



# บริษัท อาร์ ซี แอล จำกัด (มหาชน) Regional Container Lines Public Company Limited

## Press Release for Financial Results as at 30 September 2012

RCL reported third quarter 2012 results, posting a net loss of THB 216 million versus a net gain of THB 804 million in 3Q2011. Without accounting for the gain on sales of fixed assets, the operating loss amounted to THB 256 million in 3Q2012 as compared to THB 484 million in Q32011. The nine months loss was THB 704 million as compared to a loss of THB 388 million in year 2011.

Regional Container Lines Group's Shipper Owned Container (SOC) liftings in 3Q12 increased 14% year-on-year at 300,853 TEUs. For Carrier Owned Container (COC), the liftings increased 2% year-on-year at 292,462 TEUs. The total liftings for 3Q12 therefore rose 8% year-on-year at 593,315 TEUs.

With the increase in liftings offset by lower freight rate, total turnover for the third quarter before exchange difference, gain on sale of assets and adjustment for unrealized loss on derivatives, remained relatively the same as compared to the same quarter last year at THB 3,562 million.

The cost of freight and operation in 3Q12 reduced by 4% at THB 3,470 million as compared to the same quarter the year before, mainly due to cost cutting initiatives, lower bunker cost as well as bunker consumption efficiency.

In 3Q12 the group registered a disposal gain of THB 40 million as compared to THB 1,288 million in 3Q11 when the group disposed its building in Singapore and some old containers. In addition, the group recorded a gain on exchange of THB 10 million in 3Q2012 versus a gain of THB 3 million, in the same quarter of last year.

Despite the successful implementation of freight rates increase in March, container carriers still face the challenges of uncertain trade demand, freight rate volatility, and potential vessels' impairment, if the charter hire rates continue to decline in the coming period.



บริษัท อาร์ ซี แอล จำกัด (มหาชน)

Regional Container Lines Public Company Limited

12 November 2012

*Founded in 1979, RCL is a Thai based container shipping line, which was public listed on the Thai Stock Exchange since 1988. Its core business is in the carriage of Shipper owned containers (or SOC) and its own Carrier owned containers (or COC) within a service network that is fully Asia centric. RCL currently owns and operates a fleet of 40 vessels with sizes ranging between 500 TEUs to 2,732 TEUs, with a fleet of 71,822 TEUs to support its own COC carriage as well. It also operates a network of 67 offices made up of both owned and agency offices to support its service structure. RCL is today recognized as amongst the leading SOC and Intra Asia COC operators by both peers and customers alike.*



## QUARTERLY EARNING STATEMENTS IN THAI BAHT

	1 <sup>st</sup> Quarter 2011	Half-Year 2011	9 months 2011	year-end 2011	1 <sup>st</sup> Quarter 2012	Half-Year 2012	9 months 2012
Freight income	3,481.3	6,939.7	10,464.9	13,684.2	3,176.1	6,807.4	10,354.4
Cost of freight and operations	(3,835.9)	(7,454.0)	(11,088.5)	(14,272.3)	(3,517.1)	(6,720.6)	(10,217.5)
<b>Gross Profit</b>	<b>(354.6)</b>	<b>(514.3)</b>	<b>(623.6)</b>	<b>(588.1)</b>	<b>(341.0)</b>	<b>86.8</b>	<b>136.9</b>
<b>Gross Profit Margin</b>	<b>-10.2%</b>	<b>-7.4%</b>	<b>-6.0%</b>	<b>-4.3%</b>	<b>-10.7%</b>	<b>1.3%</b>	<b>1.3%</b>
Other income	37.0	78.7	116.1	157.0	34.4	63.6	95.3
Adjustment for unrealised loss on derivatives	1.4	1.7	2.6	4.0	0.7	1.7	2.4
Gain on exchange	0.0	0.0	0.7	0.0	152.0	27.2	37.6
Gain on sale of assets	23.1	51.7	1,339.4	1,386.8	36.2	77.1	116.8
Reversal of loss on impairment of assets	0.0	0.0	0.0	49.6	0.0	0.0	0.0
Total other income	61.5	132.1	1,458.8	1,597.4	223.3	169.6	252.1
Admin expenses	(312.1)	(625.1)	(949.6)	(1,251.7)	(288.6)	(572.3)	(836.4)
Allowance for unrealised loss from changes in the fair value of Derivatives	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Loss on exchange	(15.3)	(2.4)	0.0	(170.3)	0.0	0.0	0.0
Loss on sale of investments	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Loss on impairment of buildings	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Loss on impairment of Vessels	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Loss on disposal of vessels	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Total other expenses	(327.4)	(627.5)	(949.6)	(1,422.0)	(288.6)	(572.3)	(836.4)
Interest expenses	(86.1)	(170.1)	(259.6)	(347.3)	(83.4)	(165.4)	(246.1)
Profit / (loss) before taxation	(706.6)	(1,179.8)	(374.0)	(760.0)	(489.7)	(481.3)	(693.5)
Income tax	(7.7)	(12.5)	(14.1)	(19.9)	(4.3)	(7.1)	(10.6)
Profit / (loss) after taxation	(714.3)	(1,192.3)	(388.1)	(779.9)	(494.0)	(488.4)	(704.1)
Minority interest	0.0	(0.2)	(0.4)	(0.7)	(0.1)	(0.7)	(1.4)
<b>Net profit / (loss) attributable to members</b>	<b>(714.3)</b>	<b>(1,192.5)</b>	<b>(388.5)</b>	<b>(780.6)</b>	<b>(494.1)</b>	<b>(489.1)</b>	<b>(705.5)</b>

## COMPUTATION OF EBITDA

Profit / (loss) before taxation	(706.6)	(1,179.8)	(374.0)	(760.0)	(489.7)	(481.3)	(693.5)
Add: Impairment loss of assets	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Deduct: Impairment gain	0.0	0.0	0.0	(49.6)	0.0	0.0	0.0
Less Adjustment/ Add Allowance for unrealised loss on derivatives	(1.4)	(1.7)	(2.6)	(4.0)	(0.7)	(1.7)	(2.4)
Less: Realised loss on derivatives	0.0	0.0	0.0	170.3	0.0	0.0	0.0
Add: Interest	86.1	170.1	259.6	347.3	83.4	165.4	246.1
<b>EBIT</b>	<b>(621.9)</b>	<b>(1,011.4)</b>	<b>(117.0)</b>	<b>(466.3)</b>	<b>(407.0)</b>	<b>(317.6)</b>	<b>(449.8)</b>
Add: Amortisation	9.3	18.9	40.0	62.3	22.0	44.7	67.6
Add: Depreciation	302.3	613.2	926.8	1,241.1	308.0	625.1	949.9
<b>EBITDA</b>	<b>(310.3)</b>	<b>(379.3)</b>	<b>849.8</b>	<b>837.1</b>	<b>(77.0)</b>	<b>352.2</b>	<b>567.7</b>

REGIONAL CONTAINER LINES PUBLIC COMPANY LIMITED

AND ITS SUBSIDIARIES

THAILAND

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INTERIM FINANCIAL STATEMENTS

FOR THE THREE - MONTH AND NINE - MONTH PERIODS ENDED SEPTEMBER 30, 2012

AND

INDEPENDENT AUDITOR'S REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

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EXPRESSED IN

THAI BAHT

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## **A. M. T. & Associates**

สำนักงาน เอ. เอ็ม. ที. แอสโซซิเอท

Accounting Management & Tax Services

491/27 Silom Plaza, Silom Road, Bangruk, Bangkok 10500, Thailand.

Tel: +66 (0) 2234-1676, 2234-1678, 2237-2132 • Fax: +66 (0) 2237-2133

### **INDEPENDENT AUDITOR'S REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION**

To The shareholders and Board of Directors of  
Regional Container Lines Public Company Limited

I have reviewed the accompanying consolidated statement of financial position of Regional Container Lines Public Company Limited and its subsidiaries as of September 30, 2012, the related consolidated statements of income and comprehensive income for the three - month and nine - month periods ended September 30, 2012 and 2011, the statements of changes in shareholders' equity and cash flows for the nine - month periods ended September 30, 2012 and 2011, as well as the condensed notes to the consolidated financial statements, and I have also reviewed the separate financial information for the same periods of Regional Container Lines Public Company Limited. Management is responsible for the preparation and presentation of this interim financial information in accordance with Accounting Standard 34 (revised 2009), "Interim Financial Reporting". My responsibility is to express a conclusion on this interim financial information based on my reviews.

#### **Scope of review**

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

#### **Conclusion**

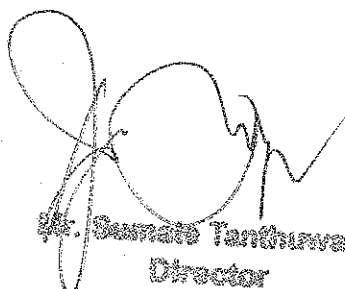
Based on my reviews, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Accounting Standard 34 (revised 2009), "Interim Financial Reporting."

## Regional Container Lines Public Company Limited and its subsidiaries


## Statements of financial position

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements		
	Note	30 September 2012 (Unaudited but reviewed)	31 December 2011 (Audited)	30 September 2012 (Unaudited but reviewed)	31 December 2011 (Audited)
<b>Assets</b>					
<b>Current assets</b>					
Cash and cash equivalents		4,146,016	4,589,344	2,606,032	1,267,333
Trade receivables - unrelated parties		2,412,014	2,445,471	-	-
Less: allowance for doubtful accounts		(12,565)	(16,181)	-	-
Trade receivables - unrelated parties, net	3	2,399,449	2,429,290	-	-
Trade receivables - related parties	3, 14	191,115	456,307	-	-
Other receivables		263,774	253,781	31,100	19,134
Material supplies		476,214	429,539	17,183	18,908
Other current assets		90,754	80,264	774	633
<b>Total current assets</b>		<b>7,567,322</b>	<b>8,238,525</b>	<b>2,655,089</b>	<b>1,306,008</b>
<b>Non - current assets</b>					
Property investments held for					
long - term investment		5,297	5,833	-	-
Investments in subsidiaries	4	-	-	6,698,426	6,698,426
Investments in associated companies	5	231,171	219,501	20,000	20,000
Other long - term investments		10,416	10,707	-	-
Property and premises, net	6.1	314,034	326,399	2,601	4,303
Vessels and equipment, net	6.2	16,522,131	17,275,083	5,686,322	5,353,197
Intangible assets, net	7	128,350	195,575	-	-
Other non - current assets		4,686	3,940	2,768	2,496
<b>Total non - current assets</b>		<b>17,216,085</b>	<b>18,037,038</b>	<b>12,410,117</b>	<b>12,078,422</b>
<b>Total assets</b>		<b>24,783,407</b>	<b>26,275,563</b>	<b>15,065,206</b>	<b>13,384,430</b>



Mr. Samate Tanthuvant  
Director

Ms. Tuongrat Kirtiput  
Director

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

**Statements of financial position as of December 31, 2011 for comparative purposes**

I have previously audited the consolidated financial statements of Regional Container Lines Public Company Limited and its subsidiaries and the separate financial statements of Regional Container Lines Public Company Limited for the year ended December 31, 2011 in accordance with auditing standards, and expressed an unqualified opinion on those statements in my report dated February 28, 2012. The consolidated and separate statements of financial position as of December 31, 2011, as presented herein for comparative purposes, formed an integral part of those financial statements. I have not performed any other audit procedures subsequent to the date of the above report.



(NATSARAK SAROCHANUNJEEN)  
Certified Public Accountant  
Registration No. 4563

A.M.T. & ASSOCIATES  
Bangkok, Thailand  
November 12, 2012.


**Regional Container Lines Public Company Limited and its subsidiaries**  
**Statements of financial position (continued)**

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		30 September 2012 (Unaudited but reviewed)	31 December 2011 (Audited)	30 September 2012 (Unaudited but reviewed)	31 December 2011 (Audited)
<b>Liabilities and shareholders' equity</b>					
<b>Current liabilities</b>					
Short - term loan from financial institution	8	300,000	-	300,000	-
Trade payables - unrelated parties		3,182,195	3,749,564	62,091	71,681
Trade payables - related parties	14	1,809	1,067	-	-
<b>Other payables</b>					
- Accrued expenses		119,549	110,269	38,170	39,587
- Advance receipt	14	-	-	904,944	381,633
- Payable on purchase of assets	14	-	-	629,868	-
Current portion of long - term loans	10	1,114,134	1,143,950	128,665	132,262
Current portion of debentures	11	2,499,598	2,494,161	2,499,598	2,494,161
Short - term loan from related party	9, 14	300,000	-	300,000	-
Income tax payable		10,585	16,724	-	-
<b>Provision for unrealised loss from changes in the fair value of derivatives</b>					
	12	2,649	5,147	-	-
Other current liabilities		194,398	116,671	24,493	19,396
<b>Total current liabilities</b>		<b>7,724,917</b>	<b>7,637,553</b>	<b>4,887,829</b>	<b>3,138,720</b>
<b>Non - current liabilities</b>					
Long - term loans, net of current portion	10	5,032,228	5,767,771	833,492	628,242
Employee benefit obligation	13	26,647	23,196	25,067	21,876
Other non - current liabilities		6,533	6,703	-	-
<b>Total non - current liabilities</b>		<b>5,065,408</b>	<b>5,797,670</b>	<b>858,559</b>	<b>650,118</b>
<b>Total liabilities</b>		<b>12,790,325</b>	<b>13,435,223</b>	<b>5,746,388</b>	<b>3,788,838</b>

  
**Mr. Sunote Tenthawanit**  
 Director



  
**Mr. Tuangrat Kirtiputra**  
 Director

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



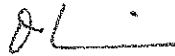
**Regional Container Lines Public Company Limited and its subsidiaries**  
**Statements of financial position (continued)**

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	30 September 2012 (Unaudited but reviewed)	31 December 2011 (Audited)	30 September 2012 (Unaudited but reviewed)	31 December 2011 (Audited)
<b>Shareholders' equity</b>				
Share capital				
Registered				
828,750,000 ordinary shares of Baht 1 each	828,750	828,750	828,750	828,750
Issued and fully paid - up				
828,750,000 ordinary shares of Baht 1 each	828,750	828,750	828,750	828,750
Share premium on issue of share	4,982,964	4,982,964	4,982,964	4,982,964
Retained earnings				
Appropriated - legal reserve	66,300	66,300	66,300	66,300
Unappropriated	6,430,559	7,136,054	3,440,804	3,717,578
Other components of equity	(333,111)	(192,735)	-	-
<b>Total equity of parent Company's shareholders</b>	<b>11,975,462</b>	<b>12,821,333</b>	<b>9,318,818</b>	<b>9,595,592</b>
Non - controlling interests	17,620	19,007	-	-
<b>Total shareholders' equity</b>	<b>11,993,082</b>	<b>12,840,340</b>	<b>9,318,818</b>	<b>9,595,592</b>
<b>Total liabilities and shareholders' equity</b>	<b>24,783,407</b>	<b>26,275,563</b>	<b>15,065,206</b>	<b>13,384,430</b>



  
**Mr. Sanpate Tanthuwana**  
 Director

  
**Ms. Tuangrat Kirtiputra**  
 Director

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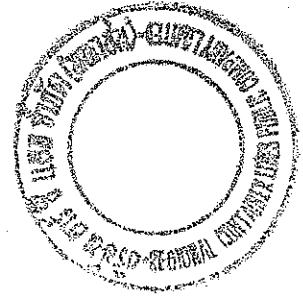
## Regional Container Lines Public Company Limited and its subsidiaries

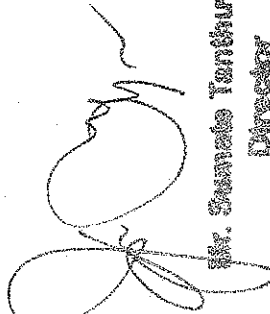
## Statements of changes in shareholders' equity

For the nine - month periods ended 30 September 2012 and 2011

(Unit: Thousand Baht)

	Consolidated financial statements							Total
	Equity holders of parent company			Other components of equity		Total equity		
	Issued and fully paid - up share capital	Share premium on issue of share	Retained earnings Appropriated - legal reserve	Unappropriated	Other comprehensive income (loss) Exchange differences on translating financial statement	Company's shareholder	Non - controlling interests	
<b>Balance as at 1 January 2011</b>	828,750	4,982,964	66,300	7,938,940	(643,448)	13,173,506	16,589	13,190,095
Effect of changes in accounting policy - employee benefit obligation	-	-	-	(22,252)	-	(22,252)	-	(22,252)
<b>Balance as at 1 January 2011 after adjustment</b>	828,750	4,982,964	66,300	7,916,688	(643,448)	13,151,254	16,589	13,167,843
Total comprehensive income (loss) for the period	-	-	-	(388,511)	294,694	(93,817)	1,503	(92,314)
<b>Balance as at 30 September 2011</b>	828,750	4,982,964	66,300	7,528,177	(348,754)	13,057,437	18,092	13,075,529
<b>Balance as at 1 January 2012</b>	828,750	4,982,964	66,300	7,136,054	(192,735)	12,821,333	19,007	12,840,340
Total comprehensive income (loss) for the period	-	-	-	(705,495)	(140,376)	(845,871)	(1,387)	(847,258)
<b>Balance as at 30 September 2012</b>	828,750	4,982,964	66,300	6,430,559	(333,111)	11,975,462	17,620	11,993,082



  
 Mr. Sunanta Tuntthumwanit  
 Director

  
 Ms. Tuangrat Kiruputra  
 Director

Regional Container Lines Public Company Limited and its subsidiaries

Statements of changes in shareholders' equity (continued)

For the nine - month periods ended 30 September 2012 and 2011

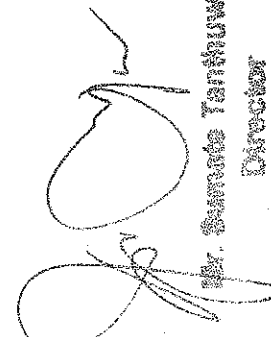
(Unit: Thousand Baht)

	Separate financial statements				Total shareholder's equity
	Issued and fully paid - up share capital	Share premium on issue of share	Appropriated - legal reserve	Retained earnings Unappropriated	
Balance as at 1 January 2011	828,750	4,982,964	66,300	3,888,680	9,766,694
Effect of changes in accounting policy - employee benefit obligation	-	-	-	(21,217)	(21,217)
Balance as at 1 January 2011 after adjustment	828,750	4,982,964	66,300	3,867,463	9,745,477
Total comprehensive income (loss) for the period	-	-	-	(86,268)	(86,268)
Balance as at 30 September 2011	828,750	4,982,964	66,300	3,781,195	9,659,209
Balance as at 1 January 2012	828,750	4,982,964	66,300	3,717,578	9,595,592
Total comprehensive income (loss) for the period	-	-	-	(276,774)	(276,774)
Balance as at 30 September 2012	828,750	4,982,964	66,300	3,440,804	9,318,818

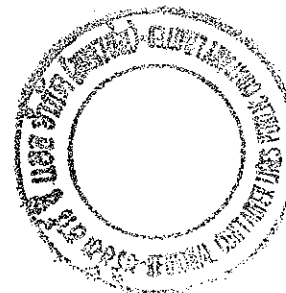
Balance as at 1 January 2011  
Effect of changes in accounting policy  
- employee benefit obligation  
Balance as at 1 January 2011 after adjustment  
Total comprehensive income (loss) for the period

Balance as at 30 September 2011  
Balance as at 1 January 2012  
Total comprehensive income (loss) for the period

Balance as at 30 September 2012



Mr. Sarote Tanthuwatit  
Director



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Ms. Tuangrut Kirtiputra  
Director

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

## Regional Container Lines Public Company Limited and its subsidiaries

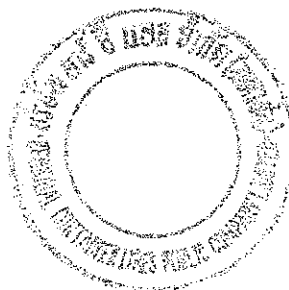
## Statements of income


For the three - month periods ended 30 September 2012 and 2011

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2012	2011	2012	2011
<b>Revenues</b>					
Freight income	14	3,546,979	3,525,115	175,895	267,815
Other income					
Gain on exchange		10,400	3,100	29,675	18,641
Gain on sales of fixed assets	6.1, 6.2	39,654	1,287,690	-	-
Interest income		10,228	3,234	9,150	1,439
Adjustment provision for unrealised loss on derivatives	12	732	909	-	-
Others		5,145	22,774	49	39
<b>Total revenues</b>		<b>3,613,138</b>	<b>4,842,822</b>	<b>214,769</b>	<b>287,934</b>
<b>Expenses</b>					
Cost of freight and operations	14	3,469,752	3,603,522	219,394	209,875
Administrative expenses	14	291,249	355,419	47,561	45,640
Finance cost		80,736	89,462	44,145	46,732
<b>Total expenses</b>	15	<b>3,841,737</b>	<b>4,048,403</b>	<b>311,100</b>	<b>302,247</b>
Share of profit (loss) from investment accounted for under equity method - associated companies		16,397	11,375	-	-
<b>Profit (loss) before income tax expenses</b>		<b>(212,202)</b>	<b>805,794</b>	<b>(96,331)</b>	<b>(14,313)</b>
Income tax expenses	20	3,481	1,542	-	-
<b>Profit (loss) for the periods</b>		<b>(215,683)</b>	<b>804,252</b>	<b>(96,331)</b>	<b>(14,313)</b>
<b>Profit (loss) attributable to:</b>					
Equity holders of the parent		(216,326)	804,065	(96,331)	(14,313)
Non - controlling interests		643	187	-	-
		<b>(215,683)</b>	<b>804,252</b>	<b>(96,331)</b>	<b>(14,313)</b>
					(Unit: Baht)
<b>Basic earnings (loss) per share</b>					
Profit (loss) attributable to equity holders of the parent		(0.26)	0.97	(0.12)	(0.02)
The weighted average number of ordinary shares (share)		828,750,000	828,750,000	828,750,000	828,750,000

  
**Mr. Samate Tanthuanit**  
 Director



  
**Mr. Tuangret Kirtiputra**  
 Director

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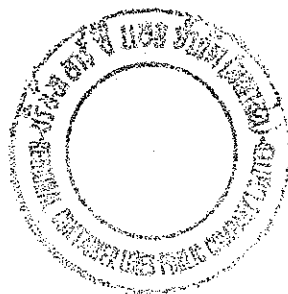
## Regional Container Lines Public Company Limited and its subsidiaries

## Statements of comprehensive income

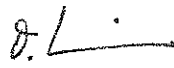
For the three - month periods ended 30 September 2012 and 2011

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
Profit (loss) for the periods	(215,683)	804,252	(96,331)	(14,313)
Other comprehensive income (loss):				
Exchange differences on translating financial statement	(225,268)	48,635	-	-
Other comprehensive income (loss) for the periods	(225,268)	48,635	-	-
<b>Total comprehensive income (loss) for the periods</b>	<b>(440,951)</b>	<b>852,887</b>	<b>(96,331)</b>	<b>(14,313)</b>
<b>Total comprehensive income (loss) attributable to:</b>				
Equity holders of the parent	(439,616)	850,311	(96,331)	(14,313)
Non - controlling interests	(1,335)	2,576	-	-
	<b>(440,951)</b>	<b>852,887</b>	<b>(96,331)</b>	<b>(14,313)</b>



  
**Mr. Sunate Tanthuwant**  
 Director

  
**Ms. Tuangrat Kitiputra**  
 Director

## Regional Container Lines Public Company Limited and its subsidiaries

## Statements of income

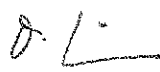
For the nine - month periods ended 30 September 2012 and 2011

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2012	2011	2012	2011
<b>Revenues</b>					
Freight income	14	10,354,424	10,464,866	555,946	770,867
Other income					
Gain on exchange		37,644	668	26,531	11,161
Dividend income from an associated company	5	-	-	14,000	10,000
Gain on sales of fixed assets	6.1, 6.2	116,791	1,339,391	-	-
Interest income		30,372	8,734	24,455	5,425
Adjustment provision for unrealised loss on derivatives	12	2,382	2,575	-	-
Others		28,938	86,844	357	7,049
<b>Total revenues</b>		<b>10,570,551</b>	<b>11,903,078</b>	<b>621,289</b>	<b>804,502</b>
<b>Expenses</b>					
Cost of freight and operations	14, 19	10,137,402	11,018,132	631,540	618,559
Administrative expenses	14	916,478	1,019,945	137,153	140,171
Finance cost		246,107	259,554	129,370	132,040
<b>Total expenses</b>	15	<b>11,299,987</b>	<b>12,297,631</b>	<b>898,063</b>	<b>890,770</b>
Share of profit (loss) from investment accounted for under equity method - associated companies		35,927	20,505	-	-
<b>Profit (loss) before income tax expenses</b>		<b>(693,509)</b>	<b>(374,048)</b>	<b>(276,774)</b>	<b>(86,268)</b>
Income tax expenses	20	10,597	14,067	-	-
<b>Profit (loss) for the periods</b>		<b>(704,106)</b>	<b>(388,115)</b>	<b>(276,774)</b>	<b>(86,268)</b>
<b>Profit (loss) attributable to:</b>					
Equity holders of the parent		(705,495)	(388,511)	(276,774)	(86,268)
Non - controlling interests		1,389	396	-	-
		<b>(704,106)</b>	<b>(388,115)</b>	<b>(276,774)</b>	<b>(86,268)</b>
					(Unit: Baht)
<b>Basic earnings (loss) per share</b>					
Profit (loss) attributable to equity holders of the parent		(0.85)	(0.47)	(0.33)	(0.10)
The weighted average number of ordinary shares (share)		828,750,000	828,750,000	828,750,000	828,750,000

  
 Mr. Sumate Tarnhuwanit  
 Director



  
 Ms. Tuangrat Kirtiputra  
 Director

## Regional Container Lines Public Company Limited and its subsidiaries

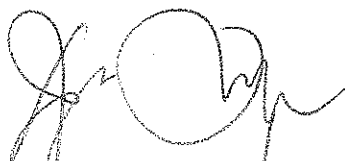
## Statements of comprehensive income


For the nine - month periods ended 30 September 2012 and 2011

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
<b>Profit (loss) for the periods</b>	<u>(704,106)</u>	<u>(388,115)</u>	<u>(276,774)</u>	<u>(86,268)</u>
<b>Other comprehensive income (loss):</b>				
Exchange differences on translating financial statement	<u>(143,152)</u>	<u>295,801</u>	<u>-</u>	<u>-</u>
<b>Other comprehensive income (loss) for the periods</b>	<u>(143,152)</u>	<u>295,801</u>	<u>-</u>	<u>-</u>
<b>Total comprehensive income (loss) for the periods</b>	<u>(847,258)</u>	<u>(92,314)</u>	<u>(276,774)</u>	<u>(86,268)</u>
<b>Total comprehensive income (loss) attributable to:</b>				
Equity holders of the parent	<u>(845,871)</u>	<u>(93,817)</u>	<u>(276,774)</u>	<u>(86,268)</u>
Non - controlling interests	<u>(1,387)</u>	<u>1,503</u>	<u>-</u>	<u>-</u>
	<u>(847,258)</u>	<u>(92,314)</u>	<u>(276,774)</u>	<u>(86,268)</u>



  
 Mr. Sunate Tanthuwant  
 Director

  
 Mr. Tuangrat Kirdiputra  
 Director

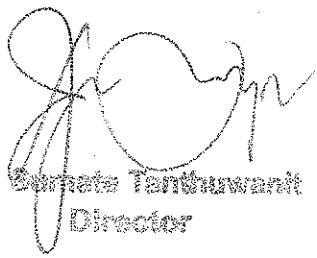
## Regional Container Lines Public Company Limited and its subsidiaries

## Statement of cash flows

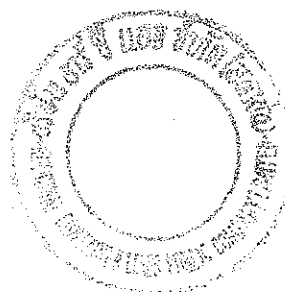
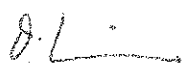
For the nine - month periods ended 30 September 2012 and 2011

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
<b>Cash flows from operating activities</b>				
Profit (loss) before income tax expenses	(693,509)	(374,048)	(276,774)	(86,268)
Adjustments to reconcile profit (loss) before income tax expenses to net cash provided by (used in) operating activities:				
Depreciation	949,947	927,066	310,602	309,760
Amortization	67,526	39,692	-	-
Loss (gain) on sales of fixed assets	(116,791)	(1,339,391)	-	-
Increase (decrease) in allowance for doubtful accounts	(3,616)	6,961	-	-
Dividend income from an associated company	-	-	(14,000)	(10,000)
Increase (decrease) in adjustment provision for unrealised loss on derivatives	(2,382)	(2,575)	-	-
Unrealised loss (gain) on exchange rate	(27,338)	(15,947)	(15,831)	21,421
Share of loss (profit) from investment accounted for under equity method - associated companies	(35,927)	(20,505)	-	-
Employee benefit obligation	3,451	3,492	3,191	3,278
Interest income	(30,372)	(8,734)	(24,455)	(5,425)
Finance cost	246,107	259,554	129,370	132,040
Profit (loss) from operating activities before changes in operating assets and liabilities	357,096	(524,435)	112,103	364,806
Operating assets decrease (increase)				
Trade receivables - unrelated parties	52,054	(1,262,978)	-	-
Trade receivables - related parties	265,192	7,416	-	394,720
Other receivables	(1,893)	(102,651)	(3,464)	10,915
Material supplies	(46,675)	(77,690)	1,725	(5,687)
Other current assets	(16,060)	(6,899)	(5,683)	5,505
Other non - current assets	(746)	(410)	(272)	(96)
Operating liabilities increase (decrease)				
Trade payables - unrelated parties	(567,369)	1,795,024	(9,590)	61,864
Trade payables - related parties	742	(53,142)	-	-
Other payables	7,096	16,504	(7,439)	(6,517)
Advance from related party	-	-	519,154	351,350
Other current liabilities	74,951	15,792	5,097	3,039
Other non - current liabilities	(170)	82	-	-
Cash from operating activities	124,218	(193,387)	611,631	1,179,899
Cash paid for income tax expenses	(16,736)	(20,283)	-	-
<b>Net cash provided by (used in) operating activities</b>	<b>107,482</b>	<b>(213,670)</b>	<b>611,631</b>	<b>1,179,899</b>



Mr. Somnate Tanturwanit  
Director

Mr. Tuangrat Kirtiputra  
Director

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



## Regional Container Lines Public Company Limited and its subsidiaries

## Statement of cash flows (continued)

For the nine - month periods ended 30 September 2012 and 2011

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
<b>Cash flows from investing activities</b>				
Decrease (increase) in property, premises, vessels and equipment	(380,884)	2,226,302	(938)	(129,705)
Decrease (increase) in intangible assets	(4,975)	(35,905)	-	-
Dividend received from associated company	14,000	10,000	14,000	10,000
Interest received	27,709	8,733	21,390	5,425
<b>Net cash provided by (used in) investing activities</b>	<b>(344,150)</b>	<b>2,209,130</b>	<b>34,452</b>	<b>(114,280)</b>
<b>Cash flows from financing activities</b>				
Increase (decrease) in short - term loan from financial institution	300,000	300,000	300,000	300,000
Increase (decrease) in short - term loan from related party	300,000	-	300,000	-
Increase (decrease) in finance lease creditors	-	(5,792)	-	-
Increase (decrease) in long - term loans	(918,439)	(924,918)	215,964	(94,412)
Finance cost	(243,923)	(266,277)	(123,348)	(126,849)
<b>Net cash provided by (used in) financing activities</b>	<b>(562,362)</b>	<b>(896,987)</b>	<b>692,616</b>	<b>78,739</b>
Exchange differences on translating financial statement	355,702	1,946,637	-	-
<b>Net increase (decrease) in cash and cash equivalents</b>	<b>(443,328)</b>	<b>3,045,110</b>	<b>1,338,699</b>	<b>1,144,358</b>
<b>Cash and cash equivalents at beginning of periods</b>	<b>4,589,344</b>	<b>2,290,245</b>	<b>1,267,333</b>	<b>512,445</b>
<b>Cash and cash equivalents at end of periods</b>	<b>4,146,016</b>	<b>5,335,355</b>	<b>2,606,032</b>	<b>1,656,803</b>

## SUPPLEMENTAL DISCLOSURES OF CASH FLOWS INFORMATION

## Activities not affecting cash:

For the nine - month period ended 30 September 2011


In the 1<sup>st</sup> quarter of year 2011, the Company and its subsidiary have applied newly issued and revised financial reporting standards. The effects of the application are decrease in retained earnings and increase in employee benefit obligations of Baht 22.25 million (the Company only, Baht 21.22 million).

For the nine - month period ended 30 September 2012

In the 3<sup>rd</sup> quarter of year 2012, the account payable on purchase of assets increased in amount of Baht 641.09 million from the nomination in essence of the change and transfer in respect of the building of vessels from a subsidiary in Singapore.

  
Mr. Sumrit Panthuwant  
Director



  
Mr. Tuangrat Khtiputra  
Director

**Regional Container Lines Public Company Limited and its subsidiaries**  
**Notes to interim financial statements**  
**For the three - month and nine - month periods ended 30 September 2012**

1. General information

1.1 Corporate information

Regional Container Lines Public Company Limited (“the Company”) was incorporated as a public limited company under Thai laws. The Company operates its business in Thailand and other countries in South China Sea and its principal activity is in the business of international vessel operations. The Company’s registered address is 127/35 Ratchadapisek Road, Chongnonsi, Yannawa, Bangkok.

1.2 Basis for the preparation of the interim financial statements

These interim financial statements are prepared in accordance with Accounting Standards No. 34 (revised 2009) “Interim Financial Reporting”, which the Company and its subsidiaries choose to present condensed interim financial statements. However, the Company and its subsidiaries have presented the statements of financial position, income, comprehensive income, changes in shareholders’ equity, and cash flows in the same format as that used for the annual financial statements.

The interim financial statements provide the update information. They focus on new activities, events and circumstances to avoid repetition of information previously reported. Accordingly, these interim financial statements should be read in conjunction with the financial statements for the year ended 31 December 2011.


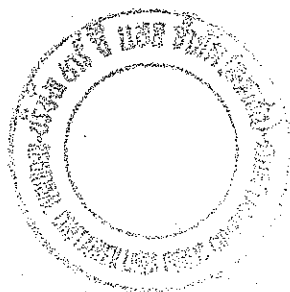
An English language version of the interim financial statements has been prepared from the statutory interim financial statements that were issued in Thai language. In case of conflict of difference in understanding, the interim financial statements in Thai language shall prevail.

1.3 Basis of consolidation

These consolidated financial statements include the financial statements of Regional Container Lines Public Company Limited and its subsidiaries (“the Group”) and have been prepared on the same basis as that applied for the consolidated financial statements for the year ended 31 December 2011. There have been no changes in the composition of the Group during the current period.



Mr. Sumats Tonthuwant  
Director



Ms. Tuangrat Kirtiputra  
Director

1.4 Financial reporting standards which are not effective for the current period

During year 2010, the 1<sup>st</sup> quarter of year 2011 and current period, the Federation of Accounting Professions has issued the revised and new financial reporting standards which are effective for financial statements periods beginning on or after 1 January 2013, as follows:

- TAS 12 Income Taxes
- TAS 20 Accounting for Government Grants and Disclosure of Government Assistance (revised 2009)
- TAS 21 The Effects of Changes in Foreign Exchange Rates (revised 2009)
- TI 10 Government Assistance - No Specific Relation to Operating Activities
- TI 21 Income Taxes - Recovery of Revalued Non - Depreciable Assets
- TI 25 Income Taxes - Changes in the Tax Status of an Entity or its Shareholders
- TFRS 8 Operating Segments


The Company shall adopt the above financial reporting standards on the effective date, however, the management considers that TAS 20 (revised 2009) and TI 10 do not have material effect on the financial statements. This excludes TAS 12, TAS 21 (revised 2009), TI 21, TI 25 and TFRS 8 for which the management is still considering the effect to the financial statements for the year in which they are initially applied.

2. Significant accounting policies

The interim financial statements are prepared by using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2011.



Mr. Sunato Tanthuwant  
Director



Ms. Tuangrat Kiritputra  
Director

3. Trade receivables

The balances of trade receivables - unrelated parties are classified by aging as follows:

(Unit: Thousand Baht)

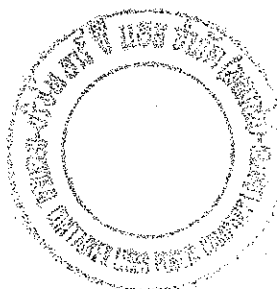
	Consolidated		Separate	
	financial statements		financial statements	
	30 September	31 December	30 September	31 December
	2012	2011	2012	2011
	(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
Under 90 days	2,305,291	2,273,671	-	-
91 - 180 days	24,070	123,082	-	-
181 - 365 days	66,664	37,015	-	-
Over 365 days	15,989	11,703	-	-
Total	2,412,014	2,445,471	-	-
<u>Less</u> Allowance for doubtful accounts	(12,565)	(16,181)	-	-
Net	<u>2,399,449</u>	<u>2,429,290</u>	-	-


The balances of trade receivables - related parties are classified by aging as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	30 September	31 December	30 September	31 December
	2012	2011	2012	2011
	(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
Under 90 days	178,744	351,182	-	-
91 - 180 days	8,058	104,193	-	-
181 - 365 days	4,313	932	-	-
Over 365 days	-	-	-	-
Total	<u>191,115</u>	<u>456,307</u>	-	-

  
Mr. Bumate Tanthuwarit  
Director



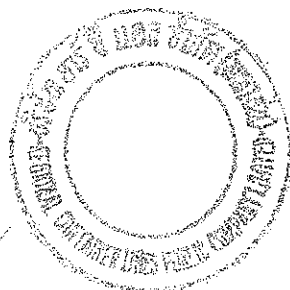
  
Ms. Tuangrat Kirtiputra  
Director


4. Investments in subsidiaries

(Unit: Million Baht)

Company's name	Separate financial statements							
	Paid - up capital		Percentage directly owned by the Company		Cost		Dividend for the nine - month periods ended	
	30 September	31 December	30 September	31 December	30 September	31 December	30 September	30 September
	2012	2011	2012	2011	2012	2011	2012	2011
			Percent	Percent	(Unaudited but reviewed)	(Audited)		
<u>Subsidiaries operating in Thailand</u>								
a) Asian Bulk Shipping Co., Ltd.	Baht 25 Million	Baht 25 Million	51	51	13	13	-	-
b) RCL Logistics Co., Ltd.	Baht 5 Million	Baht 5 Million	100	100	5	5	-	-
<u>Subsidiaries operating in Singapore</u>								
c) RCL Investment Pte. Ltd.	S\$ 10 Million	S\$ 10 Million	100	100	145	145	-	-
d) Regional Container Lines Pte. Ltd.	S\$ 136.5 Million	S\$ 136.5 Million	100	100	5,059	5,059	-	-
e) RCL Feeder Pte. Ltd.	USD 138.6 Million	USD 138.6 Million	27	27	1,095	1,095	-	-
f) RCL Service S.A.	USD 10,000	USD 10,000	49	49	2	2	-	-
g) RCL Holdings Ltd.	S\$ 0.3 Million	S\$ 0.3 Million	49	49	108	108	-	-
h) RCL Shipmanagement Pte. Ltd.	S\$ 0.3 Million	S\$ 0.3 Million	49	49	54	54	-	-
<u>Subsidiary operating in Hong Kong</u>								
Regional Container Lines (H.K.) Ltd.	HK\$ 20 Million	HK\$ 20 Million	100	100	217	217	-	-
Total investments in subsidiaries					6,698	6,698	-	-

  
 Mr. Sumate Terithuwankit  
 Director



  
 Mr. Tuangvat Kirdputra  
 Director

5. Investments in associated companies

(Unit: Million Baht)

Company's name	Separate financial statements											
	Paid - up capital		Percentage directly owned by the Company				Cost method		Equity method		Dividend for the nine - month periods ended	
	30	31	30	31	30	31	30	31	30	30		
	September	December	September	December	September	December	September	December	September	September		
	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011		
			Percent	Percent	(Unaudited	(Audited)						
					but reviewed)							

Investment in associated company

of the Company

Associated company operating in Thailand

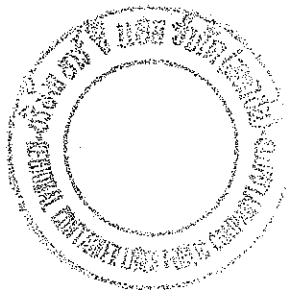
TIPS Co., Ltd. (Port operating)	Baht	Baht								
	100	100								
	Million	Million	20	20	20	20	208	189	14	10
Total investment in associated company					20	20	208	189	14	10


The accumulated share of the profit of the associated company, as at 30 September 2012, is calculated based on the financial statements of the associated company, which were prepared by the management and unreviewed by that company's auditor.

(Unit: Thousand Baht)

	Consolidated financial statements	
	30 September 2012	31 December 2011
	(Unaudited but reviewed)	(Audited)
The Company's investment in associated company	207,812	188,562
The subsidiaries' investments in associated companies	23,359	30,939
Total investments in associated companies accounted for under equity method	231,171	219,501

  
 Mr. Bunato Tantawant  
 Director



  
 Mr. Tuangrat Kirtiputra  
 Director

6. Property, premises, vessels and equipment, net6.1 Property and premises, net

(Unit: Thousand Baht)


	Consolidated financial statements	Separate financial statements
Net book value as at 31 December 2011 (audited)	326,399	4,303
<u>Add</u> Acquisitions during period - at cost	2,081	-
<u>Less</u> Sale during period - at net book value	(266)	-
Depreciation for the period	(6,213)	(1,702)
Exchange differences on translating financial statement	(7,967)	-
Net book value as at 30 September 2012 (unaudited but reviewed)	314,034	2,601

The subsidiaries have mortgaged the above properties to secure credit facilities.


On 24 June 2011, a purchaser had signed the option to purchase the office buildings in Singapore with two subsidiaries in Singapore at the sale price of S\$ 175 million (approximately Baht 4,328.19 million) and paid S\$ 1.75 million (approximately Baht 43.28 million) for option fee the subsidiaries. On 6 July 2011, the purchaser had accepted the terms and conditions as mentioned in this option and paid the deposit at 5% of the sale price (after deducting the option fee). The purchaser shall pay the balance of the sale price and the sale and purchase deal shall be completed on the expiry date which is ten (10) weeks from 6 July 2011 and both parties shall comply with the terms and conditions as specified in the signed agreement.

The sale and purchase deal had been completed on 14 September 2011, which the gain on the sale was S\$ 51.52 million (approximately Baht 1,258.72 million).

The Board of Directors' Meeting had approved the above mentioned sale and purchase agreement on 11 August 2011.

  
Mr. Jumsata Yantuwarnit  
Director



  
Mr. Tuangrat Kirtiputra  
Director

6.2 Vessels and equipment, net

	Note	Consolidated financial statements	Separate financial statements
Net book value as at 31 December 2011 (audited)		17,275,083	5,353,197
<u>Add</u> Acquisitions during period - at cost	14.17.1(b)	515,471	642,025
<u>Less</u> Sale during period - at net book value		(19,611)	-
Depreciation for the period		(943,734)	(308,900)
Exchange differences on translating financial statement		(305,078)	-
Net book value as at 30 September 2012 (unaudited but reviewed)		<u>16,522,131</u>	<u>5,686,322</u>

The Group has mortgaged most of their vessels to secure credit facilities granted to the Group.

During the first quarter of 2011, a subsidiary in Singapore sold containers which the gain on the sale was USD 0.8 million (approximately Baht 23.1 million).

During the second quarter of 2011, a subsidiary in Singapore sold containers which the gain on the sale was USD 0.9 million (approximately Baht 28.4 million).

During the third quarter of 2011, a subsidiary in Singapore sold containers which the gain on the sale was USD 1.4 million (approximately Baht 42.9 million).

During the first quarter of 2012, a subsidiary in Singapore sold containers which the gain on the sale was USD 1.2 million (approximately Baht 36.2 million).

During the second quarter of 2012, a subsidiary in Singapore sold containers which the gain on the sale was USD 1.2 million (approximately Baht 37.7 million).

During the third quarter of 2012, a subsidiary in Singapore sold containers which the gain on the sale was USD 1.3 million (approximately Baht 39.8 million).


In October, 2012, the Company sold a vessel which had a net book value of USD 1.0 million (approximately Baht 33.5 million) for USD 1.68 million (approximately Baht 51.5 million).

During the third quarter of 2012, the Company and a subsidiary in Singapore appraised the value of their vessels using information from an independent professional appraiser's report. The objective of appraisal is to support the loan from financial institution as well as to determine any potential impairment of vessels and provision of onerous contracts by using the value in use method to project a discounted cash flow on the revenue and cost of their charter hire. On a net basis, as at 30 September, 2012, the expected loss over than the expected future economic benefits amounted to USD 9.2 million (approximately Baht 284.3 million).

The Company's management viewed that this appraisal is done during the time where the charter hire fluctuates in the shipping industry given the volatility of the global economy; and would monitor and consider this assessment again at year end.

  
Mr. Samate Tenthuwant  
Director



  
Mr. Tuangrat Kirtiputra  
Director



7. Intangible assets, net

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
<u>Computer software</u>		
Net book value as at 31 December 2011 (audited)	195,575	-
<u>Add</u> Increased during period - at cost	4,975	-
<u>Less</u> Amortization for the period	(67,526)	-
Exchange differences on translating financial statement	(4,674)	-
Net book value as at 30 September 2012 (unaudited but reviewed)	128,350	-

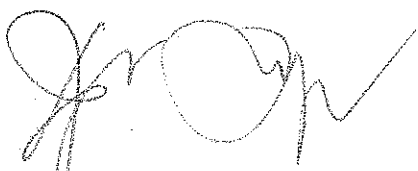
8. Short - term loan from financial institution

As at 30 September 2012, short - term loan from a financial institution is a promissory note paid to a local bank within 6 months, the loan carries interest at rate of 5.25% p.a., which is unsecured.

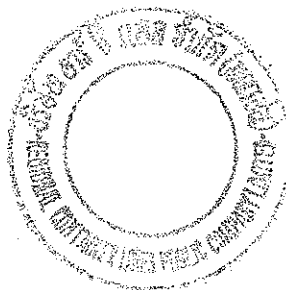
9. Short - term loan from related party

	(Unit : Thousand Baht)			
	Balance as at 31 December 2011 (Audited)	Increase	Decrease	Balance as at 30 September 2012 (Unaudited but reviewed)
Loan	-	300,000	-	300,000

Short - term loan from related party is a loan contract period 1 year at the rate of 4.75% p.a., which is unsecured.



Mr. Sunata Tanthuwant  
Director




Mr. Tuangrat Kirdiputra  
Director

10. Long - term loans


(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	30 September	31 December	30 September	31 December
	2012	2011	2012	2011
	(Unaudited	(Audited)	(Unaudited	(Audited)
	but reviewed)		but reviewed)	
<u>Loans of the Company</u>				
1) USD 20.8 million loan (2011: USD 23.9 million), repayable quarterly until the year 2015.	643,327	760,504	643,327	760,504
2) USD 6.9 million loan (2011: USD - million), repayable quarterly until the year 2017.	212,553	-	212,553	-
3) USD 3.4 million loan (2011: USD - million), repayable quarterly until the year 2017.	106,277	-	106,277	-
<u>Loans of the Singaporean subsidiaries</u>				
4) USD 1.9 million loan (2011: USD 2.5 million), repayable quarterly until the year 2014.	58,994	79,659	-	-
5) USD 25.2 million loan (2011: USD 27.0 million), repayable quarterly until the year 2018.	776,886	855,662	-	-
6) USD 32.2 million loan (2011: USD 37.5 million), repayable semi - annually until the year 2018.	991,454	1,189,054	-	-
7) USD 15.1 million loan (2011: USD 16.5 million), repayable quarterly until the year 2018.	466,286	522,905	-	-
8) USD 8.4 million loan (2011: USD 12.0 million), repayable quarterly until the year 2014.	258,962	380,294	-	-
9) USD 18.3 million loan (2011: USD 21.0 million), repayable semi - annually until the year 2018.	565,400	664,247	-	-
10) USD 67.0 million loan (2011: USD 77.6 million), repayable quarterly until the year 2017.	2,066,223	2,459,396	-	-
Total	6,146,362	6,911,721	962,157	760,504
<u>Less</u> Current portion	(1,114,134)	(1,143,950)	(128,665)	(132,262)
Long - term loans, net of current portion	5,032,228	5,767,771	833,492	628,242

The above loans carry interest at rates based on LIBOR or SIBOR.



Mr. Ananta Tenthavanit  
Director



Ms. Tuangrai Kiriputra  
Director

Movements in the long - term loans during the nine - month period ended 30 September 2012 are summarised below:

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
Beginning balance as at 1 January 2012 (audited)	6,911,721	760,504
<u>Add</u> Borrowings	315,161	315,161
<u>Less</u> Repayments	(898,818)	(99,197)
Exchange differences on translating financial statement	(167,391)	-
Unrealised loss (gain) on exchange rate	(14,311)	(14,311)
Ending balance as at 30 September 2012 (unaudited but reviewed)	6,146,362	962,157

These loans have been secured by the mortgage of most of the vessels of the Group, the property of subsidiaries, and guaranteed by the Company.

The loan agreements contain certain covenants and restrictions pertaining to matters such as the maintenance of financial ratios and shareholding structure.

#### 11. Debentures, net

In October 2009, the Company issued and offered 2.5 million units of unsecured and unsubordinated debentures with a par value of Baht 1,000 each, or a total Baht 2,500 million, to be used for the repayment of outstanding bank loans, and working capital requirement. The maturity period of the debentures is 3 years, with the redemption date being 22 October 2012. The debenture holders are entitled to receive interest at a rate of 5.90 percent per annum. Such interest is payable quarterly in January, April, July and October of every year. The terms and conditions of the debenture holders' rights contain certain covenants, and restrictions pertaining to matters such as the maintenance of a certain debt to equity ratio, the payment of dividends, the maintenance of financial ratios, and the assumption of guarantees or commitments.

Balance of Debentures consisted of the following:

	(Unit: Thousand Baht)	
	30 September 2012 (Unaudited but reviewed)	31 December 2011 (Audited)
Debentures	2,500,000	2,500,000
<u>Less</u> Deferred cost of issuing debentures	(21,747)	(21,747)
<u>Add</u> Accumulated amortization of deferred cost of issuing debentures	21,345	15,908
Total	2,499,598	2,494,161

At the Annual General Meeting of Shareholders' held on 27 April 2012, the shareholders approved to issue and offer unsecured and unsubordinated debentures not exceeding Baht 2,000 million and the maturity period of the debentures not exceeding 5 years, to be used for the repayment of outstanding loans and working capital requirement. The terms and conditions of the debentures shall be determined by the Board of Directors.

12. Provision for unrealised loss from changes in the fair value of derivatives

		(Unit: Thousand Baht)	
	Note	Consolidated financial statements	Separate financial statements
Beginning balance as at 1 January 2012 (audited)		5,147	-
Adjustment for under (over) provision		(2,382)	-
Exchange differences on translating financial statement		(116)	-
Ending balance as at 30 September 2012 (unaudited but reviewed)	18.1 (2)	2,649	-

13. Employee benefit obligation

- Movement in the present value of the employee benefit obligation

		(Unit: Million Baht)	
		Consolidated financial statements	Separate financial statements
Employee benefit obligation as at 1 January 2012 (audited)		23.20	21.88
Benefits paid		-	-
Current service cost and interest		3.45	3.19
Employee benefit obligation as at 30 September 2012 (unaudited but reviewed)		26.65	25.07

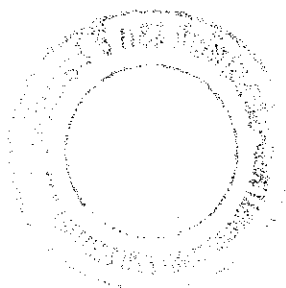
- Expenses recognised in profit or loss for the three - month periods ended 30 September 2012 and 2011


	Consolidated		Separate	
	financial statements		financial statements	
	2012	2011	2012	2011
Current service costs	0.98	0.94	0.91	0.88
Interest cost	0.21	0.23	0.19	0.22
Total	1.19	1.17	1.10	1.10

- Expenses recognised in profit or loss for the nine - month periods ended 30 September 2012 and 2011

	Consolidated		Separate	
	financial statements		financial statements	
	2012	2011	2012	2011
Current service costs	2.78	2.82	2.56	2.64
Interest cost	0.67	0.67	0.63	0.64
Total	3.45	3.49	3.19	3.28

  
 Mr. Sumate Tantuwent  
 Director



  
 Ms. Tuangrat Kiriputra  
 Director

- Principal actuarial assumptions as at 30 September 2012 and 31 December 2011

	Percent
Discount rate	4.00
Salary increase rate	6.00
Employee turnover rate	0 - 15.00*
Mortality rate	TMO97**

\* Based on the weighted average by age group of employees

\*\* Reference from TMO97 : Thai Mortality Ordinary Table 1997

#### 14. Related party transactions

(a) The Group has business dealings with its customers through regional shipping agents (third parties and related companies) of which a substantial part is through its related companies, which have been concluded on commercial terms and bases agreed upon in the ordinary course of businesses between the Group and those companies.

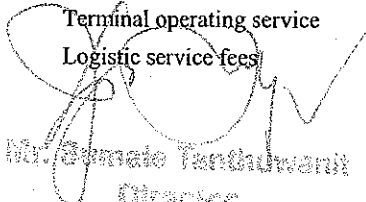
(b) In addition to the matter discussed in (a), during the periods, the Group had other significant business transactions with its related parties. The transactions are summarised below:

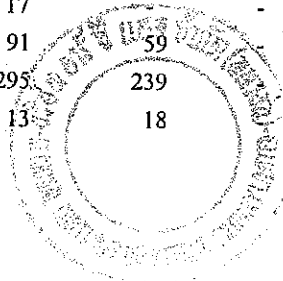
(Unit : Million Baht)

	For the three - month periods ended 30 September				Pricing policy
	Consolidated		Separate		
	financial statements	financial statements	financial statements	financial statements	
	2012	2011	2012	2011	
<b>Transactions with subsidiaries</b>					
Charter freight income	-	-	158	262	Market price as at agreement date
Ship management fee	-	-	1	1	Price approximates market price
Transfer of vessels ownership	-	-	641	-	Price based on shipbuilding
<b>Transactions with related parties</b>					
Slot revenues	-	13	-	-	Price approximates market price
Slot expenses	8	-	-	-	Price approximates market price
Commission expenses	27	10	-	-	Price approximates market price
Terminal operating service	105	71	-	-	Price per tariff minus volume discount
Logistic service fees	4	5	-	-	Price approximates market price

(Unit : Million Baht)

	For the nine - month periods ended 30 September				Pricing policy
	Consolidated		Separate		
	financial statements	financial statements	financial statements	financial statements	
	2012	2011	2012	2011	
<b>Transactions with subsidiaries</b>					
Charter freight income	-	-	497	765	Market price as at agreement date
Ship management fee	-	-	5	5	Price approximates market price
Transfer of vessels ownership	-	-	641	-	Price based on shipbuilding
<b>Transactions with related parties</b>					
Slot revenues	-	35	-	-	Price approximates market price
Slot expenses	17	-	-	-	Price approximates market price
Commission expenses	91	59	-	-	Price approximates market price
Terminal operating service	295	239	-	-	Price per tariff minus volume discount
Logistic service fees	13	18	-	-	Price approximates market price

  
Mr. Somchai Panthuwant  
Director

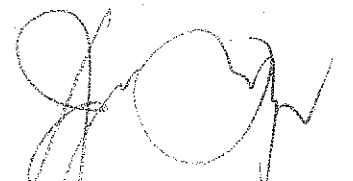


  
Ms. Tsongmi Kintiputra  
Director


The outstanding balances of the above transactions have been presented in the statements of financial position as follows:

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	30 September 2012 (Unaudited but reviewed)	31 December 2011 (Audited)	30 September 2012 (Unaudited but reviewed)	31 December 2011 (Audited)
<u>Trade receivables - related parties</u>				
<u>Related parties</u>				
Siam Paetra International Co., Ltd.	16	17	-	-
RCL (Vietnam) Co., Ltd.	24	80	-	-
Ngow Hock Co., Ltd.	151	359	-	-
	<u>191</u>	<u>456</u>	<u>-</u>	<u>-</u>
<u>Trade payables - related parties</u>				
<u>Related parties</u>				
Others	2	1	-	-
	<u>2</u>	<u>1</u>	<u>-</u>	<u>-</u>
<u>Advance from related parties</u>				
<u>Subsidiaries</u>				
RCL Feeder Pte. Ltd.	-	-	480	189
RCL Shipmanagement Pte. Ltd.	-	-	425	192
	<u>-</u>	<u>-</u>	<u>905</u>	<u>381</u>
<u>Payable on purchase of assets</u>				
<u>Subsidiary</u>				
Regional Container Lines Pte. Ltd.	-	-	630	-
	<u>-</u>	<u>-</u>	<u>630</u>	<u>-</u>
<u>Short - term loan from related party</u>				
<u>Related party</u>				
Ngow Hock Co., Ltd.	-	-	300	-
	<u>-</u>	<u>-</u>	<u>300</u>	<u>-</u>

  
Mr. Jirapat Terthawanit  
Director



  
Ms. Tuangrat Kirtiputra  
Director

c) Management benefit expenses

Management benefit expenses consist the benefits paid to the Company's management such as salaries and related benefit including the benefit paid by other means. The Company's management are the persons who are defined under the Securities and Exchange.

Management benefit expenses for the three - month and nine - month periods ended 30 September 2012 and 2011 are as follows:

(Unit: Million Baht)

For the three - month periods ended 30 September

	Consolidated		Separate	
	financial statements		financial statements	
	2012	2011	2012	2011
Management benefit expenses	9	8	4	3

(Unit: Million Baht)

For the nine - month periods ended 30 September

	Consolidated		Separate	
	financial statements		financial statements	
	2012	2011	2012	2011
Management benefit expenses	26	23	11	8

15. Expenses by nature

Significant expenses by nature for the three - month and nine - month periods ended 30 September 2012 and 2011 are as follow:

(Unit: Million Baht)

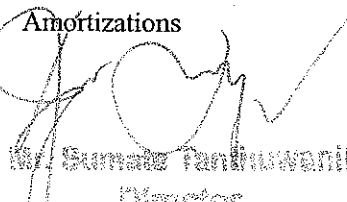
For the three - month periods ended 30 September

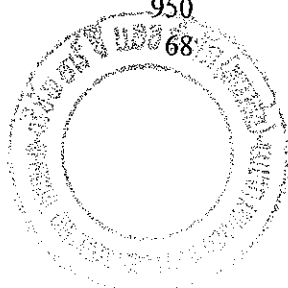
	Consolidated		Separate	
	financial statements		financial statements	
	2012	2011	2012	2011
Employee benefits expenses	315	335	85	75
Management benefit expenses	9	8	4	3
Depreciations	325	314	103	106
Amortizations	23	21	-	-


(Unit: Million Baht)

For the nine - month periods ended 30 September

	Consolidated		Separate	
	financial statements		financial statements	
	2012	2011	2012	2011
Employee benefits expenses	1,000	992	238	223
Management benefit expenses	26	23	11	8
Depreciations	950	927	311	310
Amortizations		40	-	-

  
Mr. Sumate Panthawanit  
Director



  
Mr. Tuengrat Kiriputra  
Director

16. Financial information by segment


The Group's operations involve mainly a single industry segment, the business of feeder and vessel operations, and are carried on in geographic areas in Thailand, Singapore, Hong Kong, The People's Republic of China, Taiwan and other countries around the South China Sea. Financial information of the Group presented by geographical segment are as follows:

(Unit: Million Baht)

Consolidated financial statements												
For the three - month periods ended 30 September												
	Thailand		Singapore		Hong Kong		Total		Elimination		Grand Total	
	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011
Revenues from external customers	86	68	3,362	3,351	99	106	3,547	3,525	-	-	3,547	3,525
Inter - segment revenues	158	262	400	570	8	7	566	839	(566)	(839)	-	-
Freight income	244	330	3,762	3,921	107	113	4,113	4,364	(566)	(839)	3,547	3,525
Segment gross profit (loss)	(33)	67	81	(169)	30	24	78	(78)	-	-	78	(78)
Gain on exchange rate											10	3
Gain on sales of fixed assets											40	1,287
Interest income											10	3
Adjustment provision for unrealized												
loss on derivatives											-	1
Other income											5	23
Share of profit (loss) from investments												
accounted for under equity method												
- associated companies											16	11
Administrative expenses											(291)	(355)
Finance cost											(81)	(90)
Income tax expenses											(3)	(1)
Profit (loss) for the periods											(216)	804



  
 Mr. Simeon Tanthuwanki  
 Director

  
 Ms. Tuengrat Kirtiputra  
 Director



(Unit: Million Baht)


Consolidated financial statements												
For the nine - month periods ended 30 September												
	Thailand		Singapore		Hong Kong		Total		Elimination		Grand Total	
	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011
Revenues from external customers	284	193	9,770	9,920	300	352	10,354	10,465	-	-	10,354	10,465
Inter - segment revenues	497	765	1,261	1,773	28	24	1,786	2,562	(1,786)	(2,562)	-	-
Freight income	781	958	11,031	11,693	328	376	12,140	13,027	(1,786)	(2,562)	10,354	10,465
Segment gross profit (loss)	(43)	178	174	(801)	86	70	217	(553)	-	-	217	(553)
Gain on exchange rate											38	1
Gain on sales of fixed assets											117	1,339
Interest income											30	9
Adjustment provision for unrealized												
loss on derivatives											2	3
Other income											29	87
Share of profit (loss) from investments												
accounted for under equity method												
- associated companies											36	20
Administrative expenses											(916)	(1,020)
Finance cost											(246)	(260)
Income tax expenses											(11)	(14)
Profit (loss) for the periods											(704)	(388)

(Unit: Million Baht)

Consolidated financial statements												
	Thailand		Singapore		Hong Kong		Total		Elimination		Grand Total	
	30	31	30	31	30	31	30	31	30	31	30	31
	September	December	September	December	September	December	September	December	September	December	September	December
	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011
	(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
Property, premises, vessels												
and equipment, net	5,694	5,363	10,886	11,983	199	206	16,779	17,552	57	49	16,836	17,601
Others											7,947	8,674
Total assets											24,783	26,275

  
 Mr. Sumate Tantuwant  
 Director



  
 Mr. Tuangrat Khatiputra  
 Director

17. Commitments and contingent liabilities17.1 Commitments

- (a) As at 30 September 2012, the Company and its subsidiary in Thailand have outstanding commitments of approximately Baht 6 million (31 December 2011: Baht 8 million) in respect of lease agreements, and 2 subsidiaries in Singapore has outstanding commitments of USD 65 million or approximately Baht 2,010 million (31 December 2011: USD 75 million or approximately Baht 2,364 million) in respect of the following agreements.

(Unit: Million Baht)

Payment period	Charter hire	Container lease	Other rental	Total
Within 1 year	398	5	72	475
During 2 - 5 years	844	-	89	933
Over than 5 years	602	-	-	602
<b>Total</b>	<b>1,844</b>	<b>5</b>	<b>161</b>	<b>2,010</b>

- (b) On 26 August 2010, a subsidiary in Singapore has amended two agreements in respect of the building of 2 vessels, effecting the contract price which include revising the term of payment and the expected delivery dates. Pursuant to terms of the contracts, the subsidiary has an option to nominate and replace itself with any its affiliate or subsidiary companies as Buyers. During the third quarter of 2012, the subsidiary has nominated the Company as the Buyers of the shipbuilding contracts. After the nomination in essence of the change and transfer, as at 30 September 2012, the Company has commitments amounting to USD 19 million, or approximately Baht 585 million in respect of the building of 2 vessels (31 December 2011: the subsidiary had commitments amounting to USD 29 million, or approximately Baht 924 million in respect of the building of 2 vessels). These payments will be paid within June, 2013.

In addition, another subsidiary in Singapore has commitments amounting to USD 0.3 million, or approximately Baht 8 million in respect of software royalty agreements (31 December 2011: USD 0.4 million, or approximately Baht 12 million); and Baht - million in respect of a software implementation agreement (31 December 2011: Baht 3 million).

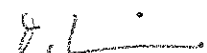
- (c) As at 30 September 2012, a subsidiary in Singapore has Bunker Purchase Commitments amounting to USD 23 million or approximately Bath 714 million covering the period of October 2012 to December 2012 at 10,000 MT per month (31 December 2011: USD 11 million or approximately Baht 345 million covering the period of January 2012 to June 2012 at 3,000 MT per month).

17.2 Guarantees

As at 30 September 2012, the Company has guarantee obligations of USD 426 million and S\$ 6 million, or approximately Baht 13,353 million (31 December 2011: USD 426 million and S\$ 6 million, or approximately Baht 13,716 million). These guarantees were issued to secure credit lines of overseas subsidiaries from financial institutions. The subsidiaries have outstanding guarantees totalling USD 222 million, or approximately Baht 6,850 million (31 December 2011: USD 253 million, or approximately Baht 8,005 million).

  
 Mr. Sumets Tanthuwant  
 Director



  
 Ms. Tuangrat Kirtiputra  
 Director

## 18. Financial instruments

The Group could be exposed to the market risk, including primarily changes in interest rates and currency exchange rates. The Group uses derivatives and other instruments to manage and hedge such risk but not for speculative or trading purposes.

### 18.1 Financial risk management

The Group's financial instruments principally comprise cash and cash equivalents, trade receivables, trade payables, and loans. The financial risks associated with these financial instruments and how they are managed is described below.

#### (1) Credit risk

Credit risk arises from the inability of customers to meet the payment terms in the normal course of business. Credit limits are set for specific amounts and due care is taken in granting credit. Furthermore, it is the Group's policy to evaluate customer's credit worthiness based on its latest financial performance. Therefore, the Group does not anticipate incurring material credit losses from its debt collection.

#### (2) Interest rate risk

As at 30 September 2012, a subsidiary in Singapore had a period - by - period knock out swap and interest rate swap agreement covering the notional amount of USD 3.5 million (31 December 2011: USD 5 million), an interest rate of LIBOR is to be swapped for a fixed interest rate, with the notional amount base used for determination of the interest to be amortised at a rate of USD 0.5 million per quarter over the period from 2004 to 2014.

As at 30 September 2012, a subsidiary company had unrealized losses from changes in the fair value of derivatives of USD 0.1 million, or approximately Baht 3 million (31 December 2011: USD 0.2 million, or approximately Baht 5 million). The Group recorded allowance for the loss in the statement of income.

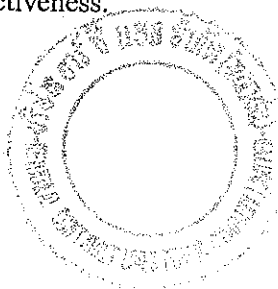
#### (3) Foreign currency risk


The Group business spans across the Asian region and, as a result, is exposed to foreign currency exchange rates. For that reason, the freight charges are prices in US dollars and payable in local currency equivalents, a natural foreign currency hedge is created by matching the currency of income flow (linked to US dollars) to the currency of indebtedness. This mechanism functions as a key factor for the Group's ability to manage its foreign exchange exposures. Most of the loans extended to the Group, are thus denominated in currencies similar to that of its income flow. In addition, the Group uses derivative instruments, as and when it considers appropriate, to manage such risks. The Group does not use foreign currency forward contracts or purchased currency options for trading purposes.

In addition to foreign currency transactional exposures, the Group is also exposed to foreign exchange movements on its net investment in foreign subsidiaries. As at 30 September 2012 and 31 December 2011, the Group does not hedge such exposures to foreign movement risk as it is minimal.

Whenever possible, it is the Group's policy to negotiate the terms of the hedged derivatives to match the terms of the hedged financial assets or liabilities item to maximise hedge effectiveness.

  
Mr. Sumate Tansitwanit  
Director



  
Ms. Tuengrat Kirdiputra  
Director

(4) Commodity price risk

Since year 2008, a subsidiary in Singapore had entered into various contracts to hedge exposure to bunker price fluctuations, which those contracts have been expired in June 2009 and the Group has not made any renewal.

However, a subsidiary in Singapore has taken protection against the higher price risk with the physical bunker forward purchase contract within the certain limit in accordance with the Group's policy. The physical bunker forward purchase policy which blends interval forward with spot purchase has provide the Group with a less risk exposure to bunker price. And a subsidiary has outstanding commitments under the above purchase contract as described in note 17.1(c) to the interim financial statements.

18.2 Fair value

Other than the long - term loans, which carry interest at rates which closely approximate market interest rates, the majority of financial assets and liabilities are short - term, and their carrying values do not materially differ from their fair values.

19. Cost of freight and operations

In the 2<sup>nd</sup> quarter of year 2012, a subsidiary in Singapore has adjusted USD 2.21 million, or approximately Baht 68.72 million, due to over accrual of operation cost for the 1<sup>st</sup> quarter of the same year.

20. Income tax

The Company has been granted various tax privileges by the Board of Investment under the Investment Promotion Act. B.E. 2520. These include exemption from corporate income tax on profits for a period of 8 years for certain operations. In addition, since 1999 shipping profits have been exempted from income tax.

The corporate income tax rate being used by the company in year 2011 and 2012 are 30% and 23% respectively, 20% for the year 2013 and subsequent year on the net income of those operations which are not eligible for the above tax exemption.

Income tax of the subsidiaries in Hong Kong has been calculated at the rate of 17.5% of net income.

Under the Singapore Income Tax Act, the shipping profits of the subsidiaries are exempted from income tax and the net income of those operations which are not eligible for the said tax exemption has been calculated at the rate of 17.0%.

21. Capital management

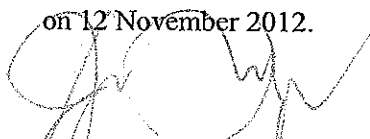
The primary objective of the Company's capital management is to ensure that it has an appropriate financial structure and preserves the ability to continue its business as a going concern.

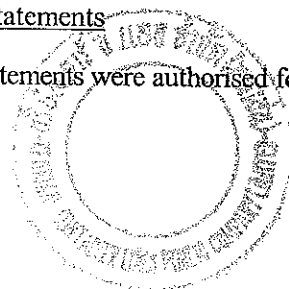
The Company manages its capital position with reference to its debt - to - equity ratio also to comply with a condition in the long - term loan agreements, which require the Company to maintain a consolidated debt - to - equity ratio of not more than 1.5 : 1.


As at 30 September 2012, the Group's debt - to - equity ratio was 1.07 : 1 (31 December 2011: 1.05 : 1) and the Company's was 0.62 : 1 (31 December 2011: 0.39 : 1).

22. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 12 November 2012.

  
Ms. Jansie Panthuwant  
Director



  
Ms. Tuangrat Kiriputra  
Director