

(Registered in the Kingdom of Thailand) (Company Registration No. 0107550000017)

# Full Year Financial Statement Announcement for the Year Ended 30 September 2007

# PART I – INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL YEAR RESULTS

1(a) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

|  |                 | Consolidated  |         |  |  |
|--|-----------------|---|---------|--|--|
|  | For the ye      | For the year ended 30 Septem  2007 2006  Restated  Baht Baht  4,130,308,851 3,116,050,235  964,025 51,307,654  4,131,272,876 3,167,357,889  (2,813,738,530) (2,131,670,646)  (931,479) (35,055,767)  (2,814,670,009) (2,166,726,413)  1,316,602,867 1,000,631,476 |         |  |  |
|  | 2007            | 2006  | Change: |  |  |
|  |                 | Restated  |         |  |  |
|  | Baht            | Baht  | 9⁄0     |  |  |
|  |                 |   |         |  |  |
|  |                 |   |         |  |  |
| Service income                                   | 4,130,308,851   | 3,116,050,235   | 32.5%   |  |  |
| Sales  | 964,025         | 51,307,654  | -98.1%  |  |  |
| Total sales and service income                   | 4,131,272,876   | 3,167,357,889   | 30.4%   |  |  |
| Cost of services                                 | (2,813,738,530) | (2,131,670,646)   | 32.0%   |  |  |
| Cost of sales                                    | (931,479)       | (35,055,767)  | -97.3%  |  |  |
| Total cost of sales and services                 | (2,814,670,009) | (2,166,726,413)   | 29.9%   |  |  |
| Gross profit from sales and services             | 1,316,602,867   | 1,000,631,476   | 31.6%   |  |  |
| Service and administrative expenses              | (729,968,197)   | (422,704,024)   | 72.7%   |  |  |
| Interest income                                  | 11,052,673      | 2,259,527   | 389.2%  |  |  |
| Gain/(loss) on exchange rates                    | 114,493,191     | 149,674,655   | -23.5%  |  |  |
| Net gain /(loss) on disposal of and write off    |                 |   |         |  |  |
| property, plant and equipment                    | (10,197,814)    | 9,266,867   | -210.0% |  |  |
| Gain /(loss) on disposal of investments          | 2,994,986       | -   | N/A     |  |  |
| Other income                                     | 22,389,394      | 29,769,880  | -24.8%  |  |  |
| Operating profit                                 | 727,367,100     | 768,898,381   | -5.4%   |  |  |
| Interest expenses                                | (175,263,238)   | (189,297,017)   | -7.4%   |  |  |
| Profit before income taxes                       | 552,103,862     | 579,601,364   | -4.7%   |  |  |
| Income taxes                                     | (18,817,024)    | (26,868,710)  | -30.0%  |  |  |
| Profit before minorities                         | 533,286,838     | 552,732,654   | -3.5%   |  |  |
| Profit (loss) attributable to minority interests | 7,794,918       | (14,397,302)  | -154.1% |  |  |
| Net profit for the year                          | 541,081,756     | 538,335,352   | 0.5%    |  |  |
| Notes to the income statement                    |                 |   |         |  |  |
| Profit from operation includes the following:    |                 |   |         |  |  |
| Depreciation and amortisation                    | 507,461,393     | 443,650,135   |         |  |  |



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# $1\ (b)(i)$ A balance sheet (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

|                                    |                 | Consolie        |                 | Comp          |                   |
|------------------------------------|-----------------|-----------------|-----------------|---------------|-------------------|
|                                    |                 | 30-Sep-07       | 30-Sep-06       | 30-Sep-07     | 30-Sep-06         |
|                                    |                 |                 | Restated        |               | Restated          |
|                                    |                 | Baht            | Baht            | Baht          | Bah               |
| Assets                             |                 |                 |                 |               |                   |
| Current assets                     |                 |                 |                 |               |                   |
| Cash and cash equivalents          |                 | 511,700,472     | 185,313,778     | 21,138,545    | 15,147,596        |
| Trade accounts receivable -        | others, net     | 966,139,602     | 937,000,841     | -             | 272,815           |
| -                                  | related parties | 260,453         | 15,505,297      | 55,602        | 249,938           |
| Amounts due from related partie    | s               | 89,335          | 77,408          | 107,470,386   | 68,464,099        |
| Short-term loans to related parti  | es              | -               | -               | 108,000,000   | 120,000,000       |
| Inventories                        |                 | -               | 23,556,222      | -             | -                 |
| Supplies and spare parts           |                 | 113,580,970     | 84,233,052      | -             | -                 |
| Other current assets               |                 | 226,891,902     | 125,198,289     | 89,952,394    | 18,200,047        |
| Total current assets               |                 | 1,818,662,734   | 1,370,884,887   | 326,616,927   | 222,334,49        |
|                                    |                 |                 | 7,              | ,,            |                   |
| Non-current assets                 |                 |                 |                 |               |                   |
| Investments in subsidiaries - equi | •               | -               | -               | 2,357,672,477 | 1,885,965,773     |
| Property, plant and equipment, i   | net             | 4,011,341,500   | 4,072,274,357   | 237,363,482   | 260,225,021       |
| Intangible assets, net             |                 | 10,317,206      | 17,240,282      | 9,130,680     | 17,078,068        |
| Deferred tax assets                |                 | 59,605,621      | 31,241,185      | -             | -                 |
| Other non-current assets           |                 | 45,802,984      | 3,399,652       | 568,980       | 588,480           |
| Total non-current assets           |                 | 4,127,067,311   | 4,124,155,476   | 2,604,735,619 | 2,163,857,348     |
|                                    |                 | 5045 700 045    | 5 405 040 050   | 0.001.000.046 | 0.00410104        |
| Total assets                       |                 | 5,945,730,045   | 5,495,040,363   | 2,931,352,546 | 2,386,191,843     |
|                                    |                 |                 |                 |               |                   |
| Liabilities and shareholders       | equity          |                 |                 |               |                   |
| Current liabilities                |                 |                 |                 |               |                   |
| Bank overdrafts                    |                 | 20,274,164      | 40,058,490      | -             | -                 |
| Short-term loans from financial    | institutions    | 201,577,752     | 160,000,000     | -             | 20,000,000        |
| Trade accounts payable -           | others          | 353,795,790     | 224,569,724     | -             | -                 |
|                                    | related parties | 46,778,383      | 35,882,162      | 15,694        | 624,305           |
| Other accounts payable             | •               | 20,898,008      | 29,365,565      | 8,681,798     | 1,595,618         |
| Amounts due to related parties     |                 | 1,268,572       | 801,027         | - 1           | -                 |
| Current portion of long-term los   | ans             |                 |                 |               |                   |
| from financial institutions        |                 | 406,245,182     | 272,890,333     | 24,800,000    | 24,800,000        |
| Current portion of finance lease   | lishilities     | 6,010,135       | 6,477,384       | 2,584,071     | 3,077,401         |
| Income taxes payable               | naomnes         | 14,153,584      | 9,748,432       | 2,504,071     | 3,077,40          |
| Accrued expenses                   |                 | 104,446,376     | 21,756,389      | 41,825,512    | 3,032,505         |
| Other current liabilities          |                 | 93,329,898      | 85,684,517      | 9,108,931     | 3,080,479         |
| Total current liabilities          |                 | 1,268,777,844   |                 | 87,016,006    |                   |
| Iotal current Habilities           |                 | 1,200,777,044   | 887,234,023     | 87,016,006    | 56,210,308        |
| Non-current liabilities            |                 |                 |                 |               |                   |
| Long-term loans from financial :   | institutions    | 1,773,410,230   | 2,207,423,960   | 85,600,000    | 110,400,000       |
| Finance lease liabilities          |                 | 5,148,640       | 9,645,195       | 2,200,362     | 5,930,800         |
| Retirement benefit obligations     |                 | 3,358,501       | 5,368,626       | 1,545,412     | 4,375,651         |
| Total non-current liabilities      |                 | 1,781,917,371   | 2,222,437,781   | 89,345,774    | 120,706,451       |
|                                    |                 | 1,701,517,571   |                 | 0,545,774     |                   |
| Total liabilities                  |                 | 3,050,695,215   | 3,109,671,804   | 176,361,780   | 176,916,759       |
|                                    |                 |                 |                 |               |                   |
| Shareholders' equity               |                 |                 |                 |               |                   |
| Share capital                      |                 |                 |                 |               |                   |
| Registered share capital           |                 | 674,537,393     | 383,205,340     | 674,537,393   | 383,205,340       |
| Issued and fully paid up           |                 | 383,205,340     | 383,205,340     | 383,205,340   | 383,205,340       |
| Premium on share capital           |                 | 1,226,352,382   | 1,226,352,382   | 1,226,352,382 | 1,226,352,382     |
| Translation adjustments for inve   | stmants in      | 2,00,00,000,000 | 2,00,00,000,000 | 1,000,002,002 | 02/ وعدد والعصورة |
| overseas subsidiaries              | STATES ALL      | 496,058         | (4,137,868)     | 496,058       | (4,137,868)       |
| Retained earnings                  |                 | 470,038         | (4,137,000)     | 470,038       | (4,137,000        |
| -                                  |                 | 5 300 000       | 5 330 000       | 6 200 000     | 5 200 000         |
| Appropriated - legal reserve       |                 | 5,720,000       | 5,720,000       | 5,720,000     | 5,720,000         |
| Unappropriated                     |                 | 1,139,216,986   | 598,135,230     | 1,139,216,986 | 598,135,230       |
| Total parent's shareholders' equit | ty              | 2,754,990,766   | 2,209,275,084   | 2,754,990,766 | 2,209,275,084     |
| Minority interests                 |                 | 140,044,064     | 176,093,475     |               |                   |
| Total shareholders' equit          | v               | 2,895,034,830   | 2,385,368,559   | 2,754,990,766 | 2,209,275,084     |
|                                    | v               | 2,022,034,030   | 2,202,200,233   | 2,121,220,100 | 2,207,27,007      |
|                                    |                 | 5,945,730,045   | 5,495,040,363   | 2,931,352,546 | 2,386,191,843     |



MERMAID MARITIME PUBLIC COMPANY LIMITED (Registered in the Kingdom of Thailand) (Company Registration No. 0107550000017)

# 1 (b)(ii) Aggregate amount of group's borrowings and debt securities.

| Guaranteed<br>Baht | Total<br>Baht |
|--------------------|---------------|
| Baht               | Baht          |
|                    |               |
| 3 221,851,915      | 634,107,233   |
| 1 197,636,959      | 1,778,558,870 |
| at 30 September 2  | 2006          |
| Guaranteed         | Total         |
| Baht               | Baht          |
| 7 180,058,490      | 479,426,207   |
| 7 159,911,478      | 2,217,069,155 |
| _                  | 7 159,911,478 |



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# 1 (c) A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

|   | Consolie                      | патец         |
|---|-------------------------------|---------------|
|   | For the year ended            | 30 September  |
|   | 2007                          | 2006          |
|   |                               | Restated      |
|   | Baht                          | Bahr          |
| Cash flows from operating activities                              |                               |               |
| Net income for the year   | 541,081,756                   | 538,335,352   |
| Adjusted by:  |                               |               |
| Depreciation  | 498,872,435                   | 438,642,671   |
| Amortisation of intangible asset                                  | 8,588,958                     | 5,007,464     |
| Net (gain)/loss on disposal of and write off                      |                               |               |
| property, plant and equipment                                     | 10,197,814                    | (9,266,867)   |
| (Gain)/loss on disposal of investments in                         |                               |               |
| subsidiaries  | (2,994,986)                   | -             |
| Realised (gain)/loss on exchange rate                             | (16,302,798)                  | (4,151,300)   |
| Unrealised (gain)/loss on exchange rate                           | (165,290,431)                 | (175,743,922) |
| Provision (reversal) of impairment of accounts                    |                               |               |
| receivable (*)  | 1,705,781                     | 11,013,506    |
| Retirement benefit obligations                                    | (2,010,125)                   | (452,675)     |
| Share of profit in subsidiaries, net                              | - 1                           | -             |
| Profit attributable to minority interests                         | (7,794,918)                   | 14,397,302    |
| Changes in operating assets and liabilities                       |                               |               |
| (excluding the effects of acquisition and disposal)               |                               |               |
| - Trade accounts receivable - others (*)                          | (45,614,369)                  | (689,279,993) |
| - Trade accounts receivable - related parties                     | 15,244,844                    | 5,127,557     |
| - Amounts due from related parties                                | (11,927)                      | 1,493,108     |
| - Inventories (*)   | 864,885                       | (243,827)     |
| - Supplies and spare parts  | (29,347,918)                  | (52,853,396)  |
| - Other current assets (*)  | (108,924,278)                 | 47,214,233    |
| - Deferred tax assets   | (28,364,436)                  | (21,273,595)  |
| - Other non-current assets (*)                                    | (36,120,233)                  | (6,658,444)   |
| - Trade accounts payable - others (*)                             | 138,400,789                   | 143,417,800   |
| - Trade accounts payable - related parties                        | 10,896,221                    | (28,601,314)  |
| - Other accounts payable (*)                                      | (7,778,301)                   | 29,365,565    |
| - Amounts due to related parties                                  | 467,545                       | 6,807         |
| - Advance received from customers                                 |                               | (5,976,554)   |
| - Income tax payable (*)  | 5,937,306                     | (17,066,047)  |
| - Accrued expenses (*)  | 83,853,720                    | (6,605,210)   |
| - Other current liabilities (*)                                   | 28,310,268                    | 40,442,034    |
| Net cash inflows (outflows) from                                  |                               |               |
| operating activities  | 893,867,602                   | 256,290,257   |
|   |                               |               |
| *) These items exclude the change in the operating assets and lia | pilities of five subsidiaries |               |
| which were disposed during the 2007 financial year.               |                               |               |



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|   | Consolie           | dated          |
|---|--------------------|----------------|
|   | For the year ended | l 30 September |
|   | 2007               | 2006           |
|   |                    | Restated       |
|   | Baht               | Baht           |
| Cash flows from investing activities                |                    |                |
| Proceeds from disposal of investment                |                    |                |
| in subsidiaries                                     | 31,763,233         | -              |
| Proceeds from disposals of property, plant          |                    |                |
| and equipment                                       | 254,210,889        | 49,102,635     |
| Purchases of property, plant and equipment          | (716,910,430)      | (690,535,528)  |
| Purchases of intangible assets                      | (1,665,882)        | (18,013,611)   |
| Net cash inflows (outflows) in investing activities | (432,602,190)      | (659,446,504)  |
| Cash flows from financing activities                |                    |                |
| Net proceeds (payments) from bank overdrafts        | (19,784,326)       | 40,058,490     |
| Proceeds of short-term loans                        |                    |                |
| from financial institutions                         | 202,703,654        | 276,435,020    |
| Payments on short-term loans                        |                    |                |
| from financial institutions                         | (160,000,000)      | (217,575,710)  |
| Payments on finance lease liabilities               | (8,465,211)        | (5,679,419)    |
| Proceeds from long-term loans from financial        |                    |                |
| institutions  | 144,035,685        | 467,650,840    |
| Payments on long-term loans from financial          |                    |                |
| institutions  | (264,227,240)      | (105,680,000)  |
| Dividends paid to minority interests                | (29,141,280)       | -              |
| Proceeds from issue of share capital from           |                    |                |
| minority interests                                  | -                  | 220            |
| Net cash inflows (outflows) from financing          |                    |                |
| activities  | (134,878,718)      | 455,209,441    |
| Net increase (decrease) in cash and                 |                    |                |
| cash equivalents                                    | 326,386,694        | 52,053,194     |
| Cash and cash equivalents at the beginning          |                    |                |
| of year   | 185,313,778        | 133,260,584    |
| Cash and cash equivalents at the end of year        | 511,700,472        | 185,313,778    |



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1 (d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

|   |                      |               |                  |                  | Consolidated 2007 |                |                |               |
|---|----------------------|---------------|------------------|------------------|-------------------|----------------|----------------|---------------|
|   |                      |               |                  | Translation      |                   |                |                |               |
|   |                      |               |                  | adjustments for  | Appropriated      |                |                |               |
|   |                      | Issued and    |                  | investments in   | retained          | Unappropriated |                |               |
|   |                      | paid-up       | Premium          | overseas         | earnings-         | retained       | Minority       |               |
|   |                      | share capital | on share capital | subsidiaries     | legal reserve     | earnings       | interests      | Tota          |
|   |                      | Baht          | Baht             | Baht             | Baht              | Baht           | Baht           | Bah           |
| Beginning balance as at 1 October 2006        |                      | 383,205,340   | 1,226,352,382    | (4,137,868)      | 5,720,000         | 682,024,304    | 180,874,618    | 2,474,038,776 |
| Retrospective adjustments of applying new     | accounting standards | -             | -                | -                | -                 | (83,889,074)   | (4,781,143)    | (88,670,217)  |
| Beginning balance after retrospective adjustn | ent                  | 383,205,340   | 1,226,352,382    | (4,137,868)      | 5,720,000         | 598,135,230    | 176,093,475    | 2,385,368,559 |
| Issued share capital                          |                      | -             | -                | -                | -                 | -              | -              | -             |
| Net income for the year                       |                      | -             | -                | -                | -                 | 541,081,756    | (7,794,918)    | 533,286,838   |
| Dividends paid by a subsidiary                |                      | -             | -                | -                | -                 | -              | (29,141,280)   | (29,141,280)  |
| Translation adjustments for investments       |                      |               |                  |                  |                   |                |                | -             |
| in overseas subsidiaries                      |                      | -             | -                | 4,633,926        | -                 | -              | 886,787        | 5,520,713     |
| Ending balance as at 30 September 2007        |                      | 383,205,340   | 1,226,352,382    | 496,058          | 5,720,000         | 1,139,216,986  | 140,044,064    | 2,895,034,830 |
|   |                      |               |                  |                  | Сотралу           | 2007           |                |               |
|   |                      |               |                  |                  | Translation       |                |                |               |
|   |                      |               |                  |                  | adjustments for   | Appropriated   |                |               |
|   |                      |               | Issued and       |                  | investments in    | retained       | Unappropriated |               |
|   |                      |               | paid-up          | Premium          | overseas          | earnings-      | retained       |               |
|   |                      |               | share capital    | on share capital | subsidiaries      | legal reserve  | earnings       | Total         |
|   |                      |               | Baht             | Baht             | Baht              | Baht           | Baht           | Bah           |
| Beginning balance as at 1 October 2006        |                      |               | 383,205,340      | 1,226,352,382    | (4,137,868)       | 5,720,000      | 682,024,304    | 2,293,164,158 |
| Retrospective adjustments of applying new     | accounting standards |               | -                | -                | -                 | -              | (83,889,074)   | (83,889,074)  |
| Beginning balance after retrospective adjustn | nent                 |               | 383,205,340      | 1,226,352,382    | (4,137,868)       | 5,720,000      | 598,135,230    | 2,209,275,084 |
| Net income for the year                       |                      |               | -                | -                | -                 | -              | 541,081,756    | 541,081,756   |
| Translation adjustments for investments in o  | verseas subsidiaries |               | -                | -                | 4,633,926         | -              | -              | 4,633,926     |
| Ending balance as at 30 September 2007        |                      |               | 383,205,340      | 1,226,352,382    | 496,058           | 5,720,000      | 1,139,216,986  | 2,754,990,766 |



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|  |               |                  |                  | Consolidated 2006 |                |                |               |
|--|---------------|------------------|------------------|-------------------|----------------|----------------|---------------|
|  |               |                  | Translation      |                   |                |                |               |
|  |               |                  | adjustments for  | Appropriated      |                |                |               |
|  | Issued and    |                  | investments in   | retained          | Unappropriated |                |               |
|  | paid-up       | Premium          | overseas         | earnings-         | retained       | Minority       |               |
|  | share capital | on share capital | subsidiaries     | legal reserve     | earnings       | interests      | Total         |
|  | Baht          | Baht             | Baht             | Baht              | Baht           | Baht           | Baht          |
| Beginning balance as at 1 October 2005                           | 383,205,340   | 1,226,352,382    | 43,736           | 5,720,000         | 80,533,339     | 163,403,304    | 1,859,258,101 |
| Retrospective adjustments of applying new accounting standards   | -             | -                | -                | -                 | (20,733,461)   | (1,458,306)    | (22,191,767)  |
| Beginning balance after retrospective adjustment                 | 383,205,340   | 1,226,352,382    | 43,736           | 5,720,000         | 59,799,878     | 161,944,998    | 1,837,066,334 |
| Issued share capital   | -             | -                | -                | -                 | -              | 220            | 220           |
| Net income for the year  | -             | -                | -                | -                 | 538,335,352    | 14,397,302     | 552,732,654   |
| Translation adjustments for investments                          |               |                  |                  |                   |                |                |               |
| in overseas subsidiaries   | -             | -                | (4,181,604)      | -                 | -              | (249,045)      | (4,430,649)   |
| Ending balance as at 30 September 2006                           | 383,205,340   | 1,226,352,382    | (4,137,868)      | 5,720,000         | 598,135,230    | 176,093,475    | 2,385,368,559 |
|  |               |                  |                  |                   |                |                |               |
|  |               |                  |                  | Сотрал            | y 2006         |                |               |
|  |               |                  |                  | Translation       |                |                |               |
|  |               |                  |                  | adjustments for   | Appropriated   |                |               |
|  |               | Issued and       |                  | investments in    | retained       | Unappropriated |               |
|  |               | paid-up          | Premium          | overseas          | earnings-      | retained       |               |
|  |               | share capital    | on share capital | subsidiaries      | legal reserve  | earnings       | Total         |
|  |               | Baht             | Baht             | Baht              | Baht           | Baht           | Baht          |
| Beginning balance as at 1 October 2005                           |               | 383,205,340      | 1,226,352,382    | -                 | 5,720,000      | 80,533,339     | 1,695,811,061 |
| Retrospective adjustments of applying new accounting standards   |               | -                | -                | -                 | -              | (20,733,461)   | (20,733,461)  |
| Beginning balance after retrospective adjustment                 |               | 383,205,340      | 1,226,352,382    | -                 | 5,720,000      | 59,799,878     | 1,675,077,600 |
| Net income for the year  |               | -                | -                | -                 | -              | 538,335,352    | 538,335,352   |
| Translation adjustments for investments in overseas subsidiaries |               | -                | -                | (4,137,868)       | -              | -              | (4,137,868)   |
| Ending balance as at 30 September 2006                           |               | 383,205,340      | 1,226,352,382    | (4,137,868)       | 5,720,000      | 598,135,230    | 2,209,275,084 |



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1 (d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

| Regis            | tered  | Issued and Paid-up   |   |   | red Issued and Paid-up   |  |  |
|------------------|--|--|---|---|--|--|--|
| Number of shares | Share capital  | Number of shares   | Share capial  | Share premium   | Total  |  |  |
| Shares           | Baht   | Shares   | Baht  | Baht  | Baht   |  |  |
| 383,205,340      | 383,205,340  | 38,320,534   | 383,205,340   | 1,226,352,382   | 1,609,557,722  |  |  |
| -                | -  | 383,205,340  | -   | -   | -  |  |  |
| 291,322,053      | 291,322,053  | -  | -   | -   | -  |  |  |
| 674,527,393      | 674,527,393  | 383,205,340  | 383,205,340   | 1,226,352,382   | 1,609,557,722  |  |  |
|                  | Number of<br>shares<br>Shares<br>383,205,340<br>-<br>291,322,053 | shares         Share capital           Shares         Baht           383,205,340         383,205,340           -         -           291,322,053         291,322,053 | Number of shares         Share capital         Number of shares           Shares         Baht         Shares           383,205,340         383,205,340         38,320,534           -         -         383,205,340           291,322,053         291,322,053         - | Number of shares         Share capital         Number of shares         Share capital           Shares         Baht         Shares         Baht           383,205,340         383,205,340         383,205,340         383,205,340           -         -         383,205,340         -           291,322,053         291,322,053         -         - | Number of shares         Share capital         Number of shares         Share capital         Sh |  |  |

During the 2007 financial year, the Company did a share split, where the par value went from Baht 10 per ordinary share to Baht 1 per ordinary share. This resulted in an increase in the number of shares from 38,320,534 shares to 383,205,340 shares.

The Company also increased its registered share capital from 383,205,340 ordinary shares to 674,537,393 ordinary shares at a par value of Baht 1 per ordinary share, totalling Baht 291,322,053. The increase of registered capital was primarily used in the Company's Initial Public Offering ("IPO"), which occurred on 16 October 2007. Since the IPO was executed after the end of our financial year, the paid-up share capital presented on the Company's balance sheet as at 30 September 2007 has not taken into account the IPO proceeds.

As of today, the Company fully received IPO proceeds of Baht 5,709.13 million before deducting issuing costs. The paid-up share capital was increased from 383,205,340 ordinary shares to 541,205,340 ordinary shares after the sale of 158,000,000 shares and registered with the Ministry of Commerce of Thailand. Additional paid-up capital in the form of a share premium equalled Baht 5,551.13 million before deducting issuing costs.

As at 30 September 2007 and 2006, the registered share capital of the Company was Baht 674,537,393 and Baht 383,205,340, respectively.

As at 30 September 2007 and 2006, the paid-up share capital of the Company was Baht 383,205,340 and Baht 383,205,340, respectively.



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# 2. Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice.

The financial statements presented herewith have been prepared in accordance with generally accepted accounting principles in Thailand ("Thai GAAP"). The figures have not been audited or reviewed.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.

The same accounting policies and methods of computation as in the Group's most recently audited annual Thai GAAP financial statements have been applied, except as described in paragraph 5 below.

5. If there are any changes in the accounting policies and methods of computation, including any required by and accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

In the 2007 financial year, the Company has applied IAS 12: Income Taxes, IAS 16: Property, Plant and Equipment, IAS 18: Revenue (in relation to revenue recognition of mobilisation fee), and IAS 19: Employee Benefits in the Thai GAAP financial statements. The effect of such applications resulted in a decrease in net profit for 2007 and beginning retained earnings as at 1 October 2006 of Baht 39,782,603 and Baht 83,889,074, respectively. This has been retrospectively adjusted to the financial statements for the year ended 30 September 2006 presented herein this report. The effects of the retrospective adjustment resulted in a decrease in net profit for 2006 and beginning retained earnings as at 1 October 2005 of Baht 63,155,612 and Baht 20,733,461, respectively.

#### **Income Taxes**

Deferred income taxes are provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income taxes are determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax assets are realised or the deferred income tax liabilities are settled. Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

#### Property, Plant, and Equipment

The component approach requires each element of a large item of PPE with a cost significant to the total cost to be separately identified and depreciated. If some of the separate elements have similar useful lives, they will be grouped for depreciation purposes. The component approach also affects treatment of dry-docking costs. Upon acquisition of



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a vessel or rig, the components of the vessel or rig which are required to be replaced at the next dry-docking are identified, and their costs are depreciated over the period to the next estimated dry-docking date. When significant specific dry-docking costs are incurred prior to the expiry of the depreciation period, the remaining costs of the previous dry-docking are written off immediately.

#### Mobilisation fee

Mobilisation activities are related to the drilling business, when a rig is mobilised from one geographic area to another. Certain contracts include mobilisation fees that are paid at the start of the contracts. Where the mobilisation fee covers a general or specific upgrade of a rig or equipment, the fee is recognised as revenue over the contract period. In cases where the fee covers specific operating expenses at the start up of the contract, the fee is recognised in the same period as expenses.

#### **Employee Benefits**

Provident funds are accounted for as defined contribution plans and contributions to provident funds are charged to the consolidated income statements when incurred. Obligations for severance benefits, which are part of defined benefit plans or required by labour law, are accounted for by using the projected unit credit method. The benefit obligations are discounted using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid that have terms to maturity approximating the terms of the related pension liabilities.

6. Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for reference dividends.

|  | Consolidated     |                 |         |  |  |  |
|--|------------------|-----------------|---------|--|--|--|
|  | For the y        | ear ended 30 Se | ptember |  |  |  |
|  | 2007 2006 Change |                 |         |  |  |  |
|  |                  | Restated        |         |  |  |  |
|  | Baht             | Baht            | 9⁄0     |  |  |  |
|  |                  |                 |         |  |  |  |
| Earnings per share (based on the net profit for the year):       |                  |                 |         |  |  |  |
| Based on the weighted average number of ordinary shares in issue | 1.41             | 1.40            | 0.5%    |  |  |  |
|  |                  |                 |         |  |  |  |



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- 7. Net asset value (for the issuer and group) per ordinary share based on issued share capital of the issuer at the end of the:-
  - (a) current financial period reported on; and
  - (b) immediately preceding financial year.

|   | Сонѕо     | lidated             | Созн | рану      |
|---|-----------|---------------------|------|-----------|
|   | 30-Ѕер-07 | 30-Sep-07 30-Sep-06 |      | 30-Ѕер-06 |
|   |           | Restated            |      | Restated  |
|   | Baht      | Baht                | Baht | Baht      |
|   |           |                     |      |           |
| Net asset value per ordinary share based on the existing issued |           |                     |      |           |
| share capital as at end of respective period                    | 7.55      | 6.22                | 7.19 | 5.77      |
|   |           |                     |      |           |

- 8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
- (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

#### Overview

For the year that ended on 30 September 2007, total sales and service income of the Company was Baht 4,131.27 million, an increase of Baht 963.91 million or 30.4%, from Baht 3,167.36 million for the year that ended on 30 September 2006. The higher net profit was primarily a result of strong performance in our subsea engineering group, including higher day rates and higher utilisation of our subsea assets, which was partially offset by lower than expected contributions from our drilling group as a result of rig downtime and a stronger USD/THB exchange rate, which resulted in a decrease in revenues, since revenues are primarily paid in US Dollars but converted to Thai Baht for reporting purposes.

Gross profit was Baht 1,316.60 million, an increase of Baht 315.97 million or 31.6%. The slight increase in gross profit margin of 0.3% reflects the lower contribution from drilling as mentioned above.

Operating profit was Baht 727.37 million, a decrease of Baht 41.53 million or 5.4%. The lower operating profit was a result of higher service and administrative expenses, which were primarily attributable to ongoing rig operating costs during its off-hire period and write offs of certain rig assets due to accidental damage.

Net profit was Baht 541.08 million, including an unrealised exchange gain of Baht 114.49 million, as compared to Baht 538.34 million, including an unrealised exchange gain of Baht 149.67 million. The unrealised exchange gain primarily occurs from translation of US Dollar loans into Thai Baht at the year-end date, and occurs when the Thai Baht strengthens against the US Dollar. Excluding unrealised exchange gains, net profit increased by Baht 37.93 million or 9.8%.



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## **Business Segment Analysis**

Drilling: The drilling segment generated 30.0% and 16.9% of the Company's total revenues and operating profits, respectively.

During 2007, the Company's drilling units, MTR-1 and MTR-2, had committed client contracts. Utilisation of MTR-1 for the year was 52.88%, which was the result of 191 off-hire days as a result of the crane boom repair and special periodic survey in the first quarter and accidental damage in the third quarter. The special survey is a requirement of Bureau Veritas and American Petroleum Institute, the rig's classification societies, and is undertaken every five years. Total accident-related asset write-offs and insurance deductibles amounted to US\$ 2.25 million. MTR-1 was back in operation on 12 September 2007.

Utilisation of MTR-2 for the year was 79.18%. The rig worked continuously until the fourth quarter, at which point the rig commenced a period of downtime to meet certain technical specifications and undergo special periodic survey. It is expected that MTR-2 will be back in operation in mid-January 2008. This downtime is a result of delays in receiving certain long lead time items to upgrade the rig based on our client's specifications and completion of the special periodic survey.

Subsea Engineering: The assets in our subsea engineering segment had a 77% utilisation rate during the year, and generated 69.4% and 98.6% of the Company's revenues and operating profits, respectively. This strong performance was driven by rising day rates throughout the year, as well as higher utilisation across our fleet. These high utilisation rates are continuing in the first quarter 2008.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

Not applicable

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

## **Drilling**

The offshore rig market continues to show strength across all categories and classes of mobile offshore drilling units. Continuing increases in oil prices have reinforced demand for production drilling, the niche in which Mermaid participates. Our MTR1 is presently on a long term contract with Amerada Hess through late 2008 and MTR-2 with Chevron late 2009. While there are a number of newbuild jackup deliveries expected, a number of these units will effectively be replacing older units that will likely be retired from the market should there be any softening of demand.



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The market sentiment for tender rigs continues to see high full utilisation with new fixture day rates continuing to increase. On 22 October 2007, Mermaid signed a contract with Kencana HL Sdn. Bhd. for a newbuild tender rig; with options on a further three rigs. Discussions are ongoing with a major regional oil & gas producer to fix the newbuild rig on a term contract upon delivery. Given current supply / demand situation within the region, it is likely that option for a second rig will be exercised in 2008. Delivery of the first rig is expected late 2009.

### Subsea Engineering

Subsea engineering vessels continue to be in short supply throughout the region and term contracts are being secured at near record high day rates. Our DSV Mermaid Commander and ROV vessel Binh Minh, recently equipped with deepwater ROV capability, have been selected by BP Indonesia for services in the region. Contracts are expected to be issued imminently. Mermaid Commander has also been awarded CUEL's 2008 IRM service contract. Our second DP DSV Team Siam, on completion of works with Saipem in Indonesia, is expected to mobilise for CUEL / Chevron in Gulf of Thailand. Our non-DP vessels are presently operating on various contracts maintaining a high utilisation rate.

With the tight supply in the marketplace our 2008 "order book" is filling quickly.

#### 11. Dividend

## (a) Current Financial Period Reported on

Any dividend recommended for the currency period report on? No.

#### (b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year? No.

(c) Date payable

Not applicable

(d) Books closure date

Not applicable

### 12. If no dividend has been declared/recommended, a statement to that effect.

Not applicable



**Total assets** 

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# Part II – ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT (This part is not applicable to Q1, Q2, Q3 or Half Year Results)

13. Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.

| Inter-segment service income   | <i>'</i>   |                                   |              |  | Cons   | solidated 2007 |             |              |  |
|--|--|-----------------------------------|--------------|--|--|----------------|-------------|--------------|--|
| Inter-segment service income   |  | equipment<br>services &<br>supply | chandlery    | and operation of multi- purpose offshore service vessels | diving,<br>ROV and<br>NDT<br>services to<br>offshore<br>industries | Services       | Services    |              | Group<br>Baht  |
| Inter-segment service income   | Total service income   |                                   |              | 8,651,340  | 2,867,436,971  | 1,242,865,144  | 14,975,633  |              | 4,133,929,088  |
| Total sales  | Inter-segment service income   | -                                 | -            | -  | -  | (2,844,452)    | (775,785)   | -            | (3,620,237)  |
| Inter-segment sales  | Service income   | -                                 | -            | 8,651,340  | 2,867,436,971  | 1,240,020,692  | 14,199,848  | -            | 4,130,308,851  |
| Sales         - 964,025         8,651,340-   | Total sales  | -                                 | 964,025      |  |  | -              | -           |              | 964,025  |
| Total service income and sales         -         964,025         8,651,340         2,867,436,971         1,240,020,692         14,199,848         -         4,131,2           Operating profit (loss)         -         (14,141,609)         (3,778,244)         717,450,109         123,248,152         (1,314,102)         (94,097,206)         727,3           Income taxes         (18,8           Profit (loss) attributable to minority interest         7,7           Net profit for the year         541,4 | _  |                                   |              |  |  |                |             |              |  |
| Operating profit (loss)         - (14,141,609) (3,778,244)         717,450,109         123,248,152         (1,314,102) (94,097,206)         727,3           Interest expenses         (175,2)           Income taxes         (18,8)           Profit (loss) attributable to minority interest         7,7           Net profit for the year         541,6  | Sales  |                                   |              |  |  |                |             |              | 964,025  |
| Interest expenses Income taxes Income taxes Profit (loss) attributable to minority interest Net profit for the year  (175,2  (18,8)  7,7  Net profit for the year  | Total service income and sales   |                                   | 964,025      | 8,651,340  | 2,867,436,971  | 1,240,020,692  | 14,199,848  |              | 4,131,272,876  |
| 0.100 777 156 1.410 000 707  | Interest expenses Income taxes Profit (loss) attributable to minority interest |                                   | (14,141,609) | (3,778,244)  | 717,450,109  | 123,248,152    | (1,314,102) | (94,097,206) | 727,367,100<br>(175,263,238)<br>(18,817,024)<br>7,794,918<br>541,081,756 |
| Property, plant, equipment and intangible assets   | Property, plant, equipment and intangible assets                               |                                   |              |  | 2,123,775,456  | 1,640,228,725  | 11,160,363  | 246,494,162  | 4,021,658,706  |

5,945,730,045



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|  |   |                            |             | Consolidat  | ted 2006 (Restated           | )                            |                     |                               |
|--|---|----------------------------|-------------|---|------------------------------|------------------------------|---------------------|-------------------------------|
|  | Safety<br>equipment<br>services &<br>supply<br>Baht | Ships<br>chandlery<br>Baht | vessels     | Turn-key diving, ROV and NDT services to offshore industries Baht | Drilling<br>Services<br>Baht | Training<br>Services<br>Baht | Unallocated<br>Baht | Group<br>Baht                 |
| Total service income                             | 45,743,259  | 12,748                     | 105,962,754 | 1,724,648,320   | 1,241,599,289                | 4,386,055                    | 537,918,025         | 3,660,270,450                 |
| Inter-segment service income                     | (3,861,111)   |                            |             | (7,283,459)   |                              | (30,568)                     | (533,045,077)       | (544,220,215)                 |
| Service income                                   | 41,882,148  | 12,748                     | 105,962,754 | 1,717,364,861   | 1,241,599,289                | 4,355,487                    | 4,872,948           | 3,116,050,235                 |
| Total sales                                      | 37,451,678  | 24,926,765                 | -           |   | -                            | -                            | -                   | 62,378,443                    |
| Inter-segment sales                              | (2,939,645)   | (8,131,144)                |             |   |                              |                              |                     | (11,070,789)                  |
| Sales  | 34,512,033  | 16,795,621                 |             |   |                              | -                            |                     | 51,307,654                    |
| Total service income and sales                   | 76,394,181  | 16,808,369                 | 105,962,754 | 1,717,364,861   | 1,241,599,289                | 4,355,487                    | 4,872,948           | 3,167,357,889                 |
| Operating profit (loss)                          | 10,340,113  | (13,503,350)               | 5,700,201   | 444,321,112   | 407,116,042                  | (872,331)                    | (84,203,406)        | 768,898,381                   |
| Interest expenses Income taxes                   |   |                            |             |   |                              |                              |                     | (189,297,017)<br>(26,868,710) |
| Profit (loss) attributable to minority interest  |   |                            |             |   |                              |                              |                     | (14,397,302)                  |
| Net profit for the year                          |   |                            |             |   |                              |                              |                     | 538,335,352                   |
| Property, plant, equipment and intangible assets | 18,509,132  | 1,650,541                  | 249,262,290 | 1,773,138,639   | 1,758,935,860                | 10,715,082                   | 277,303,095         | 4,089,514,639                 |
| Total assets                                     |   |                            |             |   |                              |                              |                     | 5,495,040,363                 |



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# 14. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.

Please see review of performance in paragraph 8 above.

#### 15. A breakdown of sales.

|  | For the year ended |                   | Increased   |
|--|--------------------|-------------------|-------------|
|  | 30 September 2007  | 30 September 2006 | (Decreased) |
|  | Baht               | Baht              | 0/0         |
| Sales and services reported for the first half year  | 1,931,489,404      | 1,209,019,115     | 59.8%       |
| Operating profit after tax before deducting minority |                    |                   |             |
| interests reported for the first half year           | 379,607,974        | 188,789,766       | 101.1%      |
| Sales and services reported for the second half year | 2,199,783,472      | 1,958,338,774     | 12.3%       |
| Operating profit after tax before deducting minority |                    |                   |             |
| interests reported for the second half year          | 153,678,864        | 363,942,888       | -57.8%      |

# 16. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year.

Not applicable

#### 17. A reconciliation of difference between Thai GAAP to IFRS.

The financial information presented herewith has been prepared in accordance with Generally Accepted Accounting Principles in Thailand ("Thai GAAP"). The significant differences between Thai GAAP and IFRS relevant to the Company comprise IAS 12: Income Taxes, IAS 16: Property, Plant and Equipment, IAS 18: Revenue (in relation to revenue recognition of mobilisation fee), IAS 19: Employee Benefits and IAS 21: The Effects of Changes in Foreign Exchange Rates. Currently, the Company's financial statements have been applied those IASs which are IAS 12, IAS 16, IAS 18, and IAS 19 as described in paragraph 5, excepted IAS 21 as a waiver from Singapore Exchange Limited. Therefore, the significant difference between Thai GAAP and IFRS financial statements is below.

### The Effects of Changes in Foreign Exchange Rates

#### Thai GAAP

Thai GAAP does not require a determination of the functional currency (the currency of the primary economic environment in which the entity operates). The measurement currency as presented in the Thai GAAP financial statements in the local currency.



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#### **IFRS**

IFRS requires each individual entity included in the reporting entity to determine its functional currency and measure its results and financial position in that currency.

#### <u>Impact</u>

Because the functional currency of subsidiaries which comprise of Mermaid Offshore Services Ltd., Darium Thai Offshore Ltd., MTR-1 Ltd., MTR-2 Ltd., and Mermaid Drilling (Malaysia) Sdn. Bhd. is in US Dollars, accounting records need to be measured in the functional currency. This would affect all balance sheet and income statements line items.

Net effects on consolidated income statement and balance sheet for 2007 and 2006 can be summarised as follows:

|  | Net effects on Consolidated Income Statement<br>for the year that ended on 30 September 2007 |              |                          |
|--|--|--------------|--------------------------|
|  | Thai GAAP  | IFRS         | Increased                |
|  | Million Baht   | Million Baht | (Decreased) Million Baht |
| Total sales and service income   | 4,131.27   | 4,131.43     | 0.16                     |
| Total cost of sales and service income   | 2,814.67   | 2,761.68     | (52.99)                  |
| Service and administrative expenses  | 729.97   | 730.57       | 0.60                     |
| Operating profit (loss)  | 727.37   | 708.65       | (18.72)                  |
| Net profit for year  | 541.08   | 495.07       | (46.01)                  |
| Depreciation expense which is included in total cost of sales and service and service and administrative expense based on nature | 507.46   | 454.46       | (53.00)                  |

|                               | Net effects on Consolidated Balance Sheet<br>as at 30 September 2007 |              |              |
|-------------------------------|--|--------------|--------------|
|                               | Thai GAAP  | IFRS         | Increased    |
|                               |  |              | (Decreased)  |
|                               | Million Baht   | Million Baht | Million Baht |
| Total current assets          | 1,818.66   | 1,810.60     | (8.06)       |
| Total non-current assets      | 4,127.07   | 3,608.32     | (518.75)     |
| Total current liabilities     | 1,268.78   | 1,263.66     | (5.12)       |
| Total non-current liabilities | 1,781.92   | 1,781.86     | (0.06)       |

|  | Net effects on Consolidated Income Statement<br>for the year that ended on 30 September 2006 |              |                       |
|--|--|--------------|-----------------------|
|  | Thai GAAP<br>(Restated)  | IFRS         | Increased (Decreased) |
|  | Million Baht   | Million Baht | Million Baht          |
| Total sales and service income   | 3,167.36   | 3,168.00     | 0.64                  |
| Total cost of sales and service income   | 2,166.73   | 2,154.09     | (12.64)               |
| Service and administrative expenses  | 422.70   | 431.69       | 8.99                  |
| Operating profit (loss)  | 768.90   | 603.24       | (165.66)              |
| Net profit for year  | 538.34   | 375.00       | (163.34)              |
|  |  |              |                       |
| Depreciation expense which is included in total cost of sales and service and service and administrative expense based on nature | 443.65   | 426.18       | (17.47)               |



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|                               | Net effects on Consolidated Balance Sheet<br>as at 30 September 2006 |              |                       |
|-------------------------------|--|--------------|-----------------------|
|                               | Thai GAAP<br>(Restated)  | IFRS         | Increased (Decreased) |
|                               | Million Baht   | Million Baht | Million Baht          |
| Total current assets          | 1,370.88   | 1,363.65     | (7.23)                |
| Total non-current assets      | 4,124.16   | 3,814.07     | (310.09)              |
| Total current liabilities     | 887.23   | 881.51       | (5.72)                |
| Total non-current liabilities | 2,222.44   | 2,222.35     | (0.09)                |

#### BY ORDER OF THE BOARD

M.L. Chandchutha Chandratat Chairman of the Board of Directors 14 November 2007

Macquarie Securities (Singapore) Pte Limited was the Sole Global Coordinator, Bookrunner and Underwriter for, and Macquarie Securities (Asia) Pte Limited was the Issue Manager for, the initial public offering of the Company.