earnings per share (basic) <i>(in Baht)</i>	<u>0.090</u>	<u>0.175</u>	<u>0.205</u>	<u>0.169</u>
	Consolidated financial statements		Separate financial statements	
<i>Nine-month periods that ended on 30 June</i>	<i>(in thousand Baht/thousand shares)</i>			
Profits (losses) attributable to ordinary shareholders of the Company (basic)	<u>(32,626)</u>	<u>(65,758)</u>	<u>(2,173)</u>	<u>123,003</u>
Number of ordinary shares outstanding (basic)	<u>784,748</u>	<u>784,748</u>	<u>784,748</u>	<u>784,748</u>
Earnings (losses) per share (basic) <i>(in Baht)</i>	<u>(0.042)</u>	<u>(0.084)</u>	<u>(0.003)</u>	<u>0.157</u>

# Mermaid Maritime Public Company Limited and its Subsidiaries

## Notes to the interim financial statements

For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)

### *Diluted earnings (losses) per share*

The calculations of diluted earnings (losses) per share for the three-month and nine-month periods that ended on 30 June 2013 and 2012 were based on the profits (losses) for the period attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding during the period after adjusting for the effects of all dilutive potential ordinary shares as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
<i>Three-month periods that ended on 30 June</i>	<i>(in thousand Baht/thousand shares)</i>			
<b>Profits attributable to ordinary shareholders of the Company (basic)</b>	<b>70,965</b>	<b>136,951</b>	<b>160,571</b>	<b>132,951</b>
Weighted average number of ordinary shares outstanding (basic)	784,748	784,748	784,748	784,748
Effect from employee share option plan	414	316	414	316
<b>Weighted average number of ordinary shares outstanding (diluted)</b>	<b>785,162</b>	<b>785,064</b>	<b>785,162</b>	<b>785,064</b>
<b>Earnings per share (diluted) (in Baht)</b>	<b>0.090</b>	<b>0.175</b>	<b>0.205</b>	<b>0.169</b>

	Separate Financial statements
<i>Nine-month periods that ended on 30 June 2012</i>	<i>(in thousand Baht/ thousand shares)</i>
<b>Profits (losses) attributable to ordinary shareholders of the Company (basic)</b>	<b>123,003</b>
Weighted average number of ordinary shares outstanding (basic)	784,748
Effect from employee share option plan	324
<b>Weighted average number of ordinary shares outstanding (diluted)</b>	<b>785,072</b>
<b>Earnings (losses) per share (diluted) (in Baht)</b>	<b>0.157</b>

Diluted losses per share for the consolidated financial statements for the nine-month period that ended on 30 June 2013 and 2012 and the separate financial statements for the nine-month period that ended on 30 June 2013 are not presented because including these potential shares would decrease the loss per share.

On 20 March 2013 the Company's Board of Directors proposed a non-renounceable non-underwritten rights issue and private placement to raise gross proceeds of approximately SGD 176.1 million by issuing up to 628,799,634 new rights shares at a price of SGD 0.28 per share to all shareholders. If shareholders do not fully subscribe for their rights shares, the Company may then do a private placement for the remaining shares.

The equity fund raising is subject to certain conditions, the approval of the SGX-ST which has been granted on 28 May 2012, and the Company's shareholders as mentioned in Note 17.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

**14 Dividends**

At the annual general meeting of shareholders of the Company held on 28 January 2013, the shareholders approved the payment of an annual dividend of Baht 0.0274 per share, amounting to Baht 21.5 million. The dividend was paid to shareholders on 22 February 2013.

**15 Guarantees**

As at 30 June 2013 and 30 September 2012 the Group and the Company had outstanding guarantees as follows:

	Consolidated financial statements							
	30 June 2013				30 September 2012			
	Baht	USD	AED	QAR	Baht	USD	AED	QAR
Letters of guarantee issued by financial institutions in the normal course of business	15,600	18,100	50	300	27,590	1,920	50	-
Guarantees for long-term borrowings of subsidiaries to financial institutions	-	136,300	-	-	-	131,617	-	-
<b>Total</b>	<b>15,600</b>	<b>154,400</b>	<b>50</b>	<b>300</b>	<b>27,590</b>	<b>133,537</b>	<b>50</b>	<b>-</b>

	Separate financial statements			
	30 June 2013		30 September 2012	
	Baht	USD	Baht	USD
Letters of guarantee issued by financial institutions in the normal course of business	400	8,750	400	-
Guarantees for long-term borrowings of subsidiaries to financial institutions	-	136,300	-	131,617
<b>Total</b>	<b>400</b>	<b>145,050</b>	<b>400</b>	<b>131,617</b>

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

**16 Commitments and contingent liabilities with non-related parties**

(a) Commitments

	Consolidated financial statements			
	30 June 2013		30 September 2012	
	<i>(in thousand)</i>			
	GBP	USD	GBP	USD
<b>Capital commitments</b>				
Rig special periodic survey contracts	-	-	-	903
Purchasing of equipment (ROVs)	1,130	-	-	-
<b>Total</b>	<b>1,130</b>	<b>-</b>	<b>-</b>	<b>903</b>
<b>Non-cancellable operating lease commitments</b>				
Within one year	-	10,819	-	6,387
After one year but within five years	-	21,131	-	2,643
<b>Total</b>	<b>-</b>	<b>31,950</b>	<b>-</b>	<b>9,030</b>

(b) Contingent liabilities

As at 30 June 2013, the group had contingent liabilities of USD 2.0 million (30 September 2012: USD 2.0 million) for the commission on procurement of assets.

**17 Events after the reporting period**

At the extraordinary meeting of shareholders of the Company held on 4 July 2013, the shareholders approved the following resolutions:

- (a) reduce the authorised share capital from Baht 791,213,843 to Baht 787,055,943 by means of the cancellation of 4,157,900 ordinary shares with Baht 1 par value.
- (b) increase the authorised share capital from Baht 787,055,943 to Baht 1,416,700,697 by means of the issuance of 629,644,754 new ordinary shares with Baht 1 par value.
- (c) the allocation of up to 628,780,754 ordinary shares from the increase in authorised share capital for offering to registered shareholders under the right issue relating to the Company's Board of Directors on 20 March 2013.
- (d) the allocation of up to 1,846,569 ordinary shares from the increase in authorised share capital for the adjustments to the employee share option.



**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

**18 Thai Financial Reporting Standards not yet adopted**

The Group has not adopted the following new and revised Thai Financial Reporting Standards (“TFRS”) that have been issued as of the reporting date but are not yet effective. The new and revised TFRS are expected to become effective for annual financial periods beginning on or after 1 January 2013.

TFRS	Topic	Year effective
TAS 21 (revised 2009)	The Effects of Changes in Foreign Exchange Rates	2013
TFRS 8	Operating Segments	2013
TFRIC 4	Determining whether an Arrangement contains a Lease	2014

Management expects to adopt and apply these new and revised TFRS in accordance with the Federation of Accounting Professions’ announcement. These standards are as follows:

***TAS 21 (revised 2009) – The effects of changes in foreign exchange rates***

The principal change introduced by TAS 21 is the introduction of the concept of functional currency, which is defined as the currency of the primary economic environment in which the entity operates. TAS 21 requires the entity to determine its functional currency and translate foreign currency items into its functional currency, reporting the effects of such translation in accordance with the provisions of TAS 21. Foreign currencies are defined by TAS 21 as all currencies other than the entity’s functional currency.

The Group will apply this standard commencing 1 October 2013. Management is currently assessing the impact of applying this standard.

***TFRS 8 – Operating segments***

The principal change introduced by TFRS 8 is the introduction of the concept of presenting operating segments based on the information that internally is provided to the Group’s chief operating decision maker. Since the change in accounting policy only impacts disclosure aspects, there is no impact on the Group’s financial statements.

***TFRIC 4 – Determining whether an Arrangement contains a Lease***

TFRIC 4 addresses arrangements that do not take the legal form of a lease, but convey rights to use items for agreed periods of time in return for a payment or series of payments. TFRIC 4 provides guidance for evaluating whether such arrangements are, or contain, leases that should be accounted for under TAS 17 Leases. If an agreement is determined to contain a lease, then TFRIC 4 requires TAS 17 to be applied to classify and account for the lease.

Management is of the opinion that the adoption of TFRIC 4 from 1 January 2014 will not have significant impact on the Group’s financial statements.

**Mermaid Maritime Public Company Limited and its Subsidiaries**  
**Notes to the interim financial statements**  
**For the three-month and nine-month periods that ended on 30 June 2013 (Unaudited)**

**19 Reclassification of accounts**

Certain accounts in the consolidated statement of financial position as at 30 September 2012 which are included in the interim financial statements for comparative purposes, have been reclassified to conform to the presentation in the 30 June 2013 interim financial statements.

	<b>Consolidated financial statement</b>		
	Before Reclassification	Reclassification <i>(in thousand Baht)</i>	After Reclassification
Advances to third party	286,707	(286,707)	-
Deferred contract costs	-	277,459	277,459
Other accounts receivable	253,264	<u>9,248</u>	262,512
		<u><u>-</u></u>	

The reclassifications have been made, because in the opinion of management, the new classification is more appropriate to the Group's business.