

**Thoresen Thai Agencies Public
Company Limited and its Subsidiaries**

Financial statements for the three-month period ended
31 December 2014
and
Independent Auditor's Report

Independent Auditor's Report

To the Shareholders of Thoresen Thai Agencies Public Company Limited

I have audited the accompanying consolidated and separate financial statements of Thoresen Thai Agencies Public Company Limited and its subsidiaries (the "Group"), and of Thoresen Thai Agencies Public Company Limited (the "Company"), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2014, the consolidated and separate statements of income, comprehensive income, changes in equity and cash flows for the three-month period then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated and Separate Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated and separate financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

My responsibility is to express an opinion on these consolidated and separate financial statements based on my audit. I conducted my audit in accordance with Thai Standards on Auditing. Those standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated and separate financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

In my opinion, the consolidated and separate financial statements present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2014 and their financial performance and cash flows for the three-month period then ended in accordance with Thai Financial Reporting Standards.

Other matter

I draw attention to the following; the Group changed its financial year end from 30 September to 31 December. Consequently, the consolidated statements of income, comprehensive income, changes in equity and cash flows for the accounting period ended 31 December 2014 comprises only three months whereas the comparative information presented for the year ended 30 September 2014 comprises twelve months, which periods presented are not comparable. Therefore, supplementary information in note 36 has been prepared as additional information in the form of unaudited consolidated statements of income for the twelve months periods ended 31 December 2014 and 2013. I have not audited the supplementary information and do not express any audit opinion on such information.

(Veerachai Ratanajaratkul)
Certified Public Accountant
Registration No. 4323

KPMG Phoomchai Audit Ltd.
Bangkok
27 February 2015

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Statement of financial position

	<i>Note</i>	Consolidated		Separate	
		financial statements		financial statements	
Assets		31 December	30 September	31 December	30 September
		2014	2014	2014	2014
		<i>(in thousand Baht)</i>			
<i>Current assets</i>					
Cash and cash equivalents	5	7,710,644	6,289,847	2,920,551	2,052,840
Short-term investments	6	587,780	1,342,450	62,385	66,393
Trade accounts receivable	4, 7	4,439,868	4,243,971	-	-
Other accounts receivable	8	349,537	428,153	366	12,799
Receivables from related parties	4	10,802	6,774	466,639	495,690
Short-term loans to related parties	4	-	-	1,462,280	2,083,753
Current portion of long-term loans to related parties	4	2,073	2,073	6,573	607,723
Deferred contract costs	9	190,275	203,385	-	-
Inventories	10	770,657	659,058	-	-
Vessel supplies and spare parts		673,102	696,790	-	-
Prepayments		227,591	195,651	4,925	4,591
Assets held for sale	11	-	149,416	-	-
Other current assets		445,649	368,125	2,106	2,377
Total current assets		15,407,978	14,585,693	4,925,825	5,326,166
<i>Non-current assets</i>					
Long-term loans to related parties	4	-	-	694,508	734,876
Investments in subsidiaries	12	-	-	23,328,744	27,733,152
Investments in associates	13	5,804,516	4,861,412	42,368	42,368
Investments in joint ventures	14	1,298,022	1,110,618	19,984	17,968
Goodwill	15	984,598	978,620	-	-
Property, plant, and equipment	16	27,260,692	26,924,236	179,374	182,404
Intangible assets	17	225,765	246,558	49,360	53,396
Deferred tax assets	18	202,677	178,083	104,492	80,275
Other non-current assets	19	437,609	445,506	1,691	511
Total non-current assets		36,213,879	34,745,033	24,420,521	28,844,950
Total assets		51,621,857	49,330,726	29,346,346	34,171,116

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

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Statement of financial position

	<i>Note</i>	Consolidated		Separate	
		financial statements		financial statements	
Liabilities and equity		31 December	30 September	31 December	30 September
		2014	2014	2014	2014
		<i>(in thousand Baht)</i>			
<i>Current liabilities</i>					
Bank overdrafts	20	8,525	4,244	-	-
Short-term loans	20	473,279	284,044	-	-
Trade accounts payable		1,702,766	1,229,828	6,584	9,686
Other accounts payable		193,288	152,607	-	61
Payables to related parties	4	5,698	7,576	55,407	365,001
Advances from customers		190,640	171,248	-	-
Short-term loans from related parties	4,20	-	-	1,287,653	5,816,657
Current portion of long-term loans	20	2,463,544	2,272,635	300,000	360,000
Current portion of bonds	20	1,999,627	1,999,445	1,999,627	1,999,445
Current portion of finance lease liabilities	20	6,693	6,264	-	-
Current portion of share subscription payable		57,310	66,047	-	-
Accrued income taxes		165,548	154,030	-	-
Accrued expenses		1,464,823	1,580,745	43,413	102,685
Other current liabilities		322,807	363,114	16,647	137,308
Total current liabilities		9,054,548	8,291,827	3,709,331	8,790,843
<i>Non-current liabilities</i>					
Long-term loans	20	7,734,090	7,156,341	480,000	580,000
Bonds, net	20	1,998,700	1,998,569	1,998,700	1,998,569
Finance lease liabilities	20	9,332	9,186	-	-
Deferred tax liabilities	18	195,860	163,757	-	-
Employee benefit obligations	21	155,016	111,663	13,196	12,343
Total non-current liabilities		10,092,998	9,439,516	2,491,896	2,590,912
Total liabilities		19,147,546	17,731,343	6,201,227	11,381,755

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Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Statement of financial position

	<i>Note</i>	Consolidated		Separate	
		financial statements		financial statements	
Liabilities and equity		31 December	30 September	31 December	30 September
		2014	2014	2014	2014
		<i>(in thousand Baht)</i>			
Equity					
Share capital					
Authorised share capital	22	<u>1,544,106</u>	<u>1,544,106</u>	<u>1,544,106</u>	<u>1,544,106</u>
Issued and paid-up share capital		<u>1,301,175</u>	<u>1,293,235</u>	<u>1,301,175</u>	<u>1,293,235</u>
Premium on ordinary shares		9,282,187	9,161,644	9,282,187	9,161,644
Retained earnings					
Appropriated - legal reserves	23	110,340	98,830	110,340	98,830
Unappropriated		12,452,026	12,308,809	12,461,989	12,243,423
Other components of equity		<u>1,332,079</u>	<u>863,262</u>	<u>(10,572)</u>	<u>(7,771)</u>
Equity attributable to owners					
of the Company		24,477,807	23,725,780	23,145,119	22,789,361
Non-controlling interests		<u>7,996,504</u>	<u>7,873,603</u>	<u>-</u>	<u>-</u>
Total equity		<u>32,474,311</u>	<u>31,599,383</u>	<u>23,145,119</u>	<u>22,789,361</u>
Total liabilities and equity		<u>51,621,857</u>	<u>49,330,726</u>	<u>29,346,346</u>	<u>34,171,116</u>

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

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Statement of income

	Note	Consolidated		Separate	
		financial statements		financial statements	
		For the three-month period ended 31 December 2014	For the year ended 30 September 2014	For the three-month period ended 31 December 2014	For the year ended 30 September 2014
<i>(in thousand Baht)</i>					
Revenues					
Revenues from services					
Freight charges		2,213,697	6,887,489	-	-
Offshore service income		3,234,735	10,088,183	-	-
Service and commission income		64,307	253,963	-	-
Revenues from sales		693,937	4,201,603	-	-
Total revenues	25	6,206,676	21,431,238	-	-
Costs					
Cost of providing services					
Vessel operating expenses		2,136,311	6,219,423	-	-
Offshore service expenses		2,830,048	8,233,895	-	-
Service and commission expenses		36,726	132,790	-	-
Cost of sales		567,346	3,386,129	-	-
Total costs		5,570,431	17,972,237	-	-
Gross profits		636,245	3,459,001	-	-
Other operating income	26	158,320	339,593	355,697	760,061
Profits before expenses		794,565	3,798,594	355,697	760,061
Selling expenses		44,491	315,222	-	-
Administrative expenses		580,152	2,237,976	69,159	336,988
Total expenses		624,643	2,553,198	69,159	336,988
Operating profits	25	169,922	1,245,396	286,538	423,073
Share of profits in associates and joint ventures	13, 14	258,063	1,186,091	-	-
Profits before finance costs and income tax expenses		427,985	2,431,487	286,538	423,073
Finance costs		128,044	491,859	79,978	332,627
Profits before income tax expenses		299,941	1,939,628	206,560	90,446
Income tax expenses (benefits)	28	91,038	314,353	(23,516)	(16,009)
Net profits for the period / year		208,903	1,625,275	230,076	106,455
Net profits attributable to:					
Owners of the Company		154,727	1,015,229	230,076	106,455
Non-controlling interests		54,176	610,046	-	-
		208,903	1,625,275	230,076	106,455
Earnings per share					
Basic earnings per share <i>(in Baht)</i>	29	0.12	0.88	0.18	0.09
Diluted earnings per share <i>(in Baht)</i>		0.12	0.85	0.17	0.09

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Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Statement of comprehensive income

	Consolidated		Separate	
	financial statements		financial statements	
	For the three-month period ended	For the year ended	For the three-month period ended	For the year ended
	31 December	30 September	31 December	30 September
	2014	2014	2014	2014
	<i>(in thousand Baht)</i>			
Net profit for the period / year	208,903	1,625,275	230,076	106,455
Other comprehensive income (expenses)				
Translation adjustments for investments in subsidiaries	552,573	579,458	-	-
Net change in fair value of available-for-sale investments	32,469	8,137	(3,502)	8,137
Share-based payment reserves	(416)	462	-	-
Income tax on other comprehensive income	(6,493)	(1,627)	701	(1,627)
Other comprehensive income (expenses) for the period / year	578,133	586,430	(2,801)	6,510
Total comprehensive income for the period / year	787,036	2,211,705	227,275	112,965
Total comprehensive income attributable to:				
Owners of the Company	596,371	1,389,781	227,275	112,965
Non-controlling interests	190,665	821,924	-	-
	787,036	2,211,705	227,275	112,965

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

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Statement of changes in equity

Consolidated financial statements														
Other components of equity														
Note	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Translation adjustments for investments in overseas subsidiaries	Fair value change in available-for-sale investments	Capital reserves - adjustment arising from business restructuring	Change in parent's ownership interests in subsidiaries	Share-based payment reserves	Total other components of equity	Equity attributable to owners of the Company	Non-controlling interests	Total equity	
			Legal reserves	Unappropriated										
<i>(in thousand Baht)</i>														
For the year ended 30 September 2014														
	Balance at 1 October 2013	991,838	5,232,142	93,500	11,298,910	(1,904,393)	(14,281)	(50,030)	2,474,924	828	507,048	18,123,438	7,318,081	25,441,519
Transactions with owners, recorded directly in equity														
Contributions by owners of the Company														
22	Issue of ordinary shares	301,397	3,929,502	-	-	-	-	-	-	-	-	4,230,899	-	4,230,899
	Dividends paid from a subsidiary to non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	(159,361)	(159,361)
	Contribution from non-controlling shareholders of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	4,118	4,118
	Dilution of non-controlling shareholders of a subsidiary	-	-	-	-	-	-	5,080	-	5,080	5,080	(47,041)	-	(41,961)
	Change in parent's ownership interests in subsidiaries	-	-	-	-	-	-	(23,418)	-	(23,418)	(23,418)	-	-	(23,418)
	Deconsolidation of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	(64,118)	(64,118)
	Total contributions by owners of the Company	301,397	3,929,502	-	-	-	-	(18,338)	-	(18,338)	4,212,561	(266,402)	3,946,159	
Comprehensive income for the year														
	Net profits for the year	-	-	-	1,015,229	-	-	-	-	-	-	1,015,229	610,046	1,625,275
	Other comprehensive income	-	-	-	-	367,580	6,510	-	-	462	374,552	374,552	211,878	586,430
	Total comprehensive income for the year	-	-	-	1,015,229	367,580	6,510	-	-	462	374,552	1,389,781	821,924	2,211,705
23	Transfer to legal reserves	-	-	5,330	(5,330)	-	-	-	-	-	-	-	-	-
	Balance at 30 September 2014	1,293,235	9,161,644	98,830	12,308,809	(1,536,813)	(7,771)	(50,030)	2,456,586	1,290	863,262	23,725,780	7,873,603	31,599,383
For the three-month period ended 31 December 2014														
	Balance at 1 October 2014	1,293,235	9,161,644	98,830	12,308,809	(1,536,813)	(7,771)	(50,030)	2,456,586	1,290	863,262	23,725,780	7,873,603	31,599,383
Transactions with owners, recorded directly in equity														
Contributions by owners of the Company														
22	Issue of ordinary shares	7,940	120,543	-	-	-	-	-	-	-	-	128,483	-	128,483
	Contribution from non-controlling shareholders of a subsidiary	-	-	-	-	-	-	-	-	-	-	-	1,334	1,334
	Dilution of non-controlling shareholders of a subsidiary	-	-	-	-	-	-	25,973	-	25,973	25,973	(69,098)	-	(43,125)
	Change in parent's ownership interests in subsidiaries	-	-	-	-	-	-	1,200	-	1,200	1,200	-	-	1,200
	Total contributions by owners of the Company	7,940	120,543	-	-	-	-	27,173	-	27,173	155,656	(67,764)	87,892	
Comprehensive income for the period														
	Net profits for the period	-	-	-	154,727	-	-	-	-	-	-	154,727	54,176	208,903
	Other comprehensive income	-	-	-	-	416,084	25,976	-	-	(416)	441,644	441,644	136,489	578,133
	Total comprehensive income for the period	-	-	-	154,727	416,084	25,976	-	-	(416)	441,644	596,371	190,665	787,036
23	Transfer to legal reserves	-	-	11,510	(11,510)	-	-	-	-	-	-	-	-	-
	Balance at 31 December 2014	1,301,175	9,282,187	110,340	12,452,026	(1,120,729)	18,205	(50,030)	2,483,759	874	1,332,079	24,477,807	7,996,504	32,474,311

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

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Statement of changes in equity

		Separate financial statements						
		Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Other components of equity		Total equity
Note				Legal reserves	Unappropriated	Fair value change in available-for-sale investments	Total other components of equity	
		<i>(in thousand Baht)</i>						
For the year ended 30 September 2014								
		991,838	5,232,142	93,500	12,142,298	(14,281)	(14,281)	18,445,497
		Transactions with owners, recorded directly in equity						
		Contributions by owners of the Company						
	22	301,397	3,929,502	-	-	-	-	4,230,899
		301,397	3,929,502	-	-	-	-	4,230,899
		Comprehensive income for the year						
		-	-	-	106,455	-	-	106,455
		-	-	-	-	6,510	6,510	6,510
		-	-	-	106,455	6,510	6,510	112,965
	23	-	-	5,330	(5,330)	-	-	-
		1,293,235	9,161,644	98,830	12,243,423	(7,771)	(7,771)	22,789,361
For the three-month period ended 31 December 2014								
		1,293,235	9,161,644	98,830	12,243,423	(7,771)	(7,771)	22,789,361
		Transactions with owners, recorded directly in equity						
		Contributions by owners of the Company						
	22	7,940	120,543	-	-	-	-	128,483
		7,940	120,543	-	-	-	-	128,483
		Comprehensive income for the period						
		-	-	-	230,076	-	-	230,076
		-	-	-	-	(2,801)	(2,801)	(2,801)
		-	-	-	230,076	(2,801)	(2,801)	227,275
	23	-	-	11,510	(11,510)	-	-	-
		1,301,175	9,282,187	110,340	12,461,989	(10,572)	(10,572)	23,145,119

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

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Statement of cash flows

	<i>Note</i>	Consolidated		Separate	
		financial statements		financial statements	
		For the three-month	For the year	For the three-month	For the year
		period ended	ended	period ended	ended
		31 December	30 September	31 December	30 September
		2014	2014	2014	2014
<i>(in thousand Baht)</i>					
<i>Cash flows from operating activities</i>					
Net profits for the period / year		208,903	1,625,275	230,076	106,455
<i>Adjustments for:</i>					
Depreciation	16	400,258	1,443,406	4,002	17,491
Amortisation on deferred dry-docking expenses	16	95,392	324,877	-	-
Amortisation on intangible assets	17	21,865	90,858	4,036	16,181
Amortisation on prepayments		893	3,611	-	-
Amortisation on deferred interest income		(115)	-	-	-
Bad and doubtful debts expense	7	1,484	9,967	-	-
Net allowance (reversal) for doubtful accounts and provision for unrecoverable value added tax		4,611	(52,368)	-	-
Impairment on long-term loans to related parties	27	-	-	39,617	506,901
Reversal of allowance for decline in value of inventories	10	(12,190)	(289,168)	-	-
Reversal of impairment on investments in subsidiaries	27	-	-	(1,341)	(505,867)
Net (reversal) allowance for impairment on investment in a joint venture	27	-	-	(2,016)	1,813
Impairment and write-off on property, plant, and equipment, and intangible assets		54,114	15,017	-	-
Finance costs		128,044	491,859	79,978	332,627
Income tax expenses (benefits)	28	91,038	314,353	(23,516)	(16,009)
Losses from write-off on withholding taxes	27	10,062	9,910	-	-
Net gains on disposals of property, plant, and equipment, and intangible assets	26	(5,180)	(5,247)	-	(612)
Dividend income from short-term investments	26	-	(1,606)	-	(1,606)
Dividend income from associates	26	-	-	-	(9,800)
Dividend income from subsidiaries	26	-	-	(328,643)	(507,749)
Net (gains) losses on disposals of investments in a subsidiary, an associate and a joint venture		(38,148)	9,249	-	10,144
Net gains on disposals of short-term investments	26	-	(110)	-	(110)
Share of profits of associates and joint ventures	13, 14	(258,063)	(1,186,091)	-	-
Unrealised losses (gains) on exchange rates from short-term investments and loans		(8,841)	29,421	17,869	(37,498)
Realised (gains) losses on exchange rates from loans		-	(1,411)	80,608	18,903
Losses from settlement of cross currency and interest rate swap agreements		4,401	4,865	4,401	4,865
Expenses for share based payment		96	462	-	-
		<u>698,624</u>	<u>2,837,129</u>	<u>105,071</u>	<u>(63,871)</u>

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

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Statement of cash flows

	Consolidated		Separate	
	financial statements		financial statements	
	For the three-month period ended 31 December 2014	For the year ended 30 September 2014	For the three-month period ended 31 December 2014	For the year ended 30 September 2014
	<i>(in thousand Baht)</i>			
<i>Cash flows from operating activities (continued)</i>				
<i>Changes in operating assets and liabilities</i>				
Trade accounts receivable	(146,555)	(1,268,223)	-	-
Other accounts receivable	78,616	(152,977)	12,433	-
Receivables from related parties	(53,126)	1,069,992	46,395	19,499
Inventories	(108,769)	1,007,186	-	-
Vessel supplies and spare parts	77,050	(303,492)	-	-
Prepayments	(27,883)	(9,938)	(333)	1,342
Other current assets	(62,585)	93,569	460	(9,875)
Other non-current assets	19,941	28,334	(1,180)	187
Trade accounts payable	448,861	(184,711)	(3,102)	(3,646)
Payables to related parties	(2,126)	(6,951)	296,260	60,592
Other accounts payable	(80,941)	(124,441)	(327)	(142)
Advances from customers	16,226	55,030	-	-
Accrued income taxes	(49,468)	94,079	-	-
Accrued expenses	(111,335)	116,462	(50,667)	31,706
Other current liabilities	(44,780)	188,860	(120,661)	97,036
Employee benefit obligations	41,361	6,960	853	1,223
Exchange difference from translation of overseas companies	70,557	33,198	-	-
Cash generated from operating activities	<u>763,668</u>	<u>3,480,066</u>	<u>285,202</u>	<u>134,051</u>
Finance costs paid	(158,617)	(495,112)	(353,952)	(238,636)
Income taxes paid	(32,990)	(402,325)	(190)	(1,751)
Net cash from (used in) operating activities	<u>572,061</u>	<u>2,582,629</u>	<u>(68,940)</u>	<u>(106,336)</u>
<i>Cash flows from investing activities</i>				
Purchases of property, plant, and equipment and intangible assets	(205,944)	(6,757,408)	(358)	(1,196)
Payments for dry-docking	(81,737)	(200,625)	-	-
Payments for short-term loans to related parties	-	-	(756,894)	(1,550)
Payments for long-term loans to related parties	-	-	-	(15,000)
Payments for investments in subsidiaries, associates, and joint ventures	(649,413)	(113,144)	(767,801)	(4,528,827)
Dividends received from short-term investments	-	1,606	-	1,606
Dividends received from subsidiaries	-	-	328,643	401,246
Dividends received from associates	-	64,844	-	9,800
Dividends received from joint ventures	-	173,075	-	-
Proceeds from disposals of property, plant, and equipment and intangible assets	19,380	8,590	-	612
Net proceeds from (payments for) short-term investments	817,061	(816,935)	-	2,717
Proceeds from disposals of investments in a subsidiary, an associate and a joint venture	2,403	49,328	-	49,328
Proceeds from decrease of share capital of a subsidiary	-	-	264,693	-
Proceeds from settlement of long-term loans	-	112,924	-	112,924
Proceeds from settlement of short-term loans to related parties	-	-	1,296,489	1,155,969
Proceeds from settlement of long-term loans to related parties	-	500	612,257	318,211
Net cash from (used in) investing activities	<u>(98,250)</u>	<u>(7,477,245)</u>	<u>977,029</u>	<u>(2,494,160)</u>

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

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Statement of cash flows

	<i>Note</i>	Consolidated		Separate	
		financial statements		financial statements	
		For the three-month	For the year	For the three-month	For the year
		period ended	ended	period ended	ended
		31 December	30 September	31 December	30 September
		2014	2014	2014	2014
<i>(in thousand Baht)</i>					
<i>Cash flows from financing activities</i>					
Proceeds from long-term loans		1,144,976	1,525,219	-	-
Net proceeds (repayments) of short-term loans		189,235	(681,630)	-	-
Repayments of long-term loans and finance lease liabilities		(526,080)	(1,453,904)	(160,000)	(220,000)
Dividends paid from a subsidiary					
to non-controlling interests		-	(159,361)	-	-
Dividends paid to shareholders		-	(88)	-	(88)
Proceeds from increase of share capital	22	128,483	4,230,899	128,483	4,230,899
Proceeds from increase of investment from non-controlling interests of a subsidiary		1,334	396,698	-	-
Net repayments from settlement of cross currency and interest rate swap agreements		(4,401)	(4,865)	(4,401)	(4,865)
Net cash from (used in) financing activities		933,547	3,852,968	(35,918)	4,005,946
Net increase (decrease) in cash and cash equivalents		1,407,358	(1,041,648)	872,171	1,405,450
Cash and cash equivalents as at 1 October 2014 and 2013		6,285,603	7,446,247	2,052,840	650,977
Effect of deconsolidation		-	(90,560)	-	-
Effect of exchange rate changes on balances held in foreign currencies		9,158	(28,436)	(4,460)	(3,587)
Cash and cash equivalents as at 31 December / 30 September		7,702,119	6,285,603	2,920,551	2,052,840
Cash and cash equivalents as at 31 December / 30 September comprise:					
Cash and cash equivalents	5	7,710,644	6,289,847	2,920,551	2,052,840
Bank overdrafts		(8,525)	(4,244)	-	-
		7,702,119	6,285,603	2,920,551	2,052,840
<i>Non-cash transactions</i>					
Unpaid liabilities from dry-docking		3,703	8,440	-	-
Unpaid liabilities from purchase of property, plant, and equipment and intangible assets		82,384	255,981	206	409
Offsetting dividend income with short-term loans from subsidiaries		-	-	-	106,503
Dividend payables		3,985	3,985	3,985	3,985
Additional (disposal) investment in a subsidiary by offsetting with short-term loans and amount due to/from subsidiaries	12	-	-	(4,908,857)	1,492,274
Disposal of investment in an associate and a joint venture by offsetting with investment in a subsidiary	12	(152,138)	-	-	-
Settlement of short-term loan from related parties by offsetting with short-term and long-term loan to related parties		-	-	-	29,046
Acquisition of a joint venture by exchange with the investments in an associate and a joint venture	13	168,646	-	-	-

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

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Notes to financial statements

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Notes to financial statements

These notes form an integral part of the financial statements.

The financial statements issued for Thai statutory and regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language statutory financial statements, and were approved and authorised for issue by the Board of Directors on 27 February 2015.

1 General information

Thoresen Thai Agencies Public Company Limited (the “Company”) is incorporated in Thailand and has its registered office at 26/26-27 Orakarn Building, 8th Floor, Soi Chidlom, Ploenchit Road, Lumpinee, Pathumwan, Bangkok 10330.

The Company was listed on the Stock Exchange of Thailand (the “SET”) on 25 September 1995.

The principal business operations of the Company and its subsidiaries (the “Group”) involve the ownership of dry bulk vessels, certain shipping services, offshore oil and gas services, production and sales of fertilisers, coal trading, and warehouse and logistics services. The Group’s activities can be separated into four main categories, namely transport, infrastructure, energy, and the holding company.

Details of the Company’s subsidiaries, associates, and joint ventures as at 31 December 2014 and 30 September 2014 are given in notes 12, 13, and 14.

2 Basis of preparation of the financial statements

(a) *Statement of compliance*

The financial statements are prepared in accordance with Thai Financial Reporting Standards (“TFRS”); guidelines promulgated by the Federation of Accounting Professions (“FAP”); and applicable rules and regulations of the Thai Securities and Exchange Commission.

The FAP has issued the following new and revised Thai Financial Reporting Standards (“TFRS”) relevant to the Group’s/Company’s operations and effective for annual accounting periods beginning on or after 1 January 2014:

TFRS	Topic
TAS 1 (revised 2012)	Presentation of financial statements
TAS 7 (revised 2012)	Statement of Cash Flows
TAS 12 (revised 2012)	Income Taxes
TAS 17 (revised 2012)	Leases
TAS 18 (revised 2012)	Revenue
TAS 19 (revised 2012)	Employee Benefits
TAS 21 (revised 2012)	The Effects of Changes in Foreign Exchange Rates
TAS 24 (revised 2012)	Related Party Disclosures
TAS 28 (revised 2012)	Investments in Associates
TAS 31 (revised 2012)	Interests in Joint Ventures
TAS 34 (revised 2012)	Interim Financial Reporting
TAS 36 (revised 2012)	Impairment of Assets
TAS 38 (revised 2012)	Intangible Assets
TFRS 2 (revised 2012)	Share-based Payment
TFRS 3 (revised 2012)	Business Combinations
TFRS 5 (revised 2012)	Non-current Assets held for Sale and Discontinued Operations
TFRS 8 (revised 2012)	Operating Segments
TFRIC 4	Determining whether an Arrangement contains a Lease

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Notes to financial statements

TFRS	Topic
TFRIC 10	Interim Financial Reporting and Impairment
TFRIC 17	Distributions of Non-cash Assets to Owners
TFRIC 18	Transfers of Assets from Customers
TIC 15	Operating Leases-Incentives
TIC 27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease

The initial application of these new and revised TFRS has resulted in changes in certain of the Group's accounting policies. These changes have no material effect on the financial statements.

In addition to the above new and revised TFRS, the FAP has issued a number of other new and revised TFRS which are effective for annual financial periods beginning on or after 1 January 2015 and have not been adopted in the preparation of these financial statements. Those new and revised TFRS that are relevant to the Group's operations are disclosed in note 35.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis except as stated in the accounting policies.

(c) Functional and presentation currency

The financial statements are presented in Thai Baht, which is the Company's functional currency. All financial information presented in Thai Baht has been rounded in the notes to the financial statements to the nearest thousand unless otherwise stated.

(d) Use of estimates and judgements

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

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which estimates are revised and in any future periods affected.

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements is included in the following notes:

Note 12, 15, and 16	Key assumptions used in discounted cash flow projections
Note 21	Measurement of defined benefit obligations
Note 24	Measurement of share-based payments
Note 32	Valuation of financial instruments
Note 33	Commitments and contingent liabilities

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

(e) *Change in accounting period*

At the Annual General Meeting of Shareholders of the Company held on 30 January 2014, the shareholders approved to change the Company's accounting period from the period starting from 1 October to 30 September to the period starting from 1 January to 31 December. The Company completed the registration with Department of Business Development, Ministry of Commerce and obtained an approval from Revenue Department for this change which has an effect on the Company's first change of accounting period ended 31 December 2014. Consequently, the financial statements for the period ended 31 December 2014 have been prepared from 1 October 2014 to 31 December 2014. As such, the amounts presented in the statement of income, comprehensive income, changes in equity and cash flows as comparative information are not directly comparable.

3 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

(a) *Basis of consolidation*

The consolidated financial statements relate to the Company and its subsidiaries, associates, and jointly-controlled entities (together referred to as the "Group") and the Group's interests in associates and jointly-controlled entities.

Business combinations

The Group applies the acquisition method for all business combinations other than those with entities under common control.

Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Group takes into consideration potential voting rights that currently are exercisable. The acquisition date is the date on which control is transferred to the acquirer. Judgment is applied in determining the acquisition date and determining whether control is transferred from one party to another.

Consideration transferred includes the fair values of the assets transferred, liabilities incurred by the Group to the previous owners of the acquiree, and equity interests issued by the Group. Consideration transferred also includes the fair value of any contingent consideration and share-based payment awards of the acquiree that are replaced mandatorily in the business combination. If a business combination results in the termination of pre-existing relationships between the Group and the acquiree, then the lower of the termination amount, as contained in the agreement, and the value of the off-market element is deducted from the consideration transferred and recognised in other expenses.

A contingent liability of the acquiree is assumed in a business combination only if such a liability represents a present obligation and arises from a past event, and its fair value can be measured reliably.

The Group measures any non-controlling interest at its proportionate interest in the identifiable net assets of the acquiree.

Transaction costs that the Group incurs in connection with a business combination, such as legal fees, and other professional and consulting fees are expensed as incurred.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Acquisitions from entities under common control

Business combinations of entities or businesses under common control are accounted for using a method similar to the pooling of interest method and in accordance with the guideline issued in 2009 by the FAP.

Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The accounting policies of subsidiaries have been changed where necessary to align them with the policies adopted by the Group. Losses applicable to non-controlling interests in a subsidiary are allocated to non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

Loss of control

Upon the loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in the statement of income. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity-accounted investee or as an available-for-sale investment depending on the level of influence retained.

Associates and jointly-controlled entities (equity-accounted investees)

Associates are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Significant influence is presumed to exist when the Group holds between 20% and 50% of the voting power of another entity. Jointly-controlled entities are those 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 associates and jointly-controlled entities are accounted for in the consolidated financial statements using the equity method (equity-accounted investees) and are recognised initially at cost. The cost of the investment includes transaction costs.

The consolidated financial statements include the Group's share of the statement of income 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.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains arising from transactions with associates and jointly-controlled entities are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

(b) Foreign currencies

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of the Group entities at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date.

Non-monetary assets and liabilities measured at cost in foreign currencies are translated to the functional currency at the exchange rates at the dates of the transactions.

Foreign currency differences are generally recognized in profit or loss.

Foreign operations

The assets and liabilities of foreign operations are translated to Thai Baht at the exchange rates at the reporting date.

Goodwill and fair value adjustments arising on the acquisition of foreign operations are stated at exchange rates at the reporting date.

The revenues and expenses of foreign operations are translated to Thai Baht at rates approximating the exchange rates at the dates of the transactions.

Foreign exchange differences arising on translation are recognised in other comprehensive income and presented in the translation adjustments for investments in overseas subsidiaries in equity until disposal of the investment.

(c) Hedging

Hedge of future foreign currency transactions

Gains and losses from forward exchange contracts and currency swaps used to hedge anticipated future currency transactions are deferred until the forecasted transaction occurs. Where the hedged item is a recognised asset or liability, it is translated at the contracted forward rates.

Foreign currency assets and liabilities hedged by forward exchange contracts are translated to Thai Baht at the contracted forward exchange rates.

Hedge of interest rates

Interest differentials under swap arrangements are accrued and recorded as adjustments to the interest expense relating to the hedged loans. For interest rate forward contracts, the amounts received or paid on cash settlements, representing the gain or loss, are deferred and recognised over the life of the underlying monetary asset or liability as an adjustment to interest income or expense. For purchased interest rate options, the premiums paid are included in the statement of financial position under other assets or other liabilities. The premiums are amortised to interest income or expense over the life of the agreements.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Hedge of bunker prices and freight rates

Differentials under bunker swap arrangements are accrued and recorded as adjustments to the cost of bunker relating to the hedged bunker. For forward freight agreements, the amounts received or paid on cash settlements, representing the gain or loss, are deferred and recognised over the life of the underlying monetary asset or liability as an adjustment to revenues from freight charges. For purchased freight rate options, the premiums paid are included in the statement of financial position under other assets or other liabilities. The premiums are amortised to interest income or expense over the life of the agreements.

(d) *Cash and cash equivalents*

Cash and cash equivalents comprise cash balances, call deposits, and highly liquid short-term investments. Bank overdrafts that are repayable on demand are a component of cash and cash equivalents for the purpose of the statement of cash flows.

(e) *Trade and other accounts receivable*

Trade and other accounts receivable are stated at their invoice value less allowance for doubtful accounts.

The allowance for doubtful accounts is assessed primarily on analysis of payment histories and future expectations of customer payments. Bad debts are written off when incurred.

(f) *Inventories*

Inventories are measured at the lower of cost and net realisable value.

Cost is calculated using the weighted average cost principle and comprises all costs of purchase, costs of conversion, and other costs incurred in bringing the inventories to their present location and condition. In the case of manufactured inventories and work-in-progress, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs to complete and to make the sale.

(g) *Vessel supplies and spare parts*

Vessel supplies and spare parts mainly comprise bunker, vessel supplies, and spare parts. Bunker supplies are stated at cost, determined on the first-in, first-out basis. Vessel supplies and vessel spare parts are stated at cost, determined on the weighted-average basis. Rig supplies and rig spare parts are stated at historical cost, determined on the specific identification basis. The vessel and rig supplies and spare parts purchased to replace those used during the year are reported as vessel operating expenses and offshore service expenses in the statement of income.

(h) *Assets held for sale*

Assets (or disposal groups comprising assets and liabilities) that are expected to be recovered primarily through sale rather than through continuing use, are classified as held for sale. The assets (or disposal group) are measured at the lower of their carrying value and fair value less cost to sell. Any impairment loss on a disposal group is first allocated to goodwill, and then to remaining assets and liabilities on a pro rata basis, except that no loss is allocated to inventories, financial assets, deferred tax assets and investment properties. Impairment losses on initial classification as held for sale and subsequent gains and losses on remeasurement are recognised in profit or loss. Gains are not recognised in excess of any cumulative impairment loss.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

(i) Investments

Investments in subsidiaries, associates, and jointly-controlled entities

Investments in subsidiaries, associates, and jointly-controlled entities in the separate financial statements of the Company are accounted for using the cost method. Investments in associates and jointly-controlled entities in the consolidated financial statements are accounted for using the equity method.

Investments in other debt and equity securities

Debt securities that the Group has the positive intent and ability to hold to maturity are classified as held-to-maturity investments. Held-to-maturity investments are stated at amortised cost, less any impairment losses. The difference between the acquisition cost and redemption value of such debt securities is amortised using the effective interest rate method over the period to maturity.

Debt securities and marketable equity securities, other than those securities held for trading or intended to be held to maturity, are classified as available-for-sale investments. Available-for-sale investments are, subsequent to initial recognition, stated at fair value, and changes therein, other than impairment losses and foreign currency differences on available-for-sale monetary items, are recognised directly in equity. Impairment losses and foreign exchange differences are recognised in the statement of income. When these investments are derecognised, the cumulative gain or loss previously recognised directly in equity is recognised in the statement of income. Where these investments are interest-bearing, interest calculated using the effective interest method is recognised in the statement of income.

Equity securities which are not marketable are stated at cost less any impairment losses. Fixed term deposits are stated at amortised cost applying the effective interest rate method.

The fair value of marketable equity securities classified as available-for-sale is determined as the quoted bid price on the reporting date.

Disposal of investments

On disposal of an investment, the difference between net disposal proceeds and the carrying amount together with the associated cumulative gain or loss that was reported in equity is recognised in the statement of income.

If the Group disposes of part of its holding of a particular investment, the deemed cost of the part sold is determined using the weighted average method applied to the carrying value of the total holding of the investment.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

(j) *Property, plant, and equipment*

Recognition and measurement

Owned assets

Property, plant, and equipment are stated at cost less accumulated depreciation and impairment losses (if any).

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located, and capitalised borrowing costs. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of property, plant, and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant, and equipment.

Gains and losses on disposal of an item of property, plant, and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant, and equipment, and are recognised net within other income or administrative expenses in the statement of income.

Leased assets

Leases in terms of which the Group substantially assumes all the risk and rewards of ownership are classified as finance leases. Property, plant, and equipment acquired by way of finance leases is capitalised at the lower of its fair value and the present value of the minimum lease payments at the inception of the lease, less accumulated depreciation and impairment losses. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are recognised in the statement of income.

Subsequent costs

The cost of replacing a part of an item of property, plant, and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant, and equipment are recognised in the statement of income as incurred.

Depreciation

Depreciation is calculated based on the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Depreciation is charged to the statement of income and calculated on a straight-line basis over the estimated useful lives of each component of an item of property, plant, and equipment. The estimated useful lives are as follows:

Buildings and factories	3 - 20 years
Building improvements	3 - 20 years
Offshore support vessels	5 - 30 years
Ocean vessels (second-hand and new)	2 - 24 years
Second-hand tender rigs	1 - 20 years
Dry-docking	2 - 5 years
Machinery and equipment	1 - 15 years
Furniture, fixtures, and office equipment	2 - 10 years
Motor vehicles	3 - 10 years
Motor launches	10 years
Barges	15 - 29 years

No depreciation is provided on freehold land or assets under construction.

Depreciation methods, useful lives, and residual values are reviewed at each financial year-end and adjusted, if appropriate.

(k) *Goodwill*

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary or associate at the date of acquisition. Goodwill on acquisitions of subsidiaries is reported as a separate line in the consolidated statements of financial position. Goodwill on acquisitions of associates and joint ventures is included in investments in associates and joint ventures and is tested for impairment as part of the overall balance.

Separately recognised goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash generating units for the purpose of impairment testing. The allocation is made to those cash generating units or group of cash generating units that are expected to benefit from the business combination in which the goodwill arose.

(l) *Intangible assets*

Computer software

Acquired computer software licenses are capitalised on the basis of the costs incurred to acquire and bring to use the specific software.

Other intangible assets

Trademarks and customer relationships acquired in a business combination are recognised at fair value at the acquisition date. Trademarks and customer relationships have a finite useful life and are carried at cost less accumulated amortisation and impairment (if any).

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Amortisation

Amortisation is based on the cost of the asset, or other amount substituted for cost, less its residual value.

Amortisation is recognised in the statement of income and calculated on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful lives for the current and comparative periods are as follows:

Computer software	1 - 10	years
Trademarks and customer relationships	5 - 8.2	years

Amortisation methods, useful lives, and residual values are reviewed at each financial year-end and adjusted, if appropriate.

(m) Impairment

The carrying amounts of the Group's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. The impairment loss is recognised in the statement of income.

When a decline in the fair value of an available-for-sale investment has been recognised directly in equity and there is objective evidence that the value of the asset is impaired, the cumulative loss that had been recognised directly in equity is recognised in the statement of income even though the financial asset has not been derecognised. The amount of the cumulative loss that is recognised in the statement of income is the difference between the acquisition cost and current fair value, less any impairment loss on that financial asset previously recognised in the statement of income.

Calculation of recoverable amount

The recoverable amount of available-for-sale investment is calculated by reference to the fair value.

The recoverable amount of a non-financial asset is the greater of the asset's value in use and fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Reversals of impairment

An impairment loss in respect of a financial asset is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised. For financial assets carried at amortised cost and available-for-sale investment that are debt securities, the reversal is recognised in the statement of income. For available-for-sale investment that are equity securities, the reversal is recognised in other comprehensive income.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

An impairment loss in respect of goodwill is not reversed. Impairment losses recognised in prior periods in respect of other non-financial assets are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(n) *Interest-bearing liabilities*

Interest-bearing liabilities are recognised initially at fair value less attributable transaction charges. Subsequent to initial recognition, interest-bearing liabilities are stated at amortised cost with any difference between cost and redemption value being recognised over the period of the borrowings on an effective interest basis.

(o) *Trade and other accounts payable*

Trade and other accounts payable are stated at cost.

(p) *Employee benefits*

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in the periods during which services are rendered by employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The defined benefit plan is calculated by an independent actuary using the projected unit credit method. The present value of the benefit obligations is determined by discounting the estimated future cash outflows using interest rates of referred government bonds that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related retirement liabilities. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited in the statement of income.

Other employee benefits

The drilling companies of the Group provide retention incentives to certain employees. The entitlement to these incentives is conditional on the staff remaining in service up to the completion of the minimum entitlement service periods. The expected costs of these incentives are accrued over the period of the entitlement service periods without discount to their present value, as there is no significant impact from a discounted value calculation approach.

Termination benefits

Termination benefits are recognised as an expense when the Group is committed demonstrably, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognised as an expense if the Group has made an offer of voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably. If benefits are payable more than 12 months after the reporting period, then they are discounted to their present value.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

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Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised for the amount expected to be paid under a short-term cash bonus plan, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

Share-based payments

The Group operates a number of equity-settled, share-based compensation plans, under which the entity that receives services from employees compensates in part through equity instruments (options) of the Group. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions;
- excluding the impact of any service and non-market performance vesting conditions (for example, profitability, sales growth targets, and remaining an employee of the entity over a specified time period); and
- excluding the impact of any non-vesting conditions (for example, the requirement for employees to save).

Non-market vesting conditions are included in assumptions about the number of options that are expected to vest. The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each reporting period, the entity revises its estimates of the number of options that are expected to vest based on the non-marketing vesting conditions. It recognises the impact of the revision to original estimates, if any, in the statement of income, with a corresponding adjustment to equity.

When the options are exercised, the Group issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium when the options are exercised.

The grant by the Group of options over its equity instruments to the employees of the Group is treated as a capital contribution. The fair value of employee services received, measured by reference to the grant date fair value, is recognised over the vesting period as an increase to investment in subsidiary undertakings, with a corresponding credit to equity.

(q) Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Onerous contracts

A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting the Group's obligations under the contract. The provision is measured at the present value of the lower of the expected net cost of terminating the contract and the expected net cost of continuing with the contract.

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Notes to financial statements

(r) *Share capital*

Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects.

(s) *Revenue*

Revenue excludes value added taxes and is arrived at after deduction of trade discounts and volume rebates.

Rendering of services

Freight charges of each voyage are generally recognised as revenues at the completion of the voyage. Where a voyage is incomplete as of the statements of financial position date, freight charges are recognised as revenue in proportion to the lapsed time of the voyage. Freight charges shown in the statement of income represent the net freight charges after deduction of related commissions.

Offshore service income is recognised as services are performed based upon (a) contracted day rates and the number of operating days during the period or (b) agreed service charges.

Mobilisation activities related to drilling rig activity to mobilise a rig from one geographic area to another are linked to the underlying contracts. Certain contracts include mobilisation fees 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 the expenses.

Sale of goods

Revenue from sales of goods is recognised when the significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognised if there is continuing management involvement with the goods or there are significant uncertainties regarding recovery of the consideration due, associated costs, or the probable return of goods.

Commissions

Commissions for services rendered to vessels and service income are generally recognised as revenues when services are completed and billed.

Rental income

Rental income is recognised as revenue on an accrual basis at the amount as specified under each lease agreement.

Dividend income

Dividend income is recognised in the statement of income on the date the Group's right to receive payments is established.

Interest income

Interest income is recognised in the statement of income as it accrues.

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(t) Finance costs

Finance costs comprise interest expense and relevant costs on borrowings.

Borrowing costs that are not directly attributable to the acquisition, construction, or production of a qualifying asset are recognised in the statement of income using the effective interest method.

(u) Lease payments

Payments made under operating leases are recognised in the statement of income on a straight line basis over the term of the lease.

Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

(v) Income tax

Income tax expense for the year comprises current tax. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

In determining the amount of current tax, the Company takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Company believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Company to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and differences relating to investments in subsidiaries and jointly-controlled entities to the extent that it is probable that they will not reverse in the foreseeable future.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

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(w) *Earnings per share*

The Group presents basic and diluted earnings per share (“EPS”) data for its ordinary shares. Basic EPS is calculated by dividing the the statement of income attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the the statement of income attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise warrants.

(x) *Dividend distribution*

Dividend to the Company’s shareholders is recognised as a liability in the consolidated and separate financial statements in the period in which the interim dividends are approved by the Board of Directors and the annual dividends are approved by the Company’s shareholders.

(y) *Segment reporting*

Segment results that are reported to the Group’s CEO (the chief operating decision maker) include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

4 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, except for subsidiaries, associates, and joint ventures described in notes 12, 13, and 14, are as follows:

Name of entities / persons	Country of incorporation/ Nationality	Nature of relationships
Key management personnel	Multi-nationalities	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.
SKI Energy Resources Inc. (“SERI”)	Philippines	The Group’s joint venture, for the period ended 31 December 2014. <i>(For the year ended 30 September 2014: An associate of Merton Group (Cyprus) Limited, the Company’s associate.)</i>

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

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

Transactions	Pricing policies
IT service and office and office equipment rental income	Prices normally charged to a third party
Offshore service income	Prices normally charged to a third party
Service income	Prices normally charged to a third party
Management fee income	Actual cost plus margin
Interest income/interest expenses	Market linked rate/the borrowing costs of the lender
Management and administrative fees	Actual cost plus margin
IT service and service expenses	Prices normally charged by a third party
Vessel operating expenses, offshore service expenses, and cost of sales	Prices normally charged by a third party

Significant transactions for the three-month period ended 31 December 2014 and for the year ended 30 September 2014 with related parties were as follows:

	Consolidated financial statements		Separate financial statements	
	Three-month period ended 31 December 2014	For the year ended 30 September 2014	Three-month period ended 31 December 2014	For the year ended 30 September 2014
	<i>(in thousand Baht)</i>			
Subsidiaries				
IT service and office and office equipment rental income	-	-	4,534	16,982
Service income	-	-	160	624
Interest income	-	-	4,732	26,541
IT service and service expenses	-	-	481	1,740
Interest expenses	-	-	33,661	140,695
Key management personnel				
Key management personnel compensation				
Short-term benefits	48,997	207,903	14,048	72,706
Post-employment benefits	2,660	7,590	2,130	5,142
Total key management personnel compensation	51,657	215,493	16,178	77,848

Key management personnel compensation comprises salaries, other benefits, other remuneration, and meeting fees.

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	Consolidated financial statements		Separate financial statements	
	Three-month period ended 31 December 2014	For the year ended 30 September 2014	Three-month period ended 31 December 2014	For the year ended 30 September 2014
	<i>(in thousand Baht)</i>			
Associates and joint ventures				
IT service and office and office equipment rental income	11,335	36,508	1,984	8,127
Offshore service income	691,913	2,701,004	-	-
Service income	-	-	50	211
Interest income	45	207	45	207
Other income	313	-	313	-
Vessel operating expenses	-	1,570	-	-
Offshore service expenses	4,780	15,926	-	-
Cost of sales	29,416	13,909	-	-
Management and administrative fees	1,890	2,741	-	-

Balances as at 31 December 2014 and 30 September 2014 with related parties were as follows:

	<i>Note</i>	Consolidated financial statements		Separate financial statements	
		31 December 2014	30 September 2014	31 December 2014	30 September 2014
		<i>(in thousand Baht)</i>			
Trade accounts receivable					
Associates and joint ventures	7	<u>1,094,436</u>	<u>1,426,808</u>	<u>-</u>	<u>-</u>
Receivables from related parties					
Subsidiaries		-	-	465,676	494,865
Associates and joint ventures		258,857	6,774	963	825
Other related parties		-	243,617	-	-
		<u>258,857</u>	<u>250,391</u>	<u>466,639</u>	<u>495,690</u>
Less allowance for impairment		(248,055)	(243,617)	-	-
Net		<u>10,802</u>	<u>6,774</u>	<u>466,639</u>	<u>495,690</u>

Consolidated

As at 31 December 2014, receivables from related parties include advances for share subscription in SKI Energy Resources Inc. ("SERI"), a joint venture (*30 September 2014: an other related party*), totalling USD 5 million and interest receivable of USD 2.5 million which are fully impaired as management is of the view that the operations of SERI are not expected to be adequately financed in order to produce sufficient coal to achieve break-even performance.

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	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Short-term loans to related parties				
Subsidiaries	-	-	1,462,280	2,083,753
Associates and joint ventures	141,741	-	-	-
Other related parties	-	139,205	-	-
	<u>141,741</u>	<u>139,205</u>	<u>1,462,280</u>	<u>2,083,753</u>
Less allowance for impairment	(141,741)	(139,205)	-	-
Net	<u>-</u>	<u>-</u>	<u>1,462,280</u>	<u>2,083,753</u>

The Company

Short-term loans to subsidiaries can be called at any time and are unsecured. The loans mainly bear interest at 4.6% per annum (30 September 2014: 3.0% and 4.6% per annum).

Consolidated

As at 31 December 2014, short-term and convertible loans to SERI, a joint venture (30 September 2014: an other related party), by Soleado Holdings Pte. Ltd. (“Soleado”), a wholly owned subsidiary of the Company, in USD currency totalling USD 4.3 million, or Baht 141.7 million (30 September 2014: USD 4.3 million, or Baht 139.2 million) are unsecured and repayable at call and are fully impaired.

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Long-term loans to related parties				
Subsidiaries	-	-	3,977,053	4,578,953
Associates and joint ventures	588,814	2,073	2,073	2,073
Other related parties	-	576,245	-	-
	<u>588,814</u>	<u>578,318</u>	<u>3,979,126</u>	<u>4,581,026</u>
Less allowance for impairment	(586,741)	(576,245)	(3,278,045)	(3,238,427)
Net	<u>2,073</u>	<u>2,073</u>	<u>701,081</u>	<u>1,342,599</u>

The Company

As at 31 December 2014, the Company granted unsecured long-term loans in USD and Baht currency to subsidiaries totalling Baht 3,977 million (30 September 2014: Baht 4,579 million), which carry interest at fixed rates (30 September 2014: fixed rates) and are repayable every month.

In addition, the Company granted unsecured long-term loans to an associate amounting to Baht 2.1 million (30 September 2014: Baht 2.1 million), which carry interest at Minimum Overdraft Rate (“MOR”) plus a certain margin (30 September 2014: MOR plus a certain margin).

During the three-month period ended 31 December 2014, the Company set up additional allowance for impairment for long-term loans to a subsidiary of Baht 39.6 million because the subsidiary’s investment was impaired. The Company’s management assessed the impairment of long term loans to related parties based on value-in-use of return from investment in subsidiaries based on their strategic plans which will be reviewed annually.

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Consolidated

On 14 August 2009, Soleado entered into a loan facility agreement with Merton Investments NL BV (“MIN”) to provide a loan up to USD 15 million to MIN at a fixed interest rate. The maturity date of the loan is three years after the first drawdown date which was on 23 November 2009. MIN would on-lend such loan to SERI. Both loans were drawn down according to the progress of the coal mine construction done by SERI in the Philippines.

The collateral for the Soleado loan includes pledge of shares held by Merton Group (Cyprus) Limited (“Merton”) in MIN, pledge of shares held by MIN in SERI, pledge of MIN bank accounts, assignment of MIN’s interest and benefit in SERI loan, and mortgage of real properties and chattels by SERI.

On 25 August 2011, it was agreed by MIN and Soleado that MIN will assign its loan to SERI to Soleado and all principal and interest outstanding as of 23 August 2011 totalling USD 20.3 million would be converted into new equity in SERI. The debt conversion to equity is subject to approval of the Philippines Securities Exchange Commission. However, the Philippines Securities Exchange Commission has ruled that the share restructuring proposed by SERI, Soleado, and SERI’s shareholders must be changed due to pending legal motions about foreign share ownership restrictions for Philippine companies engaged in mining; thus, the first submission was refused. Given that all partners are unable to properly finance the operations of SERI, it is producing insufficient coal to reach break-even cash flow and is in the midst of restructuring. To be prudent, full provision has been taken against the outstanding loans, interest receivables, and advances for share subscription in SERI.

Movements of long-term loans to related parties during the three-month period ended 31 December 2014 are as follows:

	Consolidated financial statements	Separate financial statements
	<i>(in thousand Baht)</i>	
Long-term loans to related parties		
At 1 October 2014	2,073	1,342,599
Repayments	-	(612,257)
Realised gains on exchange rates	-	10,357
Impairment loss on long-term loan to related parties	-	(39,618)
At 31 December 2014	2,073	701,081
Less current portion of long-term loans	(2,073)	(6,573)
Long-term loans - net of current portion	-	694,508

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Payables to related parties				
Subsidiaries	-	-	55,407	365,001
Associates and joint ventures	5,698	7,576	-	-
	5,698	7,576	55,407	365,001

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	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
<i>Short-term loans from related parties</i>				
Subsidiaries	-	-	1,287,653	5,816,657
	<u>-</u>	<u>-</u>	<u>1,287,653</u>	<u>5,816,657</u>

The Company

The short-term loans from subsidiaries can be called at any time and are unsecured. The loans bear interest at 2.2% per annum (30 September 2014: 2.2% and 3.0% per annum).

5 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Cash on hand	11,713	10,501	30	30
Deposits at banks	7,698,931	6,279,346	2,920,521	2,052,810
Total	<u>7,710,644</u>	<u>6,289,847</u>	<u>2,920,551</u>	<u>2,052,840</u>

As at 31 December 2014, deposits at banks bear interest at the rates between 0% to 5% per annum (30 September 2014: 0% to 5% per annum).

6 Short-term investments

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Equity securities	68,903	56,208	56,208	56,208
Debt securities	1,297	1,297	1,297	1,297
Fixed term deposits	476,731	1,276,057	-	-
Other investments	18,094	18,601	18,094	18,601
	565,025	1,352,163	75,599	76,106
Accumulated changes in fair value	22,755	(9,713)	(13,214)	(9,713)
Total	<u>587,780</u>	<u>1,342,450</u>	<u>62,385</u>	<u>66,393</u>

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7 Trade accounts receivable

	Note	Consolidated financial statements		Separate financial statements	
		31 December 2014	30 September 2014	31 December 2014	30 September 2014
<i>(in thousand Baht)</i>					
Related parties					
Trade accounts receivable	4	<u>1,094,436</u>	<u>1,426,808</u>	-	-
Other parties					
Trade accounts receivable		2,991,345	2,576,378	-	-
Accrued income		<u>546,033</u>	<u>428,572</u>	-	-
		3,537,378	3,004,950	-	-
Less allowance for doubtful accounts		<u>(191,946)</u>	<u>(187,787)</u>	-	-
Net		<u>3,345,432</u>	<u>2,817,163</u>	-	-
Total		<u>4,439,868</u>	<u>4,243,971</u>	-	-
Bad and doubtful debts expense		<u>1,484</u>	<u>9,967</u>	-	-

Aging analyses for trade accounts receivable were as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
<i>(in thousand Baht)</i>				
Related parties				
Within credit terms	625,622	397,849	-	-
Overdue :				
Less than 3 months	468,814	646,699	-	-
3 - 6 months	-	382,260	-	-
	<u>1,094,436</u>	<u>1,426,808</u>	-	-
Other parties				
Within credit terms	1,513,873	1,307,659	-	-
Overdue :				
Less than 3 months	974,871	921,771	-	-
3 - 6 months	267,120	122,560	-	-
6 - 12 months	53,809	46,657	-	-
Over 12 months	<u>181,672</u>	<u>177,731</u>	-	-
	2,991,345	2,576,378	-	-
Less allowance for doubtful accounts	<u>(191,946)</u>	<u>(187,787)</u>	-	-
Net	<u>2,799,399</u>	<u>2,388,591</u>	-	-
Total	<u>3,893,835</u>	<u>3,815,399</u>	-	-

Full allowance for doubtful accounts has been set up for all trade accounts receivable which management considers as non-collectible.

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8 Other accounts receivable

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Advances for business expenses	237,088	154,486	-	-
Other accounts receivables	74,271	217,752	11	-
Advances to employees	37,400	39,915	353	182
Accrued interest income	778	16,000	2	12,617
	<u>349,537</u>	<u>428,153</u>	<u>366</u>	<u>12,799</u>
<i>Less</i> allowance for doubtful accounts	-	-	-	-
Net	<u>349,537</u>	<u>428,153</u>	<u>366</u>	<u>12,799</u>

9 Deferred contract costs

	Consolidated financial statements	
	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>	
At the beginning of period / year	203,385	261,202
Amortisation on deferred contract costs	(16,686)	(65,711)
Translation adjustments	3,576	7,894
At the end of period / year	<u>190,275</u>	<u>203,385</u>

On 30 September 2012, USD 9.3 million (equivalent to Baht 286.7 million) was paid by Mermaid Subsea Services (International) Ltd., a subsidiary of Mermaid Maritime Public Company Limited (“MMPLC”), 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’ 30% equity interest in Subtech Saudi Arabia, (recorded in other accounts receivable) 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 was related to securing the IRM Contract that was executed by a jointly-controlled operation of MMPLC, Zamil Mermaid Offshore Services Co. (LLC) (“ZMOS”), and was 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 is billing Saudi Aramco at agreed rates in the IRM Contract, and the two partners are billing ZMOS for the cost incurred in executing the IRM contract.

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10 Inventories

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Inventories	899,390	802,635	-	-
Tools and supplies	50,629	47,975	-	-
Total	950,019	850,610	-	-
<i>Less</i> allowance for decline in value of inventories	(179,362)	(191,552)	-	-
Net	770,657	659,058	-	-
Reversal of allowance for decline in value of inventories	(12,190)	(289,168)	-	-

As at 31 December 2014, inventories with carrying amount of VND 222 billion or Baht 355 million (30 September 2014: VND 170 billion or Baht 255 million), were pledged with banks as security for a loan facility of VND 270 billion or Baht 432 million.

11 Assets held for sale

At 30 September 2014, assets held for sale represents the investments in an associate, Merton Group (Cyprus) Ltd. (“Merton”), and a joint venture, Qing Mei Pte. Ltd. (“Qing Mei”), held by the Company’s subsidiary. A subsidiary has contractual right to exchange these investments for another investment with some consideration. At 31 December 2014, the share transferring and its settlement have been completed (see note 12).

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12 Investments in subsidiaries

Investments in subsidiaries as at 31 December 2014 and 30 September 2014 comprise investments in the following companies:

Name of subsidiaries	Nature of Business	Country of incorporation	% Ownership interest	
			31 December 2014	30 September 2014
Holdings				
- Soleado Holdings Pte. Ltd. (“Soleado”)	Holding company	Singapore	100.0	100.0
With subsidiaries as follows:				
- Merton Investments NL BV (“MIN”)*	Holding company	Netherlands	100.0	-
With a joint venture as follow:				
- SKI Energy Resources Inc.	Coal mining	Philippines		
With associates as follows:				
- Merton Group (Cyprus) Limited*	Coal mining	Cyprus		
- Baria Serece	Port operations	Vietnam		
- Sino Grandness Food Industry Group Limited	Food and beverage manufacturing and Distribution	China		
With joint ventures as follows:				
- Petrolift Inc.	Maritime transportation services	Philippines		
- Qing Mei Pte. Ltd.*	Coal mining	Singapore		
- Athene Holdings Ltd.	Holding company	Thailand	99.9	99.9
- PM Thoresen Asia Holdings Public Company Limited (“PMTA”)	”	Thailand	99.9	99.9
With subsidiaries as follows:				
- PM Thoresen Asia (Singapore) Pte. Ltd.	General trading	Singapore	100.0	100.0
- Baconco Co., Ltd.	Fertiliser production	Vietnam	100.0	100.0
Transport				
- Premo Shipping Public Company Limited (“Premo”)	Ship management	Thailand	99.9	99.9
- Thoresen Shipping Singapore Pte. Ltd. (“TSS”)	International maritime Transportation	Singapore	100.0	100.0
With subsidiaries as follows:				
- Thor Friendship Shipping Pte. Ltd.	”	Singapore	100.0	100.0
- Thor Fortune Shipping Pte. Ltd.	”	Singapore	100.0	100.0
- Thor Horizon Shipping Pte. Ltd.	”	Singapore	100.0	100.0
- Thoresen Shipping Denmark APS	Commercial dry bulk shipping activities	Denmark	100.0	100.0
- Thoresen Shipping South Africa (PTY) Ltd.	”	South Africa	100.0	100.0
- Thoresen & Company (Bangkok) Limited	Ship management	Thailand	99.9	99.9
- Thoresen Chartering (HK) Ltd.***	International maritime Transportation	Hong Kong	99.9	99.9
- Thoresen Shipping Germany GmbH	”	Germany	100.0	100.0
- Herakles Shipping Co., Ltd.**	”	Thailand	99.9	99.9
- Heron Shipping Co., Ltd.**	”	Thailand	99.9	99.9
- Thoresen Chartering (PTE) Ltd.***	Ship brokerage	Singapore	100.0	100.0
- Thoresen Service Center Ltd.***	Service provider	Thailand	99.9	99.9
- Asia Coating Services Ltd.***	Coating services	Thailand	99.9	99.9
- Thoresen Shipping FZE	Ship agency	UAE	100.0	100.0
With an associate as follows:				
- Sharjah Ports Services LLC	Port operations	UAE		

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Name of subsidiaries	Nature of Business	Country of incorporation	% Ownership interest	
			31 December 2014	30 September 2014
Energy				
- Mermaid Maritime Public Company Limited (“MMPLC”)	Offshore services Investments	Thailand	57.8	57.1
With subsidiaries as follows:				
- Mermaid Subsea Services (Thailand) Ltd. (formerly Mermaid Offshore Services Ltd.),	Subsea Service Provider of offshore oil and gas industry	Thailand	100.0	100.0
With subsidiaries as follows:				
- Seascope Surveys (Thailand) Ltd.	Subsea Service Provider, hydrographic survey and positioning to the offshore oil and gas industry	Thailand	100.0	100.0
- Seascope Surveys Pte. Ltd.	”	Singapore	100.0	100.0
With a subsidiary as follows:				
- PT Seascope Surveys Indonesia	”	Indonesia	49.0	49.0
- Mermaid Offshore Services Pte. Ltd.	Marketing services for offshore oil and gas contract	Singapore	100.0	100.0
- Mermaid Drilling Ltd.	Production and exploration drilling services	Thailand	95.0	95.0
With subsidiaries as follows:				
- MTR-1 Ltd.	Drilling services	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 Drilling (Singapore) Pte. Ltd.	Production and exploration drilling services	Singapore	100.0	100.0
- MTR-3 (Singapore) Pte. Ltd.	”	Singapore	100.0	100.0
- MTR-4 (Singapore) Pte. Ltd.	”	Singapore	100.0	100.0
- Mermaid MTN Pte. Ltd. (formerly MTR-5 (Singapore) Pte. Ltd.)	”	Singapore	100.0	100.0
- Mermaid Maritime Mauritius Ltd.	Investment holding	Mauritius	100.0	100.0
With subsidiaries as follows:				
- Mermaid International Ventures.	”	Cayman	100.0	100.0
With subsidiaries as follows:				
- Mermaid Subsea services (International) Ltd.	Subsea service provider, diving, ROV services and subsea contractor to the Offshore Oil and Gas Industry	Seychelles	100.0	100.0
With subsidiaries as follow:				
- Subtech Saudi Arabia Limited	”	Saudi Arabia	95.0	70.0
- Marine Services LLC (formerly Subtech Qartar Driving and Marine Service LLC)	”	Qatar	49.0	49.0
With associates as follows:				
- Asia Offshore Drilling Limited,	Drilling services	Bermuda		
With subsidiaries as follows				
- Asia Offshore Rig 1 Limited	”	Bermuda		
- Asia Offshore Rig 2 Limited	”	Bermuda		

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Name of subsidiaries	Nature of Business	Country of incorporation	% Ownership interest	
			31 December 2014	30 September 2014
Energy (continued)				
- Asia Offshore Rig 3 Limited	Drilling services	Bermuda		
With a joint venture as follows:				
- Zamil Mermaid Offshore Services Co. (LLC)	Inspection, installation, repair and maintenance services for offshore oil and gas industry	Saudi Arabia		
Infrastructure				
- Chidlom Marine Services & Supplies Ltd.	Supply cargo lashing materials	Thailand	99.9	99.9
- GAC Thoresen Logistics Ltd.	Warehousing	Thailand	51.0	51.0
- Unique Mining Services Public Company Limited (“UMS”) (invested by Athene Holdings Ltd.)	Sale of coal	Thailand	88.7	88.7
With subsidiaries as follows:				
- UMS Distribution Co., Ltd.	Logistics management	Thailand	99.9	99.9
- UMS Lighter Co., Ltd.	Boat conveyance	Thailand	99.9	99.9
- UMS Pellet Energy Co., Ltd.	Trade of wood pellet	Thailand	99.9	99.9
- UMS Port Services Co., Ltd.	Port service	Thailand	99.9	99.9
- Baconco Co., Ltd. (invested by PMTA)	Fertiliser production	Vietnam	100.0	100.0

* The exchange shares of MIN with shares of Merton and Qing Mei was completed during the three-month period ended 31 December 2014.

** In the process of liquidation.

*** Operation ceased as of 31 December 2014 and 30 September 2014.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

The movements of investments in subsidiaries during the three-month period ended 31 December 2014 and the year ended 30 September 2014 are as follows:

	Separate financial statements	
	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>	
At the beginning of period / year	27,733,152	21,265,656
Additions		
- Paid by cash	767,801	4,528,827
- Offsetting with short-term loan to a subsidiary	-	1,492,274
Disposals		
- Received by cash	(264,693)	(59,471)
- Offsetting with short-term loan from a subsidiary and amount due to / from a subsidiary	(4,908,857)	-
Reversal of allowance of impairment, net	1,341	505,866
At the end of period / year	<u>23,328,744</u>	<u>27,733,152</u>

Significant movements of investments in subsidiaries of the Company during the three-month period ended 31 December 2014 and the year ended 30 September 2014 were as follows:

For the three-month period ended 31 December 2014

During the three-month period ended 31 December 2014, the Company subscribed for an additional 29.92 million ordinary shares of TSS at SGD 1 per share in the total amount equivalent of Baht 767.80 million.

At the Extra-Ordinary Shareholders' meeting of Premo held on 7 October 2014, the shareholders approved the decrease of Premo's registered and paid-up capital from Baht 7,393.55 million to Baht 2,220.00 million by reducing the ordinary shares from 73,935,500 shares to 22,200,000 shares at a par value of Baht 100. The registration of the decrease of this paid-up capital was completed and registered on 29 December 2014. As a result, the Company received cash of Baht 264.69 million, offsetting short-term loan from and amount due from Premo of Baht 4,908.86 million.

Subsidiaries - MMPLC

On 8 October 2014, Mermaid Subsea Services (International) Ltd., a subsidiary, has increased its shareholding interest in Subtech Saudi Arabia Limited. from 70% to 95%. As a result, the Company now holds an indirect 95% interest in Subtech Saudi Arabia Limited.

The effect of changes in ownership interest in subsidiary that do not result in a loss of control is as follows:

	As at 31 December 2014 <i>(in thousand Baht)</i>
Consideration transferred	9,577
Translation adjustments	81
Non-controlling interest acquired	(890)
Excess of consideration over the acquired net assets	<u>8,768</u>

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Subsidiaries - Soleado

During the three-month period ended 31 December 2014, Soleado subscribed for 5,375,000 scripless shares at average price of SGD 0.32 per share in MMPLC for total consideration of SGD 1.7 million, or Baht 42.8 million.

Acquisition of Merton Investments NL BV

During the three-month period ended 31 December 2014, Soleado obtained control of Merton Investments NL BV (“MIN”), by acquiring 100% of the shares and voting interests in MIN. MIN held 40% shareholding of SKI Energy Resources Inc. (“SERI”). As a result, the Group’s equity interest in MIN increased from 24.31% to 100% and interest in SERI increased from 9.72% to 40%.

In exchange with investment in MIN, Soleado transferred 24.31% shareholding in Merton Group (Cyprus) Limited (“Merton”) and 33.33% shareholding in Qing Mei Pte. Ltd. (“Qing Mei”) (*presented as assets held for sale as at 30 September 2014; see note 11*) and received cash payment and promissory note with maturity date in 3 years.

The following summarises the consideration transferred, and the recognised amounts of assets acquired and liabilities assumed at the acquisition date are as follows:

	<i>Note</i>	As at 31 December 2014 <i>(in thousand Baht)</i>
Investment in a joint venture	<i>14</i>	168,646
Long term loan to third parties	<i>19</i>	19,995
Cash		2,403
Assets held for sale	<i>11</i>	(152,138)
Others		(758)
Gains on disposals on an associate and a joint venture	<i>26</i>	<u>38,148</u>

The fair value of investment in MIN was based on the valuation report of coal mining in SERI, evaluated by an independent appraiser.

For the year ended 30 September 2014

During the year ended 30 September 2014, the Company subscribed for additional ordinary shares of subsidiaries as follows:

1. An additional 93 million ordinary shares of PMTA at Baht 10 per share in the total amount of Baht 930 million. The Group’s ownership in PMTA remains the same at 99.99%.
2. An additional 140.06 million ordinary shares of TSS at SGD 1 per share in the total amount of Baht 3,598.83 million. The Group’s ownership in TSS remains the same at 100%.

On 12 February 2014, Soleado transferred 110 million ordinary shares in MMPLC (7.79%) to the Company at SGD 57.2 million (equivalent to Baht 1,492 million) at the market price of SGD 0.52 per share to offset with short-term loans to Soleado in the same amount. The purpose of this transfer is to maintain the Thai company’s shareholding in MMPLC and the percentage of shareholding in MMPLC by the Group.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

In December 2013, the Company entered into the Share Sales and Purchases Agreement with PT Pesona Sentra Utama and Mika Rungtoya Trisnad to sell the shares of PT Perusahaan Pelayaran Equinox (“Equinox”) for a lump sum amount of USD 1.5 million (equivalent to Baht 49.32 million). The Company sold this investment in January 2014 and recognised loss on disposal of investment of Baht 10.14 million in the separate financial statements for the year ended 30 September 2014.

Details of the disposal are as follows:

	Separate financial statements <i>(in thousand Baht)</i>
Sales consideration	49,327
Net book value of investments	(59,471)
Loss on disposal of investment in a subsidiary	(10,144)

This disposal caused the control of the investment to cease. Accordingly, the Company deconsolidated Equinox from the consolidated financial statements at the transaction date and recognised loss on disposal of investment of Baht 9.25 million in the consolidated statement of income for the year ended 30 September 2014.

Subsidiaries - Soleado

In August 2014, Soleado subscribed for 4,187,000 scrippless shares at average price of SGD 0.39 per share in MMPLC for total consideration of SGD 1.6 million, or Baht 42.0 million.

Impairment charge

The impairment charges for investments were partly offset by a reversal of previously recognised impairment charges for subsidiaries, which ceased their operations but still earned income from investing activities. As a result of the recoverable value of these investments to the Company, the Company reversed impairment charges of Baht 3.4 million during the period ended 31 December 2014 (*for the year ended 30 September 2014: Baht 505.9 million*).

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Investments in directly owned subsidiaries of the Company as at 31 December 2014 and 30 September 2014, and dividend income from those investments for the three-month period and for the year then ended, respectively, were as follows:

Name of subsidiaries	Separate financial statements									
	Paid-up capital		Cost		Impairment		At cost - net		Dividend income	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in million Baht)</i>									
Direct subsidiaries										
Soleado Holdings Pte. Ltd.	3,092	3,092	3,092	3,092	-	-	3,092	3,092	-	-
Athene Holdings Ltd.	100	100	100	100	(100)	(100)	-	-	-	-
PM Thoresen Asia Holdings										
Public Company Limited	931	931	931	931	-	-	931	931	329	-
Premo Shipping Public Company Limited	2,278	7,393	2,225	7,398	-	(1)	2,225	7,397	-	-
Thor Dynamic Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	10
Thor Integrity Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	5
Thor Jupiter Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	111
Thor Wind Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	9
Thor Wave Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	2
Thoresen Shipping Singapore Pte. Ltd.	11,490	10,722	11,490	10,722	(499)	(499)	10,991	10,223	-	-
Thoresen Chartering (HK) Ltd.	3	3	3	3	-	-	3	3	-	-
Thoresen Shipping Germany GmbH	1	1	1	1	-	-	1	1	-	-
Thor Mercury Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	3
Thor Mariner Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	32
Thor Merchant Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	48
Thor Captain Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	5
Hermes Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	2
Thor Pilot Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	4
Thor Master Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	6
Thor Commander Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	6
Thor Transporter Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	8
Herakles Shipping Co., Ltd.	2	2	1	1	(1)	(1)	-	-	-	-
Heron Shipping Co., Ltd.	1	1	1	1	-	-	1	1	-	-
Thor Champion Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	4
Thor Skipper Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	5
Thor Sailor Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	2

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Notes to financial statements

Separate financial statements

Name of subsidiaries	Paid-up capital		Cost		Impairment		At cost - net		Dividend income	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in million Baht)</i>									
Thor Sun Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	16
Thor Sky Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	4
Thor Sea Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	3
Thor Lotus Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	14
Thor Trader Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	3
Thor Traveller Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	3
Thor Venture Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	5
Thor Triumph Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	4
Thor Guardian Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	5
Thor Confidence Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	6
Thor Neptune Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	6
Thor Tribute Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	6
Thor Alliance Shipping Co., Ltd.	-	-	-	-	-	-	-	-	-	16
Thoresen Chartering (Pte) Ltd.	2	2	2	2	-	-	2	2	-	-
Thoresen Service Center Ltd.	35	35	35	35	(35)	(35)	-	-	-	-
Asia Coating Services Ltd.	80	80	80	80	(1)	(1)	79	79	-	-
Thoresen Shipping FZE	7	7	7	7	-	-	7	7	-	-
Mermaid Maritime Public Company Limited	1,413	1,413	5,889	5,889	-	-	5,889	5,889	-	155
Chidlom Marine Services & Supplies Ltd.	70	70	70	70	-	-	70	70	-	-
GAC Thoresen Logistics Ltd.	75	75	38	38	-	-	38	38	-	-
	19,580	23,927	23,965	28,370	(636)	(637)	23,329	27,733	329	508

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

13 Investments in associates

Investments in associates as at 31 December 2014 and 30 September 2014 and dividend income from those investments for the three-month period and for the year then ended, respectively, were as follows:

Name of associates	Consolidated financial statements									
	Cost		Equity		Impairment		At equity - net		Dividend income	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in million Baht)</i>									
Fearnleys (Thailand) Ltd.	18	18	60	60	-	-	60	60	-	-
Thoresen Shipping and Logistics Ltd.	24	24	35	34	-	-	35	34	-	10
Sharjah Ports Services LLC (invested by Thoresen Shipping FZE)	55	55	113	108	-	-	113	108	-	43
Asia Offshore Drilling Limited (invested by MMPLC)	2,964	2,964	4,557	4,253	-	-	4,557	4,253	-	-
Baria Serece (invested by Soleado)	334	334	432	406	-	-	432	406	-	12
Sino Grandness Food Industry Group Limited (invested by Soleado)	607	-	607	-	-	-	607	-	-	-
	4,002	3,395	5,804	4,861	-	-	5,804	4,861	-	65

Sino Grandness Food Industry Group Limited which is listed on the Stock Exchange of Singapore. Based on the closing price of Singapore Dollars 0.45 per share, at 31 December 2014, the market value of the Group's investment in Sino Grandness Food Industry Group Limited was Baht 679 million.

Name of associates	Separate financial statements							
	Cost		Impairment		At cost - net		Dividend income	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in million Baht)</i>							
Fearnleys (Thailand) Ltd.	18	18	-	-	18	18	-	-
Thoresen Shipping and Logistics Ltd.	24	24	-	-	24	24	-	10
	42	42	-	-	42	42	-	10

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

The movements of investments in associates during the three-month period ended 31 December 2014 and the year ended 30 September 2014 are as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
At the beginning of period / year	4,861,412	3,732,203	42,368	42,368
Additional investments	606,661	34,257	-	-
Dividends received	-	(64,844)	-	-
Share of profits in associates	241,698	1,102,015	-	-
Reclassify to assets held for sale	-	(39,471)	-	-
Translation adjustments	94,745	97,252	-	-
At the end of the period / year	<u>5,804,516</u>	<u>4,861,412</u>	<u>42,368</u>	<u>42,368</u>

Significant movements of investments in associates of the Company during the three-month period ended 31 December 2014 and the year ended 30 September 2014 were as follows:

For the three-month period ended 31 December 2014

Subsidiaries - Soleado

On 30 December 2014, Soleado subscribed for 60,601,035 shares that represent 9% of Sino Grandness Food Industry Group Limited (“SGFI”), at a price of SGD 0.4035 per share, or total consideration of SGD 24.45 million, or Baht 606.66 million. According to the subscription agreement, Soleado shall have active representative on the board of directors of SGFI and the dividend policy has been specified, any changes in term and conditions shall be agreed by Soleado. As a meaningful representation on the governing body of an entity generally indicates significant influence, then the Company classified SGFI as an associate.

At the acquisition of SGFI, the total consideration amount was considered as its fair value and has no goodwill.

For the year ended 30 September 2014

Subsidiaries - Thoresen Shipping FZE

On 31 July 2014, Thoresen Shipping FZE proportionately subscribed for 39,200 new ordinary shares of Sharjah Ports Services LLC at AED 100 each for a total investment of AED 3.92 million or Baht 34.26 million. The Group’s ownership in Sharjah Ports Services LLC remains the same at 49%.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

The Group's share of the result of its principal associates, and its share of the assets including goodwill and liabilities are as follows:

For the three-month period ended 31 December 2014						
Name	Assets Baht'000	Liabilities Baht'000	Revenues Baht'000	Profits (losses) Baht'000	% Interest held	Profit (loss) sharing Baht'000
Thoresen Shipping and Logistics Ltd.	161,233	87,863	41,280	4,309	49.0	2,112
Baria Serece	1,302,593	193,007	172,125	58,769	20.0	11,754
Asia Offshore Drilling Limited	24,921,149	11,962,405	1,902,083	665,888	33.8	224,805
Sino Grandness Food Industry Group Limited	13,930,683	5,580,774	2,681,315	(340,733)	9.0	-*
						238,671
<u>Add</u> Others						3,027
						241,698

* As Soleado acquired SGFI on 30 December 2014, then, there is no profit sharing from SGFI during the three-month period ended 31 December 2014.

For the year ended 30 September 2014						
Name	Assets Baht'000	Liabilities Baht'000	Revenues Baht'000	Profits (losses) Baht'000	% Interest held	Profit (loss) sharing Baht'000
Thoresen Shipping and Logistics Ltd.	154,239	85,154	122,317	13,530	49.0	8,181
Baria Serece	1,163,510	182,043	488,165	176,958	20.0	35,392
Asia Offshore Drilling Limited	24,663,178	12,613,997	6,620,588	2,965,496	33.8	1,001,152
						1,044,725
<u>Add</u> Others						57,290
						1,102,015

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Notes to financial statements

14 Investments in joint ventures

Investments in joint ventures as at 31 December 2014 and 30 September 2014 and dividend income from those investments for the three-month period and for the year then ended, respectively, were as follows:

Name of joint ventures	Consolidated financial statements									
	Cost		Equity		Impairment		At equity - net		Dividend income	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in million Baht)</i>									
Thoresen (Indochina) S.A.	9	9	129	122	-	-	129	122	-	-
Gulf Agency Company (Thailand) Ltd.	11	11	11	9	-	-	11	9	-	-
Petrolift Inc.(invested by Soleado)	930	930	975	971	-	-	975	971	-	173
Zamil Mermaid Offshore Services Co. (LLC) (invested by MMPLC)	7	7	14	9	-	-	14	9	-	-
SKI Energy Resources Inc. (invested by MIN)	169	-	169	-	-	-	169	-	-	-
	1,126	957	1,298	1,111	-	-	1,298	1,111	-	173

Name of joint ventures	Separate financial statements							
	Cost		Impairment		At cost - net		Dividend income	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in million Baht)</i>							
Gulf Agency Company (Thailand) Ltd.	11	11	-	(2)	11	9	-	-
Thoresen (Indochina) S.A.	9	9	-	-	9	9	-	-
	20	20	-	(2)	20	18	-	-

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

The movements of investments in joint ventures during the three-month period ended 31 December 2014 and the year ended 30 September 2014 are as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
At the beginning of period / year	1,110,618	1,306,463	17,968	19,781
Additional investments	168,647	-	-	-
Dividends received	-	(173,075)	-	-
Share of profits in joint ventures	16,365	84,076	-	-
Reversal of (impairment charges)	-	-	2,016	(1,813)
Reclassify to assets held for sale	-	(109,946)	-	-
Translation adjustments	2,392	3,100	-	-
At the end of period / year	1,298,022	1,110,618	19,984	17,968

Significant movement of investments in joint ventures of the Company during the three-month period ended 31 December 2014 was as follow:

Subsidiaries - Soleado

During the three-month period ended 31 December 2014, Soleado acquired 100% shareholding of MIN (note 12), who has 40% shareholding of SKI Energy Resources Inc. (“SERI”), a joint venture. The initial fair value of SERI to MIN is approximately USD 5.1 million which is based on its coal mining’s value at the acquisition date.

The Group’s share of the result of its principal joint ventures, and its share of assets including goodwill and liabilities are as follows:

Name	For the three-month period ended 31 December 2014					
	Assets Baht’000	Liabilities Baht’000	Revenues Baht’000	Profits Baht’000	% Interest held	Profit (loss) sharing Baht’000
Thoresen (Indochina) S.A.	260,186	8,932	67,610	9,598	50.0	4,799
Petrolift Inc.	3,526,805	1,648,956	80,793	10,645	40.0	4,258
						9,057
<u>Add Others</u>						<u>7,308</u>
						16,365
Name	For the year ended 30 September 2014					
	Assets Baht’000	Liabilities Baht’000	Revenues Baht’000	Profits Baht’000	% Interest held	Profit (loss) Sharing Baht’000
Thoresen (Indochina) S.A.	238,678	1,419	632,101	31,075	50.0	18,828
Petrolift Inc.	3,439,244	1,612,973	1,050,704	171,173	40.0	58,587
						77,415
<u>Add Others</u>						<u>6,661</u>
						84,076

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15 Goodwill

The movements of goodwill during the three-month period ended 31 December 2014 and the year ended 30 September 2014 are as follows:

	Consolidated financial statements	
	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>	
Opening net book value of period / year	978,620	968,661
Impairment charges	-	-
Translation adjustments	5,978	9,959
Closing net book value of period / year	984,598	978,620

Goodwill is allocated to the Group's cash-generating units ("CGU") identified according to business segment.

A segment-level summary of the goodwill allocation as at 31 December 2014 and 30 September 2014 are presented as follows:

	Energy business	Infrastructure business	Total
	<i>(in thousand Baht)</i>		
Goodwill allocation	984,598	2,834,697	3,819,295
Less Impairment charge	-	(2,834,697)	(2,834,697)
Net	984,598	-	984,598

During the year ended 30 September 2013, UMS and its subsidiaries ("the UMS Group") incurred a net loss of Baht 375.5 million and as of 30 September 2013, the UMS Group's current liabilities exceeded current assets by Baht 555.2 million. Moreover, the UMS Group had breached certain loan covenants according to the requirements in loan agreements with financial institutions. These factors may cast doubt about the recoverable amounts from the UMS Group. As a result, during the year ended 30 September 2013, the Company recognised an additional impairment charge on goodwill and customer relationship of Baht 516.0 million and Baht 79.8 million, respectively.

The calculation of value-in-use was performed using income approach which is based on projected free cash flows covering the next five years according to UMS's strategic plan approved by its Board of Directors. Cash flows beyond the five-year period are extrapolated using the estimated nil growth rate and a discount rate of 15% which is UMS's weighted average cost of capital

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
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16 Property, plant, and equipment

	Consolidated financial statements										
	Land	Buildings and factories	Building improvements	Ocean vessels, support vessels, supply vessels, and tender rigs	Dry-docking	Furniture, fixtures, machinery, and equipment <i>(in thousand Baht)</i>	Motor vehicles	Motor launches	Barges	Construction in progress	Total
<i>Cost</i>											
At 1 October 2013	606,808	1,397,479	198,821	26,687,688	1,706,007	3,917,154	141,305	27,575	140,374	206,302	35,029,513
Additions	-	350	1,271	4,343,357	187,540	196,089	29,633	1,634	-	2,416,373	7,176,247
Transfers	-	4,830	50	-	-	233,926	2,615	2,958	-	(244,379)	-
Disposals and write-offs	-	(10,462)	(5,659)	(25)	(361,732)	(62,666)	(7,624)	-	-	-	(448,168)
Deconsolidation	-	-	(4,579)	80,219	-	(10,045)	(1,076)	-	-	-	64,519
Effect of movement in exchange rates	824	41,130	1,151	767,645	-	93,158	(613)	882	-	12,325	916,502
At 30 September 2014 and 1 October 2014	607,632	1,433,327	191,055	31,878,884	1,531,815	4,367,616	164,240	33,049	140,374	2,390,621	42,738,613
Additions	-	-	363	4,455	96,047	81,635	7,731	267	1,056	218,520	410,074
Transfer	-	-	-	-	4,680	104,008	-	-	-	(108,688)	-
Disposals and write-offs	-	-	-	-	-	(58,526)	(794)	-	(775)	-	(60,095)
Effect of movement in exchange rates	494	36,743	710	552,035	-	85,216	3,967	604	-	49,569	729,338
At 31 December 2014	608,126	1,470,070	192,128	32,435,374	1,632,542	4,579,949	175,144	33,920	140,655	2,550,022	43,817,930

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
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	Consolidated financial statements										
	Land	Buildings and factories	Building improvements	Ocean vessels, support vessels, supply vessels, and tender rigs	Dry-docking	Furniture, fixtures, machinery, and equipment <i>(in thousand Baht)</i>	Motor vehicles	Motor launches	Barges	Construction in progress	Total
Depreciation and impairment charges											
At 1 October 2013	-	500,483	136,690	10,504,719	837,119	1,972,010	92,529	5,476	45,950	-	14,094,976
Depreciation charge for the year	-	72,930	17,497	948,897	324,877	379,346	17,546	5,867	1,323	-	1,768,283
Impairment charges, net	-	-	-	-	-	12,047	-	-	-	6,406	18,453
Reverse impairment charges	-	-	-	-	-	(3,515)	-	-	-	-	(3,515)
Disposals and write-offs	-	(10,494)	(5,627)	(25)	(361,732)	(59,674)	(7,575)	-	-	-	(445,127)
Deconsolidation	-	-	(3,514)	80,219	-	(9,134)	(780)	-	-	-	66,791
Effect of movement in exchange rates	-	1,966	793	299,585	(26,596)	39,702	(1,130)	196	-	-	314,516
At 30 September 2014 and 1 October 2014	-	564,885	145,839	11,833,395	773,668	2,330,782	100,590	11,539	47,273	6,406	15,814,377
Depreciation charge for the period	-	18,445	3,904	274,003	95,392	97,040	4,857	1,604	405	-	495,650
Impairment charges, net	-	-	-	48,456	464	2,255	-	-	-	-	51,175
Reverse impairment charges	-	-	-	-	(1,667)	-	-	-	-	-	(1,667)
Disposals and write-offs	-	-	-	-	-	(48,283)	(794)	-	(234)	-	(49,311)
Effect of movement in exchange rates	-	11,978	570	197,202	(11,960)	47,151	1,850	223	-	-	247,014
At 31 December 2014	-	595,308	150,313	12,353,056	855,897	2,428,945	106,503	13,366	47,444	6,406	16,557,238
Net book value											
At 1 October 2013	606,808	896,996	62,131	16,182,969	868,888	1,945,144	48,776	22,099	94,424	206,302	20,934,537
At 30 September 2014 and 1 October 2014	607,632	868,442	45,216	20,045,489	758,147	2,036,834	63,650	21,510	93,101	2,384,215	26,924,236
At 31 December 2014	608,126	874,762	41,815	20,082,318	776,645	2,151,004	68,641	20,554	93,211	2,543,616	27,260,692

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	Separate financial statements					Total
	Land	Buildings	Building improvements <i>(in thousand Baht)</i>	Furniture, fixtures, and equipment	Motor vehicles	
Cost						
At 1 October 2013	99,947	203,746	91,963	69,186	2,806	467,648
Additions	-	-	213	1,158	-	1,371
At 30 September 2014 and 1 October 2014	99,947	203,746	92,176	70,344	2,806	469,019
Additions	-	-	-	972	-	972
At 31 December 2014	99,947	203,746	92,176	71,316	2,806	469,991
Depreciation						
At 1 October 2013	-	129,714	73,888	62,716	2,806	269,124
Depreciation charge for the year	-	9,395	5,368	2,728	-	17,491
At 30 September 2014 and 1 October 2014	-	139,109	79,256	65,444	2,806	286,615
Depreciation charge for the period	-	2,368	988	646	-	4,002
At 31 December 2014	-	141,477	80,244	66,090	2,806	290,617
Net book value						
At 1 October 2013	99,947	74,032	18,075	6,470	-	198,524
At 30 September 2014 and 1 October 2014	99,947	64,637	12,920	4,900	-	182,404
At 31 December 2014	99,947	62,269	11,932	5,226	-	179,374

Significant movement of property, plant, and equipment of the Group during the three-month period ended 31 December 2014 and for the year ended 30 September 2014 is as follows:

Significant additions, disposals, and write-offs:

For the three-month period ended 31 December 2014

Significant additions were i) payments for dry-docking of vessels and drilling rigs, ii) payments for support vessels and rig equipment, and progress payments for new equipment under construction and installation, and iii) payments for warehouse construction.

For the year ended 30 September 2014

Significant additions were i) final instalment payment for new build ocean vessels, ii) payments for dry-docking of vessels and drilling rigs, iii) payments for a second-hand ocean vessel, iv) payments for support vessels and rig equipment, and progress payments for new equipment under construction and installation, and v) payments for warehouse construction.

Significant disposals and write-offs were i) disposals of an ocean vessel and a remotely operated vehicle and ii) termination of vessel main engine contract.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

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Property, plant, and equipment as of 31 December 2014 and 30 September 2014 used as collateral for loan facilities can be summarised as follows:

- Ocean vessels with a net book value of USD 312.1 million (*30 September 2014: USD 247.3 million*) are mortgaged with financial institutions as collateral for their loans at a total value of USD 161.3 million (*30 September 2014: USD 131.8 million*).
- Subsea vessels and tender rig with a net book value of USD 176.0 million (*30 September 2014 : USD 201.7 million*) were mortgaged with various banks as collateral for bank overdraft and loan facilities for a total value of USD 110.0 million (*30 September 2014: Baht 1,129.5 million and USD 110.0 million*).
- Barges with a net book value of Baht 123.1 million (*30 September 2014: Baht 123.1 million*) are mortgaged with a bank as collateral for its bank overdrafts and long-term loans for a total value of Baht 123.0 million (*30 September 2014: Baht 125.0 million*).
- Certain land, buildings and machinery of the Group with a net book value of Baht 603.3 million, USD 2.5 million and VND 79,421 million respectively, (*30 September 2014: Baht 602.8 million, USD 2.6 million and VND 81,359 million*) are mortgaged with various banks as collateral for loan facilities, bank overdraft facilities, and letters of guarantee for a total value of Baht 748.5 million and USD 7.0 million (*30 September 2014: Baht 905.0 million and USD 7.0 million*).

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
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17 Intangible assets

	Consolidated financial statements				Total
	Customer relationship	Other intangible assets	Computer software	Computer software under installation	
	<i>(in thousand Baht)</i>				
Cost					
At 1 October 2013	563,851	8,256	322,906	6,095	901,108
Additions	-	-	18,970	-	18,970
Disposals and write-offs	-	-	(5,156)	-	(5,156)
Effect of movement in exchange rates	-	-	3,294	-	3,294
At 30 September 2014 and 1 October 2014	563,851	8,256	340,014	6,095	918,216
Additions	-	-	1,413	-	1,413
Disposals and write-offs	-	-	(19,709)	-	(19,709)
Effect of movement in exchange rates	1,044	550	1,244	-	2,838
At 31 December 2014	564,895	8,806	322,962	6,095	902,758
Amortisation					
At 1 October 2013	354,727	4,639	225,314	-	584,680
Amortisation charge for the year	51,249	1,126	38,483	-	90,858
Disposals and write-offs	-	-	(4,775)	-	(4,775)
Effect of movement in exchange rates	(35)	(12)	942	-	895
At 30 September 2014 and 1 October 2014	405,941	5,753	259,964	-	671,658
Amortisation charge for the period	12,804	278	8,783	-	21,865
Impairment charges, net	-	-	(133)	-	(133)
Disposals and write-offs	-	-	18,995	-	18,995
Effect of movement in exchange rates	1,044	402	(36,838)	-	(35,392)
At 31 December 2014	419,789	6,433	250,771	-	676,993
Net book value					
At 1 October 2013	209,124	3,617	97,592	6,095	316,428
At 30 September 2014 and 1 October 2014	157,910	2,503	80,050	6,095	246,558
At 31 December 2014	145,106	2,373	72,191	6,095	225,765

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	Separate financial statements		
	Computer software	Computer software under installation <i>(in thousand Baht)</i>	Total
<i>Cost</i>			
At 1 October 2013	186,376	6,095	192,471
Additions	-	-	-
At 30 September 2014 and 1 October 2014	186,376	6,095	192,471
Additions	-	-	-
At 31 December 2014	186,376	6,095	192,471
<i>Amortisation</i>			
At 1 October 2013	122,894	-	122,894
Amortisation charge for the year	16,181	-	16,181
At 30 September 2014 and 1 October 2014	139,075	-	139,075
Amortisation charge for the period	4,036	-	4,036
At 31 December 2014	143,111	-	143,111
<i>Net book value</i>			
At 1 October 2013	63,482	6,095	69,577
At 30 September 2014 and 1 October 2014	47,301	6,095	53,396
At 31 December 2014	43,265	6,095	49,360

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

18 Deferred tax

Deferred tax assets and liabilities as at 31 December 2014 and 30 September 2014 were attributable to the following:

	Consolidated financial statements					
	Assets		Liabilities		Net	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>					
Short-term investments	2,643	1,942	(7,194)	-	(4,551)	1,942
Trade accounts receivables	6,372	6,281	-	-	6,372	6,281
Property, plant, and equipment	14,943	28	(98,711)	(93,941)	(83,768)	(93,913)
Intangible assets	-	-	(63,750)	(69,363)	(63,750)	(69,363)
Employee benefit obligations	23,538	13,459	-	-	23,538	13,459
Loss carry forward	153,047	125,990	-	-	153,047	125,990
Others	16,242	31,935	(40,313)	(2,005)	(24,071)	29,930
Total	216,785	179,635	(209,968)	(165,309)	6,817	14,326
Set off of tax	(14,108)	(1,552)	14,108	1,552	-	-
Net deferred tax assets (liabilities)	202,677	178,083	(195,860)	(163,757)	6,817	14,326

	Separate financial statements					
	Assets		Liabilities		Net	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>					
Short-term investments	2,643	1,942	-	-	2,643	1,942
Intangible assets	-	-	(276)	(1,067)	(276)	(1,067)
Employee benefit obligations	2,639	2,468	-	-	2,639	2,468
Loss carry forward	98,860	66,221	-	-	98,860	66,221
Others	626	10,711	-	-	626	10,711
Total	104,768	81,342	(276)	(1,067)	104,492	80,275
Set off of tax	(276)	(1,067)	276	1,067	-	-
Net deferred tax assets	104,492	80,275	-	-	104,492	80,275

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Movements in total deferred tax assets and liabilities during the three-month period ended 31 December 2014 and the year ended 30 September 2014 were as follows:

	Consolidated financial statements					At 31 December 2014
	At 1 October 2014	Charged / (credited to:)			Deconsolidation of a subsidiary	
		Profit or loss	Other Comprehensive income	Exchange differences		
			<i>(in thousand Baht)</i>			
Short-term investments	1,942	-	(6,493)	-	-	(4,551)
Trade accounts receivables	6,281	91	-	-	-	6,372
Property, plant, and equipment	(93,913)	10,950	-	(805)	-	(83,768)
Intangible assets	(69,363)	5,635	-	(22)	-	(63,750)
Employee benefit obligations	13,459	10,079	-	-	-	23,538
Loss carry forward	125,990	27,057	-	-	-	153,047
Others	29,930	(54,001)	-	-	-	(24,071)
Total	14,326	(189)	(6,493)	(827)	-	6,817

	Consolidated financial statements					At 30 September 2014
	At 1 October 2013	Charged / (credited to:)			Deconsolidation of a subsidiary	
		Profit or loss	Other Comprehensive income	Exchange differences		
			<i>(in thousand Baht)</i>			
Short-term investments	3,569	-	(1,627)	-	-	1,942
Trade accounts receivables	14,043	(1,134)	-	-	(6,628)	6,281
Property, plant, and equipment	(85,229)	(8,689)	-	5	-	(93,913)
Intangible assets	(86,842)	17,480	-	(1)	-	(69,363)
Employee benefit obligations	9,275	4,184	-	-	-	13,459
Loss carry forward	166,675	(40,395)	-	(290)	-	125,990
Others	15,231	14,704	-	(5)	-	29,930
Total	36,722	(13,850)	(1,627)	(291)	(6,628)	14,326

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19 Other non-current assets

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Long-term prepayment - land use rights, net	1,931	2,250	-	-
Insurance claims	196,138	252,153	-	-
Restricted deposit at a financial institution over 1 year	131,899	129,533	-	-
Long-term loan to third parties	19,995	-	-	-
Other assets	87,646	61,570	1,691	511
Total	437,609	445,506	1,691	511

The restricted deposit at a financial institution, which matures over one year from now, is pledged against long-term loans with a local financial institution. The restricted deposit must be maintained at a minimum amount of the next two principal and interest payments after the two-year grace period expired on 30 September 2013.

Long-term loan to third parties

As at 31 December 2014, long-term loan to third parties represents a promissory note issued by Merton and Britmar (Asia) Pte. Ltd. with face value of USD 0.76 million which is a part of the consideration for a settlement agreement as disclosed in note 12. This promissory note has an interest rate of 1.5% per annum.

20 Interest-bearing liabilities

	<i>Note</i>	Consolidated financial statements		Separate financial statements	
		31 December 2014	30 September 2014	31 December 2014	30 September 2014
		<i>(in thousand Baht)</i>			
Current					
Bank overdrafts		8,525	4,244	-	-
Short-term loans		473,279	284,044	-	-
Short-term loan from related parties	4	-	-	1,287,653	5,816,657
Current portion of long-term loans		2,463,544	2,272,635	300,000	360,000
Current portion of bonds		1,999,627	1,999,445	1,999,627	1,999,445
Current portion of finance lease liabilities		6,693	6,264	-	-
		4,951,668	4,566,632	3,587,280	8,176,102
Non-current					
Long-term loans		7,734,090	7,156,341	480,000	580,000
Bonds		1,998,700	1,998,569	1,998,700	1,998,569
Finance lease liabilities		9,332	9,186	-	-
		9,742,122	9,164,096	2,478,700	2,578,569
Total		14,693,790	13,730,728	6,065,980	10,754,671

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Notes to financial statements

The periods to maturity of long-term loans as at 31 December 2014 and 30 September 2014 were as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Within one year	2,463,544	2,272,635	300,000	360,000
After one year but within five years	5,251,438	4,560,242	480,000	580,000
After five years	2,482,652	2,596,099	-	-
Total	10,197,634	9,428,976	780,000	940,000

The currency denomination of long-term loans as at 31 December 2014 and 30 September 2014 were as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Thai Baht (THB)	1,155,980	1,355,654	780,000	940,000
United States Dollars (USD)	9,041,654	8,073,322	-	-
Total	10,197,634	9,428,976	780,000	940,000

The Company

Long-term loans

Loan for convertible bond redemption was granted by a local commercial bank and is denominated in Thai Baht with a total outstanding balance of Baht 780 million as at 31 December 2014 (*30 September 2014: Baht 940 million*) with repayment term within 5 years and is unsecured. The loan bears interest rate at a floating reference rate plus a margin.

Bonds

In July 2010, the Company issued and sold two tranches of unsubordinated and unsecured Thai Baht bonds at face value worth Baht 4 billion. The details of bonds are as follows:

Bond No.	Number of units	Face value /unit (Baht)	Interest rate (% per annum)	Maturity dated
Tranche 1	2,000,000	1,000	3.60	9 July 2015
Tranche 2	2,000,000	1,000	3.82	29 June 2017

The Thai Baht bonds were issued at par with a face value of Baht 1,000 per unit. The term of the first tranche is five years from issue date and the term of the second tranche is six years, eleven months and twenty days from the issue date. The Company will pay interest every three months and will pay the entire principal amount at the maturity date.

The first tranche with net book value of Baht 1,999.4 million was reclassified to current portion as of 31 December 2014 and 30 September 2014 based on its maturity date.

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The movement of bonds during the three-month period ended 31 December 2014 and the year ended 30 September 2014 are as follows:

	Consolidated and Separate financial statements	
	Three-month period ended 31 December 2014	Year ended 30 September 2014
At 1 October 2014 and 2013	3,998,014	3,996,772
Amortisation on deferred issuing costs	313	1,242
At 31 December 2014 and 30 September 2014	<u>3,998,327</u>	<u>3,998,014</u>

Consolidated

Short-term loans

As at 31 December 2014, the Group has unsecured short-term loans in form of promissory notes, bill of exchanges, and trust receipts from local financial institutions amounting to Baht 473.3 million (30 September 2014: Baht 284.0 million).

Long-term loans

Movements of long-term loans during the three-month period ended 31 December 2014 and the year ended 30 September 2014 are as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
At 1 October 2014 and 2013	9,428,976	8,907,201	940,000	1,160,000
Additions	1,144,976	1,525,219	-	-
Repayments	(524,363)	(1,448,891)	(160,000)	(220,000)
Reclassify from short-term loan	-	202,676	-	-
Realised gains on exchange rates	-	12	-	-
Unrealised gains on exchange rates	-	700	-	-
Translation adjustments	146,970	238,099	-	-
Amortisation on deferred issuing costs	1,075	3,960	-	-
At 31 December 2014 and 30 September 2014	<u>10,197,634</u>	<u>9,428,976</u>	<u>780,000</u>	<u>940,000</u>
Less current portion of long-term loans	(2,463,544)	(2,272,635)	(300,000)	(360,000)
Long-term loans - net of current portion	<u>7,734,090</u>	<u>7,156,341</u>	<u>480,000</u>	<u>580,000</u>

a) Loans for the purchases and constructions of ocean vessels, a tender rig, support vessels and equipment, and barges:

- Loans for the purchase and construction of ocean vessels are granted by foreign syndicated banks and are denominated in US Dollars with a total outstanding balance of USD 161.3 million as at 31 December 2014 (30 September 2014: USD 131.5 million) with repayment terms within 5 - 17 years from the vessel delivery date. As at 31 December 2014, interest rates and securities on the loans are as follows:

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Notes to financial statements

- The loan balance of USD 27.1 million (*30 September 2014: USD 28.8 million*): fixed rate and LIBOR plus a certain margin and is secured by a mortgage of two vessels and a corporate guarantee by the Company.
- The loan balance of USD 134.2 million (*30 September 2014: USD 102.7 million*): LIBOR plus a certain margin and is secured by a mortgage of twelve of the Group's ocean vessels and subsequently by the new build or second-hand vessels that have been acquired under these loans facilities, assignment of insurance for the collateral vessels, pledge or charge over bank accounts, and a corporate guarantee by the Company.
- Loan for the special maintenance of a tender rig is granted by a local commercial bank and is denominated in US Dollars with a total outstanding balance of USD 3.0 million as at 30 September 2014 with repayment term within 2 years. This loan bears interest at the rate of USD-LIBOR plus a certain margin, is secured by a mortgage of the tender rig, and is guaranteed by subsidiaries. The loan was repaid in full during the period ended 31 December 2014.
- Loans for the purchase of support vessels and equipment are granted by local commercial banks and are denominated in US Dollars, having a total outstanding balance of USD 113.4 million as at 31 December 2014 (*30 September 2014: USD 115.1 million*) with repayment terms within 8 - 10 years. As at 31 December 2014, the interest rate is USD-LIBOR plus a certain margin (*30 September 2014: USD-LIBOR plus a certain margin*). These loans are currently secured by mortgages of support vessels and are guaranteed by a subsidiary.
- Loans for the purchase of barges are granted by a local commercial bank and are denominated in Thai Baht with a total outstanding balance of Baht 6.4 million as at 31 December 2014 (*30 September 2014: Baht 9.4 million*) with repayment term within 7 years. This loan bears interest at MLR minus certain margins and is secured by a mortgage of all barges.

According to a condition of the loan agreements, the Company and its subsidiaries are not allowed to create any encumbrance on the assets which are used as collateral, except obtaining prior consent of the banks and permitted liens. The Company and its subsidiaries must comply with other conditions and restrictions stated in the term loan agreements.

- b) Loans for the construction of a building and warehouse are granted by local commercial banks and are denominated in Thai Baht with a total outstanding balance of Baht 46.5 million as at 31 December 2014 (*30 September 2014: Baht 50.4 million*) and repayment terms within 6.5 - 8 years. This loan bears interest at MLR minus a certain margin. The loans are secured by mortgages of the subsidiary's land & buildings and are guaranteed by the Company.
- c) Loans for the construction of machinery and warehouses and working capital are granted by local commercial banks and are denominated in Thai Baht with a total outstanding balance of Baht 319.9 million as at 31 December 2014 (*30 September 2014: Baht 355.9 million*) and repayment terms within 3 - 7 years. These loans bear interest at MLR minus certain margins and are secured by mortgages of a subsidiary's partial land and construction on that land.

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Notes to financial statements

The reduction of authorised share capital

At the Annual General Meeting of Shareholders No. 1/2014 held on 30 January 2014, the shareholders approved to reduce the Company's authorised share capital by cancelling 641 authorised but unissued shares which were allocated to reserve for the newly issued securities in 2013, resulting in a decrease from the existing authorised share capital of Baht 1,132,807,060 to a new authorised share capital of Baht 1,132,806,419 divided into 1,132,806,419 ordinary shares each of par value of Baht 1.

Issue of ordinary shares and warrants

At the Annual General Meeting of Shareholders No. 1/2014 held on 30 January 2014, shareholders approved the following resolutions:

- Increase of the authorised share capital by 411,299,416 shares at a par value of Baht 1 each from the existing authorised share capital of Baht 1,132,806,419. The new authorised share capital of Baht 1,544,105,835 is divided into 1,544,105,835 shares at the par value of Baht 1 each.
- Issuance and offering of the following securities:
 - No more than 298,110,588 new ordinary shares at a par value of Baht 1 each in combination with
 - No more than 99,370,196 units of warrants to purchase new ordinary shares of the Company No. 4 ("TTA-W4" or "Warrants")

The above securities will be offered to existing shareholders in proportion to their shareholding percentage (Right Offering: RO) in a ratio of 10 existing ordinary shares to 3 new ordinary shares in combination with 1 Warrant (10:3:1). The RO price is Baht 14 per share. The offering price for the Warrants is Baht 0 per unit. The exercise price for the Warrants is Baht 18.5 per share (except in case of rights adjustments). Existing shareholders exercising the right to subscribe for the capital increase shares must exercise their right simultaneously and proportionately to subscribe for Warrants.

- Allocation of capital increase ordinary shares as follows:

Offering of new ordinary shares

- No more than 298,110,588 new ordinary shares at the par value of Baht 1 per share must be offered to existing shareholders of the Company in proportion to their shareholding percentage at a ratio of 10 existing ordinary shares to 3 new ordinary shares at an offering price of Baht 14 per share.
- Existing shareholders shall have the right to oversubscribe in the RO based on the ratio specified above by indicating their intention to oversubscribe by no more than 50 percent of existing ordinary shares held by them. Shareholders may oversubscribe, and oversubscription shares may be allocated to such oversubscribing shareholders only when there are shares left after allocation to all shareholders who have subscribed to shares proportionately to their shareholding percentage in the RO. Such allocation of oversubscription shares shall be proportionate to their shareholding percentage and shall be subject to the foreign shareholding limit as prescribed under the Articles of Association of the Company, which currently provides that foreign shareholders may hold shares in the Company up to 49 percent of total issued shares of the Company.
- Any new ordinary shares left after allocation to existing shareholders shall be allocated in a private placement (the "Private Placement") at an offering price, which is not lower than 90 percent of market price. However, the Private Placement offering price will not be lower than the RO price.

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Notes to financial statements

Allocation of new ordinary shares for the exercise of Warrants

- No more than 99,370,196 new ordinary shares shall be allocated for the exercise of warrants No. 4 to purchase ordinary shares of the Company to be offered proportionately to existing shareholders of the Company.

The registration of the increase of authorised share capital was approved by the Business Development Department, Ministry of Commerce on 14 March 2014.

On 13 March 2014, the Company announced the subscription result to the existing shareholders of 298,110,588 rights shares, resulting in proceeds of Baht 4,173.55 million (paid-up share capital of Baht 298.11 million and premium on ordinary shares of Baht 3,875.44 million).

On 19 March 2014, the Company announced the result of issuance and allocation of TTA-W4 to the existing shareholders who subscribed for newly issued ordinary shares and were allocated 99,370,196 units of TTA-W4 at an offering price Baht 0 per unit.

The new ordinary shares and TTA-W4 were traded on the SET on 18 March 2014 and 26 March 2014, respectively.

Exercise of TTA-W3

During the three-month period ended 31 December 2014, TTA-W3 were exercised and registered as paid-up share capital of 7.88 million shares and proceeds of Baht 127.45 million (paid-up share capital of Baht 7.88 million and premium on ordinary shares of Baht 119.57 million).

During the year ended 30 September 2014, TTA-W3 were exercised and registered as paid-up share capital of 2.14 million shares and proceeds of Baht 36.18 million (paid-up share capital of Baht 2.14 million and premium on ordinary shares of Baht 34.04 million).

Exercise of TTA-W4

During the three-month period ended 31 December 2014, TTA-W4 were exercised and registered as paid-up share capital of 0.06 million shares and proceeds of Baht 1.03 million (paid-up share capital of Baht 0.06 million and premium on ordinary shares of Baht 0.97 million).

During the year ended 30 September 2014, TTA-W4 were exercised and registered as paid-up share capital of 1.14 million shares and proceeds of Baht 21.17 million (paid-up share capital of Baht 1.14 million and premium on ordinary shares of Baht 20.03 million).

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Fair value changes in available-for-sale investments

The fair value changes in available-for-sale investments account within equity comprise the cumulative net change in the fair value of available-for-sale investments until the investments are derecognised or impaired.

Change in parent's ownership interest in subsidiaries

Change in parent's ownership interest in subsidiaries within equity comprises of effect from dilution of percentage of holding of the Company in a subsidiary and difference from changes in parent's ownership interest in subsidiaries that do not result in a loss of control.

24 Share-based payment

MMPLC had three share option schemes in operation during the financial year, all of which are equity-settled schemes:

- i) Employee share option plan 2009 ("ESOP 2009") was approved by MMPLC's shareholders on 29 January 2009. This scheme permits the grant of options in respect of ordinary shares to MMPLC's executive directors. Options are normally exercisable every six months commencing from the third anniversary from the date of grant of the option and will expire on the fifth anniversary from the date of grant of the options, upon which the options shall expire automatically. No further options will be granted under this scheme.
- ii) Employee share option plan 2010 ("ESOP 2010") was approved by MMPLC's shareholders on 28 January 2010. This scheme permits the grant of options in respect of ordinary shares to MMPLC's executive directors and non-executive directors. Options are normally exercisable every six months commencing from the third anniversary from the date of grant of the option and will expire on the fifth anniversary from the date of grant of the options, upon which the options shall expire automatically. No further options will be granted under this scheme.
- iii) Employee share option plan 2011 ("ESOP 2011") was approved by MMPLC's shareholders on 25 January 2011. This scheme permits the grant of options in respect of ordinary shares to MMPLC's executive directors and non-executive directors. Options are normally exercisable every six months commencing from the third anniversary from the date of grant of the option and will expire on the fifth anniversary from the date of grant of the options, upon which the options shall expire automatically. No further options will be granted under this scheme.

Share options were granted to selected executives and non-executive directors of MMPLC and its subsidiaries. The exercise price of the granted options is equal to the average of the "Market Price", being the price equal to the weighted average price for the shares on the Singapore Exchange (SGX-ST) fifteen consecutive trading days immediately preceding the date of grant. Options are conditional on the employee completing three years' service (the vesting period). The options are exercisable starting three years from the grant date. MMPLC has no legal or constructive obligation to repurchase or settle the options in cash.

None of the participants in any of the said ESOPs were granted 5% or more of the total number of options originally available in each ESOP and no options were granted at a discount. Furthermore, no directors or controlling shareholders of MMPLC hold options under any of the said ESOPs and no options are held by the Company or other subsidiaries, nor any of its or their directors or employees.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Movements in the number of share options outstanding and their related weighted average exercise prices are as follows:

	Consolidated financial statements	
	Average exercise price SGD per share	Option Shares '000
At 1 October 2013	0.39	2,455
Forfeited	0.28	(209)
Exercise	0.27	(535)
Expired	0.27	(210)
	<hr/>	<hr/>
At 30 September 2014	0.46	1,501
	<hr/>	<hr/>
At 1 October 2014	0.46	1,501
Exercise	0.21	(248)
Expired	0.72	(622)
	<hr/>	<hr/>
At 31 December 2014	0.31	631
	<hr/>	<hr/>

As at 31 December 2014, the 631,049 outstanding options (*30 September 2014: 937,562 options*) were exercisable. The average share price during the period from 1 October 2014 to 31 December 2014 was SGD 0.32 per share (*for the year ended 30 September 2014: SGD 0.44 per share*).

Share options outstanding at the end of the three-month period/ year have the following expiry date and exercise prices:

	Consolidated financial statements		
	Exercise Price SGD per Share	31 December 2014 Shares'000	30 September 2014 Shares'000
Expired date:			
16 November 2014	0.72	-	622
1 December 2015	0.40	315	316
15 December 2016	0.21	316	563
		<hr/>	<hr/>
		631	1,501
		<hr/>	<hr/>

The weighted average fair value of options granted during the year 2011 using the Binomial Lattice valuation model was SGD 0.09 per option. The significant inputs into the model were a weighted average share price of SGD 0.23 at the grant date, exercise price shown above, volatility of 45%, dividend yield of 0%, an expected option life of 3.85 years, and an annual risk-free interest rate of 3.015% - 3.081%.

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On 15 December 2011, 1,310,000 share options were granted to MMPLC's executive directors and non-executive directors with an exercise price set at the market price on that date of SGD 0.24 per share (share price: SGD 0.23 per share) (expiry date: 15 December 2016). With the adoption of TFRS 2, "Share-based payment" effective on or after 1 October 2011 will be accounted for in accordance with that accounting standard. Given that this option has a vesting period of 3 years, the accounting expense with respect to the plan is amortised using the straight-line method over 3 years. The projected accounting expense calculated by an actuary which is recognised as a component of equity in the statement of changes in equity for the three-month period ended 31 December 2014 amounted to Baht 0.10 million or USD 2,920.8 (for the year ended 30 September 2014: Baht 0.46 million or USD 14,272.9).

25 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	Transport
Segment 2	Infrastructure
Segment 3	Energy
Segment 4	Holding

Information about reportable segments

Revenue and results, based on business segments, in the consolidated financial statements for the three-month period ended 31 December 2014 and the year ended 30 September 2014 were as follows:

Consolidated financial statements						
For the three-month period ended 31 December 2014						
	Transport	Infrastructure	Energy	Holding	Elimination of inter-segment transactions	Total
	<i>(in thousand Baht)</i>					
Revenues from operations	2,256,265	757,581	3,234,734	-	(41,904)	6,206,676
Revenues from inter-segment	(41,840)	(64)	-	-	41,904	-
Revenue from external customers	2,214,425	757,517	3,234,734	-	-	6,206,676
Depreciation and amortisation	216,286	30,060	248,569	22,609	(9)	517,515
Operating profits	72,511	61,661	29,461	252,894	(246,605)	169,922
Share of profits from associates and joint ventures	14,196	14,049	229,818	-	-	258,063
Finance costs	(41,328)	(17,045)	(28,085)	(79,978)	38,392	(128,044)
Income taxes	(13,660)	(16,424)	(89,159)	29,204	(999)	(91,038)
Net profits for the period	31,719	42,241	142,035	202,120	(209,212)	208,903
Property, plant, and equipment	12,903,864	1,615,911	12,468,660	291,129	(18,872)	27,260,692
Total assets	17,660,740	3,227,323	25,162,367	33,534,122	(27,962,695)	51,621,857

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

Notes to financial statements

Consolidated financial statements					
For the three-month period ended 31 December 2014					
Transport	Infrastructure	Energy	Holding	Elimination of inter-segment transactions	Total
<i>(in thousand Baht)</i>					
Other material non-cash items:					
- Impairment loss on property, plant and equipment and intangible assets	2,021	51,025	-	-	53,046
- Impairment loss on property, plant and equipment and intangible assets reversed	-	(1,737)	-	-	(1,737)

Consolidated financial statements						
For the year ended 30 September 2014						
Transport	Infrastructure	Energy	Holding	Elimination of inter-segment transactions	Total	
<i>(in thousand Baht)</i>						
Revenues from operations	7,197,004	4,441,210	10,088,183	-	(295,159)	21,431,238
Revenues from inter-segment	(295,095)	(64)	-	-	295,159	-
Revenue from external customers	6,901,909	4,441,146	10,088,183	-	-	21,431,238
Depreciation and amortisation	695,691	120,915	950,121	92,449	(35)	1,859,141
Operating profits	551,493	308,511	741,134	859,030	(1,214,772)	1,245,396
Share of profits from associates and joint ventures	157,548	33,579	994,964	-	-	1,186,091
Finance costs	(124,398)	(76,836)	(125,234)	(332,627)	167,236	(491,859)
Income taxes	(72,991)	(76,835)	(166,063)	2,726	(1,190)	(314,353)
Net profits for the year	511,652	188,419	1,444,801	529,129	(1,048,726)	1,625,275
Property, plant, and equipment	12,845,348	1,600,093	12,204,325	291,463	(16,993)	26,924,236
Total assets	22,752,523	3,240,167	24,191,228	37,468,125	(38,321,317)	49,330,726
Other material non-cash items:						
- Impairment loss on property, plant and equipment and intangible assets	-	14,938	-	-	-	14,938

Geographical information

The Group has expanded its investment and operations in foreign countries. All significant revenue from sales and non-current assets on the basis of geography is presented in this information. Revenue is based on the geographical location of customers and segment non-current assets are based on the geographical location of the assets

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Notes to financial statements

	Consolidated financial statements			
	Revenue from sales		Non-current assets	
	Three-month period ended 31 December 2014	For the year ended 30 September 2014	As at 31 December 2014	As at 30 September 2014
	<i>(in thousand Baht)</i>			
Asia	4,246,641	16,968,083	35,841,147	34,565,242
Africa	417,893	876,492	316	344
America	388,961	729,176	-	-
Europe	1,106,910	2,647,951	169,739	1,364
Other	46,271	209,536	-	-
Total	6,206,676	21,431,238	36,011,202	34,566,950

	Separate financial statements			
	Revenue from sales		Non-current assets	
	Three-month period ended 31 December 2014	For the year ended 30 September 2014	As at 31 December 2014	As at 30 September 2014
	<i>(in thousand Baht)</i>			
Asia	-	-	24,316,029	28,764,675
Total	-	-	24,316,029	28,764,675

Major customer

Revenues from major customers of the Group's Energy segment for the three-month period ended 31 December 2014, represents approximately Baht 1,393.47million (*For the year ended 30 September 2014: Baht 3,799.83 million*) of the Group's total revenues.

26 Other operating income

	Consolidated financial statements		Separate financial statements	
	Three-month period ended 31 December 2014	For the year ended 30 September 2014	Three-month period ended 31 December 2014	For the year ended 30 September 2014
	<i>Note</i>	<i>(in thousand Baht)</i>		
Dividend income	-	1,606	328,643	519,155
Gains on exchange rates	73,338	181,474	8,999	154,583
Interest income	13,521	55,368	11,144	51,392
Gains on sales of property, plant, and equipment	5,180	5,247	-	612
Gains on disposals of short-term investments	-	110	-	110
Gains on disposals of an associate and a joint venture	38,148	-	-	-
Other income	28,133	95,788	6,911	34,209
Total	158,320	339,593	355,697	760,061

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Notes to financial statements

27 Expense by nature

The statements of income include an analysis of expenses by function. Expenses by nature disclosed in accordance with the requirements of various TFRS were as follows:

	Consolidated financial statements		Separate financial statements	
	Three-month period ended 31 December 2014	For the year ended 30 September 2014	Three-month period ended 31 December 2014	For the year ended 30 September 2014
	<i>(in thousand Baht)</i>			
Expenses included in vessel operating expenses				
Voyage expenses	998,106	2,235,076	-	-
Vessel supplies and spare parts expenses and repair and maintenance expenses	80,562	257,814	-	-
Crew and staff costs	146,100	472,416	-	-
Charter hire	646,415	2,369,735	-	-
Depreciation and amortization	214,963	686,575	-	-
Expenses included in offshore service expenses				
Vessel expenses and repair and maintenance expenses	561,829	1,758,662	-	-
Crew, staff costs, and subcontractor costs	1,112,706	4,088,603	-	-
Charter hire and equipment rental	781,100	1,084,940	-	-
Depreciation and amortisation	239,970	919,314	-	-
Expenses included in costs of sales				
Cost of raw materials	507,266	3,091,365	-	-
Supplies and spare parts expenses and repair and maintenance expenses	9,547	39,400	-	-
Staff costs	19,739	100,826	-	-
Depreciation and amortization	16,553	73,820	-	-
Expenses included in service, selling, and administrative expenses				
Staff costs	265,957	1,342,465	4,449	202,807
Professional fees	58,126	154,863	4,912	27,223
Office and office equipment rental	15,312	54,933	2,218	6,989
Depreciation and amortisation	46,029	179,432	8,038	33,673
Impairment on long-term loans to related parties	-	-	39,617	506,901
(Reversal of) Impairment on investments in subsidiaries, associates, and joint ventures	-	-	(3,357)	(504,054)
Impairment on property, plant, and equipment and intangible assets	51,309	14,938	-	-
Write-off of property, plant, and equipment and intangible assets	2,805	79	-	-
Write-off of prepaid withholding tax	10,062	9,910	-	-

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Notes to financial statements

28 Income tax expense

Income taxes as shown in the consolidated and Company statements of income are calculated based on net taxable income from non-BOI activities using a principal tax rate for operations in Thailand and specific tax rates applicable to each respective country for overseas operations. Non-BOI activities comprise gains from disposals of assets, shipping related services including agency, drilling services outside Thailand, offshore related services, and production and trading of fertiliser and coal.

Income tax recognised in profit or loss

	Consolidated financial statements		Separate financial statements	
	Three-month period ended 31 December 2014	For the year ended 30 September 2014	Three-month period ended 31 December 2014	For the year ended 30 September 2014
	<i>Note</i>			
Current tax expense				
Current year		90,849	300,503	-
Deferred tax expense				
Movements in temporary differences	18	189	13,850	(23,516)
Total income tax expense (benefits)		91,038	314,353	(23,516)

(in thousand Baht)

Income tax recognised in other comprehensive income

	Consolidated financial statements					
	For the three-month period ended 31 December 2014			For the year ended 30 September 2014		
	Before tax	Tax (expense) benefit	Net of tax	Before tax	Tax (expense) benefit	Net of tax
Change in fair value available-for-sale investments	32,469	(6,493)	25,976	8,137	(1,627)	6,510

(in thousand Baht)

	Separate financial statements					
	For the three-month period ended 31 December 2014			For the year ended 30 September 2014		
	Before tax	Tax (expense) benefit	Net of tax	Before tax	Tax (expense) benefit	Net of tax
Change in fair value available-for-sale investments	(3,502)	701	(2,801)	8,137	(1,627)	6,510

(in thousand Baht)

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Notes to financial statements

Reconciliation of effective tax rate

	Consolidated financial statements			
	Three-month period ended 31 December 2014		For the year ended 30 September 2014	
	<i>Rate (%)</i>	<i>(in thousand Baht)</i>	<i>Rate (%)</i>	<i>(in thousand Baht)</i>
Profit before income tax expense		299,941		1,939,628
Income tax using the Thai corporation tax rate	20	59,988	20	387,926
Income tax reduction – current	-	-	(2)	(37,796)
Income tax reduction – deferred	5	14,982	-	(7,612)
Effect of different tax rates in foreign jurisdictions	19	57,568	7	140,405
Income not subject to tax	(46)	(136,228)	(32)	(622,858)
Expenses not deductible for tax purposes	24	71,814	4	72,729
Recognition of previously unrecognised tax losses	(1)	(2,606)	(6)	(112,856)
Current year losses for which no deferred tax asset was recognised	11	32,019	23	443,584
Withholding tax not recoverable written-off (recovered)	-	148	-	(148)
Under (over) provided in prior years	(7)	(20,876)	1	28,481
Translation adjustment	5	14,229	1	22,498
Total	30	91,038	16	314,353

	Separate financial statements			
	Three-month period ended 31 December 2014		For the year ended 30 September 2014	
	<i>Rate (%)</i>	<i>(in thousand Baht)</i>	<i>Rate (%)</i>	<i>(in thousand Baht)</i>
Profit before income tax expense		206,560		90,446
Income tax using the Thai corporation tax rate	20	41,312	20	18,089
Income not subject to tax	(21)	(43,986)	(41)	(37,260)
Expenses not deductible for tax purposes	4	7,618	3	2,337
Under (over) provided in prior years	(14)	(28,460)	1	825
Total	(11)	(23,516)	(17)	(16,009)

Income tax reduction

Royal Decree No. 530 B.E. 2554 dated 21 December 2011 grants a reduction in the corporate income tax rate for the three accounting periods 2012, 2013, and 2014; from 30% to 23% for the accounting period 2012 which begins on or after 1 January 2012 and to 20% for the following two accounting periods 2013 and 2014 which begin on or after 1 January 2013 and 2014, respectively. Royal Decree No. 577 B.E. 2557 dated 10 November 2014 extends the reduction to 20% for the accounting period 2015 which begins on or after 1 January 2015.

The Group has applied the reduced tax rate of 20% in measuring deferred tax assets and liabilities as at 31 December 2014 and 2013 in accordance with the clarification issued by the FAP in 2012.

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
Notes to financial statements

29 Earnings per share

Basic earnings per share

The calculation of basic earnings per share for the year was based on the profits for the year attributable to equity holders of the Company and the weighted average number of ordinary shares outstanding during the year as follows:

	Consolidated financial statements		Separate financial statements	
	Three-month period ended 31 December 2014	For the year ended 30 September 2014	Three-month period ended 31 December 2014	For the year ended 30 September 2014
	<i>(in thousand Baht / thousand shares)</i>			
Profits for the three-month period/year attributable to equity holders of the Company (basic)	<u>154,727</u>	<u>1,015,229</u>	<u>230,076</u>	<u>106,455</u>
Number of ordinary shares outstanding at 1 October 2014 and 2013	1,293,235	991,838	1,293,235	991,838
Effect of new shares issued during the period/year	<u>7,163</u>	<u>166,374</u>	<u>7,163</u>	<u>166,374</u>
Weighted average number of ordinary shares outstanding (basic)	<u>1,300,398</u>	<u>1,158,212</u>	<u>1,300,398</u>	<u>1,158,212</u>
Effect of exercise warrants TTA-W3	26,992	25,456	26,992	25,456
Effect of exercise warrants TTA-W4	<u>7,778</u>	<u>5,413</u>	<u>7,778</u>	<u>5,413</u>
Weighted average number of ordinary shares outstanding (diluted)	<u>1,335,168</u>	<u>1,189,081</u>	<u>1,335,168</u>	<u>1,189,081</u>
Basic earnings per share (in Baht)	<u>0.12</u>	<u>0.88</u>	<u>0.18</u>	<u>0.09</u>
Diluted earnings per share (in Baht)	<u>0.12</u>	<u>0.85</u>	<u>0.17</u>	<u>0.09</u>

30 Dividends

a) *For the three-month period ended 31 December 2014*

PMTA

At the Board of Director Meeting of PMTA held on 17 November 2014, PMTA approved the payment of an interim dividend payment for the year ended 30 September 2014 of Baht 328.64 million. The dividend payment was made to shareholder on 16 December 2014.

b) *For the year ended 30 September 2014*

MMPLC

At the Annual General Meeting of the Shareholders No.1/2014 held on 28 January 2014, the shareholders approved the payment of an annual dividend of Baht 0.2630 per share, amounting to Baht 371.6 million. The dividend payment was made to shareholders on 21 February 2014.

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31 Promotional privileges

As at 31 December 2014 and 30 September 2014, one direct subsidiary and six indirect subsidiaries received promotional privileges from the Board of Investment (“BOI”) under services of submerged structure inspection, service of underwater equipment, service of inspection of marine pollution, drilling services, trade and investment service office, and port services. The main privileges include exemption from payment of import duty on machinery and exemption from corporate income taxes for the promoted activities for a period of 8 years from the date when income is first derived, or when approval is given by the BOI.

Furthermore, a shipping subsidiary received promotional privileges from the Maritime and Port Authority of Singapore (“MPA”) under service of domestic and international shipping. The main privileges include exemption from corporate income taxes for the shipping profits for the period commencing from 8 September 2008 to 8 September 2016.

To be entitled to the privileges, the Group must comply with the conditions and restrictions provided in the promotional certificates.

32 Financial instruments

Financial risk management policies

The principal financial risks faced by the Group are foreign exchange rate risk, interest rate risk, bunker prices, freight rates, and credit risk. The objective in using financial instruments is to reduce the uncertainty over future cash flows arising from movements in exchange rates, interest rates, bunker prices, and freight rates, and to manage the liquidity of the cash resources.

Capital management

The Group’s objectives when managing capital are to safeguard the Group’s ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders and issue new shares or bonds.

Foreign exchange rate and interest rate risk

The exchange rate risk is the principal risk faced by the Group as certain purchases and services are entered into foreign currencies and also interest rate risk, which is the risk that future movements in market interest rates will affect the results of the Group’s operations and its cash flows. The Group manages these risks as follows:

a) **Cross currency and interest rate swap contracts**

The Company entered into cross currency and interest rate swap contracts with a commercial bank against 5 year and 7 year Thai Baht bonds with maturities in 2015 and 2017. The Company has locked in fixed USD interest rates of 3.65% and 3.60% per annum, respectively. As at 31 December 2014, the outstanding bond balances were USD 127.83 million (*30 September 2014: USD 127.83 million*) and these bonds had notional amounts of Baht 4,000 million (*30 September 2014: Baht 4,000 million*).

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The Company entered into a cross currency and interest rate swap contracts with a commercial bank against a long term loan with repayment term over 5 years. The Company swapped interest rates from 6M THBFIX + 2.00% per annum to USD 6M Libor + 2.93% per annum. In September 2014, the Company partially unwind the swap in order to reverse some obligations to THB to match with its sources of funds. Therefore, as at 31 December 2014, the outstanding long-term loan balance was USD 25.04 million (30 September 2014: divided into 2 currencies: THB 60 million, USD 28.25 million) and this loan had a notional amount of Baht 780 million (30 September 2014: Baht 940 million).

The net fair values of the cross currency and interest rate swap contracts at the statements of financial position date are as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	(in thousand Baht)			
Unfavorable on cross currency and interest rate swap contracts	325,627	277,945	325,627	277,945

The fair values of cross currency and interest rate swap contracts have been calculated (using rates quoted by the counterparty to the contracts) as if the contracts were terminated at the statements of financial position date.

At 31 December 2014 and 30 September 2014, the Group and the Company were exposed to foreign currency risk in respect of financial assets and liabilities denominated in the following currencies:

	Consolidated financial statements		Separate financial statements		
	Note	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	(in thousand Baht)				
United States Dollars					
Cash and cash equivalents		4,442,962	3,861,714	506,113	555,921
Short-term investments		17,898	17,508	-	-
Trade accounts receivable		2,830,674	446,421	-	-
Receivables from related parties		1,098,593	1,426,811	-	52,639
Short-term loans to related parties		-	-	-	1,083,845
Long-term loan to third parties		20,110	-	-	-
Short-term loans		(219,329)	-	-	-
Short term loans from related parties		-	-	(1,219,394)	(1,197,406)
Trade accounts payable		(1,151,365)	(809,788)	(1,185)	(592)
Other accounts payable		(127,685)	(244,923)	(27)	(26)
Payables to related parties		(1,454)	(1,829)	(275)	(270)
Advances from customers		(459,046)	(216,039)	-	-
Long-term loans	20	(8,666,045)	(7,741,427)	-	-
Gross balance sheet exposure		(2,214,687)	(3,261,552)	(714,768)	494,111
Currency swaps		-	-	-	-
Currency forwards		-	-	-	-
Net exposure		(2,214,687)	(3,261,552)	(714,768)	494,111

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	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Singapore Dollars				
Cash and cash equivalents	167,378	63,747	266	273
Trade accounts receivable	65	-	-	-
Short-term loans to related parties	-	-	747,331	-
Trade accounts payable	(25,183)	(10,414)	-	-
Other accounts payable	(4,262)	-	-	-
Payables to related parties	-	-	(51,118)	(52,203)
Gross balance sheet exposure	<u>137,998</u>	<u>53,333</u>	<u>696,479</u>	<u>(51,930)</u>
Currency swaps	-	-	-	-
Currency forwards	-	-	-	-
Net exposure	<u>137,998</u>	<u>53,333</u>	<u>696,479</u>	<u>(51,930)</u>

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Vietnam Dong				
Cash and cash equivalents	151,756	263,120	-	-
Trade accounts receivable	13,029	51,041	-	-
Trade accounts payable	<u>(33,642)</u>	<u>(42,939)</u>	<u>-</u>	<u>-</u>
Gross balance sheet exposure	<u>131,143</u>	<u>271,222</u>	<u>-</u>	<u>-</u>
Currency swaps	-	-	-	-
Currency forwards	-	-	-	-
Net exposure	<u>131,143</u>	<u>271,222</u>	<u>-</u>	<u>-</u>

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
The British Pound				
Short-term investments	<u>18,093</u>	<u>15,929</u>	<u>18,093</u>	<u>15,929</u>
Gross balance sheet exposure	<u>18,093</u>	<u>15,929</u>	<u>18,093</u>	<u>15,929</u>
Currency swaps	-	-	-	-
Currency forwards	-	-	-	-
Net exposure	<u>18,093</u>	<u>15,929</u>	<u>18,093</u>	<u>15,929</u>

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	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand Baht)</i>			
Indonesian Rupiah				
Cash and cash equivalents	6,823	13,141	-	-
Trade accounts payable	(19,549)	(26,363)	-	-
Other accounts payable	(19,041)	(17,202)	-	-
Gross balance sheet exposure	<u>(31,767)</u>	<u>(30,424)</u>	<u>-</u>	<u>-</u>
Currency swaps	-	-	-	-
Currency forwards	-	-	-	-
Net exposure	<u>(31,767)</u>	<u>(30,424)</u>	<u>-</u>	<u>-</u>

b) Bunker swap contracts

During the three-month period ended 31 December 2014, a subsidiary entered into bunker swap contracts with commercial banks for hedging bunker prices in connection with long-term cargo contract commitments. The subsidiary has locked in bunker price at the range of USD 365.0 - USD 383.5 (30 September 2014: USD 572.0 - USD 594.0). As at 31 December 2014, the outstanding bunker quantities were 2,000 metric tonnes (30 September 2014: 6,000 metric tonnes).

The net fair values of the bunker swap contracts at the statements of financial position date are as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand USD)</i>			
Favorable on bunker swap contracts, net	143	320	-	-

c) Forward freight agreements

TSS entered into forward freight agreements with financial institutions and exchange traded derivatives for hedging freight rates in connection with chartered-in vessels. TSS has locked in freight rates at a range of USD 8,750 - USD 9,500 per day (30 September 2014: USD 11,300 - USD 14,200 per day). As at 31 December 2014, the outstanding forward freight agreements to sell are 420 days (30 September 2014: 60 days).

The net fair values of the forward freight agreements at the statement of financial position date are as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in thousand USD)</i>			
Favorable on forward freight agreements	109	96	-	-

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Credit risk

Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the Group as and when they fall due.

Most of the Group's income, being freight income, is normally paid by clients in advance, or prior to the corresponding cargoes being released to them. Management is therefore of the opinion that credit risk is not significant, and that the cost of hedging will outweigh the possible benefit. The Group has not entered into any derivative contracts relating to credit risk.

For the offshore service income and the revenues from sales and service income, management is of the opinion that credit risk is not significant. The Group has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history.

Determination of fair values

A number of the Group's and the Company's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. The fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The fair value of trade and other short-term receivables is taken to approximate the carrying value.

The fair value of financial assets and liabilities is close to the carrying value in the statements of financial positions as at 31 December 2014 and 30 September 2014.

33 Commitments and contingent liabilities

33.1 Capital commitments

The Group has significant capital commitments towards building, machinery, warehouse construction, ship building, dry-docking, and vessel equipment contracts but not yet recognised as liabilities as at 31 December 2014 and 30 September 2014 as follows:

	Consolidated financial statements		Separate financial statements	
	31 December 2014	30 September 2014	31 December 2014	30 September 2014
	<i>(in millions)</i>			
- USD	374.4	372.1	-	-
- VND	47,752.6	79,426.8	-	-
- THB	1.9	1.9	-	-

Thoresen Thai Agencies Public Company Limited and its Subsidiaries
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33.4 Contingent liabilities

a) Guarantees

The Company and the Group have given the following guarantees in the normal course of business:

	31 December 2014			
	Consolidated financial statements			
	Baht million	USD million	VND million	AED million
Letter of guarantees issued by bank on behalf of the Group	25.7	26.5	128,174.5	5.0
Guarantee given by the Group to financial institutions to guarantee credit facilities, purchases of raw materials, bunker swap, and freight forwarding	3.1	252.3	-	-
			31 December 2014	
			Separate financial statements	
			Baht million	USD million
Letter of guarantees issued by bank on behalf of the Group			2.7	-
Guarantee given by the Group to financial institutions to guarantee credit facilities, purchases of raw materials, bunker swap, and freight forwarding			3.1	127.9
			30 September 2014	
			Consolidated financial statements	
	Baht million	USD million	VND million	AED million
Letter of guarantees issued by bank on behalf of the Group	26.0	26.5	43,172.0	5.0
Guarantee given by the Group to financial institutions to guarantee credit facilities, purchases of raw materials, bunker swap, and freight forwarding	3.1	226.2	-	-

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	30 September 2014	
	Separate financial statements	
	Baht million	USD million
Letter of guarantees issued by bank on behalf of the Group	3.1	-
Guarantee given by the Group to financial institutions to guarantee credit facilities, purchases of raw materials, bunker swap, and freight forwarding	3.1	97.1

b) Other contingent liabilities

As at 31 December 2014, a subsidiary had other contingent liabilities of approximately USD 2 million (*30 September 2014: USD 2 million*).

34 Events after the reporting period

The Company

At the Board of Directors Meeting held on 7 January 2015, the Board approved of the Company to provide financial support to UMS in the form of loans or line of credit in the amount not exceeding Baht 125 million with a 4.6% interest rate to support UMS's working capital requirements.

At the Annual General Meeting of Shareholders No. 1/2015 held on 28 January 2015, shareholders approved the following resolutions:

- The payment of an annual dividend of Baht 0.25 per share, amounting to Baht 325.3 million. The dividend payment was made to shareholders on 23 February 2015.
- The reduction in the registered capital of the Company by cancelling 6,642,035 authorised but unissued shares, resulting in a decrease from the existing authorized share capital of Baht 1,544,105,835 to a new authorised share capital of Baht 1,537,463,800 divided into 1,537,463,800 ordinary shares each of par value of Baht 1.
- Increase of the authorised share capital by 739,383,450 shares at a par value of Baht 1 each from the existing authorised share capital of Baht 1,537,463,800. The new authorised share capital of Baht 2,276,847,250 is divided into 2,276,847,250 shares at the par value of Baht 1 each, and Clause 4 of the Memorandum of Association has been amended to reflect the increase of the authorised share capital.
- Issuance and offering of the following securities:
 - No more than 520,470,459 new ordinary shares at a par value of Baht 1 each in combination with
 - No more than 173,490,153 units of warrants to purchase new ordinary shares of the Company No. 5 ("TTA-W5" or "Warrants")

Thoresen Thai Agencies Public Company Limited and its Subsidiaries

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The above securities will be offered to existing shareholders in proportion to their shareholding percentage (Right Offering: RO) in a ratio of 15 existing ordinary shares to 6 new ordinary shares in combination with 2 unit of Warrant (15:6:2). The RO price is Baht 14 per one share. The offering price for the Warrants is Baht 0 per one unit. The exercise price for the Warrants is Baht 18.5 per share (except in case of rights adjustments). Existing shareholders exercising the right to subscribe for the capital increase shares must exercise their right simultaneously and proportionately to subscribe for Warrants.

- Allocation of capital increase ordinary shares as follows:

Offering of new ordinary shares

- No more than 520,470,459 new ordinary shares at the par value of Baht 1 per share must be offered to existing shareholders of the Company in proportion to their shareholding percentage at a ratio of 15 existing ordinary shares to 6 new ordinary shares at an offering price of Baht 14 per share.
- Existing shareholders shall have the right to oversubscribe in the RO based on the ratio specified above by indicating their intention to oversubscribe by no more than 20 percent of existing ordinary shares held by them. Shareholders may oversubscribe, and oversubscription shares may be allocated to such oversubscribing shareholders only when there are shares left after allocation to all shareholders who have subscribed to shares proportionately to their shareholding percentage in the RO. Such allocation of oversubscription shares shall be proportionate to their shareholding percentage and shall be subject to the foreign shareholding limit as prescribed under the Articles of Association of the Company, which currently provide that foreign shareholders may hold shares in the Company up to 49 percent of total issued shares of the Company.
- Any new ordinary shares left after allocation to existing shareholders shall be allocated in a private placement (the "Private Placement") at the offering price which is not lower than 90 percent of market price. However, the Private Placement offering price will not be lower than the RO price.

Allocation of new ordinary shares for the exercise of Warrants

- No more than 173,490,153 new ordinary shares shall be allocated for the exercise of warrants No. 5 to purchase ordinary shares of the Company to be offered proportionately to existing shareholders of the Company.

The Company is in process to register the increase of authorised share capital with the Business Development Department, Ministry of Commerce.

On 5 February 2015, the Company adjusted the Exercise Price and Exercise Ratio of TTA-W3 and TTA-W4 to be as follows:

TTA-W3

Exercise price prior to the adjustment	: Baht 16.1655 per 1 ordinary share
New exercise price after the adjustment	: Baht 15.2628 per 1 ordinary share
Exercise ratio prior to the adjustment	: 1 Unit of Warrant to 1.0516 ordinary share
New exercise ratio after the adjustment	: 1 Unit of Warrant to 1.1138 ordinary share

TTA-W4

Exercise price prior to the adjustment	: Baht 18.5000 per 1 ordinary share
New exercise price after the adjustment	: Baht 17.4669 per 1 ordinary share
Exercise ratio prior to the adjustment	: 1 Unit of Warrant to 1.0000 ordinary share
New exercise ratio after the adjustment	: 1 Unit of Warrant to 1.0591 ordinary share

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Consolidated

TSS

On 7 January 2015, TSS subscribed 10 ordinary share of a new subsidiary, Thoresen Shipping Arabia DMCC, at AED 10,000 per share in the total amount of AED 100,000. The Group's ownership in the new share subsidiary is 100%.

MMPLC

Dividend payment

At the annual general meeting of the shareholders of MMPLC held on 27 January 2015, the shareholders approved the appropriation of dividend of USD 0.0047 per share, amounting to USD 6.7 million, equivalent to Baht 218 million. The dividend was paid to MMPLC's shareholders on 23 February 2015.

Dividend payment proposal

At the Board of Directors Meeting of MMPLC held on 27 February 2015, the Board approved to propose an annual dividend payment of USD 0.0040 per share or equivalent to Baht 0.1279 per share, total amounting to USD 5.7 million or equivalent to Baht 181 million. The dividend shall be proposed to the Annual General Meeting of Shareholders in April 2015 for their consideration and approval.

35 Thai Financial Reporting Standards ("TFRS") not yet adopted

A number of new and revised TFRS have been issued but are not yet effective and have not been applied in preparing these financial statements. Those new and revised TFRS that may be relevant to the Group's operations, which become effective for annual financial periods beginning on or after 1 January in the year indicated, are set out below. The Group does not plan to adopt these TFRS early.

TFRS	Topic	Year effective
TAS 1 (revised 2014)	Presentation of Financial Statements	2015
TAS 2 (revised 2014)	Inventories	2015
TAS 7 (revised 2014)	Statement of Cash Flows	2015
TAS 8 (revised 2014)	Accounting Policies, Changes in Accounting Estimates and Errors	2015
TAS 10 (revised 2014)	Events after the Reporting Period	2015
TAS 12 (revised 2014)	Income Taxes	2015
TAS 16 (revised 2014)	Property, Plant and Equipment	2015
TAS 17 (revised 2014)	Leases	2015
TAS 18 (revised 2014)	Revenue	2015
TAS 19 (revised 2014)	Employee Benefits	2015
TAS 21 (revised 2014)	The Effects of Changes in Foreign Exchange Rates	2015
TAS 23 (revised 2014)	Borrowing Costs	2015
TAS 24 (revised 2014)	Related Party Disclosures	2015
TAS 26 (revised 2014)	Accounting and Reporting by Retirement Benefit Plans	2015
TAS 27 (revised 2014)	Separate Financial Statements	2015
TAS 28 (revised 2014)	Investments in Associates and Joint Ventures	2015
TAS 33 (revised 2014)	Earnings per Share	2015
TAS 34 (revised 2014)	Interim Financial Reporting	2015
TAS 36 (revised 2014)	Impairment of Assets	2015
TAS 37 (revised 2014)	Provisions, Contingent Liabilities and Contingent Assets	2015
TAS 38 (revised 2014)	Intangible Assets	2015
TAS 40 (revised 2014)	Investment Property	2015

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TFRS	Topic	Year effective
TFRS 2 (revised 2014)	Share-based Payment	2015
TFRS 3 (revised 2014)	Business Combinations	2015
TFRS 5 (revised 2014)	Non-current Assets Held for Sale and Discontinued Operations	2015
TFRS 8 (revised 2014)	Operating Segments	2015
TFRS 10	Consolidated Financial Statements	2015
TFRS 11	Joint Arrangements	2015
TFRS 12	Disclosure of Interests in Other Entities	2015
TFRS 13	Fair Value Measurement	2015
TSIC 10 (revised 2014)	Government Assistance - No Specific Relation to Operating Activities	2015
TSIC 15 (revised 2014)	Operating Leases - Incentives	2015
TSIC 25 (revised 2014)	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders	2015
TSIC 27 (revised 2014)	Evaluating the Substance of Transactions Involving the Legal Form of a Lease	2015
TFRIC 4 (revised 2014)	Determining whether an Arrangement contains a Lease	2015
TFRIC 18 (revised 2014)	Transfers of Assets from Customers	2015

The Group has made a preliminary assessment of the potential initial impact on the consolidated and separate Company's financial statements of these new and revised TFRS and expects that there will be no material impact on the financial statements in the period of initial application.

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36 Supplementary Information (Unaudited)

As per note 2 (e), Change of the Company's accounting period, the consolidated financial statements for the three-month period ended 31 December 2014 have been first prepared and presented for the period from 1 October 2014 to 31 December 2014 in accordance with the required format of the financial statements presentation.

For the benefit of users in comparing and analyzing the financial information, the Company has prepared supplementary information in the form of unaudited consolidated statements of income for the twelve-month periods ended 31 December 2014 and 2013, as detailed below:

	Consolidated	
	Statements of income	
	2014 <i>(Unaudited)</i>	2013 <i>(Unaudited)</i>
	<i>(in thousand Baht)</i>	
Revenues		
Revenues from services		
Freight charges	7,661,246	4,975,885
Offshore service income	10,664,400	9,276,747
Service and commission income	245,457	319,647
Revenues from sales	3,770,150	4,997,274
Total revenues	22,341,253	19,569,553
Costs		
Cost of providing services		
Vessel operating expenses	7,071,331	4,774,421
Offshore service expenses	8,923,249	7,454,473
Service and commission expenses	134,459	143,353
Cost of sales	3,023,431	4,278,584
Total costs	19,152,470	16,650,831
Gross profits	3,188,783	2,918,722
Other operating income	383,116	311,320
Profits before expenses	3,571,899	3,230,042
Selling expenses	281,902	304,251
Administrative expenses	2,269,603	2,030,381
Impairment charges and write-offs	89,103	4,884,949
Total expenses	2,640,608	7,219,581

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	Consolidated	
	Statements of income	
	2014	2013
	<i>(Unaudited)</i>	<i>(Unaudited)</i>
	<i>(in thousand Baht)</i>	
Operating profits (losses)	931,291	(3,989,539)
Share of profits in associates and joint ventures	1,182,068	490,788
	<hr/>	<hr/>
Profits (losses) before finance costs and income tax expenses	2,113,359	(3,498,751)
Finance costs	494,165	511,298
	<hr/>	<hr/>
Profits (losses) before income tax expenses	1,619,194	(4,010,049)
Income tax expenses	212,277	357,737
	<hr/>	<hr/>
Net profits (losses) for the year	1,406,917	(4,367,786)
	<hr/> <hr/>	<hr/> <hr/>
Net profits (losses) attributable to:		
Owners of the Company	920,422	(4,751,397)
Non-controlling interests	486,495	383,611
	<hr/>	<hr/>
	1,406,917	(4,367,786)
	<hr/> <hr/>	<hr/> <hr/>
<i>Earnings (losses) per share</i>		
Basic earnings (losses) per share <i>(in Baht)</i>	0.74	(5.06)
	<hr/> <hr/>	<hr/> <hr/>
Diluted earnings (losses) per share <i>(in Baht)</i>	0.72	(5.06)
	<hr/> <hr/>	<hr/> <hr/>