

ACAP ADVISORY PUBLIC COMPANY LIMITED

CONSOLIDATED AND COMPANY FINANCIAL STATEMENTS

31 DECEMBER 2014

AUDITOR'S REPORT

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

I have audited the accompanying consolidated and company financial statements of ACAP Advisory Public Company Limited and its subsidiaries and of ACAP Advisory Public Company Limited, which comprise the consolidated and company statements of financial position as at 31 December 2014, and the related consolidated and company statements of comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and a summary of significant accounting policies and other notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Thai 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.

Auditor's Responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with Thai Standards on Auditing. Those standards require that I 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 control 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 control. 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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

In my opinion, the consolidated and company financial statements referred to above present fairly, in all material respects, the consolidated and company financial position of ACAP Advisory Public Company Limited and its subsidiaries and of ACAP Advisory Public Company Limited as at 31 December 2014, and its consolidated and company results of operations and its cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Paiboon Tunkoon
Certified Public Accountant (Thailand) No. 4298
PricewaterhouseCoopers ABAS Ltd.

Bangkok
26 February 2015

ACAP Advisory Public Company Limited
 Statements of Financial Position
 As at 31 December 2014

	Notes	Consolidated		Company	
		2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Assets					
Current assets					
Cash and cash equivalents	7	565,164	479,381	187,723	193,190
Short-term investments	8	-	142,498	-	-
Accounts receivable, net	9	15,386	13,369	-	-
Amounts due from related companies	27 iv)	-	-	312	8,885
Short-term loans to related companies, net	27 v)	-	-	-	3,000
Short-term loans to other companies, net	10	100,000	84,393	100,000	-
Other current assets	12	13,596	12,955	3,879	2,641
Total current assets		694,146	732,596	291,914	207,716
Non-current assets					
Long-term loan to related companies, net	27 v)	-	-	-	-
Investment in subsidiary companies, net	11	-	-	545,553	517,637
Leasehold improvements and equipment, net	14	31,819	38,930	18,670	25,734
Intangible assets, net	15	4,107	3,973	1,833	2,203
Other non-current assets	13	13,633	16,285	3,900	4,197
Total non-current assets		49,559	59,188	569,956	549,771
Total assets		743,705	791,784	861,870	757,487

Director _____ Director _____

Date _____

The notes on pages 11 to 47 are an integral part of these financial statements.

ACAP Advisory Public Company Limited
Statements of Financial Position (Cont'd)
As at 31 December 2014

	Notes	Consolidated		Company	
		2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Liabilities and shareholders' equity					
Current liabilities					
Amounts due to related companies	27 iv)	-	-	466	41
Short-term borrowing from related company	27 vi)	-	-	200,000	-
Current portion of financial lease liabilities	18	1,835	4,705	1,097	4,002
Other current liabilities	17	20,339	23,108	1,573	1,092
Total current liabilities		22,174	27,813	203,136	5,135
Non-current liabilities					
Financial lease liabilities, net	18	1,371	3,330	1,100	2,321
Long term borrowings from financial institution		-	3,236	-	-
Deferred tax liabilities	16	-	158	-	-
Employee benefits obligations	19	14,685	12,874	7,472	7,259
Other liabilities		8,811	10,700	1,310	1,310
Total non-current liabilities		24,867	30,298	9,882	10,890
Total liabilities		47,041	58,111	213,018	16,025
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
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
Retained earnings					
Appropriated - Legal reserve	20	12,500	12,500	12,500	12,500
Unappropriated		223,948	266,924	173,610	266,220
Other components of equity		(2,502)	(2,146)	-	-
Equity attributable to owners of the parent		696,688	740,020	648,852	741,462
Non-controlling interests		(24)	(6,347)	-	-
Total shareholders' equity		696,664	733,673	648,852	741,462
Total liabilities and shareholders' equity		743,705	791,784	861,870	757,487

The notes on pages 11 to 47 are an integral part of these financial statements.

ACAP Advisory Public Company Limited
Statements of Comprehensive Income
For the year ended 31 December 2014

	Notes	Consolidated		Company	
		2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Revenues					
Service income		89,679	104,239	-	3,832
Dividend income	27 i)	-	-	-	795,720
Other income	21, 27 i)	77,555	37,855	53,507	21,830
Total revenues		167,234	142,094	53,507	821,382
Expenses					
Cost of services and asset management	27 ii)	81,140	106,636	567	7,025
Administrative expenses	22, 27 ii)	110,523	119,961	125,223	89,226
Management remunerations	22, 29	16,951	20,484	16,851	20,444
Reversal of allowance for impairment on investment in subsidiary		-	-	-	(97,145)
Total expenses		208,614	247,081	142,641	19,550
(Loss) profit before financial costs and income tax					
		(41,380)	(104,987)	(89,134)	801,832
Financial costs	27 iii)	316	1,186	3,476	14,203
(Loss) profit before income tax					
		(41,696)	(106,173)	(92,610)	787,629
Income tax	23	441	4,206	-	-
Net (loss) profit for the year					
		(42,137)	(110,379)	(92,610)	787,629
Other comprehensive (expense) income					
Exchange differences on translating financial statement		(281)	620	-	-
Total comprehensive (expense) income		(42,418)	(109,759)	(92,610)	787,629
(Loss) profit attributable to:					
Shareholders of the parent		(42,977)	(107,586)	(92,610)	787,629
Non-controlling interests		840	(2,793)	-	-
		(42,137)	(110,379)	(92,610)	787,629
Total comprehensive (expense) income attributable to:					
Shareholders of the parent		(43,332)	(107,248)	(92,610)	787,629
Non-controlling interests		914	(2,511)	-	-
		(42,418)	(109,759)	(92,610)	787,629
(Loss) earnings per share (expressed in Baht per share)					
Basic (loss) earnings per share	24	(0.34)	(0.88)	(0.74)	6.30

The notes on pages 11 to 47 are an integral part of these financial statements.

ACAP Advisory Public Company Limited
 Statements of Changes in Shareholders' Equity
 For the year ended 31 December 2014

		Consolidated							
		Equity attributable to shareholders of the parent					Other component of equity		Total
		Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Retained earnings		Currency translation differences from subsidiary in overseas Baht'000	Total shareholders of the parent Baht'000	Non-controlling interests Baht'000	Total shareholders' equity Baht'000
Notes				Appropriated - Legal reserve Baht'000	Unappropriated Baht'000				
	Opening balance as at 1 January 2013	125,000	337,742	12,500	497,855	(2,484)	970,613	(3,836)	966,777
	Impact from the adoption of TAS 12 Income taxes	2.19	-	-	1,655	-	1,655	-	1,655
	Opening balance after adjustment	125,000	337,742	12,500	499,510	(2,484)	972,268	(3,836)	968,432
	Total comprehensive (expenses) income	-	-	-	(107,586)	338	(107,248)	(2,511)	(109,759)
	Dividend payment	26	-	-	(125,000)	-	(125,000)	-	(125,000)
	Ending balance as at 31 December 2013	<u>125,000</u>	<u>337,742</u>	<u>12,500</u>	<u>266,924</u>	<u>(2,146)</u>	<u>740,020</u>	<u>(6,347)</u>	<u>733,673</u>

		Consolidated							
		Equity attributable to shareholders of the parent					Other component of equity		Total
		Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Retained earnings		Currency translation differences from subsidiary in overseas Baht'000	Total shareholders of the parent Baht'000	Non-controlling interests Baht'000	Total shareholders' equity Baht'000
Note				Appropriated - Legal reserve Baht'000	Unappropriated Baht'000				
	Opening balance as at 1 January 2014	125,000	337,742	12,500	266,924	(2,146)	740,020	(6,347)	733,673
	Total comprehensive (expenses) income	-	-	-	(42,977)	(355)	(43,332)	914	(42,418)
	Adjustment of non-controlling interests	11	-	-	-	-	-	5,409	5,409
	Ending balance as at 31 December 2014	<u>125,000</u>	<u>337,742</u>	<u>12,500</u>	<u>223,947</u>	<u>(2,501)</u>	<u>696,688</u>	<u>(24)</u>	<u>696,664</u>

The notes on pages 11 to 47 are an integral part of these financial statements.

ACAP Advisory Public Company Limited
 Statements of Changes in Shareholders' Equity (Cont'd)
 For the year ended 31 December 2014

	Company				
	Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Retained earnings (deficits)		Total shareholders' equity Baht'000
			Appropriated - Legal reserve Baht'000	Unappropriated Baht'000	
Note					
Opening balance as at 1 January 2013	125,000	337,742	12,500	(396,409)	78,833
Total comprehensive income	-	-	-	787,629	787,629
Dividend payment	-	-	-	(125,000)	(125,000)
	26				
Closing balance as at 31 December 2013	<u>125,000</u>	<u>337,742</u>	<u>12,500</u>	<u>266,220</u>	<u>741,462</u>

	Company				
	Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Retained earnings (deficits)		Total shareholders' equity Baht'000
			Appropriated - Legal reserve Baht'000	Unappropriated Baht'000	
Opening balance as at 1 January 2014	125,000	337,742	12,500	266,220	741,462
Total comprehensive expenses	-	-	-	(92,610)	(92,610)
Closing balance as at 31 December 2014	<u>125,000</u>	<u>337,742</u>	<u>12,500</u>	<u>173,610</u>	<u>648,852</u>

The notes on pages 11 to 47 are an integral part of these financial statements.

ACAP Advisory Public Company Limited
Statements of Cash Flows
For the year ended 31 December 2014

	Notes	Consolidated		Company	
		2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Cash flows from operating activities					
(Loss) profit before income tax		(41,696)	(106,173)	(92,610)	787,629
Adjustments for:					
Depreciation and amortisation	14,15	10,458	13,648	6,042	7,642
Interest income		(21,741)	(23,686)	(11,354)	(8,324)
Interest expense		-	-	3,227	13,756
Interest expense from finance leases		316	548	248	447
Dividend income	27 i)	-	-	-	(795,720)
Loss on impairment/written off withholding tax assets		3,313	4,900	161	785
Impairment loss from investments in subsidiaries (reversal)		-	-	35,427	(97,145)
Unrealised loss on investment in fair value		-	1,489	-	-
Loss on impairment of loans (reversal)		-	(9,800)	43,800	31,613
Loss on loan forgiveness		-	13,726	-	13,726
Gain on forgiveness of borrowings from financial institution		(2,310)	-	-	-
Gain from sale of investment	21	(41,325)	(2,278)	(39,504)	-
Gain from sale of subsidiary	21	-	(129)	-	(9,000)
Loss(gain) on disposal/impairment/write-off assets		3,921	(1,196)	420	(1,016)
Realised gain on foreign currencies translation		(116)	(1,833)	(113)	(2,963)
Unrealised (gain) loss on foreign exchange translation		(366)	622	-	-
Employee benefits obligations	19	5,992	3,393	3,892	1,331
Loss on reversal of assets, liabilities and non-controlling interests		4,550	-	-	-
Bad debt and allowance for doubtful accounts		1,220	-	-	-
Reversal on provision on dismantling cost		-	(1,602)	-	(1,602)
Loss from operating activities before changes in operating assets and liabilities		(77,784)	(108,371)	(50,364)	(58,841)
(Increase) decrease in operating assets					
Accounts receivable		(3,476)	19,587	-	20,416
Amounts due from related companies		-	-	(100)	(50)
Other receivables		-	-	(1)	-
Other current assets		(929)	(9)	(66)	679
Other non-current assets		347	613	297	118
Increase (decrease) in operating liabilities					
Amounts due to related companies		-	-	-	(15)
Other current liabilities		(5,364)	(4,132)	(3,678)	(1,490)
Other non-current liabilities		(4,183)	(73)	481	-
Cash used in operation before interest and income tax received (paid)		(91,389)	(92,385)	(53,431)	(39,183)
Interest income received		22,278	18,483	10,186	2,582
Interest expense paid excluding finance leases		-	-	(2,803)	(121,345)
Income tax paid		(4,916)	(4,900)	(161)	(785)
Net cash used in operating activities		(74,027)	(78,802)	(46,209)	(158,731)

The notes on pages 11 to 47 are an integral part of these financial statements.

ACAP Advisory Public Company Limited
Statements of Cash Flows (Cont'd)
For the year ended 31 December 2014

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
Cash flows from investing activities				
Purchase of short-term investment	(119,589)	(4,500)	(93,107)	-
Short-term loans made to related companies	-	-	-	(20,500)
Short-term loans made to other company	(230,000)	(65,000)	(200,000)	-
Long-term loans made to related companies	-	-	(43,800)	(9,800)
Cash paid for increase of issuing share of subsidiaries	-	-	-	(4,000)
Cash paid for purchasing shares of subsidiaries	-	-	(66,602)	-
Purchase of leasehold improvements, equipment and intangible assets	(4,508)	(7,184)	(61)	(1,242)
Proceeds from disposal of short-term investment	303,412	5,000	132,611	-
Proceeds from disposal of investment in subsidiary	-	2,584	-	9,000
Cash received from share capital reduction of investment in subsidiary	-	-	3,259	412,500
Proceeds from short-term loan to other companies	214,393	10,664	100,000	-
Loan repayments received from short-term loans to related companies	-	-	3,000	14,400
Loan repayments received from long-term loans to other company	-	-	-	6,057
Proceeds from disposal of leasehold improvement, equipment and intangible assets	1,133	4,762	1,033	3,419
Dividend received from investment in subsidiaries	-	-	8,670	787,050
Net cash provided by (used in) investing activities	164,841	(53,674)	(154,997)	1,196,884

The notes on pages 11 to 47 are an integral part of these financial statements.

ACAP Advisory Public Company Limited
Statements of Cash Flows (Cont'd)
For the year ended 31 December 2014

	Note	Consolidated		Company	
		2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Cash flows from financing activities					
Payment on short-term borrowings from related companies		-	-	-	(913,588)
Payment on long-term borrowings from related companies		-	-	-	(760,000)
Proceeds from long-term borrowings from financial institutions		-	653	-	-
Proceeds from short-term borrowings from related companies		-	-	200,000	895,588
Dividend paid	26		(125,000)	-	(125,000)
Payment on liabilities under finance lease		(5,144)	(5,644)	(4,374)	(4,873)
Net cash (used in) provided by financing activities		(5,144)	(129,991)	195,626	(907,873)
Net increase (decrease) in cash and cash equivalents					
Cash and cash equivalents at beginning of the year		479,381	740,015	193,190	61,077
Exchange gain on cash		113	1,833	113	1,833
Cash and cash equivalents at end of the year		565,164	479,381	187,723	193,190
Non-cash transactions					
Purchase of equipment under finance lease		-	2,164	-	2,164
Purchase of leasehold improvements		1,224	-	-	-
Reversal of dismantling cost		-	61	-	-
Provision on dismantling cost		972	-	-	-
Reclassification of long-term investment to short-term investment		-	30,000	-	-
Reclassification of non-current asset to current asset		372	1,500	-	1,500
Reclassification of non-current liability to current liability		925	-	-	-
Dividend receivable		-	-	-	8,670

The notes on pages 11 to 47 are an integral part of these 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:

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

The Company is listed on 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 Company are financial advisory, non-performing assets management and consumer lendings.

The Consolidated and company financial statements were authorised for issue by the Board of Directors on 26 February 2015.

2 Accounting policies

The principal accounting policies adopted in preparation of these consolidation and company financial statements are set out below.

2.1 Basis of preparation

The consolidated and the company financial statements have been prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543, being those Thai Accounting Standards (“TAS”) issued under the Accounting Profession Act B.E. 2547, and the financial reporting requirements of the Securities and Exchange Commission under the Securities and Exchange Act B.E. 2535.

The consolidated and the company financial statements have been prepared under the historical cost convention except certain transactions which are presented at fair value as disclosed in the accounting policies below.

The preparation of financial statements in conformity with Thai generally accepted accounting principles requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 4 to the financial statements.

An English version of the consolidated and the company financial statements has been prepared from the consolidated and the company financial statements that are in Thai language. In the event of conflicts or differences in interpretation between the two languages, the Thai language consolidated and the company financial statements shall prevail.

2 Accounting policies (Cont'd)

2.2 New financial reporting standards and revised financial reporting standards

2.2.1 Revised accounting standards which are effective on 1 January 2014.

TAS 1 (Revised 2012)	Presentation of Financial Statements
TAS 7 (Revised 2012)	Statement of Cash Flows
TAS 12 (Revised 2012)	Income Taxes
TAS 17 (Revised 2012)	Leases
TAS 18 (Revised 2012)	Revenue
TAS 19 (Revised 2012)	Employee Benefits
TAS 21 (Revised 2012)	The Effects of Changes in Foreign Exchange Rates
TAS 24 (Revised 2012)	Related Party Disclosures
TAS 28 (Revised 2012)	Investments in Associates
TAS 31 (Revised 2012)	Interest in Joint Ventures
TAS 34 (Revised 2012)	Interim Financial Reporting
TAS 36 (Revised 2012)	Impairment of assets
TAS 38 (Revised 2012)	Intangible Assets
TFRS 2 (Revised 2012)	Share-based Payment
TFRS 3 (Revised 2012)	Business Combinations
TFRS 5 (Revised 2012)	Non-current Assets Held for Sale and Discontinued Operations
TFRS 8 (Revised 2012)	Operating Segments
TFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities
TFRIC 4	Determining Whether an Arrangement Contains a Lease
TFRIC 5	Rights to Interests Arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
TFRIC 7	Applying the Restatement Approach under IAS 29 Financial Reporting in Hyperinflationary Economies
TFRIC 10	Interim Financial Reporting and Impairment
TFRIC 12	Service Concession Arrangements
TFRIC 13	Customer Loyalty Programmes
TFRIC 17	Distributions of Non-cash Assets to Owners
TFRIC 18	Transfers of Assets from Customers
TSIC 15	Operating Leases - Incentives
TSIC 27	Evaluating the Substance of Transactions in the Legal Form of a Lease
TSIC 29	Service Concession Arrangements: Disclosure
TSIC 32	Intangible Assets - Web Site Costs

Management evaluates that revised financial reporting standards, and related interpretations have no significant impact to the Consolidated and Company Financial Statements.

2 Accounting policies (Cont'd)

2.2 New financial reporting standards and revised financial reporting standards (Cont'd)

2.2.2 New financial reporting standards, and revised accounting standards, revised financial reporting standards which are effective on 1 January 2015. These standards are relevant to the Group and are not early adopted:

a) Financial reporting standards, which are expected to have a significant impact to the Group:

TAS 1 (revised 2014)	Presentation of financial statements
TAS 16 (revised 2014)	Property, plant and equipment
TAS 19 (revised 2014)	Employee benefits
TAS 27 (revised 2014)	Separate financial statements
TAS 28 (revised 2014)	Investments in associates and joint ventures
TAS 34 (revised 2014)	Interim financial reporting
TFRS 10	Consolidated financial statements
TFRS 11	Joint arrangements
TFRS 12	Disclosure of interest in other entities
TFRS 13	Fair value measurement
TFRIC 14 (revised 2014)	TAS 19 - The limit on a defined benefit asset, minimum funding requirements and their interaction
TFRIC 20	Stripping costs in the production phase of a surface mine

Management evaluates that the revised accounting standards, revised financial reporting standards, and related interpretations have no significant impact to the Consolidated and Company Financial Statements except for TAS 19 (revised 2014). The key change is actuarial gains and losses which are renamed 'remeasurements' and will be recognised immediately in 'other comprehensive income' (OCI). Actuarial gains and losses will no longer be deferred using the corridor approach or recognised in profit or loss. And TFRS 13 which aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across TFRSs. The management is currently assessing the impact of applying these standards.

b) Financial reporting standards with minor changes and do not have significant impact to the Group are as follows:

TAS 2 (revised 2014)	Inventories
TAS 7 (revised 2014)	Cash flow statements
TAS 8 (revised 2014)	Accounting policies, changes in accounting estimates and errors
TAS 10 (revised 2014)	Events after the reporting period
TAS 11 (revised 2014)	Construction contract
TAS 12 (revised 2014)	Income taxes
TAS 17 (revised 2014)	Leases
TAS 18 (revised 2014)	Revenue
TAS 20 (revised 2014)	Accounting for government grants & disclosure of government assistance
TAS 21 (revised 2014)	The effects of changes in foreign exchange rates
TAS 23 (revised 2014)	Borrowing costs
TAS 24 (revised 2014)	Related party disclosures
TAS 26 (revised 2014)	Accounting and reporting by retirement benefit plans
TAS 29 (revised 2014)	Financial reporting in hyperinflationary economies
TAS 33 (revised 2014)	Earnings per share
TAS 36 (revised 2014)	Impairment of assets
TAS 37 (revised 2014)	Provisions, contingent liabilities and contingent assets
TAS 38 (revised 2014)	Intangible assets
TAS 40 (revised 2014)	Investment property

2 Accounting policies (Cont'd)

2.2 New financial reporting standards and revised financial reporting standards (Cont'd)

2.2.2 New financial reporting standards, and revised accounting standards, revised financial reporting standards are effective on 1 January 2015. These standards are relevant to the Group and are not early adopted: (Cont'd)

b) Financial reporting standards with minor changes and do not have significant impact to the Group are as follows:

TFRS 2 (revised 2014)	Share-based payments
TFRS 3 (revised 2014)	Business combinations
TFRS 5 (revised 2014)	Non-current asset held for sale and discontinued operations
TFRS 6 (revised 2014)	Exploration for and evaluation of mineral resources
TFRS 8 (revised 2014)	Operating segments
TSIC 10 (revised 2014)	Government assistance - No specific relation to operating activities
TSIC 15 (revised 2014)	Operating leases - Incentives
TSIC 25 (revised 2014)	Income taxes - changes in the tax status of an entity or its shareholders
TSIC 27 (revised 2014)	Evaluating the substance of transactions involving the legal form of a lease
TSIC 29 (revised 2014)	Service concession arrangements: Disclosures
TSIC 31 (revised 2014)	Revenue - barter transactions involving advertising services
TSIC 32 (revised 2014)	Intangible assets - Web site costs
TFRIC 1 (revised 2014)	Changes in existing decommissioning, restoration and similar liabilities
TFRIC 4 (revised 2014)	Determining whether an arrangement contains a lease
TFRIC 5 (revised 2014)	Rights to interests arising from decommissioning, restoration and environmental rehabilitation funds
TFRIC 7 (revised 2014)	Applying the restatement approach under IAS29 Financial reporting in hyperinflationary economies
TFRIC 10 (revised 2014)	Interim financial reporting and impairment
TFRIC 12 (revised 2014)	Service concession arrangements
TFRIC 13 (revised 2014)	Customer loyalty programmes
TFRIC 15 (revised 2014)	Agreements for the construction of real estate
TFRIC 17 (revised 2014)	Distributions of non-cash assets to owners
TFRIC 18 (revised 2014)	Transfers of assets from customers

Management evaluated that the revised accounting standards, revised financial reporting standards, and related interpretations have no significant impact to the Consolidated and Company Financial Statements except for TFRS 8 (revised 2014) Operating segments. The management is currently assessing the impact of applying this standard.

c) New financial reporting standard which is effective on 1 January 2016

TFRS 4	Insurance Contracts
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TFRS 4 applies to all insurance contracts (including reinsurance contracts) that an entity issues and to reinsurance contracts that it holds. TFRS 4 is not relevant to the Group's operations.

2 Accounting policies (Cont'd)

2.3 Group Accounting - Investment in subsidiaries

Subsidiaries are all entities over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. Subsidiaries are consolidated from the date on which control is transferred to the Group and are no longer consolidated from the date that control ceases.

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

The excess of the cost of acquisition over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill.

If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognised directly in the statement of comprehensive income.

Intercompany transactions, balances and unrealised gains (losses) on transactions between group companies are eliminated; unrealised losses are also eliminated unless cost cannot be recovered. Where necessary, accounting policies of subsidiaries have been changed to ensure consistency with the policies adopted by the Group, respectively.

A test of impairment is carried out when there is a factor indicating that an investment might be impaired. If the carrying amount of the investment is higher than its recoverable amount, impairment loss is charged to the statements of comprehensive income.

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

A list of the Group's subsidiaries is set out in Note 11 to the financial statements.

2.4 Foreign currency translation

a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Consolidated financial statements are presented in Thai Baht, which is the company's functional and the Group's presentation currency.

b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss.

When a gain or loss on a non-monetary item is recognised in other comprehensive income, any exchange component of that gain or loss is recognised in other comprehensive income. Conversely, when a gain or loss on a non-monetary item is recognised in profit and loss, any exchange component of that gain or loss is recognised in profit and loss.

2 Accounting policies (Cont'd)

2.4 Foreign currency translation

c) Group companies

The results and financial position of all the group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- Income and expenses for each statement of comprehensive income are translated at average exchange rates; and
- All resulting exchange differences are recognised as a separate component of equity.

2.5 Cash and cash equivalents

In the Consolidated and Company's statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with banks, other short-term highly liquid investments with maturities of three months or less and bank overdrafts.

2.6 Investment in securities

Investment in securities is classified as (1) trading investments and (2) held-to-maturity investments which the classification is dependent on the purpose for which the investment was acquired. Management determines the appropriate classification of its investment at the time of the purchase and re-evaluates such designation on a regular basis.

1. Investments that are acquired principally for the purpose of generating a profit from short-term fluctuations in price are classified as trading investments and included in current assets.
2. Investments with fixed maturity that the management has the intent and ability to hold to maturity are classified as held-to-maturity and are included in non-current assets, except for maturities within 12 months from the statement of financial position date which are classified as current assets.

All categories of investment are initially recognised at cost, which is equal to the fair value of consideration paid plus transaction cost.

Trading investments are subsequently measured at fair value. The fair value of investments is based on last quoted bid price at the close of business on the statement of financial position date by reference to the Stock Exchange of Thailand. The unrealised gains and losses of trading investments are recognised in statement of comprehensive income.

Held-to-maturity investments are carried at amortised cost using the effective yield method less impairment loss.

A test for impairment is carried out when there is a factor indicating that an investment might be impaired. If the carrying value of the investment is higher than its recoverable amount, impairment loss is charged to the statement of comprehensive income.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of comprehensive income. When disposing of part of the Company's holding of a particular investment, the carrying amount of the disposed part is determined by the weight average carrying amount of the total holding of the investment.

2 Accounting policies (Cont'd)

2.7 Accounts receivable

Accounts receivable are carried at original invoice amount and subsequent measure at the remaining amount less allowance for doubtful receivables based on a review of all outstanding amounts at the year end. The amount of the allowance is the difference between the carrying amount of the receivable and the amount expected to be collectible. Bad debts are written off during the year in which they are identified and recognised in profit or loss within administrative expenses.

2.8 Inventories

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

2.9 Investment in non-performing assets and allowance for impairment of investment

Investment in non-performing assets purchased from financial institutions is stated at acquisition cost net of allowance for impairment. Loss on impairment of such investment is recognised in statement of comprehensive income. In case of investment in non-performing assets which was entered into debt restructuring agreement, the subsidiaries will transfer such investment to be loans to non-performing assets. The subsidiaries consider allowance for impairment of investment on the same basis of loans to non-performing asset as prescribed by the Bank of Thailand.

2.10 Loans to non-performing assets and allowance for doubtful accounts

Loans to non-performing assets are non-performing assets transferred from investment in non-performing assets of those who enter into debt restructuring or changes of the conditions or re-agreements in debt repayment with the subsidiaries. Loans to non-performing assets are stated at fair value as at the transferred date net of allowance for doubtful accounts. Allowance for doubtful accounts of loans to non-performing assets are recognised in statement of comprehensive income.

The subsidiaries consider allowance for doubtful accounts of loans to non-performing assets in accordance with the notifications of the Bank of Thailand ("BOT") which are applicable for the asset management companies. The subsidiaries have classified loans to non-performing assets and allowance for doubtful accounts in accordance with the guidelines of the BOT in relation to the classification of loans, provision rates and the valuation of collaterals based on the outstanding period and realisable value of cash flows from disposal of collaterals. In case of loans to unsecured non-performing assets, the subsidiaries will provide for the allowance for doubtful accounts based on expected cash flows to be received from the debtors under the restructuring plan or rehabilitation plan. If the debtors could not comply with the plan, the allowance for doubtful accounts will be provided for using the BOT's criteria.

2 Accounting policies (Cont'd)

2.11 Loans to consumers and interest receivable and allowance for doubtful accounts

Loans and accrued interest receivables are carried at anticipated realisable value.

Bad debts are written off during the year in which they are identified and recognised in the statement of comprehensive income within administrative expense.

Concentrations of credit risk with respect to receivables are limited due to the subsidiary's large number of customers, who are dispersed. Due to these factors, management believes that no additional credit risk beyond the amounts provided for collection losses.

The subsidiary provides allowance for doubtful accounts between 7% to 100% and writes off when the payment is in default more than 180 days. The allowance for doubtful is based on the historical loss rate of each loan category.

The above allowance for doubtful accounts policy does not conform with the accounting guideline jointly issued by the Securities and Exchange Commission and the Federation of Accounting Professions relating to allowance for doubtful accounts for consumer finance business. The guideline requires a full allowance for doubtful accounts based on those account receivables which are overdue more than 3 periods. However, the accounting guideline allows the subsidiaries to provide the allowance for doubtful accounts based on its historical information.

2.12 Leasehold improvements and equipment

Leasehold improvements and equipment are stated at historical cost less accumulated depreciation. Depreciation is calculated on the straight-line basis to write off the cost of each asset, to its residual value over its estimated useful life as follows:

Leasehold improvements	5 years
Computers	3 - 10 years
Furniture and fixture	5 years
Office equipment	5 years
Vehicles	5 years

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

2.13 Intangible assets

Computer software

Expenditure on acquired licenses and cost of computer software are capitalised and amortised using the straight-line method over their useful lives generally 5 years or over the contract period. Intangible assets are not revalued. The carrying amount of each intangible asset is reviewed annually and adjusted for impairment where it is considered necessary.

Expenditure which enhances or extends the performance computer software programmes beyond their original specifications is recognised as a capital improvement and added into the original cost of the software.

2 Accounting policies (Cont'd)

2.13 Leasehold improvements and equipment (Cont'd)

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

The asset's carrying amount is written-down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount

Gains or losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'Other (losses)/gains - net' in profit or loss.

2.14 Impairment of assets

Leasehold improvements and equipment and other non-current assets that are not financial assets, including intangible assets are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount which is the higher of an asset's net selling price and value in use. For the purposes of assessing impairment, assets are grouped at the lowest level for which there is separately identifiable cash flows.

2.15 Leases - where a Group company is the lessee

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

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

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

2.16 Borrowings

Borrowings are recognised initially at the fair value of proceeds received, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost using the effective yield method.

2 Accounting policies (Cont'd)

2.17 Employee benefits

The Group has post-employment benefits for both defined contribution plans and defined benefit. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. A defined benefit plan is a pension plan that is not a defined contribution plan. Typically defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

- Defined benefit plans - Retirement benefits

Under Labour Laws applicable in Thailand and the Group's employment policy, all employees completing 120 days of service are entitled to severance pay on termination or retrenchment without cause or upon retirement age of 60. The severance pay will be at the rate according to number of years of service as stipulated in the Labor Law which is currently at a maximum rate of 300 days of final salary.

- Defined contribution plans - Provident fund

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

2.18 Provisions

Provisions for legal claims are recognised when: the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Restructuring provisions comprise lease termination penalties and employee termination payments. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

2 Accounting policies (Cont'd)

2.19 Current and deferred income taxes

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in the countries where the subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised, using the liability method, on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

The Group adopted TAS 12 - Income Taxes, which was effective for the periods beginning on or after 1 January 2013 by making retrospective adjustments. This adoption resulted the beginning consolidated retained earnings as at 2012 and 2013 increased by Baht 18.38 million and Baht 1.66 million, respectively. Furthermore, this adoption resulted the decrease in 2012 consolidated basic loss per share by Baht 0.13.

The effects of change in new accounting policy are as follows:

	Previously stated Baht'000	Adjustments Baht'000	Restated Baht'000
Consolidated statement of financial position as at 31 December 2012			
Deferred tax asset	-	1,813	1,813
Deferred tax liability	-	158	158
Consolidated statement of comprehensive income for the year ended 31 December 2012			
Income tax	2,707	16,729	19,436
Consolidated statement of changes in shareholders' equity as at 1 January 2012			
Retained earnings - Unappropriate	560,606	18,384	578,990
Consolidated statement of changes in shareholders' equity as at 1 January 2013			
Retained earnings - Unappropriate	497,855	1,655	499,510

2 Accounting policies (Cont'd)

2.20 Revenues and expenses recognition

Revenues from financial advisor and investment consultant

- Monthly fee is recognised based on the performance of services under related contract. The Company will cease revenue recognition when receivables are continuously delinquent on payments for more than 3 months.
- Service fee on condition of contract is recognised on success of each step of contract.
- Service fee on completion is recognised when the service is completely rendered.

Revenues from non-performing assets management

- Revenue from recovery operation expenses (Base Fee) is recognised monthly based on service performed.
- Revenue from cash collection sharing (Cash Collection Fee) is recognised based on percentage of cash collected in accordance with the terms in service agreement.

Interest and fee income is recognised on an accrual basis, except loan receivable which is uncollected over than three periods where interest is recognised on cash basis. The Group will recognise income on the accrual basis when the entire amount of principal and overdue interest has been paid. Interest income is recognised on a time proportion basis that takes into account the effective yield over the period to maturity and the outstanding amount of principals.

Dividend income is recognised when the right to receive payment is established.

Revenue from sales of goods is recognised when significant risks and rewards of ownership of the goods are transferred to the buyer. Revenue comprises the fair value of the consideration received or receivable for the sale of goods in the ordinary course of the Group's activities. Revenue is shown net of value-added tax, returns, rebates and discounts, and after eliminating sales within the Group.

Other incomes and expenses are recognised on accrual basis.

2.21 Dividends

Dividends are recorded in the company's financial statements in the period in which it is approved by the shareholders.

2.22 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as management that makes strategic decisions.

3 Financial risk management

3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: interest rate risk, credit risk and liquidity risk. The Group's overall risk management programme focuses on the fluctuation of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

Risk management is carried out by management by identifying, evaluating and hedging the overall financial risks.

3.2 Fair value estimation

The face values are assumed to approximate the fair values less any estimated credit adjustments for financial assets and liabilities with a maturity of less than one year. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate available to the Group for similar financial instruments.

4 Critical accounting estimates, assumptions and judgements

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

4.1 Impairment on loans to other companies

The Group considers an impairment of loans to other companies to reflect impairment of loans to other companies relating to estimated losses resulting from the inability to make required payments. The provision on impairment is significantly impacted by the difference of estimated future cash flows and book value of specific loans, such assessment being based on consideration of historical collection experience, follow up, instances of default, consideration of market trends and/or collateral value.

4.2 Leasehold improvements, equipment and intangible assets

Management determines the estimated useful lives and residual values for building improvements, equipment and intangible assets. Management will revise the depreciation charge where useful lives and residual values are different to previously estimated, or it will write off or write down technically obsolete assets or assets that have been abandoned or sold.

4.3 Employee benefits

The Group has committed to pay benefits to employees at retirement age. The present value of employee benefit liabilities recognised in the statement of financial position is determined on an actuarial basis using various assumptions. The assumptions used in determining the net period cost for employee benefits include the discount rate, the rate of salary inflation and employee turnover. Any changes in these assumptions will impact the net periodic cost recorded for employee benefits. On an annual basis the Group determines the appropriate discount rate, which represents the interest rate that should be used to determine the present value of future cash flows currently expected to be required to settle the employee benefits. In determining the appropriate discount rate, the Group considers the interest rates of government bonds denominated in the currency in which the benefits will be paid.

5 Capital risk management

The Company's objectives when managing capital are to safeguard the ability to continue as a going concern in order to provide returns for shareholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

6 Segment information

The Group divides its business into three business lines which consist of financial advisory and investment banking services, non-performing assets management and consumers finance services.

- Financial advisory and investment banking services - to provide financial advisory and investment banking services for debt restructuring, preparation and management of rehabilitation plan, fund raising, financial restructuring, seeking strategic alliance, purchase/sales and merger & acquisition while a subsidiary company engages into the business of being rehabilitation plan administrator under the Bankruptcy Act.
- Non-performing assets management - to provide non-performing assets management in terms of negotiation and collection of non-performing loans of financial institutions and various non-performing assets management organisations. The Group also provides litigation services for debt payment and management of disposal transferred assets for debt repayment or foreclosure of collaterals and trading of consumer product.
- Consumers finance Business - to provide consumers finance services to customers.

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6 Segment information (Cont'd)

	Consolidated				
	Advisory and investment banking Baht'000	Non- performing asset ("NPA") management Baht'000	Consumer finance Baht'000	Elimination Baht'000	Total Baht'000
For the year ended 31 December 2014					
Revenues					
Third party revenue	92,108	51,261	23,865	-	167,234
Inter-segment revenue	909	2,345	13,886	(17,140)	-
Total revenues	93,017	53,606	37,751	(17,140)	167,234
Operating results	(12,141)	(89,548)	(9,366)	69,675	(41,380)
Financial costs	(1,947)	(3,476)	-	5,107	(316)
(Loss) profit before tax	(14,088)	(93,024)	(9,366)	74,782	(41,696)
Income tax	-	(366)	(75)	-	(441)
(Loss) profit before non-controlling interests	(14,088)	(93,390)	(9,441)	74,782	(42,137)
Non-controlling interests	-	-	-	(839)	(839)
Net (loss) profit for the year	(14,088)	(93,390)	(9,441)	73,943	(42,976)
Segment assets	70,171	867,488	558,245	(752,199)	743,705
Segment liabilities	131,378	213,958	13,150	(311,445)	47,041
Capital expenditure	10,042	20,503	5,189	192	35,926
Depreciation and amortisation	3,258	6,043	2,113	(956)	10,458
Consolidated					
	Advisory and investment banking Baht'000	Non- performing asset ("NPA") management Baht'000	Consumer finance Baht'000	Elimination Baht'000	Total Baht'000
For the year ended 31 December 2013					
Revenues					
Third party revenue	83,075	32,052	26,967	-	142,094
Inter-segment revenue	2,104	808,455	24,569	(835,128)	-
Total revenues	85,179	840,507	51,536	(835,128)	142,094
Operating results	(27,584)	798,319	869,997	(1,745,719)	(104,987)
Financial costs	(1,543)	(14,844)	-	15,201	(1,186)
(Loss) profit before tax	(29,127)	783,475	869,997	(1,730,518)	(106,173)
Income tax	-	(2,272)	(1,934)	-	(4,206)
(Loss) profit before non-controlling interests	(29,127)	781,203	868,063	(1,730,518)	(110,379)
Non-controlling interests	-	-	-	2,793	2,793
Net (loss) profit for the year	(29,127)	781,203	868,063	(1,727,725)	(107,586)
Segment assets	40,042	763,635	510,591	(522,484)	791,784
Segment liabilities	91,171	17,182	17,852	(68,094)	58,111
Capital expenditure	8,505	27,937	7,208	(747)	42,903
Depreciation and amortisation	3,674	7,992	2,939	(957)	13,648

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7 Cash and cash equivalents

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
Cash on hand	220	109	20	6
Deposit held at call with banks	126,564	167,968	6,261	25,857
Fixed deposit less than 3 months	410,892	37,327	177,442	37,327
Short-term investment	27,991	273,977	4,000	130,000
Total cash, deposit with bank and short term investment	565,667	479,381	187,723	193,190
Less Deposit at banks which subject to restrictions	(503)	-	-	-
Cash and cash equivalents	565,164	479,381	187,723	193,190

The interest rate of deposit held at call with banks is 0.67% per annum (2013: 0.71% per annum). The interest rate of fixed deposit at banks with original maturity of 3 months is 2.35% per annum (2013: 3.15% per annum).

As at 31 December 2014, the Group has pledged deposit at bank totaling Baht 0.50 million as security against service agreement and rental agreement.

8 Short-term investments

	Consolidated		Company	
	2014	2013	2014	2013
	Cost/ book value Baht'000	Cost/ book value Baht'000	Cost/ book value Baht'000	Cost/ book value Baht'000
Trading investment - Equity securities	-	112,498	-	-
Held to maturity investment - Debt securities	-	30,000	-	-
Total	-	142,498	-	-

The movement in short-term investments can be analysed as follows:

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
Opening balance	142,498	112,209	-	-
Additions	119,589	4,500	93,107	-
Reclassification of long-term investment to short-term investment	-	30,000	-	-
Repayment/ disposal during the year	(303,412)	(5,000)	(132,611)	-
Gain on sales of short-term investment	41,325	2,278	39,504	-
Change in fair value	-	(1,489)	-	-
Ending balance	-	142,498	-	-

As at 31 December 2013, short-term investments in the Consolidated financial statements represented trading investments in equity security, and open fund with financial institutions, and a held-to-maturity investment which is debenture note issued by a commercial bank.

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9 Accounts receivables, net

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
Accrued income	11,283	6,589	-	-
Undue and up to 30 days	4,022	5,237	-	-
Overdue 30 days but not over 180 days	80	1,043	-	-
Overdue 180 days but not over 1 year	320	-	-	-
Overdue more than 1 year	15,157	16,256	11,646	11,646
Total	30,862	29,125	11,646	11,646
<u>Less</u> allowance for doubtful accounts	<u>(15,476)</u>	<u>(15,756)</u>	<u>(11,646)</u>	<u>(11,646)</u>
Net amount	15,386	13,369	-	-

10 Short-term loans to other companies, net

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
ACAP Advisory Public Company Limited				
Property Perfect Public Company Limited	100,000	-	100,000	-
Capital OK Company Limited				
Chiangrai Industrial 1111 Company Limited	-	19,393	-	-
Andaman Long Beach Resort Company Limited	-	50,000	-	-
ACAP Asset Management Company Limited	-	15,000	-	-
Total	100,000	84,393	100,000	-

The short-term loan to Property Perfect Public Company Limited amounting to Baht 100 million is due in February 2015. The interest rate is at 6.5% per annum and repayable at the maturity date. The short-term loan is unsecured.

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11 Investment in subsidiaries, net

List of subsidiaries is as follow:

Company's name	Country of establishment	Type of business	Nature of relationship	Percentage of investment	
				2014	2013
Subsidiaries					
ACAP Corporate Services Co., Ltd.	Thailand	Financial advisory	Shareholder	99.99	99.99
Global Service Center Co., Ltd.	Thailand	Asset rental service	Shareholder	99.99	99.99
ACAP Consulting Co., Ltd.	Thailand	Legal advisory and trading consumer product	Shareholder	99.99	99.99
ACAP (Malaysia) Sdn. Bhd.	Malaysia	Non-performing assets management	Shareholder	99.99	99.99
Capital OK Co., Ltd.	Thailand	Consumers Finance	Shareholder	99.99	99.99
Professional Collection Co., Ltd.	Thailand	Collection services	Shareholder	99.99	-
Aurum Capital Advisory Pte. Ltd.	Singapore	Investment Banking	Shareholder	63.97	63.97
Subsidiaries under Capital OK Co., Ltd.					
Professional Collection Co., Ltd.	Thailand	Collection services	Indirect	-	99.99
ACAP (Asia) Asset Management Co., Ltd.	Thailand	Non-performing assets management	Shareholder	2.40	2.40
			Indirect	97.60	97.60

The followings are details of investment in subsidiaries.

	2014						
	Company						
	Paid-up capital Baht'000	Cost method		Net Baht'000	Investment proportion		Dividend paid by subsidiaries Baht'000
Cost Baht'000		Allowance for impairment Baht'000	Amount at par Baht'000		Percentage of holding		
ACAP Corporate Services Co., Ltd.	31,000	31,000	(29,797)	1,203	31,000	99.99	-
Global Service Center Co., Ltd	10,000	10,000	(10,000)	-	10,000	99.99	-
ACAP Consulting Co., Ltd.	550	550	(550)	-	550	99.99	-
ACAP (Malaysia) Sdn. Bhd.	2,031	2,031	(1,591)	440	2,031	99.99	-
Capital OK Co., Ltd.	412,500	509,926	(29,218)	480,708	412,500	99.99	-
ACAP (Asia) Asset Management Co., Ltd.	25,000	600	-	600	25,000	2.40	-
Professional Collection Co., Ltd.	62,602	62,602	-	62,602	62,602	99.99	-
Aurum Capital Advisory Pte, Ltd.	14,274	10,892	(10,892)	-	14,274	63.97	-
		627,601	(82,048)	545,553	557,957		-

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11 Investment in subsidiaries, net (Cont'd)

	2013						Dividend paid by subsidiaries Baht'000
	Company						
	Paid-up capital Baht'000	Cost method		Net Baht'000	Investment proportion		
Cost Baht'000		Allowance for impairment Baht'000	Amount at par Baht'000		Percentage of holding		
ACAP Corporate Services Co., Ltd.	27,000	27,000	(25,179)	1,821	27,000	99.99	-
Global Service Center Co., Ltd	10,000	10,000	(10,000)	-	10,000	99.99	-
ACAP Consulting Co., Ltd.	550	550	(550)	-	550	99.99	-
ACAP (Malaysia) Sdn. Bhd.	5,290	5,290	-	5,290	5,290	99.99	8,670
Capital OK Co., Ltd.	412,500	509,926	-	509,926	412,500	99.99	787,050
ACAP (Asia) Asset Management Co., Ltd.	25,000	600	-	600	25,000	2.40	-
Aurum Capital Advisory Pte, Ltd.	14,274	10,892	(10,892)	-	14,274	63.97	-
		<u>564,258</u>	<u>(46,621)</u>	<u>517,637</u>	<u>494,614</u>		<u>795,720</u>

The movement in investment in subsidiaries are as follows:

	Company Baht'000
For the year ended 31 December 2014	
Beginning net book balance	517,637
Addition on investment in ACAP Corporate Services Co., Ltd.	4,000
Invest in Professional Collection Co., Ltd.	62,602
Receive investment in ACAP (Malaysia) Sdn. Bhd.	(3,259)
Additional allowance for impairment on investment in. ACAP Corporate Services Co., Ltd. during the year	(4,618)
Additional allowance for impairment on investment in. Capital OK Co., Ltd. during the year	(29,218)
Additional allowance for impairment on investment in. ACAP (Malaysia) Sdn. Bhd. during the year	(1,591)
Closing net book balance	<u>545,553</u>

In 2014, the Company's management had provided additional allowance for impairment of investment in ACAP Corporate Services Co., Ltd., Capital OK Co., Ltd. and ACAP (Malaysia) Sdn. Bhd. amounting to Baht 4.6 million, Baht 29.2 million and Baht 1.6 million, respectively.

On 4 April 2014, the Board of Directors Meeting of ACAP (Malaysia) Sdn. Bhd., a subsidiary, had a resolution to commence the liquidation process and to appoint a liquidator. Accordingly, the financial statements of the subsidiary included in these consolidated financial statements were prepared on a liquidation basis.

On 28 April 2014, the Executive Directors Committee Meeting No. 5/2557 had a resolution to approve the additional share increase of ACAP Corporate Services Co. Ltd., a subsidiary, for 400,000 shares at par value of Baht 10 each, totaling Baht 4 million.

11 Investment in subsidiaries, net (Cont'd)

On 6 November 2014, the Company received partial repayment from liquidation of ACAP (Malaysia) Sdn. Bhd., a subsidiary, amounting to Baht 3.3 million. Consequently, as at 31 December 2014, the outstanding balance of investment in ACAP (Malaysia) Sdn. Bhd. was Baht 2 million.

On 8 December 2014, the Executive Directors Committee Meeting had a resolution to approve the purchase all shares of Professional Collection Co., Ltd. in which Capital OK Co., Ltd. held for 6,204,993 shares at of Baht 10.089 each (based on the book value of Professional Collection Co., Ltd. as at 30 September 2014), totaling Baht 62.6 million. The Company made a payment for the shares and transferred the shares on 25 December 2014.

In 2014, the Company wrote off assets and liabilities and adjusted non-controlling interest of Aurum Capital Advisory PTE. LTD., the subsidiary from its consolidated financial statements, resulting in loss on written off and adjustments amounting to Baht 4.55 million as included in administrative expense. Management expects no economic benefit on assets and no any commitments on the liabilities as the Company limits its liability on the subsidiary only to its investment in Aurum Capital Advisory PTE. LTD. which was fully impaired.

12 Other current assets

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
Inventories	-	556	-	-
Other receivables	75	123	1	-
VAT receivable	5,214	5,138	8	7
Interest receivable	1,706	2,364	1,222	49
Deposits	1,800	1,500	1,428	1,500
Others	4,801	3,274	1,220	1,085
	13,596	12,955	3,879	2,641

13 Other non-current assets

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
Deposits	11,845	12,844	2,865	3,042
Others	1,788	3,441	1,035	1,155
	13,633	16,285	3,900	4,197

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14 Leasehold improvements and equipment, net

	Consolidated						Total Baht'000
	Leasehold improvements Baht'000	Computers Baht'000	Furniture and fixture Baht'000	Equipment Baht'000	Vehicles Baht'000	Work in progress Baht'000	
At 31 December 2012							
Cost	16,224	165,225	29,118	27,906	52,361	-	290,834
Less Accumulated depreciation	(12,995)	(158,349)	(18,896)	(25,981)	(28,882)	-	(245,103)
Net book amount	<u>3,229</u>	<u>6,876</u>	<u>10,222</u>	<u>1,925</u>	<u>23,479</u>	<u>-</u>	<u>45,731</u>
For the year ended 31 December 2013							
Opening net book amount	3,229	6,876	10,222	1,925	23,479	-	45,731
Transfer in/(out)	1,936	-	(1,936)	-	-	-	-
Additions	294	2,838	144	2,122	3,315	-	8,713
Reversals of dismantling cost	61	-	-	-	-	-	61
Disposals/write offs, net	(62)	(40)	(1,059)	(86)	(2,319)	-	(3,566)
Depreciation charge	(2,234)	(3,368)	(1,763)	(985)	(3,659)	-	(12,009)
Closing net book amount	<u>3,224</u>	<u>6,306</u>	<u>5,608</u>	<u>2,976</u>	<u>20,816</u>	<u>-</u>	<u>38,930</u>
At 31 December 2013							
Cost	15,731	113,783	23,760	27,124	38,311	-	218,709
Less Accumulated depreciation	(12,507)	(107,477)	(18,152)	(24,148)	(17,495)	-	(179,779)
Net book amount	<u>3,224</u>	<u>6,306</u>	<u>5,608</u>	<u>2,976</u>	<u>20,816</u>	<u>-</u>	<u>38,930</u>
For the year ended 31 December 2014							
Opening net book amount	3,224	6,306	5,608	2,976	20,816	-	38,930
Additions	31	940	-	90	-	3,239	4,300
Disposals/write offs, net	-	(22)	-	(1)	(1,448)	-	(1,471)
Dismantling cost	972	-	-	-	-	-	972
Allowance for impairment	(1,752)	-	-	-	-	-	(1,752)
Depreciation charge	(1,084)	(2,345)	(1,370)	(845)	(3,516)	-	(9,160)
Closing net book amount	<u>1,391</u>	<u>4,879</u>	<u>4,238</u>	<u>2,220</u>	<u>15,852</u>	<u>3,239</u>	<u>31,819</u>
At 31 December 2014							
Cost	17,636	114,295	23,760	27,158	34,501	3,239	220,589
Less Accumulated depreciation	(16,245)	(109,416)	(19,522)	(24,938)	(18,649)	-	(188,770)
Net book amount	<u>1,391</u>	<u>4,879</u>	<u>4,238</u>	<u>2,220</u>	<u>15,852</u>	<u>3,239</u>	<u>31,819</u>

As at 31 December 2014, Capital OK Co., Ltd., a subsidiary, had recognised additional provision on dismantling cost in other current liabilities and dismantling cost in leasehold improvements and equipment as the subsidiary will bear the dismantling cost, as agreed with the lessor for termination of lease agreement on 31 March 2015.

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14 Leasehold improvements and equipment, net (Cont'd)

	Company					Total Baht'000
	Leasehold improvements Baht'000	Computers Baht'000	Furniture and fixture Baht'000	Equipment Baht'000	Vehicles Baht'000	
At 31 December 2012						
Cost	1,941	10,318	15,242	6,867	43,263	77,631
<u>Less</u> Accumulated depreciation	(971)	(7,761)	(8,323)	(6,601)	(22,258)	(45,914)
Net book amount	<u>970</u>	<u>2,557</u>	<u>6,919</u>	<u>266</u>	<u>21,005</u>	<u>31,717</u>
For the year ended 31 December 2013						
Opening net book amount	970	2,557	6,919	266	21,005	31,717
Additions	-	65	-	56	3,285	3,406
Disposals	-	(6)	(74)	(5)	(2,318)	(2,403)
Depreciation charge	(566)	(1,402)	(1,420)	(204)	(3,394)	(6,986)
Closing net book amount	<u>404</u>	<u>1,214</u>	<u>5,425</u>	<u>113</u>	<u>18,578</u>	<u>25,734</u>
At 31 December 2013						
Cost	1,941	9,832	15,034	5,706	36,036	68,549
<u>Less</u> Accumulated depreciation	(1,537)	(8,618)	(9,609)	(5,593)	(17,458)	(42,815)
Net book amount	<u>404</u>	<u>1,214</u>	<u>5,425</u>	<u>113</u>	<u>18,578</u>	<u>25,734</u>
For the year ended 31 December 2014						
Opening net book amount	404	1,214	5,425	113	18,578	25,734
Additions	-	2	-	59	-	61
Disposals	-	(4)	-	(1)	(1,448)	(1,453)
Depreciation charge	(161)	(840)	(1,368)	(57)	(3,246)	(5,672)
Closing net book amount	<u>243</u>	<u>372</u>	<u>4,057</u>	<u>114</u>	<u>(13,884)</u>	<u>18,670</u>
At 31 December 2014						
Cost	1,941	9,548	15,034	5,708	33,149	65,380
<u>Less</u> Accumulated depreciation	(1,698)	(9,176)	(10,977)	(5,594)	(19,265)	(46,710)
Net book amount	<u>243</u>	<u>372</u>	<u>4,057</u>	<u>114</u>	<u>13,884</u>	<u>18,670</u>

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15 Intangible assets, net

	<u>Consolidated</u> <u>Computer</u> <u>software</u> <u>Baht'000</u>	<u>Company</u> <u>Computer</u> <u>software</u> <u>Baht'000</u>
At 31 December 2012		
Cost	242,146	5,921
<u>Less</u> Accumulated amortisation	<u>(237,169)</u>	<u>(3,062)</u>
Net book amount	<u>4,977</u>	<u>2,859</u>
For the year ended 31 December 2013		
Opening net book amount	4,977	2,859
Additions	635	-
Amortisation charge	<u>(1,639)</u>	<u>(656)</u>
Closing net book amount	<u>3,973</u>	<u>2,203</u>
At 31 December 2013		
Cost	242,781	5,921
<u>Less</u> Accumulated amortisation	<u>(238,808)</u>	<u>(3,718)</u>
Net book amount	<u>3,973</u>	<u>2,203</u>
For the year ended 31 December 2014		
Opening net book amount	3,973	2,203
Additions	1,432	-
Amortisation charge	<u>(1,298)</u>	<u>(370)</u>
Closing net book amount	<u>4,107</u>	<u>1,833</u>
At 31 December 2014		
Cost	243,464	5,921
<u>Less</u> Accumulated amortisation	<u>(239,357)</u>	<u>(4,088)</u>
Net book amount	<u>4,107</u>	<u>1,833</u>

16 Deferred income taxes

The analysis of deferred tax assets and deferred tax liability is as follows:

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Deferred tax assets:				
Deferred tax asset to be recovered within 12 months	-	-	-	-
Deferred tax asset to be recovered after more than 12 months	-	-	-	-
	-	-	-	-
Deferred tax liabilities:				
Deferred tax liabilities to be settled within 12 months	-	158	-	-
Deferred tax liability to be settled after more than 12 months	-	-	-	-
	-	158	-	-
Deferred tax asset, net	-	158	-	-

The gross movement and the deferred tax assets account is as follows:

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
At 1 January	-	1,813	-	-
Charged to profit or loss	-	(1,813)	-	-
At 31 December	-	-	-	-

The gross movement and the deferred tax liabilities account is as follows:

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
At 1 January	158	158	-	-
Credited to profit or loss	(158)	-	-	-
At 31 December	-	158	-	-

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16 Deferred income taxes (Cont'd)

The movement in deferred tax assets and liabilities during the year is as follows:

	<u>Consolidated</u> <u>Tax losses</u> <u>Baht'000</u>	<u>Company</u> <u>Tax losses</u> <u>Baht'000</u>
Deferred tax assets		
At 1 January 2014	-	-
Charged to profit or loss	-	-
At 31 December 2014	<u>-</u>	<u>-</u>
At 1 January 2013	1,813	-
Charged to profit or loss	(1,813)	-
At 31 December 2013	<u>-</u>	<u>-</u>
	<u>Consolidated</u> <u>Depreciation</u> <u>Baht'000</u>	<u>Company</u> <u>Depreciation</u> <u>Baht'000</u>
Deferred tax liabilities		
At 1 January 2014	158	-
Charged to profit or loss	(158)	-
At 31 December 2014	<u>-</u>	<u>-</u>
At 1 January 2013	158	-
Credit to profit or loss	-	-
At 31 December 2013	<u>158</u>	<u>-</u>

Deferred income tax assets are recognised from tax loss and carry forward only to the extent that realisation of the related tax benefit through the future taxable profits is probable. The Group has unrecognised tax losses of Baht 507.54 million (2013: Baht 754.60 million), to carry forward against future taxable income; these tax losses will expire in 2015 - 2019.

17 Other current liabilities

	<u>Consolidated</u>		<u>Company</u>	
	<u>2014</u> <u>Baht'000</u>	<u>2013</u> <u>Baht'000</u>	<u>2014</u> <u>Baht'000</u>	<u>2013</u> <u>Baht'000</u>
Other payables	3,765	3,334	535	432
Other accrued expenses	12,862	18,462	777	585
Accrued withholding tax	648	91	232	26
Provision on dismantling cost	2,717	-	-	-
Others	347	1,221	29	49
	<u>20,339</u>	<u>23,108</u>	<u>1,573</u>	<u>1,092</u>

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18 Finance lease liabilities, net

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2013 Baht'000	2013 Baht'000
Minimum lease payments obligation under long-term lease liabilities (lease of vehicles)	3,411	8,539	2,383	6,772
<u>Less</u> Deferred interest	(205)	(504)	(186)	(449)
	<u>3,206</u>	<u>8,035</u>	<u>2,197</u>	<u>6,323</u>
Current portion due within one year	1,835	4,705	1,097	4,002
Non-current portion due after one year	1,371	3,330	1,100	2,321
	<u>3,206</u>	<u>8,035</u>	<u>2,197</u>	<u>6,323</u>

19 Employee benefits obligations

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
<u>Statement of financial position</u>				
Employee benefits	14,685	12,874	7,472	7,259
	<u>14,685</u>	<u>12,874</u>	<u>7,472</u>	<u>7,259</u>
<u>Profit or loss</u>				
Employee benefits (included in administrative expenses and cost of services and asset management)	5,992	3,393	3,892	1,331
	<u>5,992</u>	<u>3,393</u>	<u>3,892</u>	<u>1,331</u>

As at 1 January 2011, employment benefits obligations for the Consolidated and the Company financial statements amounting to Baht 17.1 million and Baht 12.3 million, respectively, which the Group recognised such obligations by applying straight-line method throughout five years as stated in notification of Federation of Accounting Professions no. 17/2554. The Group has recognised such obligations as expense for the year 2014 amounting to Baht 3.4 million and Baht 2.5 million in the Consolidated and Company financial statements, respectively.

The movement in the defined benefits obligations over the year is as follows

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
At 1 January	12,874	9,831	7,259	5,928
Past service cost	3,400	3,414	2,460	2,460
Current service cost	1,263	3,380	572	2,118
Interest cost	590	522	318	327
Actuarial losses	739	-	542	-
	18,866	17,147	11,151	10,833
<u>Less</u> Transferred out from consolidation	-	(350)	-	-
Benefits paid	(4,181)	(3,923)	(3,679)	(3,574)
At 31 December	<u>14,685</u>	<u>12,874</u>	<u>7,472</u>	<u>7,259</u>

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19 Employee benefits obligations (Cont'd)

The amounts recognised in the statement of comprehensive income are as follows:

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
Past service cost	3,400	3,414	2,460	2,460
Current service cost	1,263	3,380	572	2,118
Interest cost	590	522	318	327
Actuarial gains	739	-	542	-
<u>Less</u> Benefits paid	-	(3,923)	-	(3,574)
Total (included in cost of services and asset management and administrative expenses)	<u>5,992</u>	<u>3,393</u>	<u>3,892</u>	<u>1,331</u>

The principal actuarial assumptions used are as follows:

	Consolidated and Company
	2014 and 2013
Discount rate	4.06%
Salary increase rate	4%
Average turnover rate	0% - 10%
Pre-retirement mortality rate	80% of mortality rate Year 2008
Retirement age	60, 70 years old

20 Legal reserve

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

21 Other income

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
Gain on disposal a subsidiary	-	129	-	9,000
Gain on sale of investment (Note 8)	41,325	2,278	39,504	-
Interest income	21,741	23,686	11,354	8,324
Other income	14,489	11,762	2,649	4,506
Total	<u>77,555</u>	<u>37,855</u>	<u>53,507</u>	<u>21,830</u>

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22 Administrative expenses

The following expenditure items, classified by nature, have been charged in arriving at operating profit (loss):

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
Bad debt and doubtful accounts	1,220	-	-	-
Personnel expenses	62,781	64,394	40,856	37,056
Operating expenses	29,270	36,186	7,133	7,447
Depreciation and amortisation charges (Note 14 and 15)	10,458	13,648	6,042	7,642
Rental expenses	18,266	21,388	7,468	10,366
Repair and maintenance expenses	5,479	4,829	1,348	1,820
Impairment loss from investment in and loans to subsidiaries (reversal)	-	-	79,227	(65,532)
Loss on loan and interest receivable forgiveness	-	-	-	13,726

23 Income tax expense

	Consolidated		Company	
	2014	2013	2014	2013
	Baht'000	Baht'000	Baht'000	Baht'000
Current tax:				
Current tax on profits for the year	599	2,393	-	-
Total current tax	599	2,393	-	-
Deferred tax:				
Utilisation of tax losses	(158)	1,813	-	-
Total deferred tax	(158)	1,813	-	-
Total tax expense	441	4,206	-	-

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23 Income tax expense (Cont'd)

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the basic tax rate of the home country of the company as follows:

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Profit before tax	(41,696)	(106,173)	(92,610)	787,629
Tax calculated at a tax rate of 20% (2013: 23%)	(8,339)	(21,235)	(18,522)	157,526
Tax effect of:				
Income not subject to tax	-	(540)	-	(176,880)
Expenses not deductible for tax purpose	1,626	5,430	18,450	9,664
Utilisation of previously unrecognised tax losses	-	(732)	-	-
Tax losses for which no deferred income tax asset was recognised	7,154	21,283	72	9,690
Tax charge	441	4,206	-	-

The weighted average applicable tax rate of the Group and the Company was 1.06% and 0%, respectively (2013: 3.96% and 0%, respectively).

24 Basic (loss) earnings per share

Basic (loss) earnings per share is calculated by dividing the net (loss) profit attributable to equity holders by the weighted average number of ordinary shares issued during the year.

	Consolidated		Company	
	2014	2013	2014	2013
Net (loss) profit attributable to ordinary shareholders (Baht'000)	(42,137)	(110,379)	(92,610)	787,629
Weighted average number of ordinary shares issued during the year (Shares)	125,000	125,000	125,000	125,000
Basic (loss) earnings per share (Baht)	(0.34)	(0.88)	(0.74)	6.30

There are no potential dilutive ordinary share issued for the years ended 31 December 2014 and 2013.

25 Provident fund

The Group and the Company paid to provident fund for the year ended 31 December 2014 in the amount of Baht 1.7 million and Baht 1.1 million, respectively (2013: Baht 2.9 million and Baht 1.4 million, respectively).

26 Dividend payment

At the Board of Directors' Meeting of ACAP Advisory Public Company Limited No. 5/2013 held on 30 September 2013, the Board of Directors approved the interim dividend payment from the operating profit of the six-month period ended 30 June 2013 at Baht 1 per share, totalling Baht 125 million which was paid to the shareholders on 29 October 2013. On 29 April 2014, the General Meeting of Shareholders of Year 2014 of ACAP Advisory Public Company Limited had approved such dividend payment.

27 Related party transactions

The Company is located in Thailand and registered as a listed company in the Market for Alternative Investment (MAI). The major shareholder of the Company is Mr.Kenuo Lin who holds 15.20% of total registered share capital. (Previously, major shareholder of the Company was Mr.Vivat Vithoontien who held 8.87% of total registered share capital as at 31 December 2014.)

Pricing policy

Interest income/expense incurred from borrowings, cost of services and administrative expenses are charged at the agreed rates as per related contracts.

Relationship of related parties is as follows:

Company Name	Relationship	Cause of relationship
ACAP Asset Management Co., Ltd.	Subsidiary	Shareholder/mutual management
ACAP Corporate Services Co., Ltd.	Subsidiary	Shareholder/mutual management
Global Service Center Co., Ltd.	Subsidiary	Shareholder/mutual management
ACAP Consulting Co., Ltd.	Subsidiary	Shareholder/mutual management
ACAP (Malaysia) Sdn. Bhd.	Subsidiary	Shareholder/mutual management
Capital OK Co., Ltd.	Subsidiary	Shareholder/mutual management
Professional Collection Company Limited	Subsidiary	Shareholder/mutual management
ACAP (Asia) Asset Management Co., Ltd.	Shares held by subsidiary	Held by shareholder/mutual management

On 2 September 2013, the Company disposed its investment in ACAP Asset Management Co., Ltd. Consequently, ACAP Asset Management Co., Ltd. is not a company under common control by parent company from 2 September 2013.

On 25 December 2014, the Company purchased all shares of Professional Collection Co., Ltd. (Note 11) in which Capital OK Co., Ltd. held. Consequently, The Company is the shareholder of Professional Collection Co., Ltd from 25 December 2014 onwards.

27 Related party transactions (Cont'd)

i) Income for the years ended 31 December

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Other income				
Accounting and financial service income				
- Global Service Center Co., Ltd.	-	-	11	9
- Capital OK Co., Ltd.	-	-	86	78
- Professional Collection Company Limited	-	-	11	9
Sharing expense income				
- ACAP Consulting Co., Ltd.	-	-	125	132
- ACAP Corporate Services Co., Ltd.	-	-	233	238
- ACAP Asset Management Co., Ltd.	-	-	-	31
Interest income				
- ACAP Asset Management Co., Ltd.	-	-	-	2
- ACAP Consulting Co., Ltd.	-	-	268	178
- ACAP Corporate Services Co., Ltd.	-	-	30	159
- Global Service Center Co., Ltd.	-	-	1,581	1,106
- Aurum Capital Advisory PTE. Ltd.	-	-	-	1,923
Dividend income				
- Capital OK Co., Ltd.	-	-	-	787,050
- ACAP (Malaysia) Sdn. Bhd.	-	-	-	8,670
	-	-	2,345	799,585

Pricing policy for interest income received from related companies are set from loan agreement as disclosed in Note 27 v).

On 18 March 2013, the Executive Directors Committee Meeting of Capital OK Co., Ltd. No. 6/2556 had approved the interim dividend from its operating result for the period of 2.5 months ended 15 March 2013 to the shareholders as whose names appear on the Company shareholder's register as at 18 March 2013 at the rate of Baht 7.54 each, totalling of Baht 622,050,000. Capital OK Co., Ltd. paid interim dividend on 20 March 2013, and appropriated legal reserve of 5% of its net profit for the period until the reserve is not less than 10% of the registered capital. On 25 April 2014, the General Meeting of Shareholders of Year 2014 of ACAP Advisory Public Company Limited had approved such dividend payment.

On 13 May 2013, the Executive Directors Committee Meeting of Capital OK Co., Ltd. No. 9/2013 had approved the interim dividend from its operating result for the quarter ended 31 March 2013 to the shareholders as whose names appear on the company shareholder's register as at 15 May 2013 at the rate of Baht 2 each, totaling of Baht 165,000,000. Capital OK Co., Ltd. paid interim dividend on 20 May 2013, and appropriated legal reserve of 5% of its net profit for the period until the reserve is not less than 10% of the registered capital. On 25 April 2014, the General Meeting of Shareholders of Year 2014 of ACAP Advisory Public Company Limited had approved such dividend payment.

On 24 December 2013, the Executive Directors Committee Meeting of ACAP (Malaysia) Sdn. Bhd. had approved the interim dividend for the year ended 31 December 2013 to the shareholders as whose names appear on the company shareholder's register as at 24 December 2013 at the rate RM 1.80 each, totaling of RM 0.9 million or Baht 8.67 million. ACAP (Malaysia) Sdn. Bhd. paid dividend on 2 January 2014.

27 Related party transactions (Cont'd)

ii) Expenses for the year ended 31 December

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Cost of services and asset management				
Rental and maintenance equipment				
- Global Services Center Co., Ltd.	-	-	-	249
Administrative expenses				
Rental and maintenance equipment				
- Global Services Center Co., Ltd.	-	-	-	428

iii) Finance costs for the year ended 31 December

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
- Professional Collection Company Limited	-	-	-	3,603
- Capital OK Co., Ltd.	-	-	3,227	10,153
	-	-	3,227	13,756

iv) Outstanding balances arising from sales/purchases of services as at 31 December

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Amounts due from related companies				
- ACAP Corporate Services Co., Ltd.	-	-	-	7
- ACAP Consulting Co., Ltd.	-	-	25	18
- Global Service Center Co., Ltd.	-	-	187	190
- ACAP (Malaysia) Sdn. Bhd.	-	-	-	8,670
- Professional Collection Co., Ltd.	-	-	100	-
	-	-	312	8,885
Amounts due to related companies				
- Capital Ok Co., Ltd.	-	-	458	33
- Professional Collection Co., Ltd.	-	-	4	4
- Global Service Center Co., Ltd.	-	-	4	4
	-	-	466	41

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27 Related party transactions (Cont'd)

v) Loans to related companies

	Company		
	Short-term loans		
	Opening balance Baht'000	Repayments during the year Baht'000	Ending balance Baht'000
For the year ended 31 December 2014			
ACAP Corporate Services Co., Ltd.	3,000	(3,000)	-
	<u>3,000</u>	<u>(3,000)</u>	<u>-</u>

In 2014, the Company had received the repayment amounting to Baht 3 million from ACAP Corporate Services Co., Ltd..

	Company				
	Short-term loans				
	Opening balance Baht'000	Additions during the period Baht'000	Repayments during the period Baht'000	Reclassified to Long-term Baht'000	Ending balance Baht'000
For the year ended 31 December 2013					
ACAP Consulting Co., Ltd.	5,900	-	-	(5,900)	-
<u>Less</u> Allowance for impairment	(5,900)	-	-	5,900	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
ACAP Corporate Services Co., Ltd.	400	15,500	(12,900)	-	3,000
<u>Less</u> Allowance for impairment	-	-	-	-	-
	<u>400</u>	<u>15,500</u>	<u>(12,900)</u>	<u>-</u>	<u>3,000</u>
Global Service Center Co. Ltd.	30,000	3,500	-	(35,000)	-
<u>Less</u> Allowance for impairment	(20,000)	-	-	20,000	-
	<u>10,000</u>	<u>3,500</u>	<u>-</u>	<u>(13,500)</u>	<u>-</u>
ACAP Asset Management Co., Ltd.	-	1,500	(1,500)	-	-
<u>Less</u> Allowance for impairment	-	-	-	-	-
	<u>-</u>	<u>1,500</u>	<u>(1,500)</u>	<u>-</u>	<u>-</u>
Total	<u>10,400</u>	<u>20,500</u>	<u>(14,400)</u>	<u>(13,500)</u>	<u>3,000</u>

During the year 2013, the Company had entered into a loan agreement with ACAP Corporate Services Co., Ltd. totalling to Baht 15.5 million. The subsidiary issued at call promissory notes which bear interest rate at 2.8% per annum and 3% per annum and the interest is due every 30 day after the drawn down date. During the year 2013, the Company had received the repayment of Baht 12.9 million.

During the year 2013, the Company had amended the outstanding loan agreements with ACAP Corporate Services Co., Ltd. as at 14 June 2013 amounting to Baht 11.4 million in order to amend interest rate at 2.75% per annum.

27 Related party transactions (Cont'd)

v) Loans to related companies (Cont'd)

During the year 2013, the Company had entered into a loan agreement with ACAP Asset Management Co., Ltd. amounting to Baht 1.5 million. The subsidiary issued at call promissory notes which bear interest rate at 3% per annum and the interest is due every 30 day after the drawn down date. During the year 2013, the Company has fully received the repayment amounting Baht 1.5 million.

During the year 2013, the Company had entered into a loan agreement with Global Service Center Co., Ltd. amounting to Baht 3.5 million. The subsidiary issued at call promissory notes which bear interest rate at 3% per annum and the interest is due every 30 day after the drawn down date. On 1 June 2013, the Company had rolled forward the loan agreement which bear interest rate at 2.75% per annum.

During the year 2013, the Company reclassified short-term loans to ACAP Consulting Co., Ltd. and to Global Service Center Co., Ltd amounting to Baht 5.9 million and Baht 33.5 million, respectively, to long- term loans. The reclassifications included allowance for doubtful of short-term loans to ACAP Consulting Co., Ltd. and to Global Service Center Co., Ltd. of to Baht 5.9 million and Baht 20 million, respectively.

	Company				
	Long-term loans				
	Opening balance Baht'000	Addition during the year Baht'000	Increase in allowance for impairment Baht'000	Loan forgiveness Baht'000	Ending balance Baht'000
For the year ended					
31 December 2014					
ACAP Consulting Co., Ltd.	7,700	2,800	-	-	10,500
<u>Less</u> Allowance for impairment	<u>(7,700)</u>	<u>-</u>	<u>(2,800)</u>	<u>-</u>	<u>(10,500)</u>
	<u>-</u>	<u>2,800</u>	<u>(2,800)</u>	<u>-</u>	<u>-</u>
Global Service Center Co. Ltd.	41,500	41,000	-	-	82,500
<u>Less</u> Allowance for impairment	<u>(41,500)</u>	<u>-</u>	<u>(41,000)</u>	<u>-</u>	<u>(82,500)</u>
	<u>-</u>	<u>41,000</u>	<u>(41,000)</u>	<u>-</u>	<u>-</u>
Aurum Capital Advisory Pte. Ltd.	15,996	-	-	(15,996)	-
<u>Less</u> Allowance for impairment	<u>(15,996)</u>	<u>-</u>	<u>-</u>	<u>15,996</u>	<u>-</u>
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total	<u>-</u>	<u>43,800</u>	<u>(43,800)</u>	<u>-</u>	<u>-</u>

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27 Related party transactions (Cont'd)

v) Loans to related companies (Cont'd)

	Company					
	Long-term loans					
	Opening balance Baht'000	Addition during the year Baht'000	Allowance for impairment Baht'000	Reclassify from short-term Baht'000	Increase from exchange rate Baht'000	Ending balance Baht'000
For the year ended 31 December 2013						
ACAP Consulting Co., Ltd.	-	1,800	-	5,900	-	7,700
<u>Less</u> Allowance for impairment	-	-	(1,800)	(5,900)	-	(7,700)
	-	1,800	(1,800)	-	-	-
Global Service Center Co. Ltd.	-	8,000	-	33,500	-	41,500
<u>Less</u> Allowance for impairment	-	-	(21,500)	(20,000)	-	(41,500)
	-	8,000	(21,500)	13,500	-	-
Aurum Capital Advisory Pte. Ltd.	14,950	-	-	-	1,046	15,996
<u>Less</u> Allowance for impairment	-	-	(15,996)	-	-	(15,996)
	14,950	-	(15,996)	-	1,046	-
Total	14,950	9,800	(39,296)	13,500	1,046	-

During the year 2013, Company had entered into a loan agreement with Global Service Center Co., Ltd. amounting to Baht 8 million. The subsidiary issued at call promissory notes which bear interest rate at 2.75% per annum and the interest is due every 30 days after drawn down. The Company set up a full impairment for the loan to Global Service Center Co., Ltd.

On 1 June 2013, the Company amended loan agreement with Global Service Center Co., Ltd. which had outstanding as at 31 December 2012 amounting to Baht 30 million in order to amend interest rate at 2.75% per annum. During the year 2013, the loan was reclassified from short-term loan to long-term loan.

During the year 2013, the Company had entered into the loan agreements with ACAP Consulting Co., Ltd. totalling to Baht 1.8 million. The subsidiary issued promissory notes, which are repayable at call which bears interest rate at 2.5% per annum and 2.75% per annum and the interest is due every 30 days after drawn down. During the year, the Company has set up a full impairment for the loan to ACAP Consulting Co., Ltd.

During the year 2013, The Company set up a full impairment for the loan to Auram Capital Advisory Pte. Ltd.

As at 31 December 2013, the Company had a loan amounting to Baht 16 million and interest receivable amounting to Baht 2.1 million totalling Baht 18.1 million due from Aurum Capital Advisory Pte. Ltd. in which the Company has set up a full impairment allowance. During the year ended 31 December 2014, the Company entered into an agreement to forgive all obligations amounting to Baht 18.1 million to Aurum Capital Advisory Pte. Ltd. The Company recorded a loss on loan forgiveness amounting to Baht 18.1 million as administrative expense in the Company financial information, and reversed related impairment allowance amounting to Baht 18.1 million accordingly.

27 Related party transactions (Cont'd)

v) Loans to related companies (Cont'd)

During the year 2014, Company had entered into a loan agreement with ACAP Consulting Co., Ltd. amounting to Baht 2.8 million for the purpose of working capital. The subsidiary issued promissory notes due at call which bear interest rate at 2.75% per annum and the interest is due every 30 day after the drawn down date. During the year 2014, the Company had set up a full impairment for the loan to ACAP Consulting Co., Ltd.

During the year 2014, the Company had entered into the loan agreements with Global Service Center Co., Ltd. totalling Baht 41 million for the purpose of working capital. The subsidiary issued promissory notes due at call which bear interest rate at 2.75% per annum and the interest is due every 30 day after the drawn down date. During the year 2014, the Company had set up a full impairment for the loan to Global Service Center Co., Ltd.

vi) Short term borrowings from related party

Counterparty	Company		
	Opening balance Baht'000	Additions during the period Baht'000	Ending balance Baht'000
For the year ended 31 December 2014			
Capital OK Co., Ltd.	-	200,000	200,000

During the year 2014, the Company had entered into the borrowing agreements with Capital OK Co., Ltd. totalling Baht 200 million for the purpose of lending loan to other company. The Company issued promissory notes due at call which bear interest rate at 2.50% per annum. The interest is due every 30 days after the drawn down date.

Counterparty	Company			Ending balance Baht'000
	Opening balance Baht'000	Additions during the year Baht'000	Repayment during the year Baht'000	
For the year ended 31 December 2013				
Capital OK Co., Ltd.	18,000	20,000	(38,000)	-
Professional Collection Co., Ltd.	-	875,588	(875,588)	-
	18,000	895,588	(913,588)	-

During March 2013, the Company had entered into the borrowing agreements with Professional Collection Co., Ltd. totalling Baht 876 million. The borrowings are repayable at call and bear interest rate at 3% per annum. The interest is due every 30 days after drawn down. During the year, the Company repaid short-term borrowings of Baht 876 million to Professional Collection Co., Ltd.

On 29 April 2013, the Company had entered into a borrowing agreement with Capital OK Co., Ltd. amounting to Baht 20 million. The borrowing is repayment at call and bear interest rate at 2.8% per annum. The interest is due every 30 days after drawn down.

28 Commitments

There were commitments from operating lease agreements of office building, warehouses and equipment including other service agreements as follows:

	Consolidated		Company	
	2014 Baht'000	2013 Baht'000	2014 Baht'000	2013 Baht'000
Within 1 year	14,216	19,549	6,770	6,618
More than 1 year but less than 5 years	5,484	21,562	3,125	9,895
Total	19,700	41,111	9,895	16,513

29 Directors' remuneration

Directors' remuneration which included salary, bonus, director fee and special remuneration for the year ended 31 December 2014 for the Group and the Company was Baht 16.95 million and Baht 16.85 million, respectively (2013: Baht 20.48 million and Baht 20.44 million).

30 Contingent liabilities

As at 31 December 2014, the Company was jointly litigated with Inter Capital Alliance Asset Management Co., Ltd for being part of the negotiation of debt collection of a debtor in non-performing asset portfolio, which the Company involved as a service provider for debt collection in 2007. On 31 December 2014, this court case was still pending for the consideration by the Southern Bangkok Civil Court. The management assesses the fact and believes that the case has no ground and will not result in any liability to the Company.

As at 31 December 2014, the Company together with 13 defendants were jointly litigated for tort to withdraw the consideration from debt subrogation by the defendant and for joint or several compensation of Baht 1 million per day from the court filing date, which is 21 March 2012, to the date of payment to the plaintiff. The Court of First instance dismissed the court case. The Appeal Court also dismissed the court case according to consideration of the Court of First instance. The plaintiff has further filed the court case to the Supreme Court against the consideration of the Appeal Court. This court case was still pending for the consideration by the Supreme Court. The management assesses the fact and believes that the case has no ground and will not result in any liability to the Company.

As at 31 December 2014, the Company together with 11 defendants were jointly litigated as tort for joint or several compensation of Baht 1 million per day with interest rate of 7.5 percent per annum from the court filing date, which is 2 April 2012, to the date of payment to the plaintiff and joint or several compensation of Baht 2.5 million with interest rate of 7.5 percent per annum from 11 May 2009 to the date of payment to the plaintiff. The Court of First instance dismissed the court case. The plaintiff has further appealed the consideration of the Court of First instance. This court case was still pending for the consideration by the Appeal Court. The management assesses the fact and believes that the case has no ground and will not result in any liability to the Company.

31 Subsequent Event

On 23 February 2015, the Executive Directors Committee Meeting had a resolution to approve the additional share increase of ACAP Corporate Services Co. Ltd., a subsidiary, for 400,000 shares at par value of Baht 10 each, totaling Baht 4 million.