

National Marine Dredging Company
(Public Shareholding Company)

Condensed consolidated interim
financial information

30 June 2012

Principal business address:
P O Box 3649
Abu Dhabi
UAE

National Marine Dredging Company
(Public Shareholding Company)

Condensed consolidated interim financial information

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KPMG Lower Gulf Limited
Abu Dhabi Branch
P. O. Box 7613
Abu Dhabi
United Arab Emirates

Telephone +971 (2) 4014 800
Telefax +971 (2) 6327 612
Website www.ae-kpmg.com

Independent auditors' report on the review of condensed consolidated interim financial information

The Board of Directors
National Marine Dredging Company
(Public Shareholding Company)
Abu Dhabi

Introduction

We have reviewed the accompanying condensed consolidated interim statement of financial position of National Marine Dredging Company (Public Shareholding Company) ("the Company") and its subsidiaries (collectively referred to as "the Group") as at 30 June 2012 and the related condensed consolidated interim statements of comprehensive income, changes in equity and cash flows for the six-month period then ended ("condensed consolidated interim financial information"). Management is responsible for the preparation and presentation of the condensed consolidated interim financial information in accordance with International Accounting Standard IAS - 34 *Interim Financial Reporting*. Our responsibility is to express a conclusion on this condensed consolidated interim financial information based on our review.

Scope of review

We conducted our review in accordance with the International Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of consolidated 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 International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed consolidated interim financial information as at 30 June 2012 is not prepared, in all material respects, in accordance with IAS - 34 *Interim Financial Reporting*.

KPMG
Munther Dajani
Registration No.268
13 AUG 2012

National Marine Dredging Company
(Public Shareholding Company)

Condensed consolidated interim statement of comprehensive income
for the

		Six-month period ended 30 June 2012	Six-month period ended 30 June 2011	Three-month period ended 30 June 2012	Three-month period ended 30 June 2011
	<i>Note</i>	AED'000	AED'000	AED'000	AED'000
Contract revenue		1,353,339	1,109,871	678,180	599,212
Contract costs		(1,156,162)	(852,667)	(573,988)	(462,801)
Gross profit		197,177	257,204	104,192	136,411
Other income	7	18,427	7,470	9,997	4,077
Administrative expenses		(38,784)	(24,770)	(17,691)	(13,417)
Provision for impairment of receivables		-	(38,181)	-	(19,220)
Results from operating activities		176,820	201,723	96,498	107,851
Net finance income / (expenses)	8	197	3,488	(1,790)	89
Profit for the period		177,017	205,211	94,708	107,940
Other comprehensive income					
Fair value losses on available for sale financial assets	22	(50)	(331)	(92)	(75)
Total comprehensive income for the period		176,967	204,880	94,616	107,865
Earnings per share					
Basic and diluted earnings per share (AED)	9	0.78	0.95	0.42	0.50

The notes set out on pages 6 to 16 form an integral part of the condensed consolidated interim financial information.

The independent auditors' report on the review of condensed consolidated interim financial information is set out on page 1.

National Marine Dredging Company
(Public Shareholding Company)

Condensed consolidated interim statement of financial position
as at

	Note	30 June 2012 AED'000	31 December 2011 AED'000
Non-current assets			
Property, plant and equipment	10	1,182,415	1,141,774
Goodwill	25	36,276	-
Other intangible assets	25	18,810	-
Total non-current assets		1,237,501	1,141,774
Current assets			
Inventories	11	253,388	221,249
Trade and other receivables	12	2,679,320	2,474,719
Available for sale financial assets	13	8,124	8,174
Financial assets at fair value through profit or loss	14	24,124	20,389
Cash and cash equivalents	15	108,384	83,516
Total current assets		3,073,340	2,808,047
Current liabilities			
Advance from customers (<i>current portion</i>)	17	146,570	215,402
Trade and other payables	18	672,483	783,790
Provision for employees' end of service benefits		80,887	79,682
Dividend payable		41,730	22,819
Loans and borrowings (<i>current portion</i>)	19	350,000	-
Total current liabilities		1,291,670	1,101,693
Net current assets		1,781,670	1,706,354
Non-current liabilities			
Loans and borrowings (<i>non-current portion</i>)	19	108,000	-
Net assets		2,911,171	2,848,128
Equity			
Share capital	20	227,849	227,849
Share premium	21	190,205	190,205
Reserves	22	734,742	734,792
Proposed dividend	23	-	113,924
Retained earnings		1,758,375	1,581,358
Total equity		2,911,171	2,848,128

The condensed consolidated interim financial information was approved and authorised for issue on
13 AUG 2012 by:

Mohammad Thani Murshid
Al Rumaithi

Chairman

Yasser Nasr Zaghoul
Chief Executive Officer

Gautam V. Pradhan
Chief Financial Officer

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National Marine Dredging Company
(Public Shareholding Company)

Condensed consolidated interim statement of changes in equity
for the six-months ended 30 June

	Share capital AED'000 (note 20)	Share premium AED'000 (note 21)	Reserves AED'000 (note 22)	Proposed dividend AED'000 (note 23)	Retained earnings AED'000	Total AED'000
At 1 January 2011	216,773	114,558	726,341	108,386	1,229,225	2,395,283
Total comprehensive income for the period						
Profit for the period	-	-	-	-	205,211	205,211
Other comprehensive income						
Fair value losses on available for sale financial assets	-	-	(331)	-	-	(331)
Net change in fair value of cash flow hedges reclassified to profit or loss	-	-	3,212	-	-	3,212
<i>Transactions with owners, recorded directly in equity</i>						
Distribution to shareholders						
Dividend	-	-	-	(108,386)	-	(108,386)
At 30 June 2011	216,773	114,558	729,222	-	1,434,436	2,494,989
At 1 January 2012	227,849	190,205	734,792	113,924	1,581,358	2,848,128
Total comprehensive income for the period						
Profit for the period	-	-	-	-	177,017	177,017
Other comprehensive income						
Fair value losses on available for sale financial assets	-	-	(50)	-	-	(50)
<i>Transactions with owners, recorded directly in equity</i>						
Distribution to shareholders						
Dividend for 2011	-	-	-	(113,924)	-	(113,924)
At 30 June 2012	227,849	190,205	734,742	-	1,758,375	2,911,171

The notes set out on pages 6 to 16 form an integral part of the condensed consolidated interim financial information.

National Marine Dredging Company
(Public Shareholding Company)

Condensed consolidated interim statement of cash flows
for the six-month ended 30 June

	Note	2012 AED'000	2011 AED'000
Cash flows from operating activities:			
Profit for the period		177,017	205,211
<i>Adjustment for:</i>			
Depreciation	10	116,669	106,147
Amortization of intangibles	25	504	-
Interest income	8	4,140	(4,049)
Gain on disposal of property, plant and equipment	7	222	(5,839)
Fair value loss on financial assets at fair value through profit or loss	8	(3,735)	806
Dividend income	8	(602)	(245)
Provision for employees' end of service benefits		5,328	8,520
		<u>299,543</u>	<u>310,551</u>
End of service benefits paid		(5,962)	(3,432)
		<u>293,581</u>	<u>307,119</u>
Change in inventories	11	(32,139)	3,327
Change in trade and other receivables	12	(204,601)	(521,718)
Change in trade and other payables	18	(127,037)	17,279
Change in advance from customers	17	(68,832)	(18,103)
		<u>(139,028)</u>	<u>(212,096)</u>
Net cash used in operating activities			
Cash flows from investing activities:			
Acquisition of property, plant and equipment	10	(103,661)	(110,867)
Proceeds from disposal of property, plant and equipment		4,200	8,437
Acquisition of subsidiary		(90,000)	-
Interest income	8	(4,140)	4,049
Dividend income	8	602	245
		<u>(192,999)</u>	<u>(98,136)</u>
Net cash used in investing activities			
Cash flows from financing activities:			
Dividend paid		(95,013)	(103,481)
Proceeds from loan	19	458,000	-
Term loan repaid		(7,217)	-
		<u>355,770</u>	<u>(103,481)</u>
Net cash from / (used in) financing activities			
Net increase / (decrease) in cash and cash equivalents			
Cash and cash equivalents at 1 January	15	23,743	(413,713)
Cash acquired		83,516	573,887
		<u>1,125</u>	<u>-</u>
Cash and cash equivalents at 30 June	15	<u><u>108,384</u></u>	<u><u>160,174</u></u>

The notes set out on pages 6 to 16 form an integral part of the condensed consolidated interim financial information.

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National Marine Dredging Company

(Public Shareholding Company)

Notes to the condensed consolidated interim financial information

1 Legal status and principal activities

National Marine Dredging Company (“the Company”) is a public shareholding company incorporated in the Emirate of Abu Dhabi. The Company was incorporated by Law No. (10) of 1979, as amended by Decrees No. (3) and (9) of 1985 issued by His Highness Sheikh Khalifa Bin Zayed Al Nahyan, who was then the Deputy Ruler of the Emirate of Abu Dhabi.

The Company is primarily engaged in the execution of dredging contracts and associated land reclamation works in the territorial waters of the United Arab Emirates (“UAE”), principally under the directives of the Government of Abu Dhabi (“the Government”), the major shareholder.

The condensed consolidated interim financial information of the Group as at and for the six month period ended 30 June 2012 includes the financial performance and position of the Company and its below mentioned subsidiaries (collectively referred to as “the Group”).

Subsidiary	Country of incorporation and operation	Share of equity %		Principal activity
		2012	2011	
Emarat Europe Fast Building Technology System Factory L.L.C (Emarat Europe)	UAE	100	-	Manufacturing and supply of precast concrete
National Marine Dredging Company (Industrial)	UAE	100	-	Manufacturing of steel pipes and steel pipe fittings
ADEC Engineering Consultancy L.L.C	UAE	100	-	Consultancy services in the field of civil, architectural, drilling and marine engineering along with related laboratory services

For more information on the acquisition / formation of subsidiaries, refer note 25.

2 Statement of compliance

The condensed consolidated interim financial information has been prepared in accordance with the IAS 34 *Interim Financial Reporting*. They accordingly do not include all the information required for a complete set of annual financial statements, and should be read in conjunction with the financial statements of the Company as at and for the year ended 31 December 2011.

3 Significant accounting policies

The accounting policies applied by the Company in these condensed consolidated interim financial information are the same as those applied by the Company in its financial statements as at and for the year ended 31 December 2011. In addition, the Group’s accounting policy for accounting for its interest in subsidiaries and goodwill and other intangible assets is set out below:

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Notes to the condensed consolidated interim financial information

3 Significant accounting policies *(continued)*

(a) Basis of consolidation

Subsidiaries

Subsidiaries are entities controlled by the Group. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. Adjustments are made to the figures reported by subsidiaries, when necessary, to align them with the policies adopted by the Group.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions are eliminated in preparing the consolidated financial statements.

(b) Goodwill

Goodwill, arising on acquisition, represents the excess of the cost of acquisition over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities acquired as at the date of the exchange transaction. Goodwill is stated at cost less any accumulated impairment losses.

(c) Contractual rights

Contractual rights represent that portion of the costs of acquisition that management attributes to the net present value of the expected future cash flows arising from contracts acquired as a part of business combinations. These rights are amortised and charged to the consolidated statement of comprehensive income over the period management expects to derive benefits from these future contractual cash flows.

4 Estimates

The preparation of condensed consolidated interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing the condensed consolidated interim financial information, the significant judgements made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same, as those that applied to the financial statements as at and for the year ended 31 December 2011.

5 Financial risk management

The Company's financial risk management objectives and policies are consistent with those disclosed in the financial statements as at and for the year ended 31 December 2011.

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Notes to the condensed consolidated interim financial information

6 Staff costs

	Six-month period ended 30 June 2012 AED'000	Six-month period ended 30 June 2011 AED'000	Three-month period ended 30 June 2012 AED'000	Three-month period ended 30 June 2011 AED'000
Salaries and wages	49,506	39,254	20,160	17,820
Other benefits	100,868	57,934	55,401	27,341
	<u>150,374</u>	<u>97,188</u>	<u>75,561</u>	<u>45,161</u>

7 Other income

	Six-month period ended 30 June 2012 AED'000	Six-month period ended 30 June 2011 AED'000	Three-month period ended 30 June 2012 AED'000	Three-month period ended 30 June 2011 AED'000
(Loss) / gain on disposal of property, plant and equipment	(222)	5,839	(1,684)	3,756
Foreign exchange gain	4,670	1,058	4,670	-
Insurance claim	6,903	-	6,903	-
Miscellaneous income	7,076	573	108	321
	<u>18,427</u>	<u>7,470</u>	<u>9,997</u>	<u>4,077</u>

8 Net finance income

	Six-month period ended 30 June 2012 AED'000	Six-month period ended 30 June 2011 AED'000	Three-month period ended 30 June 2012 AED'000	Three-month period ended 30 June 2011 AED'000
Fair value loss on financial assets at fair value through profit or loss (refer note 14)	3,735	(806)	1,752	(1,006)
Interest (expense) / income	(4,140)	4,049	(4,144)	850
Dividend income	602	245	602	245
	<u>197</u>	<u>3,488</u>	<u>(1,790)</u>	<u>89</u>

9 Earnings per share

Basic earnings per share are calculated by dividing the profit attributable to shareholders by the weighted average number of ordinary shares outstanding during the period. The weighted number of ordinary shares outstanding at the end of the period was 227,848,502 shares (30 June 2011: 216,772,753).

There are no potentially dilutive instruments therefore the basic and diluted earnings per share are same.

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Notes to the condensed consolidated interim financial information

10 Property, plant and equipment

	Total AED'000
<i>Cost</i>	
At 1 January 2012	2,502,803
Acquisition through business combination (<i>refer note 25</i>)	58,071
Other additions	103,661
Disposals	(10,383)
Exchange of assets	(8,881)
At 30 June 2012	2,645,271
<i>Depreciation</i>	
At 1 January 2012	1,361,027
Charge for the period	116,669
Disposals	(9,905)
Exchange of assets	(4,935)
At 30 June 2012	1,462,856
<i>Net carrying amount</i>	
At 30 June 2012	1,182,415

11 Inventories

	30 June 2012 AED'000	31 December 2011 AED'000
Spare parts and consumable stores	268,463	240,933
Raw materials	2,468	-
Finished goods	4,303	-
Less: Provision for slow moving and obsolete inventories	(22,974)	(22,974)
	252,260	217,959
Goods in transit	1,128	3,290
	253,388	221,249

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Notes to the condensed consolidated interim financial information

12 Trade and other receivables

	30 June 2012 AED'000	31 December 2011 AED'000
Trade receivables	485,829	803,995
Less: provision for impairment of receivables	(48,231)	(46,817)
	<u>437,598</u>	<u>757,178</u>
Unbilled receivables (<i>net of provisions</i>)	1,997,965	1,560,171
Deposits and prepayments	68,634	57,847
Other receivables	175,123	99,523
	<u><u>2,679,320</u></u>	<u><u>2,474,719</u></u>

79 % (2011: 83%) of the trade receivables balance above, amounting to AED 385,146 thousand (2011: AED 671,064 thousand) is receivable from the Government of Abu Dhabi, its departments and other related parties.

13 Available for sale financial assets

	30 June 2012 AED'000	31 December 2011 AED'000
At 1 January	8,174	8,473
Net unrealised losses recorded in equity (<i>refer note 22</i>)	(50)	(299)
	<u>8,124</u>	<u>8,174</u>

Available for sale financial assets comprise equity investments listed in securities markets in the United Arab Emirates. Such instruments are denominated in UAE Dirhams.

14 Financial assets at fair value through profit or loss

	30 June 2012 AED'000	31 December 2011 AED'000
At 1 January	20,389	22,834
Net unrealised gain / (losses) (<i>note 8</i>)	3,735	(2,445)
	<u>24,124</u>	<u>20,389</u>

Financial assets at fair value through profit or loss comprise equity instruments listed on securities markets in UAE. Such instruments are denominated in UAE Dirhams.

National Marine Dredging Company
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Notes to the condensed consolidated interim financial information

15 Cash and cash equivalents

For the purposes of the condensed interim statement of cash flows, cash and cash equivalents comprise the following:

	30 June 2012 AED'000	31 December 2011 AED'000
Cash in hand	819	150
Cash at banks		
- current accounts	106,986	83,366
- short term deposit*	579	-
	<u>108,384</u>	<u>83,516</u>

* Deposit accounts have an original maturity of less than 3 months and earn interest at prevailing market rates.

16 Related party transactions and balances

Related parties comprise the Company's shareholders and key management.

The Company derives a significant portion of its revenue from the Government of Abu Dhabi, the major shareholder, and its departments.

17 Advance from customers

Advance from customers represents advances received by the Company in respect of dredging contracts from projects set out below:

	30 June 2012 AED'000	31 December 2011 AED'000
Zakum project	121,881	181,107
Gasco	22,509	32,115
Al Garnayn Island	2,180	2,180
	<u>146,570</u>	<u>215,402</u>

18 Trade and other payables

	30 June 2012 AED'000	31 December 2011 AED'000
Trade payables	237,558	320,437
Accrued liabilities	383,547	423,163
Retention payable	37,991	37,314
Other payables	13,387	2,876
	<u>672,483</u>	<u>783,790</u>

National Marine Dredging Company

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Notes to the condensed consolidated interim financial information

19 Loans and borrowings

	30 June 2012 AED'000	31 December 2011 AED'000
Revolving Mudaraba facility	350,000	-
Commodity Murabaha	108,000	-
	<u>458,000</u>	<u>-</u>
	<u>30 June 2012 AED'000</u>	<u>31 December 2011 AED'000</u>
Current portion	350,000	-
Non-current portion	108,000	-
	<u>458,000</u>	<u>-</u>

Revolving Mudaraba Facility

The Company obtained a Mudaraba facility from a commercial bank amounting to AED 350 million to finance the projects executed by the Company. As per the facility agreement the Company is entitled to draw down the amount against the invoices raised on certain projects and the bank is entitled to a profit of 3 months EIBOR + 2%. The amount is repayable on realization of the invoices against which facility is obtained or two years from the date of first draw down of the underlying tranche. Based on management's expectation, the invoices are expected to be realised within one year from the reporting date and accordingly the related loan amount has been classified as current. The facility is secured against the assignment of proceeds from projects financed under the facility, in the favour of bank.

Commodity Murabaha

During the period, to facilitate the purchase of shareholding in Emarat Europe Fast Building Technology Factory LLC (*refer note 25*), the Company obtained commodity murabaha facility from a bank amounting to AED 108 million for a period of three years. The bank is entitled to a profit equal to 3 months EIBOR + 2%. Principal amount is to be repaid in four quarterly instalments commencing from two years of draw down. The first three instalments of AED 6.75 million each and the remaining amount of AED 81 million will be paid in one tranche as the fourth instalment. The Company has an option to enter into a new murabaha agreement for the fourth instalment of AED 81 million. The facility is secured against a corporate guarantee from Emarat Europe Fast Building Technology Factory LLC covering the facility amount of AED 108 million.

20 Share capital

	30 June 2012 AED'000	31 December 2011 AED'000
Authorised, issued and fully paid: 227,848,502 (31 December 2011: 227,848,502) ordinary shares of AED 1 each	<u>227,849</u>	<u>227,849</u>

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Notes to the condensed consolidated interim financial information

21 Share premium

On 4 February 2010, the Company and Tasameem Real Estate LLC (“Tasameem”) entered into an agreement according to which the Company will issue 50,000,000 convertible bonds to Tasameem to be converted into equity shares of the Company at AED 7.83 per share over a period of four years. The issue and the conversion of these bonds will take place as per the schedule stated in the agreement and set out below.

The Company issued 27,849 thousand convertible bonds to Tasameem in 2011 and 2010, for a total consideration of AED 218,054 thousand. These bonds were converted to 27,849 thousand equity shares of the Company at the face value of AED 1 per share resulting in an increase in the Company’s share capital by AED 27,849 thousand. The excess of the consideration over the face value of the equity shares issued, as set out below, has been recorded as share premium:

	AED’000
Par value of shares issued	27,849
Share premium	190,205
	<u>218,054</u>

The table set out below represents schedule for the issue of the bonds and the conversion thereof into equity shares:

Issue No.	Issue Date as Per Agreement	Transfer Date	Issue Value* AED	Number of shares to be issued	Settlement method
1	2 February 2010	15 March 2010	131,330,664	16,772,753	Transfer of property, plant and equipment
2	30 January 2011	15 March 2011	86,723,112	11,075,749	Cash
3	30 January 2012	15 March 2012	86,723,112	11,075,749	Cash
4	30 January 2013	15 March 2013	86,723,112	11,075,749	Cash

Tasameem has defaulted on its obligation to pay the consideration for issue of bonds in 2012. Accordingly, no convertible bonds have been issued during the current period.

22 Reserves

	Legal Reserve AED’000	Asset replacement reserve AED’000	Regulatory reserve AED’000	Effective portion of change in fair value of cash flows AED’000	Unrealised gain on available for sale financial Assets AED’00	Total AED’000
At 1 January 2011	108,386	595,000	20,000	(3,212)	6,167	726,341
Realisation of cash flow hedge	-	-	-	3,212	-	3,212
Fair value loss on available for sale financial assets (<i>net</i>)	-	-	-	-	(331)	(331)
At 30 June 2011	108,386	595,000	20,000	-	5,836	729,222

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Notes to the condensed consolidated interim financial information

22 Reserves (continued))

	Legal Reserve AED'000	Asset replacement reserve AED'000	Regulatory reserve AED'000	Effective portion of change in fair value of cash flows AED'000	Unrealised gain on available for sale financial Assets AED'00	Total AED'000
At 1 January 2012	113,924	595,000	20,000	-	5,868	734,792
Fair value loss on available for sale financial assets (<i>net</i>)	-	-	-	-	(50)	(50)
At 30 June 2012	113,924	595,000	20,000	-	5,818	734,742

Legal reserve

The Articles of Association of the Company require that 10% of the Company's profit be transferred to a non-distributable statutory reserve until the amount of the statutory reserve reaches an amount equal to 50% of the Company's paid-up capital. No such transfers have been made to this reserve as the threshold limit has already been reached.

Asset replacement reserve

This reserve represents an appropriation from the annual profit at the discretion of the Board of Directors with the approval of the General Assembly to facilitate the financing of dredgers and support craft and other major items of capital structure. No appropriation was proposed from the current or prior period profit.

Regulatory reserve

Transfers to and from the regulatory reserve are made at the discretion of the Board of Directors with the approval of the General Assembly and in accordance with the powers granted by the Articles of Association. This reserve may be used for such purposes as the Directors deem necessary for the Company's activities. No appropriation was made from the current or prior year profit.

23 Proposed dividend

The Board of Directors at a meeting held on 22 February 2012, recommended a final dividend of AED 0.5 per share, for the year ended 31 December 2011 amounting to AED 113,924 thousand (2010: 108,386 thousand) for the Company's shareholders. At the Annual General Meeting held on 20 March 2012, the shareholders approved the final dividend of AED 0.5 per share, amounting to AED 113,924 thousand (2010: 108,386 thousand) to all the shareholders whose names were included in the register of members as at 20 March 2012.

National Marine Dredging Company

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Notes to the condensed consolidated interim financial information

24 Contingencies and commitments

In addition to the securities provided in relation to the loans and borrowings as disclosed in note 19, the Group has following contingencies and commitments:

	30 June 2012 AED'000	31 December 2011 AED'000
Guarantees	793,083	800,500
Letters of credit	7,011	17,863

25 Acquisition / formation of subsidiaries

(a) Acquisition of subsidiary

In January 2012 the Company completed the acquisition of Emarat Europe Fast Building Technology Factory LLC ("Emarat Europe") by acquiring a 100% of Emarat Europe's shares and voting rights from Investment Holding Establishment and Sehab Al Sayed Ahmed Al Sayed Al Hashmi (collectively referred to as "the Seller"), on a debt and cash free basis, for a consideration of AED 120,000 thousand.

Emarat Europe, a limited liability company registered in the Emirate of Abu Dhabi, is primarily engaged in the manufacturing and erection of pre-stressed and pre-cast concrete products such as hollow core slabs, panels, columns, stairs and other concrete products.

Acquisition of Emarat Europe will enable the Company to take advantage of growth opportunities in local market and in region and to improve its delivery of turnkey civil marine projects.

The fair value of identifiable assets acquired, as set out below, has been determined provisionally pending completion of an independent valuation.

	AED'000
Property, plant and equipment	58,071
Intangible assets*	19,314
Inventories	6,339
	83,724

*Intangible assets include fair value of operating lease rights amounting to AED 19,101 thousand and customers' order backlog amounting to AED 210 thousand. During the period amortization of AED 504 thousand is recognised in profit or loss on these assets.

Goodwill has been recognised as follows:

	AED'000
Purchase price	120,000
Fair value of assets acquired (<i>refer above</i>)	(83,724)
	36,276

National Marine Dredging Company

(Public Shareholding Company)

Notes to the condensed consolidated interim financial information

25 Acquisition / formation of subsidiaries (continued)

(a) Acquisition of subsidiary (continued)

The goodwill is attributable mainly to the skills and the technical talent of the acquiree's work force and synergies expected to be achieved from integrating Emarat Europe in the Group's existing business.

As per the sales and purchase agreement ("SPA") the seller is obligated to settle all the liabilities and is entitled to take certain assets as at 31 December 2011, as set out below. However, the seller had not yet settled the said liabilities and taken over the assets, accordingly purchase price is adjusted as set out below:

	AED '000
Cash and bank	1,125
Trade and other receivables	28,888
Term loan	(10,007)
Due to a related party	(2,122)
Trade and other payables	(29,113)
Bank overdraft	(2,560)
End of service benefits obligation	(1,839)
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Net liabilities	(15,628)
Purchase consideration	120,000
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Adjusted purchase price	104,372
Payments made	(90,000)
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Net amount payable to seller	14,372
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(b) Formation of subsidiaries

National Marine Dredging Company (Industrial) is an Establishment registered in the Emirate of Abu Dhabi. National Marine Dredging Company (Industrial) is established for the purpose of holding 1% investment in the Group's subsidiaries, to comply with the local regulations.

ADEC Engineering Consultancy L.L.C is a limited liability company registered in the Emirate of Abu Dhabi. ADEC Engineering Consultancy L.L.C is formed for the purpose of holding Group's investments in future.

26 Business and geographical segments

Business segments

The majority of the Company's revenue is generated from marine dredging contracts and associated works carried out for the Government of Abu Dhabi.

Geographical segments

All of the Company's projects are carried out in the territorial waters of the United Arab Emirates.