

**UNIQUE MINING SERVICES PUBLIC COMPANY LIMITED**

**CONSOLIDATED AND COMPANY FINANCIAL  
STATEMENTS**

**30 SEPTEMBER 2011**

## **AUDITOR'S REPORT**

To the Shareholders of Unique Mining Services Public Company Limited

I have audited the accompanying consolidated and Company balance sheets as at 30 September 2011 and 2010 of Unique Mining Services Public Company Limited and its subsidiaries and of Unique Mining Services Public Company Limited, and the related consolidated and Company statements of income, changes in shareholders' equity, and cash flows for the year ended 30 September 2011 and for the nine-month period ended 30 September 2010. The Company's management is responsible for the correctness and completeness of information in these financial statements. My responsibility is to express an opinion on these financial statements based on my audit.

I conducted my audits in accordance with generally accepted auditing standards. Those standards require that I plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. I believe that my audits provide a reasonable basis for my opinion.

In my opinion, the consolidated and Company financial statements referred to above present fairly, in all material respects, the consolidated and Company financial positions as at 30 September 2011 and 2010, and the related consolidated and Company results of operations, and cash flows for the year ended 30 September 2011 and for the nine-month period ended 30 September 2010 of Unique Mining Services Public Company Limited and its subsidiaries and of Unique Mining Services Public Company Limited, in accordance with generally accepted accounting principles.

Chanchai Chaiprasit  
Certified Public Accountant (Thailand) No. 3760  
PricewaterhouseCoopers ABAS Limited

Bangkok  
24 November 2011

**Unique Mining Services Public Company Limited****Balance Sheets****As at 30 September 2011 and 2010**

	Notes	Consolidated		Company	
		2011 Baht	2010 Baht	2011 Baht	2010 Baht
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents	7	68,007,289	108,164,824	59,092,046	79,718,433
Trade accounts receivable, net	8	590,346,363	563,862,416	586,030,345	558,788,311
Amounts due from related parties	26.3	-	-	1,631,921	1,007,488
Short-term loans to related parties	26.4	-	-	-	32,983,860
Inventories, net	9	1,854,152,127	1,731,736,858	1,871,199,941	1,741,854,444
Other current assets, net	10	83,580,565	86,935,880	79,992,531	81,678,486
<b>Total current assets</b>		<b>2,596,086,344</b>	<b>2,490,699,978</b>	<b>2,597,946,784</b>	<b>2,496,031,022</b>
<b>Non-current assets</b>					
Investments in subsidiaries, net	11	-	-	137,706,803	111,000,000
Property, plant, and equipment, net	12	966,699,511	967,800,660	831,607,173	779,943,408
Intangible assets, net	13	3,545,378	2,292,290	3,231,294	1,859,184
Other assets		3,345,928	2,539,055	3,330,928	2,497,055
<b>Total non-current assets</b>		<b>973,590,817</b>	<b>972,632,005</b>	<b>975,876,198</b>	<b>895,299,647</b>
<b>Total assets</b>		<b>3,569,677,161</b>	<b>3,463,331,983</b>	<b>3,573,822,982</b>	<b>3,391,330,669</b>

Director \_\_\_\_\_

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

**Unique Mining Services Public Company Limited****Balance Sheets (Cont'd)****As at 30 September 2011 and 2010**

		<b>Consolidated</b>		<b>Company</b>	
		<b>2011</b>	<b>2010</b>	<b>2011</b>	<b>2010</b>
<b>Notes</b>		<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Bank overdrafts and short-term loans					
from financial institutions	14	1,406,285,760	1,606,000,611	1,406,276,713	1,605,982,823
Trade accounts payable		227,355,374	134,748,039	224,707,885	113,573,320
Amounts due to related parties	26.5	2,752,409	2,533,057	9,446,571	19,645,138
Shot-term loans from related parties	26.6	-	-	20,800,000	-
Subscription advance received					
from warrant conversion		-	697,255	-	697,255
Current portion of long-term loans	15	200,964,000	293,276,000	188,964,000	274,796,000
Current portion of finance lease					
liabilities	16	1,304,169	14,824,785	1,304,169	3,076,020
Income taxes payable		1,240,156	2,305,794	-	2,301,115
Accrued expenses		51,902,326	24,575,952	50,761,775	23,689,643
Other current liabilities		50,342,106	74,868,157	48,815,973	72,016,820
<b>Total current liabilities</b>		<b>1,942,146,300</b>	<b>2,153,829,650</b>	<b>1,951,077,086</b>	<b>2,115,778,134</b>
<b>Non-current liabilities</b>					
Long-term loans	15	578,520,309	324,944,309	545,134,000	259,098,000
Finance lease liabilities	16	112,432	9,302,555	112,432	1,416,602
Employee benefit obligations	17	9,207,554	7,704,104	8,675,718	6,760,925
<b>Total non-current liabilities</b>		<b>587,840,295</b>	<b>341,950,968</b>	<b>553,922,150</b>	<b>267,275,527</b>
<b>Total liabilities</b>		<b>2,529,986,595</b>	<b>2,495,780,618</b>	<b>2,504,999,236</b>	<b>2,383,053,661</b>

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

**Unique Mining Services Public Company Limited****Balance Sheets (Cont'd)****As at 30 September 2011 and 2010**

	Notes	Consolidated		Company	
		2011 Baht	2010 Baht	2011 Baht	2010 Baht
<b>Liabilities and shareholders' equity (Cont'd)</b>					
<b>Shareholders' equity</b>					
Share capital	19				
Authorised share capital					
Ordinary shares 153,454,064 shares of par Baht 0.50 each (2010 : Ordinary shares 210,454,783 shares of par Baht 0.50 each)		<u>76,727,032</u>	<u>105,227,392</u>	<u>76,727,032</u>	<u>105,227,392</u>
Issued and paid-up share capital					
Ordinary shares 153,454,064 shares of paid-up Baht 0.50 each (2010 : Ordinary shares 152,078,328 shares of par Baht 0.50 each)		76,727,032	76,039,164	76,727,032	76,039,164
Premium on share capital	19	241,390,751	230,461,835	241,390,751	230,461,835
Retained earnings					
Appropriated - legal reserves	21	11,096,402	11,096,402	10,500,000	10,500,000
Unappropriated		<u>710,476,381</u>	<u>649,953,964</u>	<u>740,205,963</u>	<u>691,276,009</u>
<b>Total shareholders' equity</b>		<u>1,039,690,566</u>	<u>967,551,365</u>	<u>1,068,823,746</u>	<u>1,008,277,008</u>
<b>Total liabilities and shareholders' equity</b>		<u>3,569,677,161</u>	<u>3,463,331,983</u>	<u>3,573,822,982</u>	<u>3,391,330,669</u>

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

Unique Mining Services Public Company Limited

Statements of Income

For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010

	Consolidated		Company	
	For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht	For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht
Notes				
<b>Revenues</b>				
Sales	3,242,415,208	2,080,581,774	3,242,415,208	2,080,581,774
Service income	33,169,322	20,339,054	-	-
<b>Total revenues</b>	<b>3,275,584,530</b>	<b>2,100,920,828</b>	<b>3,242,415,208</b>	<b>2,080,581,774</b>
<b>Costs</b>				
Cost of sales	2,689,596,506	1,719,663,215	2,696,651,689	1,721,090,144
Cost of services	24,549,767	12,825,766	-	-
<b>Total costs</b>	<b>2,714,146,273</b>	<b>1,732,488,981</b>	<b>2,696,651,689</b>	<b>1,721,090,144</b>
<b>Gross profits</b>	<b>561,438,257</b>	<b>368,431,847</b>	<b>545,763,519</b>	<b>359,491,630</b>
Other income	23 39,768,390	14,667,050	33,324,144	26,994,627
<b>Profits before expenses</b>	<b>601,206,647</b>	<b>383,098,897</b>	<b>579,087,663</b>	<b>386,486,257</b>
Selling expenses	212,715,364	122,139,554	215,875,184	124,080,810
Administrative expenses	166,508,746	110,408,692	164,426,616	100,427,107
Management remuneration	15,129,770	7,995,159	15,129,770	7,995,159
<b>Total expenses</b>	<b>394,353,880</b>	<b>240,543,405</b>	<b>395,431,570</b>	<b>232,503,076</b>
<b>Profits before financial costs and income taxes</b>	<b>206,852,767</b>	<b>142,555,492</b>	<b>183,656,093</b>	<b>153,983,181</b>
Financial costs	83,577,080	52,914,033	78,618,149	48,053,686
<b>Profits before income taxes</b>	<b>123,275,687</b>	<b>89,641,459</b>	<b>105,037,944</b>	<b>105,929,495</b>
Income taxes	62,753,270	18,429,915	56,107,990	18,425,236
<b>Net profits for the year/period</b>	<b>60,522,417</b>	<b>71,211,544</b>	<b>48,929,954</b>	<b>87,504,259</b>
<b>Earnings per share</b>				
Basic earnings per share	24 0.39	0.47	0.32	0.58
Diluted earnings per share	24 0.39	0.40	0.31	0.49

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

Unique Mining Services Public Company Limited

Statements of Changes in Shareholders' Equity

For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010

	Notes	Consolidated				Total Baht
		Issued and paid-up share capital Baht	Premium on share capital Baht	Retained earnings		
				Legal reserves Baht	Unappropriated Baht	
<b>Beginning balance as at 1 October 2010</b>		76,039,164	230,461,835	11,096,402	649,953,964	967,551,365
Increase in share capital from warrant conversion	19	687,868	-	-	-	687,868
Premium on share capital	19	-	10,928,916	-	-	10,928,916
Net profits for the year		-	-	-	60,522,417	60,522,417
<b>Ending balance as at 30 September 2011</b>		<u>76,727,032</u>	<u>241,390,751</u>	<u>11,096,402</u>	<u>710,476,381</u>	<u>1,039,690,566</u>
<b>Beginning balance as at 1 January 2010</b>		75,982,493	229,561,429	10,500,000	579,338,822	895,382,744
Increase in share capital from warrant conversion	19	56,671	-	-	-	56,671
Premium on share capital	19	-	900,406	-	-	900,406
Legal reserves	21	-	-	596,402	(596,402)	-
Net profits for the period		-	-	-	71,211,544	71,211,544
<b>Ending balance as at 30 September 2010</b>		<u>76,039,164</u>	<u>230,461,835</u>	<u>11,096,402</u>	<u>649,953,964</u>	<u>967,551,365</u>

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

Unique Mining Services Public Company Limited

Statements of Changes in Shareholders' Equity

For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010

	Note	Company				Total Baht
		Issued and paid-up share capital Baht	Premium on share capital Baht	Retained earnings		
				Legal reserves Baht	Unappropriated Baht	
<b>Beginning balance as at 1 October 2010</b>		76,039,164	230,461,835	10,500,000	691,276,009	1,008,277,008
Increase in share capital from warrant conversion	19	687,868	-	-	-	687,868
Premium on share capital	19	-	10,928,916	-	-	10,928,916
Net profits for the year		-	-	-	48,929,954	48,929,954
<b>Ending balance as at 30 September 2011</b>		<u>76,727,032</u>	<u>241,390,751</u>	<u>10,500,000</u>	<u>740,205,963</u>	<u>1,068,823,746</u>
<b>Beginning balance as at 1 January 2010</b>		75,982,493	229,561,429	10,500,000	603,771,750	919,815,672
Increase in share capital from warrant conversion	19	56,671	-	-	-	56,671
Premium on share capital	19	-	900,406	-	-	900,406
Net profits for the period		-	-	-	87,504,259	87,504,259
<b>Ending balance as at 30 September 2010</b>		<u>76,039,164</u>	<u>230,461,835</u>	<u>10,500,000</u>	<u>691,276,009</u>	<u>1,008,277,008</u>

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



Unique Mining Services Public Company Limited

Statements of Cash Flows

For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010

	Notes	Consolidated		Company	
		For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht	For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht
<b>Net cash receipts (payments) from operating activities</b>	25	80,082,459	(176,693,128)	69,417,958	(199,366,193)
<b>Cash flows from investing activities</b>					
Payments of short-term loans to related parties		-	-	-	(14,768,239)
Proceeds from short-term loans to related parties		-	-	32,983,860	-
Payments of investments in subsidiaries	11	-	-	(40,000,000)	-
Payments of property, plant and equipment acquisition		(92,026,905)	(51,675,530)	(112,306,097)	(47,526,415)
Proceeds from property, plant and equipment disposal		27,787,257	7,275	6,057,944	7,275
Payments of intangible assets acquisition	13	(2,794,196)	(220,900)	(2,957,361)	(112,440)
Dividends received	26.1	-	-	-	11,160,000
<b>Net cash payments from investing activities</b>		(67,033,844)	(51,889,155)	(116,221,654)	(51,239,819)
<b>Cash flows from financing activities</b>					
Net increase (decrease) in short-term loans from financial institutions		(202,670,214)	312,710,468	(202,670,214)	312,710,468
Proceeds from short-term loans from related parties		-	-	20,800,000	-
Proceeds from exercised warrants		10,919,529	1,582,063	10,919,529	1,582,063
Proceeds from long-term loans	15	500,000,000	-	500,000,000	-
Repayments of long-term loans	15	(338,736,000)	(53,162,691)	(299,796,000)	(39,429,000)
Repayments of finance lease liabilities		(22,710,739)	(10,478,668)	(3,076,021)	(2,270,664)
Dividends paid		-	(5,107)	-	(5,107)
<b>Net cash receipts (payments) from financial activities</b>		(53,197,424)	250,646,065	26,177,294	272,587,760
<b>Net increase (decrease) in cash and cash equivalents</b>		(40,148,809)	22,063,782	(20,626,402)	21,981,748
Cash and cash equivalents at the beginning of the year/period		108,147,036	86,083,254	79,718,433	57,736,685
<b>Cash and cash equivalents at the end of the year/period</b>		<b>67,998,227</b>	<b>108,147,036</b>	<b>59,092,031</b>	<b>79,718,433</b>

Cash and cash equivalents as at 30 September 2011 and 2010 comprise:

	Notes	Consolidated		Company	
		2011 Baht	2010 Baht	2011 Baht	2010 Baht
Cash and cash equivalents	7	68,007,289	108,164,824	59,092,046	79,718,433
Bank overdrafts	14	(9,062)	(17,788)	(15)	-
		<b>67,998,227</b>	<b>108,147,036</b>	<b>59,092,031</b>	<b>79,718,433</b>

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

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**Unique Mining Services Public Company Limited**

**Statements of Cash Flows (Cont'd)**

**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

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**Non-cash transactions**

Significant non-cash transactions for the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010 are as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>For the year that ended on 30 September 2011 Baht</b>	<b>For the nine-month period that ended on 30 September 2010 Baht</b>	<b>For the year that ended on 30 September 2011 Baht</b>	<b>For the nine-month period that ended on 30 September 2010 Baht</b>
Unpaid liabilities from purchase of fixed assets	12,784,534	9,980,821	12,784,534	9,980,821

## **1 General information**

Unique Mining Services Public Company Limited (the “Company”) is a public limited company and is incorporated in Thailand. The address of its registered office is as follow:

Head office: 36/83 P.S. Tower, 24th Floor, Soi Sukhumvit 21 (Asoke), Sukhumvit Road, Klongtoey, Wattana, Bangkok 10110.

Branch offices are as follows:

- 1) 20 Moo 2, Tambol Chaimongkol, Amphur Muang Samutsakorn, Samutsakorn 74000.
- 2) 88/8-9 Moo 5, Tambol Suansom, Amphur Baanpaew, Samutsakorn, 74120.
- 3) 108 Moo 2, Tambol Klong Sa-kae, Amphur Nakornluang, Ayudhaya, 13260.

The Company’s ordinary shares and warrants are listed in Market for Alternative Investment (“mai”). For reporting purposes, the Company and its subsidiaries, are referred to as the “Group”.

The principal business operations of the Group are import of coal for selling for domestic industrial, transportation by truck, barge conveyance, and port services.

The Company’s ultimate parent is Thoresen Thai Agencies Public Company Limited, incorporated in Thailand.

These consolidated and Company financial statements were authorised for issue by the Board of Directors on 24 November 2011.

## **2 Accounting policies**

The principal accounting policies adopted in the preparation of these consolidated and Company financial statements are set out below. These policies have been consistently applied to all the years/periods presented, unless otherwise stated.

### **2.1 Basis of preparation**

The consolidated and Company financial statements have been prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543, being those Thai Accounting Standards issued under the Accounting Profession Act B.E. 2547, and the financial reporting requirements of the Securities and Exchange Commission (“SEC”) under the Securities and Exchange Act.

The consolidated and Company financial statements have been prepared under the historical cost convention except for employee benefit obligations as disclosed in Note 2.14.

The preparation of financial statements in conformity with Thai generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the amounts of revenues and expenses in the reported periods. Although these estimates are based on management’s best knowledge of current events and actions, actual results may differ from those estimates.

As mentioned in Note 29, the Group has changed its accounting period from the period that ended on 31 December to be that ended on 30 September starting from the period from 1 January 2010 to 30 September 2010 hereafter. Thus, the statements of income, the statements of changes in shareholders’ equity, and the statements of cash flows for the year that ended on 30 September 2011 are incomparable to the statements of income, the statements of changes in shareholders’ equity, and the statements of cash flows for the nine-month period that ended on 30 September 2010.

An English version of the consolidated and Company financial statements have been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

**2 Accounting policies (Cont'd)**

**2.2 New accounting standards, new financial reporting standards, new interpretation and amendments to accounting standards**

*a) Accounting framework*

The amendment of accounting framework is effective on 26 May 2010.

*b) New accounting standards, new financial reporting standards, new interpretation and amendments to accounting standards*

The following new accounting standards, new financial reporting standards, new interpretation and amendments to accounting standards may impact to the Group's financial statements.

Effective for the periods beginning on or after 1 January 2011

TAS 1 (Revised 2009)	Presentation of Financial Statements
TAS 16 (Revised 2009)	Property, Plant and Equipment
TAS 40 (Revised 2009)	Investment Property

Effective for the periods beginning on or after 1 January 2013

TAS 12	Income taxes
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TAS 1 (Revised 2009), the revised standard requires an entity to present the statement of comprehensive income and an entity can choose to present one statement (the statement of comprehensive income) or two statements (the income statement and statement of comprehensive income). Where entities restate or reclassify comparative information, they will be required to present a restated statement of financial position as at the beginning comparative period in addition to the current requirement to present statement of financial position at the end of the current period and comparative period. However, for the financial statements which period beginning on or after 1 January 2011 and are the first period apply this standard, an entity can choose to present statement of financial position only two periods without the statement of financial position as at the beginning comparative period. The Group will apply TAS 1 (Revised 2009) from 1 October 2011. It is likely that both income statement and statement of comprehensive income will be presented as one statement.

TAS 12 deals with taxes on income, comprising current tax and deferred tax. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, using tax rates and tax law that have been enacted or substantively enacted by the end of the reporting period. Deferred taxes are measured by based on the temporary difference between the tax base of an asset or liability and its carrying amount in the financial statements and using the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates and tax law that have been enacted or substantively enacted by the end of the reporting period. The Group will apply this standard from 1 October 2013 retrospectively with an expectation to incur of deferred tax account and changes in retained earnings and income tax expense. The management is currently assessing the impact of applying this standard.

**2 Accounting policies (Cont'd)**

**2.2 New accounting standards, new financial reporting standards, new interpretation and amendments to accounting standards (Cont'd)**

*b) New accounting standards, new financial reporting standards, new interpretation and amendments to accounting standards (Cont'd)*

TAS 16 (Revised 2009), the revised standard requires the entity to include in cost of property, plant, and equipment, an initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, when the entity has obligation to do. An entity requires that an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item shall be depreciated separately. The revised standard also requires an entity to review useful life, residual value and depreciation method at least at each financial year-end. The Group will apply this standard from 1 October 2011. The management is currently assessing the impact of applying this standard.

TAS 40 (Revised 2009), the standard has specific presentation and measurement requirements for investment property. The entity has to present an investment property separately in the statement of financial position. The entity can choose to measure it either cost model or fair value model. Under fair value model, any changes in fair value are recognised in profit or loss. The entity will apply the standard from 1 October 2011. The Group will apply cost model for measurement and expect no significant impact to the Group's financial statements.

**2.3 Investments in subsidiaries**

Subsidiaries are all entities over which the Company has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible, including potential voting rights held by another entity, are considered when assessing whether the Company controls another entity. Subsidiaries are consolidated from the date on which control is transferred to the Company and are no longer consolidated from the date that control ceases.

The purchase method of accounting is used to account for the acquisition of subsidiaries. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, irrespective of the extent of any minority interest.

In the Company's separate financial statements, investments in subsidiaries are reported by using the cost method.

A list of subsidiaries is set out in Note 11.

**2.4 Foreign currency translation**

Items included in the financial statements of each entity in the Group are measured using Thai Baht. The financial statements are presented in Thai Baht.

Foreign currency transactions are translated into Thai Baht using the exchange rates prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currency are translated to Thai Baht at the exchange rate prevailing at the balance sheet date. Gains and losses resulting from the settlement of foreign currency transactions and from the translation of monetary assets and liabilities denominated in foreign currencies, are recognised in the statement of income.

**2 Accounting policies (Cont'd)**

**2.5 Cash and cash equivalents**

Cash and cash equivalents comprise cash on hand, deposits held at call with banks but do not include deposits with banks which are held to maturity, and other short-term highly liquid investments with maturities of three months or less from the date of acquisition. Bank overdrafts are included in current liabilities on the balance sheet but are deducted with cash and cash equivalents for the purpose of statements of cash flows.

**2.6 Trade accounts receivable**

Trade accounts receivable are carried at the original invoice amount and subsequently measured at the remaining amount less any allowance for doubtful receivables based on a review of all outstanding amounts at the year end. The amount of the allowance is the difference between the carrying amount of the receivable and the amount expected to be collectible. Bad debts are written off during the year in which they are identified and recognised in the income statement within administrative expenses.

**2.7 Inventories**

Inventories are stated at the lower of cost or net realisable value. Cost is determined by the weighted average method. The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory, such as import duties and transportation charges, less all attributable discounts, allowances or rebates. The cost of inventories comprises raw materials, direct labour, other direct costs and related production overheads based on normal operating capacity, but excludes borrowing costs. Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses. Allowance is made where necessary.

**2.8 Intangible assets**

The Group's intangible assets are computer software.

Acquired computer software licenses are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised over their estimated useful lives of 3 - 5 years.

Costs associated with developing or maintaining computer software programmes are recognised as an expense as incurred. Costs that are directly associated with identifiable and unique software products controlled by the Group and will probably generate economic benefits exceeding costs beyond one year, are recognised as intangible assets. Direct costs include staff costs of the software development team and an appropriate portion of relevant overheads.

**2 Accounting policies (Cont'd)**

**2.9 Property, plant and equipment**

Property, plant, and equipment are recorded at cost. Cost is measured by the cash or cash equivalent price of obtaining the asset and bringing it to the location and condition necessary for its intended use. Property, plant, and equipment, except land, are presented in the balance sheet at cost less accumulated depreciation and impairments (if any).

Depreciation is calculated on the straight-line basis to write off the cost of each asset, except for land which is considered to have an indefinite life, to its residual value over the estimated useful life as follows:

Land improvements	3 - 20 years as per land lease contract
Buildings	3 - 20 years
Vehicles	5 years
Lighters	5 - 10 years
Machinery	5 - 10 years
Office equipment	5 years

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

Repairs and maintenance are charged to the income statement during the financial period in which they are incurred. The cost of major renovations is included in the carrying amount of the asset when it is probable that future economic benefits in excess of the originally assessed standard of performance of the existing asset will flow to the Group. Major renovations are depreciated over the remaining useful life of the related asset.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount and are included in operating profits.

Interest costs on borrowings to finance the construction of property, plant and equipment are capitalised as part of cost of the asset, during the period of time required to complete and prepare the property for its intended use. All other borrowing costs are expensed.

**2.10 Impairment of assets**

Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount which is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest level for which there are separately identifiable cash flows. Assets that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

## **2 Accounting policies (Cont'd)**

### **2.11 Leases**

*Where a Group is the lessee*

Leases of property, plant or equipment which substantially transfer all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the inception of the lease at the lower of the fair value of the leased property or the present value of the minimum lease payments. Each lease payment is allocated to the principal and to the finance charges so as to achieve a constant rate on the finance balance outstanding. The outstanding rental obligations, net of finance charges, are presented as finance lease liabilities. The interest element of the finance cost is charged to the statement of income over the lease period so as to achieve a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant or equipment acquired under finance leases is depreciated over the shorter period of the useful life of the asset or the lease term.

Leases not transferring a significant portion of the risks and rewards of ownership to the lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the statement of income on a straight-line basis over the period of the lease.

When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognised as an expense in the period in which termination takes place.

*Where a Group is the lessor*

Assets leased out under operating leases are included in property, plant and equipment in the balance sheet. They are depreciated over their expected useful lives on a basis consistent with other similar property, plant and equipment owned by the Group. Rental income (net of any incentives given to lessees) is recognised on a straight-line basis over the lease term.

### **2.12 Borrowings**

Borrowings are recognised initially at the proceeds received, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost as the redemption value. Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

### **2.13 Income taxes**

Income taxes 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. Non-BOI activities comprise coal trading and land transportation.

The Group does not recognise income taxes payable or receivable in future periods with respect to temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.



## **2 Accounting policies (Cont'd)**

### **2.14 Employee benefits**

The Group operates a provident fund that is a defined contribution plan. The assets of which are held in a separate trust fund. The provident fund is funded by payments from employees and by the Group. Contributions to the provident fund are charged to the statement of income in the year to which they relate.

The Group provides for post-employment benefits, payable to employees under the Thai Labour Law. The amounts payable in the future depend on the salary and years of service of the respective employees. The liability arising as a result of such regulation is recorded as the present value of estimated future cash outflows using interest rates which have terms to maturities approximating the terms of the related liabilities.

### **2.15 Provisions**

Provisions, excluding the provisions for employee benefits, are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Group expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

### **2.16 Share capital**

Ordinary shares are classified as equity.

Incremental external costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

### **2.17 Revenue recognition**

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and service net of output tax, rebates and discounts, and after eliminating sales within the Group for the consolidated financial statements. Revenue from sales of goods is recognised when significant risks and rewards of ownership of the goods are transferred to the buyer. Revenue from rendering services is based on the stage of completion determined by reference to services performed to date as a percentage of total services to be performed.

Interest income is recognised on a time proportion basis, taking account of the principal outstanding and the effective rate over the period to maturity, when it is determined that such income will accrue to the Group. Dividends are recognised when the right to receive payment is established.

### **3 Financial risk management**

The Group's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group. The Group uses derivative financial instruments such as forward foreign exchange contracts and interest rate swaps to hedge certain exposures.

Risk management is carried out by a central treasury department under policies approved by the Board of Directors. The Group Treasury identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units. The Board provides written principles for overall risk management, as well as written policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and investing excess liquidity.

#### **3.1 Foreign exchange risk**

The Group operates internationally and is exposed to foreign exchange risk arising from USD currency exposures primarily. Entities in the Group use forward contracts, transacted with the external forward currency contracts, to hedge their exposure to foreign currency risk in connection with measurement currency.

#### **3.2 Interest rate risk**

The Group's income and operating cash flows are substantially independent of changes in market interest rates. All interest rate derivative transactions are subject to approval by the Finance Director before execution. The Group sometimes borrows at variable rates and uses interest rate swaps as cash flow hedges of future interest payments, which have the economic effect of converting borrowings from floating rates to fixed rates. The interest rate swaps allow the Group to raise long-term borrowings at floating rates and swap them into fixed rates that are lower than those available if the Group borrowed at fixed rates directly. Under the interest rate swaps, The Group agrees with the other parties to exchange, at specified intervals, the difference between fixed contract rates and floating rate interest amounts calculated by reference to the agreed notional principal amounts. Any differential to be paid or received on an interest rate swap agreement is recognised as a component of interest revenue or expense over the period of the agreement. Gains and losses on early termination of interest rate swaps or on repayment of the borrowing are taken to the statement of income.

#### **3.3 Credit risk**

The Group has no significant concentrations of credit risks. The Group has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history. Derivative counterparties and cash transactions are limited to high credit quality financial institutions. The Group has policies that limit the amount of credit exposure to any one financial institution.

#### **3.4 Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Due to the dynamic nature of the underlying business, the Group Treasury aims at maintaining flexibility in funding by keeping committed credit lines available.

#### **4 Critical accounting estimates, assumptions and judgements**

Estimates, assumptions and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below.

##### *Revenue recognition*

Some subsidiaries use the percentage-of-completion method. Use of the percentage-of-completion method requires the Group to estimate the services performed to date as a proportion of the total services to be performed.

##### *Allowance for inventories*

The Company estimates allowance for slow-moving of coals by considering average historical prices and trend of future selling price. The expected selling price in the future may vary based on coal market price, market demand and domestic competition circumstance.

##### *Impairment of assets*

The Company estimates recoverable amount of investments in subsidiaries based on value-in-use calculations. Projected cash flows have been prepared based on assumption of the Group's business plan. Whereas recoverable amount of land have been determined based on assessed value by an independent valuer.

#### **5 Capital risk 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, return capital to shareholders, issue new shares or sell assets to reduce debt.

#### **6 Segment information**

The Company's operations are import and sales of coal for domestic industrial usages. Its subsidiaries's main operations are providing transportation and other related services to the Company. These services are considered relevant to the import and sales of coal business. Therefore, segment information has not been presented.

**Unique Mining Services Public Company Limited**

**Notes to the Consolidated and Company Financial Statements**

**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**7 Cash and cash equivalents**

	Consolidated		Company	
	2011 Baht	2010 Baht	2011 Baht	2010 Baht
Cash on hand	108,421	474,721	10,974	55,393
Deposits held at call with banks	67,898,868	107,690,103	59,081,072	79,663,040
	<u>68,007,289</u>	<u>108,164,824</u>	<u>59,092,046</u>	<u>79,718,433</u>

The average interest rate on deposits held at call with banks was 0.87% per annum (2010: 0.50% per annum).

**8 Trade accounts receivable, net**

	Consolidated		Company	
	2011 Baht	2010 Baht	2011 Baht	2010 Baht
Trade accounts receivable	593,035,536	570,039,613	588,719,518	564,793,637
<u>Less</u> Allowance for doubtful accounts	(2,689,173)	(6,177,197)	(2,689,173)	(6,005,326)
	<u>590,346,363</u>	<u>563,862,416</u>	<u>586,030,345</u>	<u>558,788,311</u>

Trade accounts receivable as at 30 September 2011 and 2010 can be analysed as follows:

		Consolidated		Company	
		2011 Baht	2010 Baht	2011 Baht	2010 Baht
Not overdue		313,067,991	332,354,538	312,966,635	331,886,550
Overdue					
-	Up	275,741,755	231,513,630	271,534,382	227,635,000
-	to 6 months				
-	6 -	418,556	1,199,528	418,555	479,330
-	12 months				
-	Ove	3,807,234	4,971,917	3,799,946	4,792,757
-	r 12 months				
		<u>593,035,536</u>	<u>570,039,613</u>	<u>588,719,518</u>	<u>564,793,637</u>
<u>Less</u> Allowance for doubtful accounts		(2,689,173)	(6,177,197)	(2,689,173)	(6,005,326)
		<u>590,346,363</u>	<u>563,862,416</u>	<u>586,030,345</u>	<u>558,788,311</u>

**9 Inventories, net**

	Consolidated		Company	
	2011 Baht	2010 Baht	2011 Baht	2010 Baht
Inventories	1,984,660,429	1,862,245,160	2,001,708,243	1,872,362,746
<u>Less</u> Allowance for slow-moving inventories	(130,508,302)	(130,508,302)	(130,508,302)	(130,508,302)
	<u>1,854,152,127</u>	<u>1,731,736,858</u>	<u>1,871,199,941</u>	<u>1,741,854,444</u>

As at 30 September 2011, the Company's partial inventories at a total value of Baht 1,028 million (2010: nil) have been pledged with a bank as security for long-term loans as mentioned in Note 15.

**Unique Mining Services Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**10 Other current assets, net**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2011 Baht</b>	<b>2010 Baht</b>	<b>2011 Baht</b>	<b>2010 Baht</b>
Prepayments	6,535,946	5,271,589	6,107,890	4,502,601
Accrued income	18,454,742	13,757,793	18,454,742	13,757,793
Tax receivables	46,470,028	61,724,890	43,725,114	58,299,767
Other receivables	13,906,554	15,787,571	13,496,523	15,268,265
Other current assets	7,491,479	4,917,031	7,076,446	3,865,849
<u>Less</u> Allowance for doubtful other receivables	(9,278,184)	(14,522,994)	(8,868,184)	(14,015,789)
	<u>83,580,565</u>	<u>86,935,880</u>	<u>79,992,531</u>	<u>81,678,486</u>

**11 Investments in subsidiaries, net**

Investments in subsidiaries as at 30 September 2011 and 2010 comprise investments in the following companies:

<b>Name of subsidiaries</b>	<b>Nature of Business</b>	<b>Country of Incorporation</b>	<b>% Ownership interest</b>	
			<b>2011</b>	<b>2010</b>
- UMS Coal Briquette Co., Ltd.*	Production and sale of coal briquette	Thailand	100.0	100.0
- UMS Lighter Co., Ltd.	Boat conveyance	Thailand	100.0	100.0
- UMS Transportation Co., Ltd.	Road transport	Thailand	100.0	100.0
- UMS Port Services Co., Ltd.	Port service	Thailand	100.0	100.0

\* As at 30 September 2011, the subsidiary has not operated.

The movements of investments in subsidiaries for the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010 are as follows:

	<b>Company</b>	
	<b>For the year that ended on 30 September 2011 Baht</b>	<b>For the nine-month period that ended on 30 September 2010 Baht</b>
Beginning net book value	111,000,000	111,000,000
Additional investments	40,000,000	-
Impairment charge	(13,293,197)	-
Ending net book value	<u>137,706,803</u>	<u>111,000,000</u>

On 9 September 2011, UMS Lighter Co., Ltd. issued increased ordinary shares 4,000,000 shares with par value of Baht 10 each. The Company purchased all increased ordinary shares of UMS Lighter Co., Ltd. to maintain their ownership interest.

The impairment charge of Baht 13.3 million for investments in UMS Transportation was made during the year as a result of ceasing their operation. The recoverable amount represents the value in use which was determined based on calculation using pre-tax cash flow projection of financial budget approved by management. Impairment charge for the year was included in administrative expenses.

Unique Mining Services Public Company Limited  
Notes to the Consolidated and Company Financial Statements  
For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010

12 Property, plant, and equipment, net

	Consolidated							Total Baht
	Land Baht	Land improvements Baht	Buildings Baht	Vehicles and lighters Baht	Machinery Baht	Office equipment Baht	Construction in progress Baht	
<b>As at 1 October 2010</b>								
Cost	303,675,136	24,770,142	273,622,157	251,475,306	171,288,767	112,847,089	46,359,021	1,184,037,618
<u>Less</u> Accumulated depreciation	-	(9,080,762)	(38,882,742)	(58,599,292)	(42,468,611)	(65,190,339)	-	(214,221,746)
<u>Less</u> Provision for impairment	(2,015,212)	-	-	-	-	-	-	(2,015,212)
Net book amount	<u>301,659,924</u>	<u>15,689,380</u>	<u>234,739,415</u>	<u>192,876,014</u>	<u>128,820,156</u>	<u>47,656,750</u>	<u>46,359,021</u>	<u>967,800,660</u>
<b>For the year that ended on 30 September 2011</b>								
Beginning net book amount	301,659,924	15,689,380	234,739,415	192,876,014	128,820,156	47,656,750	46,359,021	967,800,660
Additions	-	216,480	2,113,318	221,060	1,573,215	6,625,205	84,081,340	94,830,618
Disposals	-	-	(1)	(14,993,764)	(1,648,891)	(786,773)	-	(17,429,429)
Transfer	-	13,907,830	11,099,019	71,690	31,828,405	(10,736,971)	(46,169,973)	-
Depreciation charge	-	(3,180,462)	(14,612,126)	(22,485,206)	(32,054,273)	(5,021,271)	-	(77,353,338)
Impairment charge	(1,149,000)	-	-	-	-	-	-	(1,149,000)
Ending net book amount	<u>300,510,924</u>	<u>26,633,228</u>	<u>233,339,625</u>	<u>155,689,794</u>	<u>128,518,612</u>	<u>37,736,940</u>	<u>84,270,388</u>	<u>966,699,511</u>
<b>As at 30 September 2011</b>								
Cost	303,675,136	38,894,452	286,674,494	226,242,585	193,993,124	105,897,421	84,270,388	1,239,647,600
<u>Less</u> Accumulated depreciation	-	(12,261,224)	(53,334,869)	(70,552,791)	(65,474,512)	(68,160,481)	-	(269,783,877)
<u>Less</u> Provision for impairment	(3,164,212)	-	-	-	-	-	-	(3,164,212)
Net book amount	<u>300,510,924</u>	<u>26,633,228</u>	<u>233,339,625</u>	<u>155,689,794</u>	<u>128,518,612</u>	<u>37,736,940</u>	<u>84,270,388</u>	<u>966,699,511</u>

Unique Mining Services Public Company Limited  
Notes to the Consolidated and Company Financial Statements  
For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010

12 Property, plant, and equipment, net (Cont'd)

	Company							Total Baht
	Land Baht	Land improvements Baht	Buildings Baht	Vehicles Baht	Machinery Baht	Office equipment Baht	Construction in progress Baht	
<b>As at 1 October 2010</b>								
Cost	303,675,136	24,770,142	273,279,874	18,447,869	171,288,767	108,875,546	46,359,021	946,696,355
<u>Less</u> Accumulated depreciation	-	(9,080,763)	(38,674,257)	(11,155,776)	(42,468,610)	(63,358,329)	-	(164,737,735)
<u>Less</u> Provision for impairment	(2,015,212)	-	-	-	-	-	-	(2,015,212)
Net book amount	<u>301,659,924</u>	<u>15,689,379</u>	<u>234,605,617</u>	<u>7,292,093</u>	<u>128,820,157</u>	<u>45,517,217</u>	<u>46,359,021</u>	<u>779,943,408</u>
<b>For the year that ended on 30 September 2011</b>								
Beginning net book amount	301,659,924	15,689,379	234,605,617	7,292,093	128,820,157	45,517,217	46,359,021	779,943,408
Additions	-	216,480	2,113,317	20,941,061	1,573,215	6,256,087	84,009,650	115,109,810
Disposals	-	-	-	(2,755,317)	(1,648,892)	(46,049)	-	(4,450,258)
Transfer	-	13,907,830	11,099,019	-	31,828,405	(10,736,971)	(46,098,283)	-
Depreciation charge	-	(3,180,462)	(14,533,161)	(3,816,009)	(32,054,273)	(4,262,882)	-	(57,846,787)
Impairment charge	(1,149,000)	-	-	-	-	-	-	(1,149,000)
Ending net book amount	<u>300,510,924</u>	<u>26,633,227</u>	<u>233,284,792</u>	<u>21,661,828</u>	<u>128,518,612</u>	<u>36,727,402</u>	<u>84,270,388</u>	<u>831,607,173</u>
<b>As at 30 September 2011</b>								
Cost	303,675,136	38,894,452	286,492,210	35,632,387	193,993,124	103,647,805	84,270,388	1,046,605,502
<u>Less</u> Accumulated depreciation	-	(12,261,225)	(53,207,418)	(13,970,559)	(65,474,512)	(66,920,403)	-	(211,834,117)
<u>Less</u> Provision for impairment	(3,164,212)	-	-	-	-	-	-	(3,164,212)
Net book amount	<u>300,510,924</u>	<u>26,633,227</u>	<u>233,284,792</u>	<u>21,661,828</u>	<u>128,518,612</u>	<u>36,727,402</u>	<u>84,270,388</u>	<u>831,607,173</u>

**Unique Mining Services Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**12 Property, plant, and equipment, net (Cont'd)**

The impairment charge of Baht 1 million for lands was made during the year as a result of they were crossed with high voltage cables and not allowed for any utilisation other than agriculture. The recoverable amount represents the net selling price which was determined with reference to market prices for equivalent assets by an independent valuer. Impairment charge for the year is included in administrative expenses.

As at 30 September 2011, property, plant, and equipment used as collateral for loan facilities can be summarised as follows:

- The Company's partial land and partial construction on the land located at Suansom Sub-District, Baanpaew District, Samutsakorn province have been mortgaged with a bank as collateral for long-term loans as mentioned in Note 15 at a total value of Baht 200 million (2010 : Baht 200 million).
- The Company's partial land and partial construction on the land located at Klong Sa-kae Sub-District, Nakornluang District, Ayudhaya province, have been mortgaged with a bank as collateral for long-term loans as mentioned in Note 15 at a total value of Baht 240 million (2010 : Baht 240 million).
- Twelve barges of a subsidiary, have been mortgaged with a bank as collateral for the bank overdrafts and long-term loans as mentioned in Notes 14 and 15, respectively, at a total value of Baht 125 million (2010 : Baht 125 million).

Leased assets, where the Group and the Company is a lessee under a finance lease, comprise vehicles:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2011</b>	<b>2010</b>	<b>2011</b>	<b>2010</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Cost - capitalised finance leases	16,056,280	70,655,481	16,056,280	16,056,280
Accumulated depreciation	(11,891,210)	(30,895,041)	(11,891,210)	(8,765,772)
	<u>4,165,070</u>	<u>39,760,440</u>	<u>4,165,070</u>	<u>7,290,508</u>

**13 Intangible assets, net**

	<b>Consolidated</b>	<b>Company</b>
	<b>Baht</b>	<b>Baht</b>
<b>As at 1 October 2010</b>		
Cost	6,846,063	6,029,072
<u>Less</u> Accumulated amortisation	<u>(4,553,773)</u>	<u>(4,169,888)</u>
Net book amount	<u>2,292,290</u>	<u>1,859,184</u>
<b>For the year that ended on 30 September 2011</b>		
Beginning net book amount	2,292,290	1,859,184
Additions	2,794,196	2,957,361
Disposals	(365,563)	(659,563)
Amortisation charge	<u>(1,175,545)</u>	<u>(925,688)</u>
Ending net book amount	<u>3,545,378</u>	<u>3,231,294</u>
<b>As at 30 September 2011</b>		
Cost	8,979,963	8,084,983
<u>Less</u> Accumulated amortisation	<u>(5,434,585)</u>	<u>(4,853,689)</u>
Net book amount	<u>3,545,378</u>	<u>3,231,294</u>



**Unique Mining Services Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**14 Bank overdrafts and short-term loans from financial institutions**

	Consolidated		Company	
	2011 Baht	2010 Baht	2011 Baht	2010 Baht
Bank overdrafts	9,062	17,788	15	-
Trust receipts	1,246,276,698	1,102,982,823	1,246,276,698	1,102,982,823
Short-term loans	160,000,000	503,000,000	160,000,000	503,000,000
	<u>1,406,285,760</u>	<u>1,606,000,611</u>	<u>1,406,276,713</u>	<u>1,605,982,823</u>

Bank overdrafts and short-term loans from financial institutions bear interest at rates of MOR plus certain margin, MMR plus certain margin, MLR minus certain margin, LIBOR plus certain margin and SIBOR plus certain margin.

As at 30 September 2011, bank overdrafts amounting to Baht 5 million (2010: Baht 5 million) are secured by a subsidiary's barges as mentioned in Note 12. The Group has unused bank overdrafts and trust receipts facilities amounting to Baht 73 million and Baht 1,413 million, respectively (2010: Baht 53 million and Baht 1,554 million, respectively).

As at 30 September 2011, the Company has unused unsecured short-term loans facilities in form of promissory notes and bill of exchanges from local financial institutions amounting to Baht 365 million (2010 : Baht 172 million).

**15 Long-term loans**

	Consolidated		Company	
	2011 Baht	2010 Baht	2011 Baht	2010 Baht
Long-term loans due				
- not later than 1 year	200,964,000	293,276,000	188,964,000	274,796,000
- later than 1 year but not later than 5 years	578,520,309	324,944,309	545,134,000	259,098,000
	<u>779,484,309</u>	<u>618,220,309</u>	<u>734,098,000</u>	<u>533,894,000</u>

Long-term loans bear interest at rates of Thai Baht fixed 6-month rate plus certain margin, MLR minus certain margin and prime rate minus certain margin.

The movements of long-term loans for the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010 are as follows:

	Consolidated		Company	
	For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht	For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht
Beginning balance	618,220,309	671,383,000	533,894,000	573,323,000
Additions during the year/period	500,000,000	-	500,000,000	-
Repayments during the year/period	(338,736,000)	(53,162,691)	(299,796,000)	(39,429,000)
Ending balance	<u>779,484,309</u>	<u>618,220,309</u>	<u>734,098,000</u>	<u>533,894,000</u>

**Unique Mining Services Public Company Limited****Notes to the Consolidated and Company Financial Statements****For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010****15 Long-term loans (Cont'd)**

As at 30 September 2011, long-term loans are secured by subsidiaries' barges, the Company's partial land and partial construction on the land as mentioned in Note 12 and the Company's partial inventories as mentioned in Note 9.

As at 30 September 2011 and 2010, the Group and the Company do not have undrawn committed long-term loans facilities.

**16 Finance lease liabilities**

The Group has finance lease liabilities arising from vehicles as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2011 Baht</b>	<b>2010 Baht</b>	<b>2011 Baht</b>	<b>2010 Baht</b>
Finance lease liabilities	1,460,526	25,965,770	1,460,526	4,727,433
<u>Less</u> Deferred interest	(43,925)	(1,838,430)	(43,925)	(234,811)
	<u>1,416,601</u>	<u>24,127,340</u>	<u>1,416,601</u>	<u>4,492,622</u>
	<b>Consolidated</b>		<b>Company</b>	
	<b>2011 Baht</b>	<b>2010 Baht</b>	<b>2011 Baht</b>	<b>2010 Baht</b>
Finance lease liabilities due				
- not later than 1 year	1,304,169	14,824,785	1,304,169	3,076,020
- later than 1 year but not later than 5 years	112,432	9,302,555	112,432	1,416,602
	<u>1,416,601</u>	<u>24,127,340</u>	<u>1,416,601</u>	<u>4,492,622</u>

**17 Employee benefit obligations**

Employee benefit obligations comprise retirement benefits. The present value of obligations was recognised as liabilities in the balance sheet as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2011 Baht</b>	<b>2010 Baht</b>	<b>2011 Baht</b>	<b>2010 Baht</b>
Retirement benefits	9,207,554	7,704,104	8,675,718	6,760,925

**Unique Mining Services Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**17 Employee benefit obligations (Cont'd)**

The movements of retirement benefits obligations are as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>For the year that ended on 30 September 2011</b>	<b>For the nine-month period that ended on 30 September 2010</b>	<b>For the year that ended on 30 September 2011</b>	<b>For the nine-month period that ended on 30 September 2010</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Beginning balance	7,704,104	6,415,167	6,760,925	5,714,417
Current year/period service costs	1,600,660	1,161,402	1,319,400	903,201
Interest costs	336,605	216,130	303,675	193,245
Benefits paid during the year/period	(433,815)	(88,595)	-	(88,595)
Transfer from subsidiaries	-	-	291,718	38,657
Ending balance	<u>9,207,554</u>	<u>7,704,104</u>	<u>8,675,718</u>	<u>6,760,925</u>

During the year that ended on 30 September 2011, a subsidiary has transferred all employees to the Company. All retirement benefit obligations were transferred to the Company with an agreement that the Company will absorb all obligations.

During the nine-month period that ended on 30 September 2010, a subsidiary has transferred all employees to the Company. All retirement benefit obligations were transferred to the Company. The subsidiary will repay to the Company later.

The amounts recognised in the statements of income are as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>For the year that ended on 30 September 2011</b>	<b>For the nine-month period that ended on 30 September 2010</b>	<b>For the year that ended on 30 September 2011</b>	<b>For the nine-month period that ended on 30 September 2010</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Current year/period service costs	1,600,660	1,161,402	1,319,400	903,201
Interest costs	336,605	216,130	303,675	193,245
Benefits paid during the year/period	6,295,059	72,405	5,396,936	72,405
Transfer from subsidiaries	-	-	291,718	-
Total (included in staff costs)	<u>8,232,324</u>	<u>1,449,937</u>	<u>7,311,729</u>	<u>1,168,851</u>

**Unique Mining Services Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**17 Employee benefit obligations (Cont'd)**

The principal actuarial assumptions used were as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>For the year that ended on 30 September 2011</b>	<b>For the nine-month period that ended on 30 September 2010</b>	<b>For the year that ended on 30 September 2011</b>	<b>For the nine-month period that ended on 30 September 2010</b>
	<b>Percentage</b>	<b>Percentage</b>	<b>Percentage</b>	<b>Percentage</b>
Discount rate	4.50	4.50	4.50	4.50
Future salary increases	6.00	6.00	6.00	6.00
Mortality rate	0.01	0.01	0.01	0.01
Resignation rate	0 - 50.00	0 - 50.00	0 - 25.00	0 - 25.00

**18 Financial instruments**

Significant financial instruments are as follows:

**18.1 Forward foreign exchange contracts**

The Group entered into forward foreign exchange contracts with local financial institutions in order to hedge the foreign exchange risk relating to trust receipts. As at 30 September 2011, the outstanding contracts which settlement dates are between 21 October and 4 November 2011 (2010 : between 4 October and 22 December 2010) are as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2011</b>	<b>2010</b>	<b>2011</b>	<b>2010</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
USD 4.6 million at rates Baht 30.57 - 31.26 per USD 1 (2010 : USD 7.3 million at rates Baht 30.72 - 32.50 per USD 1)	142,209,000	230,858,466	142,209,000	230,858,466

The net fair values of the forward foreign exchange contracts at the balance sheet date are as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>2011</b>	<b>2010</b>	<b>2011</b>	<b>2010</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Favorable (unfavorable) on forward foreign exchange contracts	1,440,251	(9,263,613)	1,440,251	(9,263,613)

The fair values of the forward foreign exchange contracts have been calculated (using rates quoted by the counterparty to the contracts) as if the contract was terminated at the balance sheet date.

**Unique Mining Services Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**18 Financial instruments (Cont'd)**

The Group has significant financial instruments as follows: (Cont'd)

**18.2 Interest rate swap contracts**

On 11 August 2011, the Company entered into an interest rate swap contract against a long-term loan with a local financial institution to convert floating interest rate for Thai Baht fixed 6-month rate plus 1.25% per annum to fixed interest rate at 4.37% per annum. As at 30 September 2011, the outstanding long-term loan balance was Baht 475 million (2010 : nil) with a maturity date of February 2014.

The net fair value of the interest swap contract at the balance sheet date is as follows:

	Consolidated		Company	
	2011 Baht	2010 Baht	2011 Baht	2010 Baht
Unfavorable on interest rate swap contract	1,264,571	-	1,264,571	-

The fair value of the interest rate swap contract has been calculated (using rates quoted by the counterparty to the contracts) as if the contract was terminated at the balance sheet date.

**19 Share capital and premium on share capital**

	Number of issued and paid-up ordinary share Share	Issued and paid-up ordinary share Baht	Premium on share capital Baht	Total Baht
As at 1 January 2010	151,964,985	75,982,493	229,561,429	305,543,922
Issue of shares	113,343	56,671	900,406	957,077
As at 30 September 2010	152,078,328	76,039,164	230,461,835	306,500,999
Issue of shares	1,375,736	687,868	10,928,916	11,616,784
As at 30 September 2011	153,454,064	76,727,032	241,390,751	318,117,783

The total authorised number of ordinary shares is 153,454,064 shares (2010: 210,454,783 shares) with a par value of Baht 0.50 per share (2010: Baht 0.50 per share). All issued ordinary shares are fully paid (2010: Partial ordinary shares issued and fully paid).

At the Company's Shareholders' Annual General Meeting on 24 January 2011, the shareholders approved the decrease of the authorised share capital from ordinary shares 210,454,783 shares at Baht 0.50 each, totaling Baht 105,227,392 to be ordinary shares 153,454,064 shares at Baht 0.50 each, totaling Baht 76,727,032 since the Company's warrants were expired completely during the year.

During the year that ended on 30 September 2011, the number of issued and paid-up ordinary shares increased 1,375,736 shares as a result of warrants exercised. Capital increased from this exercise was registered during the period, thus issued and paid-up share capital increased of Baht 687,868.

During the nine-month period that ended on 30 September 2010, the number of issued and paid-up ordinary shares increased 113,343 shares as a result of warrants exercised. Capital increased from this exercise was registered during the period, thus issued and paid-up share capital increased of Baht 56,671.

**Unique Mining Services Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**20 Warrants**

The Company issued 70 million warrants whose conditions are as follows:

Selling proportion	:	2 previous ordinary shares for 1 warrant
Exercise price	:	Baht 8.50 per share
Exercise rate	:	1 warrant per 1.007 ordinary shares
Issued date	:	6 November 2007
Exercise date	:	28 December 2007
Expire date	:	5 November 2010

The movements of warrants for the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010 are as follows:

	<b>Consolidated and Company</b>			
	<b>For the year that ended on 30 September 2011</b>		<b>For the nine-month period that ended on 30 September 2010</b>	
	<b>No. of warrants</b>	<b>Share</b>	<b>No. of warrants</b>	<b>Share</b>
Beginning balance	57,519,035	57,921,672	57,631,594	58,035,015
<u>Less</u> Exercised during the year/period	(1,366,212)	(1,375,736)	(112,559)	(113,343)
<u>Less</u> Expired	(56,152,823)	(56,545,936)	-	-
Ending balances	-	-	57,519,035	57,921,672

**21 Legal reserves**

	<b>Consolidated</b>		<b>Company</b>	
	<b>For the year that ended on 30 September 2011 Baht</b>	<b>For the nine-month period that ended on 30 September 2010 Baht</b>	<b>For the year that ended on 30 September 2011 Baht</b>	<b>For the nine-month period that ended on 30 September 2010 Baht</b>
	Beginning balance	11,096,402	10,500,000	10,500,000
Appropriation during the year/period	-	596,402	-	-
Ending balance	11,096,402	11,096,402	10,500,000	10,500,000

Under the Public Limited Company Act., B.E. 2535, the Company is required to set aside as a legal reserve at least 5% of its net profits after accumulated deficit brought forward (if any) until the reserve is not less than 10% of the authorised capital. The legal reserve is non-distributable.

**Unique Mining Services Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**22 Expenses by nature**

	Notes	Consolidated		Company	
		For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht	For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht
Changes in inventories		2,566,714,521	1,691,558,602	2,573,769,704	1,692,985,531
Transportation expenses		176,740,002	103,526,717	179,411,737	105,441,866
Staff costs		107,697,350	67,222,181	99,881,692	60,428,413
Depreciation on property, plant and equipment	12	77,353,338	57,773,252	57,846,787	41,415,865
Amortisation of intangible assets	13	1,175,545	1,096,827	925,688	933,675
Repairs and maintenance expenditure on property, plant and equipment		13,985,582	8,043,906	13,779,593	7,910,586

**23 Other income**

	Consolidated		Company	
	For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht	For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht
Gains on exchange rate	3,495,851	5,929,068	3,486,740	5,989,060
Interest income	475,305	205,572	1,344,006	823,839
Dividend income	-	-	-	11,160,000
Gain on disposal of property, plant and equipment	10,357,828	-	1,607,686	-
Other income	25,439,406	8,532,410	26,885,712	9,021,728
	<u>39,768,390</u>	<u>14,667,050</u>	<u>33,324,144</u>	<u>26,994,627</u>

**24 Earnings per share**

Basic earnings per share attributable to the shareholders of the parent are calculated by dividing the net profits attributable to the shareholders of the parent by the weighted average number of issued ordinary shares during the year/ period.

Diluted earnings per share is computed by dividing net profits for the year/period by the aggregate amount of the weighted average number of ordinary shares issued during the year/period and the weighted average number of ordinary shares which the Company may have to issue for conversion of warrants to ordinary shares.

	<b>Consolidated</b>		<b>Company</b>	
	<b>For the year that ended on 30 September 2011</b>	<b>For the nine-month period that ended on 30 September 2010</b>	<b>For the year that ended on 30 September 2011</b>	<b>For the nine-month period that ended on 30 September 2010</b>
Net profits for the year/period attributable to the shareholders of the parent (Baht)	60,522,417	71,211,544	48,929,954	87,504,259
Weighted average number of ordinary shares (Shares)	153,454,064	152,011,775	153,454,064	152,011,775
Weighted average number of ordinary shares under warrants (Shares)				
- UMS-W1	5,577,133	57,988,225	5,577,133	57,988,225
Number of ordinary shares that would have been issued at fair value* (Shares)				
- UMS-W1	(2,887,743)	(29,789,133)	(2,887,743)	(29,789,133)
Weighted average number of ordinary shares plus effect of assumed conversion (Shares)	156,143,454	180,210,867	156,143,454	180,210,867
Basic earnings per share (Baht)	0.39	0.47	0.32	0.58
Diluted earnings per share (Baht)	0.39	0.40	0.31	0.49

\* Fair value of a common stock that is carried to calculate for dilutive rate on number of common stock from exercised warrants and is captured from average of daily closed price of common stock through the period from 1 October 2010 to 5 November 2010 (expired date), and for the nine-month period that ended on 30 September 2010. The said averaged fair values are Baht 16.31 per share and Baht 16.44 per share, respectively.



**Unique Mining Services Public Company Limited**

**Notes to the Consolidated and Company Financial Statements**

**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**25 Cash flows from operating activities**

Reconciliation of net profits for the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010 to cash flows from operating activities is as follows:

	Notes	Consolidated		Company	
		For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht	For the year that ended on 30 September 2011 Baht	For the nine-month period that ended on 30 September 2010 Baht
<b>Profits before income taxes</b>		123,275,687	89,641,459	105,037,944	105,929,495
Adjustments for:					
Reversal of allowance for doubtful accounts		(3,583,698)	(4,029,272)	(3,314,621)	(4,029,272)
Depreciation charge	12, 22	77,353,338	57,773,252	57,846,787	41,415,865
Amortisation charge	13, 22	1,175,545	1,096,827	925,688	933,675
Write-off of property, plant, and equipment		58,409	673,295	46,052	821
Write-off of intangible assets	13	365,563	-	659,563	-
Impairment charge on investments in subsidiaries	11	-	-	13,293,197	-
Impairment charge on property, plant, and equipment	12	1,149,000	-	1,149,000	-
Gain on disposal of property, plant, and equipment		(10,416,237)	(103)	(1,653,738)	(103)
Net unrealised loss on exchange rates		3,414,233	366,558	3,763,496	366,558
Interest income	23	(475,305)	(205,572)	(1,344,006)	(823,839)
Interest expenses		83,577,080	52,914,033	78,618,149	48,053,686
Dividend income	23	-	-	-	(11,160,000)
Changes in operating assets and liabilities					
- Trade accounts receivable		(22,995,923)	(218,232,255)	(23,925,881)	(216,537,197)
- Amounts due from related parties		-	-	(1,044,776)	(710,158)
- Inventories		(122,415,269)	(180,542,160)	(129,345,497)	(188,228,682)
- Other current assets		3,886,036	7,143,139	2,119,470	7,031,358
- Other assets		(806,873)	(314,801)	(833,873)	(314,801)
- Trade accounts payable		92,318,208	72,557,478	110,845,438	63,703,257
- Amounts due to related parties		219,352	2,533,057	(10,198,567)	6,673,956
- Accrued expenses		21,873,647	14,380,971	21,329,557	14,896,499
- Other current liabilities		(27,925,828)	(3,743,961)	(26,600,624)	(3,206,639)
- Employee benefit obligations		1,503,450	1,288,937	1,914,793	1,046,508
Cash generated from operations		221,550,415	(106,699,118)	199,287,551	(134,959,013)
- Interest received		475,305	205,572	1,415,086	857,689
- Interest paid		(78,124,353)	(54,026,626)	(72,875,574)	(49,140,748)
- Income taxes paid		(63,818,908)	(16,172,956)	(58,409,105)	(16,124,121)
Net cash receipts (payments) from operating activities		<u>80,082,459</u>	<u>(176,693,128)</u>	<u>69,417,958</u>	<u>(199,366,193)</u>

**26 Related party transactions**

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the Company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

The Company is controlled by Thoresen Thai Agencies Public Company Limited, incorporated in Thailand. The investments in subsidiaries are set out in Note 11.

The following material transactions were carried out with related parties:

**26.1 Revenues**

Revenues from subsidiaries for the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010 are as follows:

	<b>Company</b>	
	<b>For the year that ended on 30 September 2011 Baht</b>	<b>For the nine-month period that ended on 30 September 2010 Baht</b>
Rental income	3,275,000	945,000
Other service income	50,441	438,024
Management fee income	840,000	-
Interest income	970,193	717,428
Dividend income	-	11,160,000

**26.2 Expenses**

Expenses to subsidiaries for the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010 are as follows:

	<b>Company</b>	
	<b>For the year that ended on 30 September 2011 Baht</b>	<b>For the nine-month period that ended on 30 September 2010 Baht</b>
Service cost	15,116,860	9,037,985
Transportation cost	55,789,954	92,363,840
Other service cost	2,426,326	399,323
Interest expense	466,816	-

**Unique Mining Services Public Company Limited**  
**Notes to the Consolidated and Company Financial Statements**  
**For the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010**

**26 Related party transactions (Cont'd)**

**26.2 Expenses (Cont'd)**

Expenses to other related parties for the year that ended on 30 September 2011 and for the nine-month period that ended on 30 September 2010 are as follows:

	<b>Consolidated</b>		<b>Company</b>	
	<b>For the year that ended on 30 September 2011 Baht</b>	<b>For the nine-month period that ended on 30 September 2010 Baht</b>	<b>For the year that ended on 30 September 2011 Baht</b>	<b>For the nine-month period that ended on 30 September 2010 Baht</b>
Management fee	5,280,000	2,257,727	5,280,000	2,116,359
Network monitoring and Maintenance cost	1,226,000	-	1,226,000	-
Other service cost	571,235	-	571,235	-

The Group's policies for related party transactions are as follows:

- Assets rental is transacted at mutually agreed contract normally charged to a third party.
- Services is transacted at mutually agreed rate normally charged by a third party.
- Interest charged on loan agreements are rates referred in Notes 26.4 and 26.6.

**26.3 Amount due from related parties**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2011 Baht</b>	<b>2010 Baht</b>	<b>2011 Baht</b>	<b>2010 Baht</b>
Subsidiaries	-	-	1,631,921	1,007,488

**26.4 Short-term loans to related parties**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2011 Baht</b>	<b>2010 Baht</b>	<b>2011 Baht</b>	<b>2010 Baht</b>
Subsidiaries	-	-	-	32,983,860

Short-term loans to related parties can be called at any time and are unsecured. The loans bear interest at 2.65% - 4.20% per annum (2010: 2.65% per annum).

**26.5 Amount due to related parties**

	<b>Consolidated</b>		<b>Company</b>	
	<b>2011 Baht</b>	<b>2010 Baht</b>	<b>2011 Baht</b>	<b>2010 Baht</b>
Subsidiaries	-	-	6,694,162	17,253,449
Other related parties	2,752,409	2,533,057	2,752,409	2,391,689
	<u>2,752,409</u>	<u>2,533,057</u>	<u>9,446,571</u>	<u>19,645,138</u>

**26 Related party transactions (Cont'd)**

**26.6 Short-term loans from related parties**

	Consolidated		Company	
	2011 Baht	2010 Baht	2011 Baht	2010 Baht
Subsidiaries	-	-	20,800,000	-

Short-term loans from related parties can be called at any time and are unsecured. The loans bear interest at 2.65% - 3.65% per annum.

**27 Commitments and contingent liabilities**

**27.1 Operating lease commitments**

The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

	Consolidated		Company	
	2011 Baht	2010 Baht	2011 Baht	2010 Baht
Not later than 1 year	10,408,702	9,318,090	10,408,702	9,318,090
Later than 1 year but not later than 5 years	7,216,800	10,630,822	7,216,800	10,630,822
	<u>17,625,502</u>	<u>19,948,912</u>	<u>17,625,502</u>	<u>19,948,912</u>

**27.2 Commitments from sale and purchase contracts for steam coal**

As at 30 September 2011, the Company had outstanding commitments relating to sale and purchase contracts for steam coal with foreign suppliers for 850,000 metric tons plus or minus 10% (2010: 290,000 metric tons plus or minus 10%). The coal price shall be adjusted which is subjected to the quality of coal, as specified by a formula in the agreements. Moreover, the Company had outstanding commitments relating to sale contracts for steam coal with domestic enterprises for 46,000 metric tons plus or minus 10% at a fix price per contract (2010: nil).

**27.3 Commitments from ship charter contracts**

As at 30 September 2011, the Company had outstanding commitments relating to ship charter contracts with the ship size between 9,900 - 55,000 metric tons plus or minus 10% with charterers at freight rate as specified in the contracts for 3 shipments (2010: 7 shipments).

**27.4 Contingent liabilities**

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

	Consolidated		Company	
	2011 Baht	2010 Baht	2011 Baht	2010 Baht
Letters of guarantee issued by bank on behalf of the Group	3,044,000	2,264,000	3,044,000	2,264,000

**28 Promotional privileges**

The 2 subsidiaries were granted promotion certificates from the Board of Investment according to Investment Promotion Act B.E. 2520 for 2 projects as follows:

Project 1 Promotion certificate No. 1499(2)/2551, dated 13 May 2008 for barge transportation business under category 7.2 mass and products transportation by barge.

Project 2 Promotion certificate No. 1047(2)/2552, dated 19 January 2009 for transportation by barge under category 7.1 services and public utility.

Promotion privileges included exemption of import duty tax for machinery, exemption of corporate income tax for eight years from the date of first derived income.

As at 30 September 2011, both subsidiaries have not received the promotion privileges because they have not complied with promotion conditions according to the promotion certificates.

**29 Change in accounting period**

At the Company's Shareholders Annual General Meeting for the year that ended on 31 December 2009 which held on 9 April 2010, the shareholders approved the revision of the Company's accounting period from starting on 1 January and ending on 31 December of each year to starting on 1 October and ending on 30 September of each year to be in accordance with Thoresen Thai Agencies Public Company Limited, the ultimate parent company. The change has already been approved by the Revenue Department and the Ministry of Commerce.

**30 Subsequent events**

Samutsakorn's Provincial Governor issued an order to all coal trading operators in the province to cease all operations from 13 July 2011 onwards until further notice. However, on 23 November 2011, Samutsakorn's Provincial Governor issued an order allowing coal transportation which the Company will follow the order.