

ACAP ADVISORY PUBLIC COMPANY LIMITED

**INTERIM CONSOLIDATED AND
COMPANY FINANCIAL STATEMENTS (UNAUDITED)**

31 MARCH 2010

AUDITOR'S REPORT ON REVIEW OF INTERIM FINANCIAL STATEMENTS

To the Shareholders and the Board of Directors of ACAP Advisory Public Company Limited

I have reviewed the accompanying consolidated and company balance sheets as at 31 March 2010, and the consolidated and company statements of income, changes in shareholders' equity, and cash flows for the three-month periods ended 31 March 2010 and 2009 of ACAP Advisory Public Company Limited and its subsidiaries and of ACAP Advisory Public Company Limited, respectively. The Company's management is responsible for the correctness and completeness of information in these interim financial statements. My responsibility is to issue a report on these interim financial statements based on my reviews.

I conducted my reviews in accordance with the standard on auditing applicable to review engagements. This standard requires that I plan and perform the reviews to obtain a moderate assurance as to whether the interim financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit, and accordingly, I do not express an audit opinion.

Based on my reviews, nothing has come to my attention that causes me to believe that the interim consolidated and company financial statements referred to above are not presented fairly, in all material respects, in accordance with generally accepted accounting principles.

I have audited the consolidated and company financial statements for the year ended 31 December 2009 of ACAP Advisory Public Company Limited and its subsidiaries and of ACAP Advisory Public Company Limited respectively, in accordance with generally accepted auditing standards and expressed unqualified opinion on those statements in my report dated 23 February 2010. The consolidated and company balance sheets as at 31 December 2009, presented herewith for comparative purposes, are part of the consolidated and company financial statements which I have audited and issued a report thereon as stated above, and I have not performed any other auditing procedures subsequent to the date of that report.

Boonlert Kamolchanokkul
Certified Public Accountant (Thailand) No. 5339
PricewaterhouseCoopers ABAS Limited

Bangkok
14 May 2010

ACAP Advisory Public Company Limited
Balance Sheets
As at 31 March 2010 and 31 December 2009

	Notes	Consolidated		Company	
		Unaudited 31 March 2010 Baht'000	Audited 31 December 2009 Baht'000	Unaudited 31 March 2010 Baht'000	Audited 31 December 2009 Baht'000
Assets					
Current assets					
Cash and cash equivalents		1,209,816	1,438,982	124,978	245,098
Short-term investments		51,480	51,861	11,450	11,831
Accounts and notes receivable, net		17,569	18,495	105	105
Current portion of investment in non-performing assets, net	5	572,371	615,406	-	-
Current portion of loans to non-performing assets, net	6	361,086	354,062	-	-
Current portion of loans to consumers and interests receivable, net	7	137,496	113,237	-	-
Accounts receivable - related companies	13 iv	18,453	4,282	34,615	21,327
Amount due from related companies	13 iv	14,814	21,992	15,447	5,948
Short-term loan to related companies	13 v	-	-	6,800	4,800
Current portion of loan to related companies	13 v	-	-	45,690	46,333
Other current assets, net		127,212	103,686	10,222	1,475
Total current assets		2,510,297	2,722,003	249,307	336,917
Non-current assets					
Investment in non-performing assets, net	5	2,876,079	3,572,131	-	-
Loans to non-performing assets, net	6	853,078	660,749	-	-
Loans to consumers and interests receivable, net	7	20,520	20,999	-	-
Long term loan to related companies	13 v	-	-	38,657	41,484
Investment in subsidiary companies	8	-	-	973,265	973,265
Other long-term investment		1,784	1,840	-	-
Building improvement and equipment, net	10	99,236	80,600	57,881	33,249
Intangible assets, net	10	28,870	34,464	4,826	4,715
Goodwill, net	10	1,450	2,538	-	-
Other non-current assets, net		20,032	20,605	4,072	4,059
Total non-current assets		3,901,049	4,393,926	1,078,701	1,056,772
Total assets		6,411,346	7,115,929	1,328,008	1,393,689

Director _____ Director _____

Date _____

The notes on pages 10 to 19 are an integral part of these interim financial statements.

ACAP Advisory Public Company Limited
 Balance Sheets (Cont'd)
 As at 31 March 2010 and 31 December 2009

	Notes	Consolidated		Company	
		Unaudited 31 March 2010 Baht'000	Audited 31 December 2009 Baht'000	Unaudited 31 March 2010 Baht'000	Audited 31 December 2009 Baht'000
Liabilities and shareholders' equity					
Current liabilities					
Accounts and notes payable		58	769	-	-
Amount due to related companies	13 iv	77,252	14,069	14,600	6,910
Current portion of long-term loans from financial institutions		3,240,386	3,406,602	-	-
Current portion of financial lease contract	9	6,736	3,536	5,839	2,346
Other current liabilities		180,106	310,329	12,873	99,192
Total current liabilities		3,504,538	3,735,305	33,312	108,448
Non-current liabilities					
Liabilities under financial lease contract, net	9	17,648	3,191	17,648	3,191
Long-term loans from financial institutions		466,018	740,721	-	-
Long-term loans from related companies	13 vi	1,724,536	1,778,709	760,000	760,000
Total non-current liabilities		2,208,202	2,522,621	777,648	763,191
Total liabilities		5,712,740	6,257,926	810,960	871,639

The notes on pages 10 to 19 are an integral part of these interim financial statements.

ACAP Advisory Public Company Limited
Balance Sheets (Cont'd)
As at 31 March 2010 and 31 December 2009

	Consolidated		Company	
	Unaudited 31 March 2010 Baht'000	Audited 31 December 2009 Baht'000	Unaudited 31 March 2010 Baht'000	Audited 31 December 2009 Baht'000
Liabilities and shareholders' equity (Cont'd)				
Shareholders' equity				
Share capital				
Authorised, issued and paid-up share capital				
125,000,000 ordinary shares of Baht 1 each	125,000	125,000	125,000	125,000
Premium on share capital	337,742	337,742	337,742	337,742
Unrealised gain on change in fair value of investment	729	1,307	729	1,307
Currency translation differences	(1,810)	(1,889)	-	-
Retained earnings				
Appropriated	12,500	12,500	12,500	12,500
Unappropriated	224,445	383,343	41,077	45,501
Total shareholders' equity	698,606	858,003	517,048	522,050
Minority interest of subsidiaries	-	-	-	-
Total shareholders' equity and minority interest of subsidiaries	698,606	858,003	517,048	522,050
Total liabilities and shareholders' equity	6,411,346	7,115,929	1,328,008	1,393,689

The notes on pages 10 to 19 are an integral part of these interim financial statements.

ACAP Advisory Public Company Limited
Statements of Income (Unaudited)
For the three-month period ended 31 March 2010 and 2009

	Notes	Consolidated		Company	
		Unaudited 31 March 2010 Baht'000	Unaudited 31 March 2009 Baht'000	Unaudited 31 March 2010 Baht'000	Unaudited 31 March 2009 Baht'000
Revenues					
Service income	13 i	37,256	29,641	39,284	39,333
Interest income from non-performing asset management		73,562	101,451	-	-
Interest income from loans to consumers		12,890	56,119	-	-
Other income	13 i	77,588	79,466	9,137	6,527
Total revenues		201,296	266,677	48,421	45,860
Expenses					
Cost of services, assets management and loans		38,349	45,101	12,280	11,312
Administrative expenses	11, 13 ii	215,545	263,235	21,871	19,642
Management remunerations		7,577	6,695	7,577	6,695
Total expenses		261,471	315,031	41,728	37,649
Profit (loss) before finance costs and income tax		(60,175)	(48,354)	6,693	8,211
Finance costs	13 iii	97,044	21,444	11,117	135
Profit (loss) before income tax		(157,219)	(69,798)	(4,424)	8,076
Income tax	12	1,679	1,903	-	1,728
Net profit (loss) for the period		(158,898)	(71,701)	(4,424)	6,348
Attributable to:					
Equity holders of the Company		(158,898)	(45,034)	(4,424)	6,348
Minority interest		-	(26,667)	-	-
Earnings per share for profit (loss) attributable to the equity holders of the Company (expressed in Baht per share)					
Basic earnings (loss) per share	4	(1.27)	(0.36)	(0.04)	0.05

The notes on pages 10 to 19 are an integral part of these interim financial statements.

ACAP Advisory Public Company Limited
 Statements of Changes in Shareholders' Equity (Unaudited)
 For the three-month period ended 31 March 2010 and 2009

	Consolidated (Unaudited)								
	Equity holders of the Company								
	Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Unrealised gain on change in fair value of investment Baht'000	Currency translation differences from subsidiary in overseas Baht'000	Retained earnings		Total Baht'000	Minority interest Baht'000	Total Baht'000
					Appropriated Baht'000	Unappropriated Baht'000			
Opening balance as at 1 January 2010	125,000	337,742	1,307	(1,889)	12,500	383,343	858,003	-	858,003
Unrealised loss on change in fair value of investment	-	-	(578)	-	-	-	(578)	-	(578)
Currency translation differences	-	-	-	79	-	-	79	-	79
Net loss for the period	-	-	-	-	-	(158,898)	(158,898)	-	(158,898)
Ending balance as at 31 March 2010	125,000	337,742	729	(1,810)	12,500	224,445	698,606	-	698,606

	Consolidated (Unaudited)								
	Equity holders of the Company								
	Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Unrealised gain on change in fair value of investment Baht'000	Currency translation differences from subsidiary in overseas Baht'000	Retained earnings		Total Baht'000	Minority interest Baht'000	Total Baht'000
					Appropriated Baht'000	Unappropriated Baht'000			
Opening balance as at 1 January 2009	125,000	337,742	-	(557)	12,500	333,394	808,079	934,998	1,743,077
Currency translation differences	-	-	-	(234)	-	-	(234)	-	(234)
Net loss for the period	-	-	-	-	-	(45,034)	(45,034)	(26,667)	(71,701)
Ending balance as at 31 March 2009	125,000	337,742	-	(791)	12,500	288,360	762,811	908,331	1,671,142

The notes on pages 10 to 19 are an integral part of these interim financial statements.

ACAP Advisory Public Company Limited

Statements of Changes in Shareholders' Equity (Cont'd) (Unaudited)

For the three-month period ended 31 March 2010 and 2009

Company (Unaudited)						
	Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Unrealised gain on change in fair value of investment Baht'000	Retained earnings		Total Baht'000
				Appropriated Baht'000	Unappropriated Baht'000	
Opening balance as at 1 January 2010	125,000	337,742	1,307	12,500	45,501	522,050
Unrealised loss on change in fair value of investment	-	-	(578)	-	-	(578)
Net loss for the period	-	-	-	-	(4,424)	(4,424)
Closing balance as at 31 March 2010	125,000	337,742	729	12,500	41,077	517,048

Company (Unaudited)						
	Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Unrealised gain on change in fair value of investment Baht'000	Retained earnings		Total Baht'000
				Appropriated Baht'000	Unappropriated Baht'000	
Opening balance as at 1 January 2009	125,000	337,742	-	12,500	70,637	545,879
Net profit for the period	-	-	-	-	6,348	6,348
Closing balance as at 31 March 2009	125,000	337,742	-	12,500	76,985	552,227

The notes on pages 10 to 19 are an integral part of these interim financial statements.

ACAP Advisory Public Company Limited
Statements of Cash Flows (Unaudited)
For the three-month period ended 31 March 2010 and 2009

	Consolidated		Company	
	Unaudited 31 March 2010 Baht'000	Unaudited 31 March 2009 Baht'000	Unaudited 31 March 2010 Baht'000	Unaudited 31 March 2009 Baht'000
Cash flows from operating activities				
Profit (loss) before income tax	(157,219)	(69,798)	(4,424)	8,076
Adjustment for:				
Depreciation and amortisation	17,738	34,340	2,642	2,152
Interest income	(88,141)	(160,540)	(2,667)	(854)
Interest expenses	96,571	21,251	10,987	-
Interest expenses from hire-purchase and finance lease contracts	142	193	130	135
Loss on impairment of investment in non-performing assets	17,975	72,889	-	-
Bad debt and doubtful accounts of loans to consumers and interest receivable (reversal)	(93,071)	16,746	-	-
Bad debt and doubtful account (reversal) of loans to non-performing assets	177,280	(4,816)	-	-
(Gain) loss from restructuring in loan to non-performing assets and investment in non-performing assets	(11,225)	2,617	-	-
(Gain) loss on sales/impairment/write-off assets	(3,347)	11,454	(1,156)	-
(Gain) loss on foreign currencies translation	(2,014)	(392)	623	(126)
Profit (loss) from operating activities before changes in operating assets and liabilities	(45,311)	(76,056)	6,135	9,383
(Increase) decrease in operating assets				
Accounts and notes receivable	926	1,057	-	(45)
Investment in non-performing assets	63,663	16,430	-	-
Loans to non-performing assets	273,154	71,930	-	-
Loans to consumers and interests receivable	60,266	111,608	-	-
Accounts receivable-related companies	(38,779)	16,457	(13,288)	12,399
Amount due from related companies	(34,613)	3,156	(8,241)	4,104
Other current assets	(11,871)	(4,865)	(7,976)	(1,706)
Other non-current assets	(268)	(23,314)	(13)	(3)
Increase (decrease) in operating liabilities				
Accounts and notes payable	25,466	(2,772)	-	-
Amount due to related companies	24,813	-	(3,297)	464
Other current liabilities	(126,552)	(20,047)	(86,972)	1,833
Cash generated from (used in) operation before interest and income tax receive (paid)	190,894	93,584	(113,652)	26,429
Interest income received	96,803	161,280	1,051	1,665
Interest paid excluding finance lease contracts	(24,724)	(46,123)	-	-
Income tax paid	(3,194)	(2,980)	(916)	(1,720)
Net cash provided by (used in) operating activities	259,779	205,761	(113,517)	26,374

The notes on pages 10 to 19 are an integral part of these interim financial statements.

ACAP Advisory Public Company Limited
Statements of Cash Flows (Cont'd) (Unaudited)
For the three-month period ended 31 March 2010 and 2009

	Notes	Consolidated		Company	
		Unaudited 31 March 2010 Baht'000	Unaudited 31 March 2009 Baht'000	Unaudited 31 March 2010 Baht'000	Unaudited 31 March 2009 Baht'000
Cash flows from investing activities					
Purchases of short-term investment		-	(40,030)	-	-
Cash paid for short-term loan to related companies	13 v	-	-	(2,500)	-
Purchase of building improvement, equipment and intangible assets		(8,364)	(1,977)	(8,705)	(459)
Cash received from disposal of short-term investment		-	452,029	-	-
Cash received for short-term loan to related companies	13 v	-	-	500	500
Cash received from long-term loan to related companies	13 v	-	-	3,470	3,224
Cash received from disposal of building improvement, equipment and intangible assets		1,776	-	1,776	-
Dividend received from related party		-	-	-	10,018
Net cash provided by (used in) investing activities		(6,588)	410,022	(5,459)	13,283
Cash flows from financing activities					
Cash paid for short-term loans from related companies		-	(74,348)	-	-
Cash paid on long-term loans from related companies	13 vi	(54,173)	(91,652)	-	-
Cash paid for long-term loans from financial institutions		(426,736)	(95,906)	-	-
Cash paid for interest under financial lease contracts		-	(193)	-	(135)
Cash paid for liabilities under financial lease contracts		(1,130)	(2,293)	(826)	(680)
Net cash used in financing activities		(482,039)	(264,392)	(826)	(815)
Net increase (decrease) in cash and cash equivalents		(228,848)	351,391	(119,802)	38,842
Cash and cash equivalents at beginning of the period		1,438,982	1,342,484	245,098	110,083
Exchange gains (loss) on cash		(318)	126	(318)	126
Cash and cash equivalents at end of the period		1,209,816	1,694,001	124,978	149,051
Non-cash transactions					
Purchase equipment under financial lease contracts		19,299	-	19,299	-
Restructuring investment in non-performing assets to be loans to non-performing assets		647,170	87,409	-	-
Foreclosed assets acquired through foreclosure		14,751	22,310	-	-

The notes on pages 10 to 19 are an integral part of these interim financial statements.

1 General information

ACAP Advisory Public Company Limited (the “Company”) is a public limited company incorporated and resident in Thailand. The address of the Company’s registered office is as follows:

195 Empire Tower 2-3, 22nd floor, South Sathorn Road, Yanawa, Sathorn, Bangkok.

The Company is registered as a listed company in the Market for Alternative Investment (MAI) in Thailand. For reporting purposes, the Company and its subsidiaries are referred to as the Group.

The principal business operations of the Group are financial advisory, non-performing assets management and consumer lendings.

The interim consolidated and company financial statements were authorised for issue by the Board of Directors on 14 May 2010.

The interim consolidated and company financial statements have been reviewed but not audited.

2 Basis of preparation

These interim consolidated and company financial statements are prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543, being those Thai Accounting Standards (TAS) issued under the Accounting Professions Act B.E. 2547, and the financial reporting requirements of the Securities and Exchange Commission. The primary financial statements (i.e., balance sheets, statements of income, changes in shareholders’ equity and cash flows) are prepared in the full format as required by the Securities and Exchange Commission. The notes to the financial statements are prepared in a condensed format according to Thai Accounting Standard 34 (revised 2007), “Interim Financial Reporting” (formerly TAS 41) and additional notes are presented as required by the Securities and Exchange Commission under the Securities and Exchange Act., B.E. 2535.

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

The accounting policies used in the preparation of the interim financial statements are consistent with those used in the annual financial statements for the year ended 31 December 2009.

Costs that are incurred unevenly during the financial year are anticipated or deferred in the interim report only if it would also be appropriate or defer such costs at the end of the financial year.

3 Segment information

Primary reporting format - financial information by business segment

	Consolidated				
	Advisory and Investment Banking Baht'000	Non-Performing Asset ("NPA") Management Baht'000	Consumer Finance Baht'000	Eliminate Baht'000	Total Baht'000
For the three-month period ended 31 March 2010					
Revenues					
Revenue from operation	7,016	109,040	85,239	-	201,295
Revenue from inter-segment	5,423	21,718	12,555	(39,696)	-
Total revenues	12,439	130,758	97,794	(39,696)	201,295
Segment expenses	11,581	273,777	2,002	(25,889)	261,471
Operating profit (loss)	858	(143,019)	95,792	(13,807)	(60,176)

	Consolidated				
	Advisory and Investment Banking Baht'000	Non-Performing Asset ("NPA") Management Baht'000	Consumer Finance Baht'000	Eliminate Baht'000	Total Baht'000
For the three-month period ended 31 March 2009					
Revenues					
Revenue from operation	1,615	137,162	127,900	-	266,677
Revenue from inter-segment	56	11,170	-	(11,226)	-
Total revenues	1,671	148,332	127,900	(11,226)	266,677
Segment expenses	5,050	156,916	182,264	(29,199)	315,031
Operating profit (loss)	(3,379)	(8,584)	(54,364)	17,973	(48,354)

4 Basic earnings (loss) per share

Basic earnings (loss) per share is calculated by dividing the net profit (loss) for the period attributable to equity holders by the weighted average number of ordinary shares in issue during the period (2010 and 2009: 125,000,000 shares).

There is no dilutive share issued for the three-month periods ended 31 March 2010 and 2009.

5 Investments in non-performing assets

The movements in the investments in non-performing assets can be analysed as follows:

	Unaudited Consolidated Baht'000
For the three-month period ended 31 March 2010	
Beginning balance	4,187,537
Repayment	(73,942)
Transfer to loans to non-performing assets	
- Transfer of investments	(647,170)
- Reversal of allowance for impairment of investments	176,710
Additional allowance for impairment during the period	(194,685)
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Closing balance	3,448,450
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6 Loans to non-performing assets

The movements in the loans to non-performing assets can be analysed as follows:

	Unaudited Consolidated Baht'000
For the three-month period ended 31 March 2010	
Beginning net book balance	1,014,812
Repayment	(271,317)
Loss from restructuring	(2,047)
Transfer from investments in non-performing assets	
- Transfer from investments	647,170
- Allowance for impairment of transferred investments	(176,710)
Additional allowance for doubtful accounts during the period	2,256
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Closing net book balance	1,214,164
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ACAP Advisory Public Company Limited
Condensed Notes to the Interim Consolidated and Company Financial Statements (Unaudited)
For the three-month period ended 31 March 2010 and 2009

7 Loans to consumers and interest receivable, net

Outstanding loans to consumers and interest receivable can be analysed as follows:

	Consolidated	
	Unaudited 31 March 2010 Baht'000	Audited 31 December 2009 Baht'000
Overdue less 3 months	173,746	256,567
Overdue more than 3 months	101,040	113,709
Total	274,786	370,276
<u>Less</u> Allowance for doubtful accounts	(116,770)	(236,040)
	<u>158,016</u>	<u>134,236</u>
Current portion	137,496	113,237
Non-current portion	20,520	20,999
	<u>158,016</u>	<u>134,236</u>

8 Investment in subsidiary companies

List of subsidiaries as at 31 March 2010 are as follow:

Company's name	Company		Percentage of investment
	Country of establishment	Type of business	
ACAP Asset Management Co., Ltd.	Thailand	Non-performing assets management	99.99
STAR Asset Management Ltd.	Thailand	Non-performing assets management	83.44
ACAP Corporate Services Co., Ltd.	Thailand	Financial advisory	99.99
Global Service Center Co., Ltd.	Thailand	Asset rental service	99.99
ACAP Consulting Co., Ltd.	Thailand	Legal advisory	99.99
ACAP (Malaysia) Sdn. Bhd.	Malaysia	Non-performing assets management	99.99
Capital OK Co., Ltd.	Thailand	Consumers Finance	99.99
Subsidiary held by subsidiary (Capital OK Co., Ltd.)			
Professional Collection Co., Ltd.	Thailand	Collection services	99.99

ACAP Advisory Public Company Limited
Condensed Notes to the Interim Consolidated and Company Financial Statements (Unaudited)
For the three-month period ended 31 March 2010 and 2009

9 Obligation under long term lease contracts

	Consolidated		Company	
	Unaudited 31 March 2010 Baht'000	Audited 31 December 2009 Baht'000	Unaudited 31 March 2010 Baht'000	Audited 31 December 2009 Baht'000
Minimum lease payments obligation under long-term lease contracts	27,514	7,228	26,600	6,009
<u>Less</u> Deferred interest	(3,130)	(501)	(3,113)	(472)
	<u>24,384</u>	<u>6,727</u>	<u>23,487</u>	<u>5,537</u>
Current portion due within one year	6,736	3,536	5,839	2,346
Non-current portion due after one year	17,648	3,191	17,648	3,191
	<u>24,384</u>	<u>6,727</u>	<u>23,487</u>	<u>5,537</u>

10 Capital expenditures

	Consolidated			Company	
	Building improvement and equipment Baht'000	Intangible assets Baht'000	Goodwill Baht'000	Building improvement and equipment Baht'000	Intangible assets Baht'000
For the three-month period ended 31 March 2010 - Unaudited					
Opening net book amount	80,600	34,464	2,538	33,249	4,715
Additions	29,609	430	-	27,743	262
Disposals, net	(1,630)	(89)	-	(620)	-
Reversal for impairment	3,623	-	-	-	-
Depreciation charge/ amortisation	(12,966)	(5,935)	(1,088)	(2,491)	(151)
Ending net book amount	<u>99,236</u>	<u>28,870</u>	<u>1,450</u>	<u>57,881</u>	<u>4,826</u>

11 Administrative expenses

Administrative expenses in the consolidated statement of income for the three-month period ended 31 March 2010 included the reversal of bad debt and doubtful accounts which decreased in administrative expenses amounting to Baht 93 million of a subsidiary (31 March 2009 : it was an expense amounting to Baht 17 million).

12 Income taxes

The group interim income tax expense is accrued based on actual profit for the period because of nature of business which is difficult for the management to estimate the expected total annual earnings.

13 Related party transactions

The major shareholders of the Company are Dr. Vivat Vitoontien and family and Orix Corporation, which represent 36.39% and 20.00% of total registered share capital, respectively. The list of investment in subsidiaries are set out in Note 8.

Pricing policy

Fees charged for services in management of non-performing assets for subsidiaries and related companies are as follows:

- Revenue from service-base fee is chargeable basing on agreed basis which is calculated from budget expenses.
- Revenue from service-collection fee are chargeable basing on agreed basis at 7% - 10% of collected money after deduction of related direct expenses.

Other income is per normal business similar of other customers. Interest income/expense incurred from borrowings, cost of services and administrative expenses are carried out at the agreed rate as per contracts.

The following significant transactions were carried out with related parties:

i) Service income

	<u>Consolidated</u>		<u>Company</u>	
	<u>Unaudited 2010 Baht'000</u>	<u>Unaudited 2009 Baht'000</u>	<u>Unaudited 2010 Baht'000</u>	<u>Unaudited 2009 Baht'000</u>
For the three-month period ended 31 March				
Service income				
Base fee				
- ACAP Asset Management Co., Ltd.	-	-	10,892	10,156
- Star Asset Management Ltd.	-	-	6,745	9,591
- Inter Capital Alliance Asset Management Co., Ltd.	15,727	14,081	15,727	14,081
Collection fee				
- ACAP Asset Management Co., Ltd.	-	-	987	762
- Star Asset Management Ltd.	-	-	(186)	147
- Inter Capital Alliance Asset Management Co., Ltd.	3,096	3,183	3,096	3,183
Professional fee				
- ACAP Asset Management Co., Ltd.	-	-	240	240
- Star Asset Management Ltd.	-	-	580	810
- Inter Capital Alliance Asset Management Co., Ltd.	1,486	1,410	-	-
Other Service fee				
- Capital OK Co., Ltd.	-	-	358	-
- Professional Collection Co., Ltd.	-	-	35	-
Total service income	<u>20,309</u>	<u>18,674</u>	<u>38,474</u>	<u>38,970</u>

ACAP Advisory Public Company Limited
Condensed Notes to the Interim Consolidated and Company Financial Statements (Unaudited)
For the three-month period ended 31 March 2010 and 2009

13 Related party transactions (Cont'd)

i) Service income (Cont'd)

	Consolidated		Company	
	Unaudited 2010 Baht'000	Unaudited 2009 Baht'000	Unaudited 2010 Baht'000	Unaudited 2009 Baht'000
For the three-month period ended 31 March				
Other income				
Accounting and financial service income				
- Global Service Center Co., Ltd.	-	-	1,125	300
- Capital OK Co., Ltd.	-	-	2,250	4,500
- Professional Collection Co., Ltd.	-	-	1,125	-
Sharing expense income				
- ACAP Consulting Co., Ltd.	-	-	5	11
- Star Asset management Ltd.	-	-	1	1
Interest income				
- ACAP Asset Management Co., Ltd.	-	-	319	-
- Star Asset Management Ltd.	-	-	1,560	250
- ACAP Consulting Co., Ltd.	-	-	6	29
- Global Service Center Co., Ltd.	-	-	-	20
- ACAP Corporate service Co., Ltd.	-	-	8	-
Total other income	-	-	6,399	5,111

ii) Expenses

	Consolidated		Company	
	Unaudited 2010 Baht'000	Unaudited 2009 Baht'000	Unaudited 2010 Baht'000	Unaudited 2009 Baht'000
For the three-month period ended 31 March				
Cost of service				
Professional fee				
- ACAP Consulting Co., Ltd.	-	-	520	540
Total cost of service	-	-	520	540
Administrative expenses				
Rental and maintenance equipment				
- Global Service Center Co., Ltd.	-	-	1,800	3,096
Bank charge				
- Standard Bank Asia Ltd.	-	160	-	-
Total administrative expenses	-	160	1,800	3,096

ACAP Advisory Public Company Limited
Condensed Notes to the Interim Consolidated and Company Financial Statements (Unaudited)
For the three-month period ended 31 March 2010 and 2009

13 Related party transactions (Cont'd)

iii) Interest expense

	Consolidated		Company	
	Unaudited	Unaudited	Unaudited	Unaudited
	2010	2009	2010	2009
	Baht'000	Baht'000	Baht'000	Baht'000
For the three-month period ended 31 March				
- Standard Bank Plc.	78,781	13,045	-	-
- Standard Bank Asia Ltd.	-	1,319	-	-
- Capital OK Co., Ltd.	-	-	10,974	-
	<u>78,781</u>	<u>14,364</u>	<u>10,974</u>	<u>-</u>

iv) Outstanding balances arising from sales/purchases of services

	Consolidated		Company	
	Unaudited	Audited	Unaudited	Audited
	31 March	31 December	31 March	31 December
	2010	2009	2010	2009
	Baht'000	Baht'000	Baht'000	Baht'000
Accounts receivable - related companies				
- ACAP Asset Management Co., Ltd.	-	-	1,142	1,734
- Star Asset Management Ltd.	-	-	998	3,642
- ACAP Corporate Services Co., Ltd.	-	-	8,000	8,000
- Inter Capital Alliance Asset Management Co., Ltd.	18,453	4,282	16,075	2,551
- Capital OK Co., Ltd.	-	-	2,250	1,500
- Global Service Center Co., Ltd.	-	-	5,025	3,900
- Professional Collection Co., Ltd.	-	-	1,125	-
	<u>18,453</u>	<u>4,282</u>	<u>34,615</u>	<u>21,327</u>
Amount due from related companies				
- ACAP Asset Management Co., Ltd.	-	-	1,462	1,041
- Star Asset Management Ltd.	-	-	1,941	1,017
- ACAP Corporate Services Co., Ltd.	-	-	750	762
- ACAP Consulting Co., Ltd.	-	-	2	-
- ACAP (Malaysia) Sdn. Bhd.	-	-	301	82
- Inter Capital Alliance Asset Management Co., Ltd.	10,991	3,047	10,991	3,046
- Standard Bank Plc.	3,823	18,945	-	-
	<u>14,814</u>	<u>21,992</u>	<u>15,447</u>	<u>5,948</u>
Amount due to related companies				
- Standard Bank Plc.	77,252	13,593	-	-
- ORIX Corporation Co., Ltd.	-	-	-	1,152
- Global Service Center Co. Ltd.	-	-	1,800	4,273
- Professional Collection Co., Ltd.	-	-	30	64
- Star Asset Management Ltd.	-	-	834	945
- Inter Capital Alliance Asset Management Co., Ltd.	-	476	-	476
- Capital OK Co., Ltd.	-	-	11,781	-
- ACAP Asset Management Co., Ltd.	-	-	155	-
	<u>77,252</u>	<u>14,069</u>	<u>14,600</u>	<u>6,910</u>

ACAP Advisory Public Company Limited
Condensed Notes to the Interim Consolidated and Company Financial Statements (Unaudited)
For the three-month period ended 31 March 2010 and 2009

13 Related party transactions (Cont'd)

v) Loans to related parties

For the three-month period ended 31 March 2010, the Company has loan to subsidiaries as follows:

	Company			
	Short-term loans			
	Opening balance Baht'000	Addition during the period Baht'000	Repayment during the period Baht'000	Ending balance Baht'000
ACAP Consulting Co., Ltd.	1,800	-	(500)	1,300
ACAP Corporate Services Co., Ltd.	3,000	2,500	-	5,500
Total	4,800	2,500	(500)	6,800

	Company			
	Long-term loans			
	Opening balance Baht'000	Addition during the period Baht'000	Repayment during the period Baht'000	Ending balance Baht'000
<u>Current portion of long-term loans</u>				
ACAP Asset Management Co., Ltd.	46,333	-	(643)	45,690
<u>Long-term loans</u>				
Star Asset Management Ltd.	41,484	-	(2,827)	38,657

Due to the Company jointly lent loans to subsidiary for purchasing investment in non-performing assets with other borrowers, which are related companies or financial institution, the criteria of loan repayment, interest and incentive fee calculation were carried out at variable rate of return.

vi) Loans from related parties

During the three-month period ended 31 March 2010, the Company has loan from related parties as follows:

	Consolidated			
	Opening balance Baht'000	Additions during the period Baht'000	Repayment during the period Baht'000	Ending balance Baht'000
<u>Long-term loans</u>				
Standard Bank Plc.	1,778,709	-	(54,173)	1,724,536

	Company			
	Opening balance Baht'000	Additions during the period Baht'000	Repayment during the period Baht'000	Ending balance Baht'000
<u>Counterparty</u>				
Capital OK Co., Ltd.	760,000	-	-	760,000

14 Commitments and contingencies

For the three-month period ended 31 March 2010, there were no significant changes in commitments and contingent liabilities, including other contracts from the year ended 31 December 2009 except for foreign currency forward contracts which the movements in the foreign currency forward contracts can be analysed as follows:

	Notional amount	
	Foreign currency USD Million	Million Baht
For the three-month period ended 31 March 2010 (Unaudited)		
Beginning net book balance	23.6	790
Addition during the period	1.2	38.9
Settlement during the period	(10.5)	(350)
Closing net book balance	<u>14.3</u>	<u>478.9</u>