Financial Statements of

NATIONAL HELICOPTER SERVICES LIMITED

September 30, 2011

Independent Auditors' Report To the Shareholders of National Helicopter Services Limited

We have audited the accompanying financial statements of National Helicopter Services Limited (the Company) as at December 31, 2011, the statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at September 30, 2011, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

Chartered Accountants

April 25, 2012 Port of Spain Trinidad and Tobago

Statement of Financial Position

September 30, 2011

	Note		2011	2010
ASSETS				
Non-current assets				
Property, plant and equipment	1	\$	172,611,596	125,767,775
Retirement benefit asset	2	,	96,200	-
Deferred expenditure – major aircraft components	3		11,234,538	14,940,271
GORTT receivable	4		2,937,143	16,865,357
			186,879,477	157,573,403
Current assets				
Prepaid expenses Inventories			3,835,962	2,179,268
Taxation recoverable	5		31,019,396	30,662,973
Accounts receivable	6		4,507,243	3,359,111
Cash	6		36,659,336 6,758,184	33,604,473
Short-term deposits			26,629,050	3,706,637 9,822,501
			109,409,171	83,334,963
Total assets		\$	296,288,648	240,908,366
EQUITY AND LIABILITIES				
Equity				
Share capital	7	\$	23,766,278	23,766,278
Retained earnings			75,515,323	68,115,144
			99,281,601	91,881,422
Non-current liabilities				
Borrowings	8		132,570,147	83,356,977
Retirement benefit liability	2		-	104,100
Deferred taxation	9		15,371,907	12,979,476
			147,942,054	96,440,553
Current liabilities				
Current portion of borrowings	8		18,857,722	20,681,696
Taxation payable			-	846,077
Trade payables			10,069,959	7,981,273
Other payables and accrued liabilities	10		20,137,312	23,077,345
			49,064,993	52,586,391
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See accompanying notes to financial statements.

Signed on behalf of the Board

Director

Mang. Makary.

Director

Statement of Comprehensive Income

Year ended September 30, 2011

	Notes	2011	2010
Revenue	11	\$ 136,118,351	114,823,540
Direct operating costs	12	(111,727,147)	(96,772,759)
Gross profit		24,391,204	18,050,781
Other income	13	6,459,437	6,486,307
		30,850,641	24,537,088
Administration and other operating expenses	14	(13,320,433)	(12,912,607)
Operating profit before pension costs		17,530,208	11,624,481
Net pension income (cost)		200,300	(227,800)
Operating profit after pension costs		17,730,508	11,396,681
Net financing cost	15	(8,046,924)	(6,476,451)
Profit before taxation		9,683,584	4,920,230
Taxation	9	(2,283,405)	1,605,930
Net profit being total comprehensive income for the year		\$ 7,400,179	6,526,160

See accompanying notes to financial statements.

Statement of Changes in Equity

Year ended September 30, 2011

	Share Capital	Retained Earnings	Total
Year ended September 30, 2010			
Opening balance as at October 1, 2009	\$ 23,766,278	61,588,984	85,355,262
Net profit for the year		6,526,160	6,526,160
Closing balance as at September 30, 2010	\$ 23,766,278	68,115,144	91,881,422
Year ended September 30, 2011			
Opening balance as at October 1, 2010	\$ 23,766,278	68,115,144	91,881,422
Net profit for the year		7,400,179	7,400,179
Closing balance as at September 30, 2011	\$ 23,766,278	75,515,323	99,281,601

See accompanying notes to financial statements.

Statement of Cash Flows

Year ended September 30, 2011

	2011	2010
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit for the year before taxation	\$ 9,683,584	4,920,230
Adjustments for:		
Depreciation	14,531,638	12,679,212
Amortisation of expenditure - major aircraft components	6,797,537	7,334,042
Net pension cost	971,100	788,200
Loss on disposal of property, plant and equipment	-	592,730
Operating profit before working capital changes	31,983,859	26,314,414
Change in accounts receivable	10,873,351	8,284,604
Change in inventories	(356,423)	5,364,009
Change in prepaid expenses	(1,656,692)	899,856
Change in trade payables	2,088,686	(3,053,965)
Change in other payables and accrued liabilities	(2,940,035)	6,336,141
Taxes (paid) refunded	(1,885,183)	92,763
Pension contributions paid	(1,171,400)	(560,400)
Cash flows from operating activities	36,936,163	43,677,422
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	(61,375,459)	(13,905,789)
Proceeds from disposal of property, plant and equipment	-	43,565
Expenditure on major aircraft components	(3,091,804)	(1,442,687)
Net cash used in investing activities	(64,467,263)	(15,304,911)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from borrowings	74,642,416	-
Repayment of borrowings	(27,253,220)	(22, 129, 748)
Net cash from (used in) financing activities	47,389,196	(22,129,748)
Net increase in cash and cash equivalents	19,858,096	6,242,763
Cash and cash equivalents beginning of year	13,529,138	7,286,375
Cash and cash equivalents end of year	\$ 33,387,234	13,529,138
Cash and cash equivalents represented by:		
Cash	\$ 6,758,184	3,706,637
Short-term deposits	26,629,050	9,822,501
	22 207 224	12 520 120
	\$ 33,387,234	13,529,138

Notes to the Financial Statements

September 30, 2011

Incorporation and Principal Activity

The Company was incorporated as a company limited by shares under the laws of the Republic of Trinidad and Tobago on October 3, 1989 to establish and carry on the business of air transport and helicopter services. Its registered office is located at NHSL Heliport, Camden, Couva, Trinidad and Tobago.

These financial statements were authorised for issue by the Directors on April 25, 2012.

Summary of Significant Accounting Policies

(a) Statement of compliance

These financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") and its interpretation adopted by the International Accounting Standards Board.

(b) Basis of preparation

These financial statements have been prepared under the historical cost convention modified for the inclusion of financial instruments at fair value through profit or loss.

(c) Foreign currency translation

i) Functional and presentation currency

These financial statements are presented in Trinidad and Tobago dollars which is the Company's functional currency and has been rounded to the nearest dollar.

ii) Transactions and balances

Foreign currency transactions are translated into Trinidad and Tobago dollars using the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to Trinidad and Tobago dollars at the selling rate ruling at that date. Foreign transaction gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

Notes to the Financial Statements

September 30, 2011

Summary of Significant Accounting Policies (continued)

(d) Use of estimates and judgments

The preparation of financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgment made by management in the application of IFRS that have a significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year.

(e) Property, plant and equipment

i) Items of property, plant and equipment are stated at cost less accumulated depreciation and impairment losses.

Projects under construction are stated at cost less impairment losses and capitalised when the asset is put into use.

Expenditure incurred to replace a component of an item of property, plant and equipment that is accounted for separately is capitalised. Other subsequent expenditure is capitalised only when it increases the future economic benefit embodied in the item of property, plant and equipment. All other expenditure is recognised in the statement of comprehensive income during the financial period as an expense as incurred.

ii) Depreciation is charged to the statement of comprehensive income on a reducing balance basis over the estimated useful life of items of property, plant and equipment. Freehold land is not depreciated as it is deemed to have an infinite life. Depreciation is provided over the estimated useful life of the respective assets at the following rates and methods:

Leasehold land and buildings	1.67%-2.02%
Aircraft	8.33%-12.5%
Ground and workshop equipment	20%
Office furniture and equipment	15%
Computer	20%
Motor vehicles	25%

Notes to the Financial Statements

September 30, 2011

Summary of Significant Accounting Policies (continued)

(e) Property, plant and equipment (continued)

iii) Gains and losses on disposal of property, plant and equipment are determined by reference to their carrying amount and are taken into account in determining the net income for the year.

(f) Impairment

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. (See accounting policy (f)(i)).

An impairment loss is recognised whenever the carrying amount of an asset or its cashgenerating unit exceeds its recoverable amount. Impairment losses are recognised in the statement of comprehensive income.

(i) Calculation of recoverable amount

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

(ii) Reversals of impairment

An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(g) Inventories

Inventories which consist mainly of spare parts are measured at the lower of cost and net realizable value. The cost of the inventories is based on the first in, first out principle, with cost being the supplier's invoice cost excluding freight and other import cost.

Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and selling expenses.

Notes to the Financial Statements

September 30, 2011

Summary of Significant Accounting Policies (continued)

(h) Cash and cash equivalents

For the purposes of the statement of cash flows, cash and cash equivalents comprise cash in hand, deposits held at call with banks and investments in money market instruments, net of bank overdraft.

(i) Accounts receivable

Accounts receivable are recognised at the original amount less any provision for impairment. A provision for impairment is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered as indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows. The amount of the provision is recognised in the statement of comprehensive income. Bad debts are written off to the statement of comprehensive income when identified.

(j) Provisions

Provisions are recognised when, the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made.

(k) Financial instruments

Financial instruments include cash, short-term deposits, accounts receivable, trade payables and borrowings. The particular recognition methods adopted are disclosed in the individual policy statements associated with each item.

(l) Borrowings

Borrowings are recognised initially as the proceeds are received. Borrowings are subsequently stated at amortised cost using the effective yield method; any difference between proceeds and the redemption value is recognised in the statement of comprehensive income over the period of the borrowings.

(m) Revenue recognition

- (i) Revenue is recognised on the accrual basis upon performance of services.
- (ii) Government grants are recognized as income in the statement of comprehensive income to match the related cost for which the grants are intended to compensate.

Notes to the Financial Statements

September 30, 2011

Summary of Significant Accounting Policies (continued)

(n) Trade and other payables

Liabilities for trade and other payables which are normally settled on thirty to ninety day terms are carried at amortised cost which is the fair value of the consideration to be paid in the future for goods and services received, whether or not invoiced to the Company.

(o) Finance income and finance costs

Finance income comprises interest income on funds invested. Interest income is recognized as it accrues in the statement of comprehensive income using the effective interest method.

Finance costs comprise interest expense on borrowings unwinding of the discount on provisions, impairment losses recognized on financial assets recognized on the statement of comprehensive income.

(p) Pension obligations

The Company operates a defined benefit plan, the assets of which are held in a separate trustee administered fund. The pension plan is funded by payments from employees and by the Company taking account of the recommendations of independent qualified actuaries.

For defined benefit plans, the pension accounting costs are assessed using the projected unit credit method. Under this method, the cost of providing pensions is charged to the statement of comprehensive income so as to spread the regular cost over the service life of employees in accordance with the advice of qualified actuaries who carry out a full valuation of the plans annually.

(q) Deferred expenditure – major aircraft components

The cost of major component overhaul or replacement is accounted for by the deferral method. The cost of each overhaul or replacement is deferred and written-off over the expected life of the component.

(r) Taxation

Income tax comprises current and deferred tax and is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised directly to equity, in which case it is recognised in equity.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantially enacted at the reporting date and green fund levy, and any adjustment to tax payable in respect of previous years.

Notes to the Financial Statements

September 30, 2011

Summary of Significant Accounting Policies (continued)

(r) Taxation (continued)

Deferred tax is provided using the balance sheet liability method on all temporary differences between the carrying amounts for financial reporting purposes and the amounts used for taxation purposes, except differences relating to the initial recognition of assets or liabilities which affect neither accounting nor taxable income (loss).

Deferred tax is calculated on the basis of the tax rate that is expected to apply to the period when the asset is realised or the liability is settled. The effect on the deferred tax of any changes in the tax rate is charged to the statement of comprehensive income, except to the extent that it relates to items previously charged or credited directly to equity.

Deferred tax assets relating to the carry forward of unused tax losses are recognised to the extent that it is probable that future taxable profit will be available against which the unused tax losses can be utilised.

(s) Related parties

A number of transactions have been entered into with related parties in the normal work of business. These transactions were conducted at market rates on commercial terms and conditions.

(t) New standards and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are not yet effective for the year ended September 30, 2011, and have not been applied in preparing these financial statements. None of these are expected to have a material effect on the financial statements of the Company except for the following:

IAS 1 Presentation of Financial Statements (amendment) – The amendments require that an entity present separately the items of other comprehensive income that would be reclassified to profit or loss in the future if certain conditions are met from those that would never be reclassified to profit or loss and the title of statement of comprehensive income is changed to the statement of profit or loss and other comprehensive income. However the entity is still allowed to use other titles. This amendment is effective July 1, 2012.

IFRS 9 Financial Instruments (2010) - The revised IFRS supersedes the previous version of IFRS 9 issued in 2009 and is effective for accounting periods beginning on or after January 1, 2013. The revised standard now includes guidance on classification and measurement of financial liabilities designated as fair value through profit or loss and incorporates certain existing requirements of IAS 39 Financial Instruments: Recognition and Measurement on the recognition and de-recognition of financial assets and financial liabilities. The Company is assessing the impact that the standard may have on the 2013 financial statements.

Notes to the Financial Statements

September 30, 2011

(t) New standards adopted and new standards and interpretations not yet adopted (continued)

New standards and interpretations not yet adopted (continued)

IFRS 13 Fair Value Measurement – The standard replaces the fair value measurement guidance contained in individual IFRSs with a single source of fair value measurement guidance. It defines fair value and sets out disclosure requirements for fair value measurements. It does not introduce new requirements to measure assets or liabilities at fair value, nor does it eliminate the practicability exceptions to fair value measurements that currently exist in certain standards. This standard is effective January 1, 2013.

IAS 19 *Employee Benefits*, which becomes mandatory for the Company's 2013 financial statements and will result in a change in accounting policy and related prior year restatement of the financial statements to recognise accumulated unrecognised actuarial gains/losses through the statement of comprehensive income. The impact on the financial statements on initial application of the Standard will be a reduction in the retained earnings however the extent of the impact has not yet been determined.

Notes to the Financial Statements

September 30, 2011

1. Property, Plant and Equipment

				2011			
	Land and Building	Aircraft	Equipment	Computers	Motor Vehicles	Project Under Construction	Total
Cost							
Opening balance as at October 1, 2010	\$ 13,717,812	176,664,540	8,737,920	2,394,813	826,037	15,654,442	217,995,564
Additions	5,237	1,040,669	326,903	177,610	-	59,825,040	61,375,459
Transfers	-	72,743,660	22,200			(72,765,860)	-
Closing balance as at September 30, 2011	\$ 13,723,049	250,448,869	9,087,023	2,572,423	826,037	2,713,622	279,371,023
Depreciation							
Opening balance as at October 1, 2010	\$ 2,278,805	80,653,742	6,523,417	1,945,800	826,025	-	92,227,789
Charge for the year	251,572	13,259,170	806,014	214,882	-	_	14,531,638
Closing balance as at September 30, 2011	\$ 2,530,377	93,912,913	7,329,432	2,160,681	826,025	_	106,759,427
Carrying Value							
As at September 30, 2011	\$ 11,192,672	156,535,956	1,757,591	411,742	12	2,713,622	172,611,596
As at September 30, 2010	\$ 11,439,007	96,010,798	2,214,503	449,013	12	15,654,442	125,767,775

Notes to the Financial Statements

September 30, 2011

1. Property, Plant and Equipment (continued)

				2010			
	Land and Building	Aircraft	Equipment	Computers	Motor Vehicles	Project Under Construction	Total
Cost							
Opening balance as at October 1, 2009	\$ 13,702,443	178,972,318	8,454,059	2,338,684	924,808	2,489,074	206,881,386
Additions	-	385,062	160,757	52,034	-	13,307,936	13,905,789
Disposals	-	(2,692,840)	-	-	(98,771)	-	(2,791,611)
Transfers	15,369	•	123,104	4,095	-	(142,568)	-
Closing balance as at September 30, 2010	\$ 13,717,812	176,664,540	8,737,920	2,394,813	826,037	15,654,442	217,995,564
Depreciation							I II nik
Opening balance as at October 1, 2009	\$ 2,026,201	71,406,352	5,683,553	1,719,589	868,199	-	81,703,894
Charge for the year	252,604	11,303,938	839,864	226,211	56,595	-	12,679,212
Disposals		(2,056,548)		-	(98,769)		(2,155,317)
Closing balance as at September 30, 2010	\$ 2,278,805	80,653,742	6,523,417	1,945,800	826,025	-	92,227,789
Carrying Value							
As at September 30, 2010	\$ 11,439,007	96,010,798	2,214,503	449,013	12	15,654,442	125,767,775
As at September 30, 2009	\$ 11,676,242	107,565,966	2,770,506	619,095	56,609	2,489,074	125,177,492

Notes to the Financial Statements

September 30, 2011

2. Retirement Benefit Liability

The Company has established a pension scheme that covers substantially all of the employees. The pension scheme is a final salary defined benefit plan and is fully funded. The assets of the funded plan are held independently of the Company's assets in a separate trustee administered fund. The scheme was valued by independent actuaries as at September 30, 2011 using the projected unit credit method.

	2011	2010
The details are as follows:		
Present value of funded obligation Fair value of plan assets	\$ 18,555,100 (<u>15,702,000</u>)	16,211,300 (13,781,300)
Unrecognised actuarial losses	2,853,100 (2,949,300)	2,430,000 (2,325,900)
(Asset) liability recognized in statement of financial position	\$ (96,200)	104,100
Changes in the present value of the defined benefit obligation are:		
Opening present value of defined benefit obligation Current service sost Plan participant contributions Interest cost Actuarial losses (gains) on obligation Benefits paid	\$ 16,211,300 709,800 547,100 1,245,800 298,300 (457,200)	14,157,300 604,300 527,700 1,165,300 69,700 (313,000)
	\$ 18,555,100	16,211,300
Changes in the fair value of plan assets are as follows:		
Opening fair value of plan assets Expected return on plan assets Actuarial loss on plan assets Employer contributions Plan participant contributions Benefits paid	\$ 13,781,300 1,016,500 (357,100) 1,171,400 547,100 (457,200)	12,236,900 1,010,000 (240,700) 560,400 527,700 (313,000)
Closing fair value of plan assets	\$ 15,702,000	13,781,300

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2.	Retirement Benefit Liab	ility (continue	٠٩)			
	Remember Denem Liab	mity (continue	·u)	-	2011	2010
	The amount recognised in income is as follows:	the statement	of comprehen	sive		
	Current service cost Interest cost Expected return on assets Net Actuarial loss recogni	sed in year		\$	709,800 1,245,800 1,016,500) 32,000	604,300 1,165,300 (1,010,000) 28,600
				\$ _	971,100	788,200
	The actuarial return on Pla	an assets was S	\$581,100 (201	0: \$711,900)		
	Movement recognised in t	he statement o	of financial po	sition:		
	At the beginning of the ye Total expense as above Contribution paid	ar		\$	(104,100) (971,100) 1,171,400	123,700 (788,200) 560,400
	At the end of the year			\$	96,200	(104,100)
	The principal actuarial ass purposes were:	sumptions used	d for accounting	ng		
	Discount rate Expected rate of return on Expected average remaini Future salary increases		ves of employe	ees (years)	7.0% 7.0% 23.10 5.5%	7.5% 7.0% 22.20 6.0%
	Amounts for the current	and previous	s periods are	as follows:		
		2011	2010	2009	2008	2007
	Defined benefit obligation	(18,555,100)	(16,211,300)	(14,157,300) (11,549,100)	(9,375,300)
	Plan asset	15,702,000	13,781,300	12,236,900	, , , , ,	10,454,200
	(Deficit) surplus	(2,853,100)	(2,430,000)	(1,920,400		1,078,900
	Experience adjustments on Plan liabilities (gain) loss	(480,200)	(551,100)	449,300	1241,000	(346,400)
	Experience adjustments on Plan assets loss	(435,400)	(298,100)	(248,100) (336,000)	(157,100)

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			2011	2010
3.	Deferred Expenditure – Major Aircraft Components			
	Opening balance as at October 1 Amortisation of deferred expenditure Expenditure on major aircraft components	\$	14,940,271 (6,797,537) 3,091,804	20,831,626 (7,334,042) 1,442,687
	Closing balance as at September 30	\$	11,234,538	14,940,271
4.	Government of the Republic of Trinidad and Tobago (GORTT) Receivable			
	GORTT receivable represents amounts owed by the Ministry of National Security (MNS) for the purchase of air assets. The loans to acquire the purchase of these assets are guaranteed and are being repaid by the Government of the Republic of Trinidad and Tobago. As payments are made on the loan balances, set out in note 8(ii) and (iv), the accounts receivable is reduced accordingly	\$	2,937,143	16,865,357
5.	Inventories			
	Aircraft spares Goods-in transit Fuel	\$	28,396,625 2,165,660 457,111	29,845,451 636,380 181,142
		\$	31,019,396	30,662,973
	Inventories are shown net of provision for slow moving a (2010: \$6,355,783).	and •	obsolete stock (of \$7,718,399
6.	Accounts Receivable			
	Accounts receivable - trade Other	\$	34,572,628 2,086,708	28,361,600 5,242,873
		\$	36,659,336	33,604,473

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		2011	2010
7.	Share Capital		
	Authorised An unlimited number of shares of no par value		
	Issued and fully paid 23,766,278 ordinary shares of no par value	\$ 23,766,278	23,766,278
8.	Borrowings		
	i) Facility from RBTT Bank Limited of US\$3,300,000 (\$20,790,000) for the purchase of a S76A++ helicopter (9Y TJW). The loan, secured by the helicopter, is in the form of a Bankers Acceptance (BA) renewable semi-annually. The BA bears interest at a rate of One-Year Libor plus 2.92625% per annum. Principal and interest are payable semi-annually	\$ -	3,066,709
	ii) Facility from Citibank Trinidad & Tobago Limited of US\$6,425,000 (\$40,477,500) for the purchase of two helicopters on behalf of the Ministry of National Security. The loan is secured by a guarantee from the GORTT dated December 8, 2004. The loan bears interest at a rate of LIBOR plus 1.5% per annum. Principal and interest are payable semi-annually	2,937,143	8,756,357
	iii) Facility from Citibank Trinidad & Tobago Limited of US\$3,500,000 (\$22,050,000) for the purchase of a S76 helicopter 9YNHS. This loan is secured by the said helicopter and the assignment of specific accounts receivable balances. The loan bears interest at a rate of LIBOR plus 1.5% per annum. Principal and interest are payable semi-annually	<u>6,400,000</u>	9,540,000
	Balance carried forward	\$ 9,337,143	21,363,066

8. I	Borrowings (continued)	2011	2010
I	Balance brought forward	\$ 9,337,143	21,363,066
i	v) Facility taken from Unit Trust Corporation of US\$6,375,000 (\$40,162,500) for the acquisition of air assets on behalf of the Ministry of National Security. The loan bears an interest rate of 6.5% for a period of five (5) years. Principal and interest are payable semi-annually	_	8,109,000
\	Facility from RBTT Bank Ltd of US\$715,000 (\$4,483,050) to assist with the construction of a helipad at Mucurapo Foreshore and expansion of the administration building at Camden Base Couva. The loan bears an interest rate of 7.5% for a period of eight (8) years. The loan is being repaid on a monthly basis	3,349,663	3,812,854
٧	Bridging Loan taken from Republic Finance & Merchant Bank Limited of US\$11,124,804 (\$70,086,265) for the purchase of a \$76C++ Helicopter 9YMCK. This loan is secured by a Letter of Comfort issued by the Government of the Republic of Trinidad and Tobago. The loan bears interest at a rate of 6.25% per annum	-	70,753,753
	This bridging facility was converted to a long term facility on April 28, 2011, financed as follows:		
	a) Facility with RBL Bank Ltd for US\$3,000,000 (\$19,200,000). This facility is secured by a Letter of Comfort issued by the GORTT and bears an interest rate of 6.135% for a period of ten (10) years. Principal and interest are payable semi-annually	19,200,000	-
F	Balance carried forward	\$ 31,886,806	104,038,673

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			2011	2010
8.	Bor	rowings (continued)		
	Bala	nce brought forward	\$ 31,886,806	104,038,673
	(vi)	(continued)		
		(b) Facility with PEFCO Bank Ltd for US\$7,453,734 (\$47,703,898). This facility is secured by a Letter of Comfort issued by the GORTT and bears an interest rate of 3.501% for a period of eight and a half (8 1/2) years. Principal and interest are payable semi-annually	44,897,786	-
	vii)	Facility with RBL Bank Ltd for US\$11,663,013 (\$74,643,277) for the purchase of an S76C++ Helicopter 9Y-NCN. This loan is secured by a Letter of Comfort issued by the Government of the Republic of Trinidad and Tobago. The loan bears an interest rate of 5.05% for a period of twelve (12) years. Principal and interest are payable semi-annually	74,643,277	
	Толо			104.000.650
		ll borrowings	151,427,869	104,038,673
	Less	current portion of borrowings	(18,857,722)	(20,681,696)
			\$ 132,570,147	83,356,977
9.	Prov	vision for Taxation		
	a)	Taxation for the year is comprised of:		
	ŕ	Deferred tax	\$ 2,392,430	110,316
		Current tax	-	1,081,027
		Business levy Green fund levy	275,375 137,688	- 110 570
		Over provision of prior years taxes	137,000	118,578
		- Current tax	(522,088)	(1,417,328)
		- Deferred tax		(1,498,523)
			\$ 2,283,405	(1,605,930)

Notes to the Financial Statements

September 30, 2011

9. Provision for Taxation

(a) (continued)

The Company applicable tax rate is the statutory tax rate of 25%. The following is a reconciliation of the current tax provision calculated at the applicable tax rate with the provision for taxation.

				2011	2010
	Reconciliation of effective tax rate				
	Profit before provision for taxation		\$	9,683,584	4,920,230
	Commuted toy using the applicable comment			2 420 906	1 220 057
	Computed tax using the applicable corporation Tax effect of non-deductible items and non-			2,420,896	1,230,057
	Business levy	iaxa	ible illcome	(28,466) 275,375	(38,714)
	Green fund levy			137,688	118,578
	Over provision of prior year's taxes			(522,088)	(2,915,851)
	over provident or prior y can b tances			(322,000)	(2,713,031)
	Total tax provision		\$	2,283,405	(1,605,930)
b)	Deferred tax liabilities are attributable to detailed in the table below:	iteı	ms		
	Property, plant and equipment		\$	16,068,371	11,114,279
	Retirement benefit asset (liability)		•	24,050	(26,025)
	Deferred expenditure – major aircraft compor Losses		nts	2,808,635	3,735,068
				(1,542,838)	-
	Unrealised foreign currency translation diffe	ren	ces	(56,711)	(254,900)
	Stock obsolescence			(1,929,600)	(1,588,946)
	Deferred tax liability		\$	15,371,907	12,979,476
					×
	Deferred tax liability (asset)			GI (•.8
			2010	Charge (cred	,
			2010	to profit or lo	oss 2011
	Property, plant and equipment	\$	11,114,279	4,954,092	16,068,371
	Retirement benefit (liability) asset		(26,025)	50,075	24,050
	Deferred expenditure—major aircraft		2 72 7 0 6 0	(006.400)	0.000.607
	components		3,735,068	(926,433)	
	Losses Unrealised foreign currency translation		-	(1,542,838)	(1,542,838)
	differences		(254,900)	198,189	(56,711)
	Stock obsolescence		(1,588,946)	(340,654)	(1,929,600)
					(1,727,000)
		\$	12,979,476	2,392,430	15,371,907

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			2011	2010
10.	Other Payables and Accrued Liabilities			
	VAT payable	\$	2,564,421	1,346,765
	Employee withholdings		712,563	589,877
	GORTT payable		4,720,219	5,418,752
	Accrued liabilities		12,140,109	15,721,951
		\$	20,137,312	23,077,345
11.	Revenue			
	Helicopter services	\$	132,536,098	113,577,164
	Lease rental of aircraft	Ф	3,582,253	1,246,376
	Source Tollian of all of all		3,502,255	1,240,570
		\$	136,118,351	114,823,540
12.	Direct Operating Costs			
	Aircraft spares and accessories Amortization of deferred expenditure - major aircraft	\$	27,202,191	17,552,343
	components		6,797,537	7,334,042
	Rental of aircraft/equipment		13,444,004	17,832,750
	Depreciation		13,259,170	11,303,938
	Insurance		4,666,518	5,468,988
	Fuel		13,492,889	
	Employees costs and benefits		24,713,637	21,777,459
	Operating supplies		717,789	615,983
	Purchased services Training		4,005,137	3,950,454
	Vehicle expenses		2,412,974	1,850,567
	Lease rental of vehicles		161,687 306,663	114,149 365,098
	Miscellaneous		546,951	357,247
			<u></u>	331,471
		\$	111,727,147	96,772,759

Notes to the Financial Statements

September 30, 2011

Management fees Miscellaneous 6,68 Other expenses Foreign currency translation differences Disposal of property, plant and equipment	2011 2010 11,198 1,384,813 43,235 4,523,737 31,848 1,632,533 36,281 7,541,083 26,844) (725,475)
Other income Government grant \$ 51 Management fees 4,54 Miscellaneous 1,63 Other expenses Foreign currency translation differences Disposal of property, plant and equipment (22)	43,235 4,523,737 31,848 1,632,533 36,281 7,541,083
Government grant \$ 51 Management fees 4,54 Miscellaneous 1,63 Other expenses Foreign currency translation differences Disposal of property, plant and equipment (22)	43,235 4,523,737 31,848 1,632,533 36,281 7,541,083
Management fees 4,54 Miscellaneous 1,63 Other expenses Foreign currency translation differences Disposal of property, plant and equipment (22)	43,235 4,523,737 31,848 1,632,533 36,281 7,541,083
Management fees 4,54 Miscellaneous 1,63 Other expenses Foreign currency translation differences Disposal of property, plant and equipment (22)	43,235 4,523,737 31,848 1,632,533 36,281 7,541,083
Miscellaneous 1,63 Other expenses Foreign currency translation differences Disposal of property, plant and equipment (22)	31,848 1,632,533 36,281 7,541,083
Other expenses Foreign currency translation differences Disposal of property, plant and equipment	
Foreign currency translation differences (22 Disposal of property, plant and equipment	26,844) (725,475)
Disposal of property, plant and equipment	^{20,844}) (725,475)
(22	- (329,301)
	<u>(1,054,776)</u>
\$ <u>6,45</u>	59,437 6,486,307
14. Administration & Other Operating Expenses	
Repairs and maintenance \$ 47	73,179 363,711
	72,468 1,375,273
_ ·	12,060 316,520
	53,623 5,471,132
	39,384 43,265
	37,772 84,479
	10,078 109,822
	74,759 598,236
	58,570 61,220
	51,900 128,228
	97,841 212,066
	07,875 202,600
	52,754 174,718
C	12,384 2,175,074
**	70,566 395,865
mark and a contract of the con	16,561 703,112
	37,182 174,932
n ra aa	39,138 81,741
	72,339 240,613
\$ <u>13,32</u>	20,433 12,912,607
15. Net Financing Cost	
	55,796 6,673,597
and the second s	(197,146)
\$ <u>8,04</u>	46,924 <u>6,476,451</u>

Notes to the Financial Statements

September 30, 2011

16. Related Parties

The Company is a state enterprise owned by the GORTT, an 82.3% shareholder, and The National Gas Company of Trinidad and Tobago Limited (NGC) owning the remaining 17.7% of the issued share capital.

Significant transactions arising in the ordinary course of business with related parties are as follows:

		2011	2010
Revenue - Helicopter Services			
GORTT NGC	\$	7,923,899 13,721,159	7,548,652 13,408,568
	\$	21,645,058	20,957,220
Other Income - MNS-SAUTT			
Management fees - MNS-SAUTT Lease BO105 - MNS-SAUTT Government Grant	\$	4,543,235 3,582,253 511,198	4,523,737 1,246,376 1,384,813
	\$	8,636,686	7,154,926
Finance cost (on behalf of MNS-SAUTT)	\$	511,198	1,384,813
Outstanding balances with related parties are as follows	:		
Accounts receivable			
GORTT - borrowings on behalf of MNS-SAUTT (Note 4) GORTT - helicopter services NGC - helicopter services MNS-SAUTT – other	\$	2,937,143 1,840,206 2,942,112 1,930,716	16,865,357 3,656,726 2,447,474 4,965,345
	\$	9,650,177	27,934,902
Accounts payable			
GORTT – other	\$	4,720,219	5,418,752

Notes to the Financial Statements

September 30, 2011

4-		2011	2010
17.	Directors' Fees		
	Fees are based upon rates provided by the Ministry of Finance (Investments)		
	Fees	\$ 207,875	202,600
18.	Staff Costs		
	Wages and salaries National Insurance and Health Surcharge cost Pension cost	\$ 27,184,675 1,706,569 1,286,016	24,640,103 1,625,488 983,000
		\$ 30,177,260	27,248,591

19. Financial Risk Management

Introduction and Overview

Overview

The Company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk
- Operational risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risks and the Company's management of capital. The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

(a) Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. Credit risk arises on accounts receivables.

Notes to the Financial Statements

September 30, 2011

19. Financial Risk Management (continued)

(a) Credit risk (continued)

Management of credit risk

A credit policy has been established under which each new customer is analysed individually for credit worthiness. Credit is granted to customers on the approval of the Director of Corporate Services. During the credit approval process, the customer is assessed for certain indicators of possible delinquency. In monitoring customer credit risk, customers are grouped according to the ageing of their debt.

The Company established an allowance for impairment that represents its estimate of incurred losses in respect of trade receivables. The allowance for doubtful debts is based on the ageing of the trade receivables. The Company also makes special provision for receivables based on information that they have that shows that the receivables balance is uncollectible.

The Company limits its exposure to credit risks by only investing in liquid securities and only with counterparts that are licensed under the Banking Act. Management does not expect any counterparty to fail to meet its obligations.

The aging of accounts receivables at the reporting date was:

	Gross		
	2011	2010	
Not past due 0-30 days Past due 31-60 days Past due 61-90 days Over 90 days	\$ 26,373,478 - 4,607,493 3,591,657	11,453,816 12,421,563 3,124,237 1,361,984	
	\$ 34,572,628	28,361,600	

There was no movement in the allowance for doubtful debts during the year which had a nil balance as at September 30, 2011.

Notes to the Financial Statements

September 30, 2011

19. Financial Risk Management (continued)

(b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due.

Management of Liquidity

The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Liquidity risk may result from an inability to sell a financial asset at, or close to, its fair value.

Typically the Company ensures that it has sufficient cash on demand and marketable securities to meet operational expenses including the servicing of financial obligations.

The table below analyses the Company's liabilities which will be settled on a gross basis into relevant maturity grouping based on the remaining period at the balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

2011

2011	Carrying Amounts	Contractual Cash Flows	1 Year or Less	2-5 Years	More than 5 years
Borrowings	\$ 151,427,869	188,780,725	25,637,105	93,641,854	69,501,766
Trade Payables	10,069,959	10,069,959	10,069,959	-	-
Other Payables	20,137,312	20,137,312	20,137,312	•	
	\$ 181,635,140	218,987,996	55,844,376	93,641,854	69,501,766
<u>2010</u>					
Borrowings	\$ 104,038,673	132,054,881	31,087,273	63,400,545	37,567,063
Trade Payables	7,981,273	7,981,273	7,981,273	-	-
Other Payables	23,077,345	23,077,345	23,077,345	-	-
	\$ 135,097,291	163,113,499	62,145,891	63,400,545	37,567,063

Notes to the Financial Statements

September 30, 2011

19. Financial Risk Management (continued)

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The objectives of market risk management are to manage and control market risk exposures within acceptable parameters, while optimizing the return on risk.

(i) Currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Currency risk arises on financial instruments that are denominated in a foreign currency, that is, in a currency other than the functional currency in which they are measured. The functional and presentation currency is Trinidad and Tobago dollars. Foreign currency risk arises in purchase transactions with supplies and sales transactions with some customers.

The Company is exposed to currency risk on cash and deposits that are denominated in a currency other than the respective functional currency of the Company, which is Trinidad and Tobago dollar (TTD). The main currency is the United States dollar (USD).

Management of currency risk

The Company ensures that the risk is kept to an acceptable level by monitoring their risk exposure.

Exposure to currency risk

The Company's exposure to foreign currency risk at the reporting date was as follows, based on notional amounts:

	2011	2010
Balance sheet exposure		
Cash Short term deposits Accounts receivable Trade and other payables Borrowings	5,973,514 22,592,004 20,449,204 (5,420,291) (151,427,869)	3,796,969 9,787,512 13,718,680 (4,139,950) (104,038,673)
Net balance sheet exposure to USD in TTD	(107,833,438)	(80,875,462)

Notes to the Financial Statements

September 30, 2011

19. Financial Risk Management (continued)

(c) Market risk (continued)

(i) Currency risk (continued)

Exposure to currency risk (continued)

A strengthening of the TTD against the USD by 1% at September 30, 2011 would have increased profit by \$1,078,334 (2010 – increased profit by \$808,755) with a similar but opposite effect in the event of a weakening. This analysis is based on foreign currency exchange differences that the Company considered to be reasonable possible at the end of the reporting period. The analysis assumes that all other variables, in particular interest rates, remain constant.

(ii) Interest risk rate

At the reporting date the interest rate profile of the Company's interest-bearing financial instruments was:

	Carryi 2011	Carrying Amount 2011 2010	
Fixed rate instruments			
Financial assets Financial liabilities	\$ 26,629,050 (<u>142,090,726)</u>	9,822,501 (82,675,607)	
	\$ (115,461,676)	(72,853,106)	
Variable rate instruments			
Financial liabilities	\$ (9,337,143)	(21,363,066)	

Sensitivity analysis

A change of 1% in interest rates at the reporting date would have increased (decreased) profit or loss by \$93,371 (2010: \$213,631). This analysis assumes that all other variables remain constant.

Notes to the Financial Statements

September 30, 2011

19. Financial Risk Management (continued)

(d) Operational risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Company's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behaviour. Operational risks arise from all of the Company's operations.

The Company's objective is to manage operational risk so as to balance the avoidance of financial losses and damage to the Company's reputation with overall cost effectiveness and to avoid control procedures that restrict initiative and creativity.

20. Capital Management

The Board seeks to maintain a strong capital base so as to maintain shareholder and creditor confidence. The Company defines capital as total shareholders' equity. There were no changes to the Company's approach to capital management during the year.

The Company is not subject to any externally-imposed capital requirements.

21. Operating Leases

Non-cancellable operating lease rentals are payable as follows:

	2011	2010
Less than one year Between two to five years	\$ 313,980 220,125	5,725,623 562,391
	\$ 534,105	6,288,014

The lease rentals represent future payments under operating leases for motor vehicles and rental of an S76C++ Aircraft. The lease terms are for varied periods with no option to renew the lease after that date. None of the leases include contingent rentals.

During the year ended September 30, 2011 \$8,825,663 (2010: \$10,932,920) was recognized as an expense in the statement of comprehensive income in respect of operating leases, of which \$3,676,581 was incurred in relation to the time taken for the restoration of the \$76C++ aircraft as per the terms on the lease agreement. The \$76C++ aircraft was returned on March 15, 2011 and the monthly lease rental was incurred to July 15, 2011.

Notes to the Financial Statements

September 30, 2011

22. Contingent Liabilities and Capital Commitments

The Company had no other capital commitments and contingent liabilities as at September 30, 2011 (2010: the Company made a down payment of \$13,104,000 for the purchase of an S76C++ Aircraft, which was acquired in March 2011 at a total cost of TT\$74,643,277).

23. Reclassification of 2010

During 2011 certain income items were reclassified and the comparative for 2010 was restated as follows:

	2010 Reclassified	2010	Change	
Helicopter services Lease rental of aircraft	\$ 113,577,164 1,246,376	113,577,164	1,246,376	(1)
Revenue	\$ 114,823,540	113,577,164	1,246,376	
Direct operating costs	\$ 96,772,759	95,410,146	1,362,613	(2)
Gross profit	\$ 18,050,781	18,167,018	(116,237)	
Other income	\$ 6,486,307	6,370,070	116,237	(3)

- (1) Lease rental of aircraft reclassified from other income to revenue.
- (2) SAUTT freight income/credit reclassified as other income.
- (3) Net of lease rental and SAUTT freight.