

**ASIA CAPITAL GROUP PUBLIC COMPANY LIMITED
(FORMERLY NAMED AS ACAP ADVISORY PUBLIC
COMPANY LIMITED)**

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

30 JUNE 2016

AUDITOR'S REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

To the Shareholders and Board of Directors of ASIA Capital Group Public Company Limited
(Formerly named as ACAP Advisory Public Company Limited)

I have reviewed the accompanying consolidated and company statements of financial position as at 30 June 2016, the related consolidated and company statements of comprehensive income for the three-month and six-month periods then ended, the related consolidated and company statements of changes in shareholders' equity, and cash flows for the six-month period then ended, and condensed notes to interim financial information of ASIA Capital Group Public Company Limited and its subsidiaries, and of ASIA Capital Group Public Company Limited, respectively. Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34, "Interim Financial Reporting". My responsibility is to express a conclusion on this interim financial information based on my review.

Scope of review

I conducted my review in accordance with Thai Standard on Review Engagements 2410, "Review of interim financial information performed by the independent auditor of the entity". A review consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Thai Standards on Auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

Conclusion

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

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

Bangkok
8 August 2016

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)

Statement of Financial Position

As at 30 June 2016

	Notes	Consolidated		Company	
		Unaudited 30 June 2016 Baht'000	Audited 31 December 2015 Baht'000	Unaudited 30 June 2016 Baht'000	Audited 31 December 2015 Baht'000
Assets					
Current assets					
Cash and cash equivalents		370,582	43,637	350,847	29,563
Short-term investments	6	11,609	2,990	74	148
Trade accounts receivable, net	7	26,703	18,092	-	-
Amounts due from related companies	18 iii)	-	-	2,483	1,691
Current portion of loans to employees	8	1,211	1,185	-	-
Short-term loans to related companies, net	18 iv)	-	-	295,200	307,000
Short-term loans to other companies, net	9	2,083,753	1,039,079	1,428,501	394,455
Other current assets		14,600	11,305	2,852	426
Total current assets		2,508,458	1,116,288	2,079,957	733,283
Non-current assets					
Loans to employees, net	8	590	1,208	-	-
Long-term loans to related companies, net	18 iv)	-	-	-	-
Investment in subsidiaries, net	10	-	-	627,689	613,873
Leasehold improvements and equipment, net	11	26,490	25,972	11,314	9,246
Intangible assets, net	11	2,878	2,978	1,279	1,464
Other non-current assets		1,737	3,015	1,280	2,177
Total non-current assets		31,695	33,173	641,562	626,760
Total assets		2,540,153	1,149,461	2,721,519	1,360,043

Director _____ Director _____

Date _____

The notes to the financial information on pages 12 to 27 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)
Statements of Financial Position (Cont'd)
As at 30 June 2016

	Notes	Consolidated		Company	
		Unaudited 30 June 2016 Baht'000	Audited 31 December 2015 Baht'000	Unaudited 30 June 2016 Baht'000	Audited 31 December 2015 Baht'000
Liabilities and shareholders' equity					
Current liabilities					
Other payables		11,027	9,706	2,355	1,773
Amounts due to related companies	18 iii)	-	-	26,434	26,446
Short-term borrowing from related companies	18 v)	450,000	-	650,000	200,000
Short-term borrowing from other companies, net	12	636,398	451,201	636,398	451,201
Current portion of financial lease liabilities	13	984	596	434	-
Other current liabilities	14	4,124	492	3,962	199
Total current liabilities		1,102,533	461,995	1,319,583	679,619
Non-current liabilities					
Financial lease liabilities, net	13	3,307	1,635	1,950	-
Debenture	15	704,100	-	704,100	-
Employee benefits obligations		7,907	7,072	3,794	3,435
Other non-current liabilities		1,052	1,052	1,052	1,052
Total non-current liabilities		716,366	9,759	710,896	4,487
Total liabilities		1,818,899	471,754	2,030,479	684,106
Shareholders' equity					
Share capital	16				
Authorised share capital					
312,500,000 ordinary shares of Baht 0.5 each		156,250		156,250	
125,000,000 ordinary shares of Baht 1 each			125,000		125,000
Issued and paid-up share capital					
250,000,000 ordinary shares of Baht 0.5 each		125,000	-	125,000	-
125,000,000 ordinary shares of Baht 1 each		-	125,000	-	125,000
Premium on share capital		337,742	337,742	337,742	337,742
Retained earnings					
Appropriated - Legal reserve		12,500	12,500	12,500	12,500
Unappropriated		246,012	202,488	215,798	200,695
Equity attributable to owners of the parent		721,254	677,730	691,040	675,937
Non-controlling interests		-	(23)	-	-
Total shareholders' equity		721,254	677,707	691,040	675,937
Total liabilities and shareholders' equity		2,540,153	1,149,461	2,721,519	1,360,043

The notes to the financial information on pages 12 to 27 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)
Statement of Comprehensive Income (Unaudited)
For the three-month period ended 30 June 2016

	Note	Consolidated		Company	
		2016 Baht'000	2015 Baht'000	2016 Baht'000	2015 Baht'000
Revenues					
Service income		34,809	29,024	-	-
Interest income	18 i)	47,591	3,469	29,097	1,866
Other income	18 i)	8,870	1,412	4,761	1,278
Total revenues		91,270	33,905	33,858	3,144
Expenses					
Cost of services, assets management and loans		23,279	20,666	(5)	47
Administrative expenses		19,988	26,624	2,004	17,850
Management remunerations		1,727	5,835	1,727	5,835
Total expenses		44,994	53,125	3,726	23,732
Profit (loss) before finance costs and income tax		46,276	(19,220)	30,132	(20,588)
Finance costs	18 ii)	19,435	80	19,904	1,362
Profit (loss) before income tax		26,841	(19,300)	10,228	(19,226)
Income tax		-	2	-	-
Net profit (loss) for the period		26,841	(19,302)	10,228	(19,226)
Other comprehensive income					
Items that will be reclassified subsequently to profit or loss					
Exchange differences on translating financial information		-	84	-	-
Total comprehensive income for the period, net of tax		-	84	-	-
Total comprehensive income (expense) for the period		26,841	(19,218)	10,228	(21,950)
Profit (loss) attributable to:					
Owners of the parent		26,841	(19,302)	10,228	(21,950)
Non-controlling interests		-	-	-	-
		26,841	(19,302)	10,228	(21,950)

The notes to the financial information on pages 12 to 27 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)
Statement of Comprehensive Income (Unaudited) (Cont'd)
For the three-month period ended 30 June 2016

	Consolidated		Company	
	2016	2015	2016	2015
	Baht'000	Baht'000	Baht'000	Baht'000
Total comprehensive income (expense) attributable to:				
Owners of the parent	26,841	(19,218)	80,052	(21,950)
Non-controlling interests	-	-	-	-
	<u>26,841</u>	<u>(19,218)</u>	<u>80,052</u>	<u>(21,950)</u>
Earning (Loss) per share (Baht per share)				
Basic earning (loss) per share	<u>0.10</u>	<u>(0.07)</u>	<u>0.04</u>	<u>(0.09)</u>

The notes to the financial information on pages 12 to 27 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)
Statement of Comprehensive Income (Unaudited)
For the six-month period ended 30 June 2016

	Note	Consolidated		Company	
		2016 Baht'000	2015 Baht'000	2016 Baht'000	2015 Baht'000
Revenues					
Service income		65,921	53,634	-	-
Interest income	18 i)	80,728	6,587	44,055	4,141
Other income	18 i)	10,307	1,221	9,104	1,072
Total revenues		156,956	61,442	53,159	5,213
Expenses					
Cost of services, assets management and loans		46,111	41,118	-	189
Administrative expenses		35,109	54,209	4,931	37,183
Management remunerations		4,020	9,277	4,020	9,277
Total expenses		85,240	104,604	8,951	46,649
Profit (loss) before finance costs and income tax		71,716	(43,162)	44,208	(41,436)
Finance costs	18 ii)	28,169	122	29,105	2,625
Profit (loss) before income tax		43,547	(43,284)	15,103	(44,061)
Income tax		-	20	-	-
Net profit (loss) for the period		43,547	(43,304)	15,103	(44,061)
Other comprehensive expense					
Items that will not be reclassified subsequently to profit or loss					
Remeasurements of post-employment benefit obligations		-	(716)	-	(33)
Items that will be reclassified subsequently to profit or loss					
Exchange differences on translating financial information		-	(47)	-	-
Total comprehensive expense for the period, net of tax		-	(763)	-	(33)
Total comprehensive income (expense) for the period		43,547	(44,067)	15,103	(44,094)
Profit (Loss) attributable to:					
Owners of the parent		43,524	(43,306)	15,103	(44,061)
Non-controlling interests		23	2	-	-
		43,547	(43,304)	15,103	(44,061)

The notes to the financial information on pages 12 to 27 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)
Statement of Comprehensive Income (Unaudited) (Cont'd)
For the six-month period ended 30 June 2016

	Note	Consolidated		Company	
		2016 Baht'000	2015 Baht'000	2016 Baht'000	2015 Baht'000
Total comprehensive income (loss) attributable to:					
Owners of the parent		43,524	(44,069)	15,103	(44,094)
Non-controlling interests		23	2	-	-
		<u>43,547</u>	<u>(44,067)</u>	<u>15,103</u>	<u>(44,094)</u>
Earning (loss) per share (Baht per share)					
Basic earning (loss) per share	17	<u>0.17</u>	<u>(0.17)</u>	<u>0.06</u>	<u>(0.18)</u>

The notes to the financial information on pages 12 to 27 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)

Statement of Changes in Shareholders' Equity (Unaudited)

For the six-month period ended 30 June 2016

	Consolidated								
	Attributable to owners of the parent								
	Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Retained earnings		Other components of equity		Total owners of the parent Baht'000	Non-controlling interests Baht'000	Total shareholders' equity Baht'000
			Appropriated Baht'000	Unappropriated Baht'000	Currency translation differences from subsidiary in overseas Baht'000				
Opening balance as at 1 January 2015	125,000	337,742	12,500	223,947	(2,501)	696,688	(24)	696,664	
Total comprehensive (expense) income for the period	-	-	-	(44,022)	(47)	(44,069)	2	(44,067)	
Ending balance as at 30 June 2015	125,000	337,742	12,500	179,925	(2,548)	652,619	(22)	652,597	

	Consolidated								
	Attributable to owners of the parent								
	Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Retained earnings		Other components of equity		Total owners of the parent Baht'000	Non-controlling interests Baht'000	Total shareholders' equity Baht'000
			Appropriated Baht'000	Unappropriated Baht'000	Currency translation differences from subsidiary in overseas Baht'000				
Opening balance as at 1 January 2016	125,000	337,742	12,500	202,488		677,730	(23)	677,707	
Total comprehensive income for the period	-	-	-	43,524		43,524	23	43,547	
Ending balance as at 30 June 2016	125,000	337,742	12,500	246,012		721,254	-	721,254	

The notes to the financial information on pages 12 to 27 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)

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

For the six-month period ended 30 June 2016

	Company				Total shareholders' equity Baht'000
	Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Retained earnings		
			Appropriated Baht'000	Unappropriated Baht'000	
Opening balance as at 1 January 2015	125,000	337,742	12,500	173,610	648,852
Total comprehensive expense for the period	-	-	-	(44,094)	(44,094)
Closing balance as at 30 June 2015	<u>125,000</u>	<u>337,742</u>	<u>12,500</u>	<u>129,516</u>	<u>604,758</u>

	Company				Total shareholders' equity Baht'000
	Issued and paid-up share capital Baht'000	Premium on share capital Baht'000	Retained earnings		
			Appropriated Baht'000	Unappropriated Baht'000	
Opening balance as at 1 January 2016	125,000	337,742	12,500	200,695	675,937
Total comprehensive income for the period	-	-	-	15,103	15,103
Closing balance as at 30 June 2016	<u>125,000</u>	<u>337,742</u>	<u>12,500</u>	<u>215,798</u>	<u>691,040</u>

The notes to the financial information on pages 12 to 27 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)

Statement of Cash Flows (Unaudited)

For the six-month period ended 30 June 2016

	Notes	Consolidated		Company	
		2016 Baht'000	2015 Baht'000	2016 Baht'000	2015 Baht'000
Cash flows from operating activities					
Profit (loss) before income tax		43,547	(43,284)	15,103	(44,061)
Adjustments for:					
Depreciation and amortisation	11	3,165	4,426	580	1,672
Interest income		(80,728)	(6,587)	(44,055)	(4,141)
Interest expenses		28,111	-	29,105	2,524
Interest expenses from finance leases		58	122	-	101
(Reversal) loss on impairment of investment in subsidiaries	10	-	-	(13,816)	12,548
(Reversal) loss on impairment of long-term loan to related party	18 iv)	-	-	(2,900)	1,000
Loss on written off withholding tax assets		565	1,133	-	48
Loss on sales/impairment/write-off of assets		259	5,090	426	5,025
Loss on impairment of deposit		-	1,705	-	1,705
Gain on sales of short-term investment		(219)	-	(126)	-
Reversal on provision on dismantling cost		-	(1,135)	-	(1,135)
Realised loss on foreign currencies translation		-	81	-	81
Unrealised gain on foreign exchange translation		-	(47)	-	-
Employee benefits obligations (reversal)		835	(3,755)	359	(3,030)
Loss from operating activities before changes in operating assets and liabilities		(4,407)	(42,251)	(15,324)	(27,663)
(Increase) decrease in operating assets					
Trade receivables		(8,611)	(16,830)	-	-
Short term investment		(8,400)	-	200	-
Amounts due from related parties		-	-	(798)	100
Short term loan to other companies		(1,061,245)	-	(1,058,958)	-
Loan to employee		764	(3,199)	-	-
Other current assets		510	2,523	(199)	1,817
Other non-current assets		1,278	133	897	59
Increase (decrease) in operating liabilities					
Amounts due to related parties		-	-	1	(42)
Other payables		1,321	(2,540)	582	4,834
Short term loans from related company	18 v)	450,000	-	450,000	-
Short term loans from other company		180,000	-	180,000	-
Other current liabilities		1,070	21,850	1,202	483
Cash received from issue of debenture	15	704,100	-	704,100	-
Cash used in operation					
before interest and income tax received (paid)		256,380	(40,314)	261,703	(20,412)
Interest received		95,844	7,759	67,690	4,883
Interest paid excluding finance lease contracts		(20,352)	-	(21,359)	(2,493)
Income tax paid		(3,087)	(1,148)	(945)	(48)
Net cash used in operating activities		328,785	(33,703)	307,089	(18,070)

The notes to the financial information on pages 12 to 27 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)
Statement of Cash Flows (Unaudited) (Cont'd)
For the six-month period ended 30 June 2016

	Notes	Consolidated		Company	
		2016 Baht'000	2015 Baht'000	2016 Baht'000	2015 Baht'000
Cash flows from investing activities					
Short-term loans made to other company		-	(350,000)	-	-
Short-term loan payments received from other company		-	100,000	-	100,000
Short-term loans made to related parties	18 iv)	-	-	(14,200)	(297,000)
Short-term loan payments received from related parties	18 iv)	-	-	26,000	2,000
Long-term loans made to related parties	18 iv)	-	-	-	(1,000)
Long-term loan payments received from related company	18 iv)	-	-	2,900	-
Cash paid for investment in subsidiaries	18 iv)	-	-	-	(4,000)
Purchases of building improvement, equipment and intangible assets		(2,645)	(5,200)	(1,234)	(49)
Proceeds from disposals of building improvement, equipment and intangible assets		1,187	4,387	729	4,329
Net cash (used in) provided by investing activities		(1,458)	(250,813)	14,195	(195,720)
Cash flows from financing activities					
Cash received from short-term borrowings from related company		-	-	-	115,000
Cash paid for liability under finance leases		(382)	(2,684)	-	(2,298)
Net cash provided by (used in) financing activities		(382)	(2,684)	-	112,702
Net increase (decrease) in cash and cash equivalents		326,945	(287,200)	321,284	(101,088)
Cash and cash equivalents at beginning of the period		43,637	565,164	29,563	187,723
Exchange losses on cash		-	(81)	-	(81)
Cash and cash equivalents at end of the period		370,582	277,883	350,847	86,554
Non-cash transactions					
Sale assets uncollected yet		-	105	-	6
Vehicle under finance lease		2,384	-	2,384	-

The notes to the financial information on pages 12 to 27 are an integral part of this interim financial information.

1 General information

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

349 SJ Infinite I Business Complex, 24th floor, Vibhavadi-Rangsit Road, Chompol, Chatuchak, Bangkok.

On 26 February 2016, the Company had changed its registered name to ASIA Capital Group Public Company Limited.

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

The principal business operations of the Group are corporate and consumer lending, non - performing assets management and call center service.

The interim consolidated and company financial information was approved by the Board of Directors on 8 August 2016.

The interim consolidated and company financial information has been reviewed, not audited.

2 Accounting policies

2.1 Basis of preparation

This interim consolidated and company financial information was prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543, being those Thai Accounting Standards issued under the Accounting Professions Act B.E. 2547, and the financial reporting requirements of the Securities and Exchange Commission. The primary financial information (i.e., statements of financial position and the statements of comprehensive income, changes in shareholders’ equity and cash flows) are prepared in the full format as required by the Securities and Exchange Commission. The notes to the interim financial information are prepared in a condensed format according to Thai Accounting Standard no. 34, “Interim Financial Reporting” and additional notes are presented as required by the Securities and Exchange Commission under the Securities and Exchange Act.

The interim consolidated and company financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2015.

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

The accounting policies used in the preparation of interim financial information are consistent with those used in the annual financial statements for the year ended 31 December 2015.

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

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual profit or loss.

2 Accounting policies (Cont'd)

2.2 Revised accounting standards, revised financial reporting standards, and related interpretations

New financial reporting standards and revised accounting standards, revised financial reporting standards are effective on 1 January 2016. These standards are relevant to the Group.

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

TAS 19 (Revised 2015)	Employee benefits
TAS 24 (Revised 2015)	Related party disclosures
TAS 27 (Revised 2015)	Separate financial statements
TAS 36 (Revised 2015)	Impairment of assets
TAS 38 (Revised 2015)	Intangible assets
TAS 40 (Revised 2015)	Investment property
TFRS 8 (Revised 2015)	Operating segments
TFRS 10 (Revised 2015)	Consolidated financial statements
TFRS 13 (Revised 2015)	Fair value measurement

Management evaluates that the revised accounting standards, revised financial reporting standards, and related interpretations have no significant impact to the Consolidated and Company Financial information except for the following accounting standards;

TFRS 13 (revised 2015), 'Fair value measurement' is amended to clarify that the portfolio exception in TFRS 13 applies to all contracts (including non-financial contracts) within the scope of TAS 39 (when announced) or TFRS 9 (when announced). The significant impact to the Group is described in Note 5.

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

All of 40 Financial reporting standards with minor changes do not have impact to the Group.

3 Estimates

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

In preparing this interim financial information, significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2015.

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)
Condensed Notes to Interim Consolidated and Company Financial Information (Unaudited)
For the six-month period ended 30 June 2016

4 Segment information

Segment information in financial information for the six-month period ended 30 June 2016 has been reclassified to conform with the current Group's business operations including related reclassifications in financial information for the three-month period ended 31 March 2015 and 2016, and for the six-month period ended 30 June 2015.

	Consolidated				
	Lending Baht'000	Call center service and financial business Baht'000	Non-performing asset ("NPA") management Baht'000	Eliminations Baht'000	Total Baht'000
For the three-month period ended 30 June 2016					
Revenues					
Revenue from operation	56,767	34,500	3	-	91,270
Revenue from inter-segment	5,292	-	62	(5,354)	-
Total revenues	<u>62,059</u>	<u>34,500</u>	<u>65</u>	<u>(5,354)</u>	<u>91,270</u>
Segment expenses	<u>7,575</u>	<u>29,998</u>	<u>43</u>	<u>7,378</u>	<u>44,994</u>
Operating profit (loss)	54,484	4,502	22	(12,732)	46,276
Finance costs	20,914	80	-	(1,559)	19,435
Profit (loss) before income tax	<u>33,570</u>	<u>4,422</u>	<u>22</u>	<u>(11,173)</u>	<u>26,841</u>

	Consolidated				
	Lending Baht'000	Call center service and financial business Baht'000	Non-performing asset ("NPA") management Baht'000	Eliminations Baht'000	Total Baht'000
For the three-month period ended 30 June 2015					
Revenues					
Revenue from operation	4,951	28,954	-	-	33,905
Revenue from inter-segment	3,979	-	-	(3,979)	-
Total revenues	<u>8,930</u>	<u>28,954</u>	<u>-</u>	<u>(3,979)</u>	<u>33,905</u>
Segment expenses	<u>32,919</u>	<u>25,406</u>	<u>-</u>	<u>(5,200)</u>	<u>53,125</u>
Operating profit (loss)	(23,989)	3,548	-	1,221	(19,220)
Finance costs	1,475	658	-	(2,053)	80
Profit (loss) before tax	<u>(25,464)</u>	<u>2,890</u>	<u>-</u>	<u>3,274</u>	<u>(19,300)</u>

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)
Condensed Notes to Interim Consolidated and Company Financial Information (Unaudited)
For the six-month period ended 30 June 2016

4 Segment information (Cont'd)

	Consolidated				
	Lending Baht'000	Call center service and financial business Baht'000	Non-performing asset ("NPA") management Baht'000	Eliminations Baht'000	Total Baht'000
For the six-month period ended 30 June 2016					
Revenues					
Revenue from operation	91,351	65,597	8	-	156,956
Revenue from inter-segment	11,032	-	124	(11,156)	-
Total revenues	<u>102,383</u>	<u>65,597</u>	<u>132</u>	<u>(11,156)</u>	<u>156,956</u>
Segment expenses	<u>16,343</u>	<u>59,966</u>	<u>153</u>	<u>8,778</u>	<u>85,240</u>
Operating profit (loss)	86,040	5,631	(21)	(19,934)	71,716
Finance costs	<u>31,222</u>	<u>165</u>	<u>-</u>	<u>(3,218)</u>	<u>28,169</u>
Profit (loss) before income tax	<u>54,818</u>	<u>5,466</u>	<u>(21)</u>	<u>(16,716)</u>	<u>43,547</u>
At 30 June 2016					
Segment assets	3,616,922	48,243	26,273	(1,151,285)	2,540,153
Segment liabilities	2,329,924	33,644	56	(544,725)	1,818,899

	Consolidated				
	Lending Baht'000	Call center service and financial business Baht'000	Non-performing asset ("NPA") management Baht'000	Eliminations Baht'000	Total Baht'000
For the six-month period ended 30 June 2015					
Revenues					
Revenue from operation	7,930	53,421	91	-	61,442
Revenue from inter-segment	7,883	138	-	(8,021)	-
Total revenues	<u>15,813</u>	<u>53,559</u>	<u>91</u>	<u>(8,021)</u>	<u>61,442</u>
Segment expenses	<u>67,767</u>	<u>54,381</u>	<u>286</u>	<u>(17,830)</u>	<u>104,604</u>
Operating (loss) profit	(51,954)	(822)	(195)	9,809	(43,162)
Finance costs	<u>2,738</u>	<u>1,308</u>	<u>-</u>	<u>(3,924)</u>	<u>122</u>
(Loss) profit before tax	<u>(54,692)</u>	<u>(2,130)</u>	<u>(195)</u>	<u>13,733</u>	<u>(43,284)</u>
At 31 December 2015					
Segment assets	2,228,167	43,983	-	(1,122,689)	1,149,461
Segment liabilities	996,011	50,585	-	(574,842)	471,754

5 Fair Value

5.1 Fair value estimation

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

The following table presents the Group's financial assets and liabilities that are measured at fair value at 30 June 2016 and 31 December 2015.

	Consolidated			
	Level 1 Baht'000	Level 2 Baht'000	Level 3 Baht'000	Total Baht'000
Assets				
Short-term investments - open fund	-	11,609	-	11,609
Total assets	<u>-</u>	<u>11,609</u>	<u>-</u>	<u>11,609</u>
	Consolidated			
	Level 1 Baht'000	Level 2 Baht'000	Level 3 Baht'000	Total Baht'000
Assets				
Short-term investments - open fund	-	74	-	74
Total assets	<u>-</u>	<u>74</u>	<u>-</u>	<u>74</u>

There were no transfers between Levels 1 and 2 during the period.

5.2 Valuation techniques used to derive Level 2 fair values

Level 2 trading investments in open fund are fair valued using a quoted price, which derived from observable market prices of other quoted investment units of the open fund.

6 Short-term investments

	Consolidated		Company	
	30 June 2016	31 December 2015	30 June 2016	31 December 2015
	Fair value Baht'000	Fair value Baht'000	Fair value Baht'000	Fair value Baht'000
Trading investment - Open fund	11,609	2,990	74	148

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

	Consolidated		Company	
	30 June 2016	31 December 2015	30 June 2016	31 December 2015
	Baht'000	Baht'000	Baht'000	Baht'000
Opening balance	2,990	-	148	-
Additions	273,800	274,890	217,500	75,000
Disposal	(265,400)	(272,443)	(217,700)	(75,000)
Gain on sales of short-term investment	153	390	69	3
Change in fair value	66	153	57	145
Ending balance	11,609	2,990	74	148

As at 30 June 2016, short-term investments in the Consolidated and Company financial statements represented trading investments in an open fund in with a financial institution.

7 Trade receivables, net

	Consolidated		Company	
	30 June 2016	31 December 2015	30 June 2016	31 December 2015
	Baht'000	Baht'000	Baht'000	Baht'000
Undue and up to 30 days	7,971	902	-	-
Overdue 30 days but not over 180 days	832	47	-	-
Overdue 180 days but not over 1 year	-	-	-	-
Overdue more than 1 year	47	11,646	-	11,646
Total	8,850	12,595	-	11,646
<u>Less</u> Allowance for doubtful accounts	-	(11,646)	-	(11,646)
Trade account receivables, net	8,850	949	-	-
Accrued service income	17,853	17,143	-	-
	26,703	18,092	-	-

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)
Condensed Notes to Interim Consolidated and Company Financial Information (Unaudited)
For the six-month period ended 30 June 2016

8 Loans to employees, net

	Consolidated		Company	
	30 June 2016 Baht'000	31 December 2015 Baht'000	30 June 2016 Baht'000	31 December 2015 Baht'000
Minimum repayment under loans to employees	2,050	2,802	-	-
<u>Less</u> Deferred interest	(249)	(409)	-	-
	1,801	2,393	-	-
Current portion due within one year	1,211	1,185	-	-
Non-current portion due after one year	590	1,208	-	-
	1,801	2,393	-	-

9 Short-term loans to other companies, net

	Consolidated		Company	
	30 June 2016 Baht'000	31 December 2015 Baht'000	30 June 2016 Baht'000	31 December 2015 Baht'000
Bills of exchange – other companies	1,387,610	653,485	1,132,201	394,455
Short-term loans - other companies	696,143	385,594	296,300	-
Total	2,083,753	1,039,079	1,428,501	394,455

The interest rates on bill of exchange and short-term loans to other companies are 6.0–8.0% per annum and 12.0 - 15.0% per annum respectively (31 December 2015 : 6.0-9.8% per annum and 12.0-14.0% per annum)

The movement in short-term loans to other companies can be analysed as follows:

	Consolidated		Company	
	30 June 2016 Baht'000	31 December 2015 Baht'000	30 June 2016 Baht'000	31 December 2015 Baht'000
Opening balance	1,039,079	-	394,455	-
Addition during the period/year	1,351,383	1,270,894	1,356,276	393,074
Repayment during the period/year	(384,699)	(260,000)	(361,502)	-
Interest income recognised during the period/year	77,990	28,185	39,272	1,381
Total	2,083,753	1,039,079	1,428,501	394,455

Bills of exchange

The Group and the Company have provided short-term loans in form of bills of exchange to 10 companies totaling Baht 1,729 million. The short-term loans were given during March to June 2016, which will be matured within 1 to 5 months and with the interest rate charge at 6.0% - 8.0% per annum. The Group and the Company have received some interest at the first drawn down date and will receive some parts at the repayment date. The short-term loans are secured by certain plots of land, shares of those borrowing companies and also guaranteed by some directors and shareholders of the borrowers.

9 Short-term loans to other companies, net (Cont'd)

Loan agreements

The Group and the Company have provided short-term loans in form of loan agreements to 5 companies and 2 persons totaling Baht 742 million. The short-term loans were given during June 2015 to June 2016 which will be matured within 3 months until 1 year and with the interest rate charge at 12.0% - 15.0% per annum. The Group and the Company have received some interest at the first drawn down date and will receive some parts at the repayment date. The short-term loans are secured by certain plots of land, shares of those borrowing companies and also guaranteed by some directors and shareholders of the borrowers.

10 Investments in subsidiaries, net

List of subsidiaries as at 30 June 2016 is as follow:

<u>Company's name</u>	<u>Country of establishment</u>	<u>Type of business</u>	<u>Nature of relationship</u>	<u>Percentage of investment</u>
Subsidiaries				
Global Service Center Co., Ltd.	Thailand	Call center service	Direct shareholding	99.99
ACAP Consulting Co., Ltd.	Thailand	Legal advisory	Direct shareholding	99.99
Capital OK Co., Ltd.	Thailand	Consumers finance	Direct shareholding	99.99
OK Cash Co., Ltd.	Thailand	Collection services	Direct shareholding	99.99
ACAP (ASIA) Asset Management Co., Ltd.	Thailand	NPA management	Direct shareholding	99.99
Aurum Capital Advisory Pte. Ltd.	Singapore	Investment banking	Direct shareholding	63.97

The movements in investments in subsidiaries are as follows:

	Company Baht'000
For the six-month period ended 30 June 2016	
Beginning net book balance	613,873
Reversal of allowance for impairment on investment in Capital OK Co., Ltd. during the period	14,461
Additional allowance for impairment on investment in ACAP (ASIA) Asset Management Co., Ltd. during the period	(645)
Closing net book balance	<u>627,689</u>

During the six-month period ended 30 June 2016, the Company's management had taken a conservative approach and provided additional allowance for impairment on investment in ACAP (ASIA) Asset Management Co., Ltd. amounting to Baht 0.6 million and had made a reversal of allowance for impairment on investment in Capital OK Co., Ltd. amounting to Baht 14.5 million as the subsidiary has improved its financial position.

11 Leasehold improvements and equipment, net and intangible assets, net

	Consolidated		Company	
	Leasehold improvements and equipment Baht'000	Intangible assets Baht'000	Leasehold improvements and equipment Baht'000	Intangible assets Baht'000
For the six-month period ended				
30 June 2016				
Opening net book amount	25,972	2,978	9,246	1,464
Additions	4,669	360	3,618	-
Disposals, net	(1,446)	-	(1,155)	-
Depreciation charge and amortisation	(2,705)	(460)	(395)	(185)
Ending net book amount	<u>26,490</u>	<u>2,878</u>	<u>11,314</u>	<u>1,279</u>

12 Short-term borrowing from other companies, net

	30 June 2016			Total Baht
	Interest rate per annum (percent)	Remaining period to maturity		
		At call Baht	Within 1 year Baht	
Debt issued - bills of exchange	4.0-6.5%	-	636,398	1,086,398

The Group and the Company have provided unsecured short-term borrowings in form of bills of exchange to 6 companies totaling Baht 990 million. The short-term loans were given during January to June 2016, which will be matured within 1 to 6 months and with the interest rate charge at 4.0% - 6.5% per annum. The Group and the Company have paid some interest at the first drawn down date and will pay some parts at the maturity date.

The movement in bills of exchange can be analysed as follows:

	Consolidated and Company	
	30 June 2016 Baht'000	31 December 2015 Baht'000
Opening balance period/year	451,201	-
Additions during the period/year	880,026	450,252
Repayments during the period/year	(711,000)	-
Financial cost recognised during the period/year	16,171	949
Ending balance period/year	<u>636,398</u>	<u>451,201</u>

13 Liabilities under financial lease contracts, net

	Consolidated		Company	
	30 June 2016 Baht'000	31 December 2015 Baht'000	30 June 2016 Baht'000	31 December 2015 Baht'000
Minimum lease payments obligation under lease liabilities (lease of vehicles)	4,766	2,472	2,676	-
<u>Less</u> Deferred interest	(475)	(241)	(292)	-
	<u>4,291</u>	<u>2,231</u>	<u>2,384</u>	<u>-</u>
Current portion due within one year	984	596	434	-
Non-current portion due after one year	3,307	1,635	1,950	-
	<u>4,291</u>	<u>2,231</u>	<u>2,384</u>	<u>-</u>

14 Other current liabilities

	Consolidated		Company	
	30 June 2016 Baht'000	31 December 2015 Baht'000	30 June 2016 Baht'000	31 December 2015 Baht'000
Interest payable	2,561	-	2,561	-
Others	1,563	492	1,401	199
	<u>4,124</u>	<u>492</u>	<u>3,962</u>	<u>199</u>

15 Debenture

On 1 April 2016 the Company issued Baht 157 million unsubordinated and unsecured debentures in registered name to public under a term of 2 years, which bear interest at 5.40% per annum from issuance date to 1 July 2016 and 5.60% per annum from 1 July 2016 to the maturity date.

On 29 June 2016 the Company also issued Baht 547.1 million unsubordinated and unsecured debentures in registered name to public under a term of 2 years and, which bear interest at 5.60% per annum.

The Company is required to comply with the specific covenants which are to maintain debt to equity ratio and EBITDA to interest ratio on the date on each quarterly consolidated financial information and financial statement.

16 Share capital

	Ordinary shares		
	Number of shares Shares	Par value Baht	Baht
At 1 January 2016	125,000,000	1	125,000,000
Change in par value	250,000,000	0.5	125,000,000
Increase in capital	62,500,000	0.5	31,250,000
At 30 June 2016	<u>312,500,000</u>		<u>156,250,000</u>

16 Share capital (Cont'd)

On 4 May 2016, the Company changed its par value from Baht 1 to Baht 0.5. The Company registered the increased in number of shares with the Ministry of Commerce on 4 May 2016.

On 10 May 2016, the Company issued new ordinary of Baht 31,250,000 (62,500,000 shares, of Baht 0.5 par value) from the existing registered capital of Baht 125,000,000 (250,000,000 shares, of Baht 0.5 par value) to Baht 156,250,000 (312,500,000 shares, of Baht 0.5 par value). The Company registered the increased share capital with the Ministry of Commerce on 10 May 2016. The Company allots shares to reserve for the exercise by way of rights to purchase ordinary shares of the Company to existing shareholders at the ratio of 4 existing share to 1 unit of warrant. The term of warrant is for a period of two years by way of the rights issue at the ratio of 1 unit of warrant to 1 new ordinary share at the offering price of Baht 2 per share.

17 Basic earnings (loss) per share

Basic earnings (loss) per share is calculated by dividing the net profit (loss) for the year by the weighted average number of ordinary shares in issue during the year.

	Consolidated		Company	
	30 June 2016 Baht'000	30 June 2015 Baht'000	30 June 2016 Baht'000	30 June 2015 Baht'000
Net profit (loss) attributable to ordinary shareholder (Baht)	43,547	(43,304)	15,103	(44,061)
Weighted average number of ordinary shares issued and paid-up (Shares)	250,000	250,000	250,000	250,000
Basic earnings (loss) per share (Baht)	0.17	(0.17)	0.06	(0.18)

There are no dilutive ordinary shares in issue for the six-month period ended 30 June 2016 and 2015.

18 Related party transactions

The Company is located in Thailand and registered as a listed company at the Market for Alternative Investment (MAI). Major shareholders of the Company are Ms.Sugunya Sukjaroenkraisri and her family members, who hold 20% of total registered share capital

Pricing policy

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

18 Related party transactions (Cont'd)

The following significant transactions were carried out with related parties:

i) Revenues

	Consolidated		Company	
	2016	2015	2016	2015
	Baht'000	Baht'000	Baht'000	Baht'000
For the three-month period ended 30 June				
Interest income				
<u>Subsidiaries</u>				
- ACAP Consulting Co., Ltd.	-	-	23	78
- ACAP Corporate Services Co., Ltd.	-	-	-	5
- Global Service Center Co., Ltd.	-	-	29	566
- OK Cash Co., Ltd.	-	-	1,010	113
	-	-	<u>1,062</u>	<u>762</u>
Other income				
<u>Subsidiaries</u>				
Accounting and financial service income				
- Global Service Center Co., Ltd.	-	-	-	2
- Capital OK Co., Ltd.	-	-	-	15
- OK Cash Co., Ltd.	-	-	-	2
Sharing expense income				
- ACAP Consulting Co., Ltd.	-	-	-	31
- ACAP Corporate Services Co., Ltd.	-	-	-	59
Management fee income				
- ACAP Consulting Co., Ltd.	-	-	480	-
- Global Service Center Co., Ltd.	-	-	1,800	-
- Capital OK Co., Ltd.	-	-	600	-
- OK Cash Co., Ltd.	-	-	900	-
- ACAP (ASIA) Asset Management Co., Ltd.	-	-	15	-
	-	-	<u>3,795</u>	<u>109</u>

18 Related party transactions (Cont'd)

i) Revenues (Cont'd)

	Consolidated		Company	
	2016	2015	2016	2015
	Baht'000	Baht'000	Baht'000	Baht'000
For the six-month period ended 30 June				
Interest income				
<u>Subsidiaries</u>				
- ACAP Consulting Co., Ltd.	-	-	49	152
- ACAP Corporate Services Co., Ltd.	-	-	-	10
- Global Service Center Co., Ltd.	-	-	58	1,125
- OK Cash Co., Ltd.	-	-	2,116	113
			2,223	1,400
Other income				
<u>Subsidiaries</u>				
Accounting and financial service income				
- Global Service Center Co., Ltd.	-	-	-	4
- Capital OK Co., Ltd.	-	-	-	33
- OK Cash Co., Ltd.	-	-	-	4
Sharing expense income				
- ACAP Consulting Co., Ltd.	-	-	-	63
- ACAP Corporate Services Co., Ltd.	-	-	-	118
Management fee income				
- ACAP Consulting Co., Ltd.	-	-	969	-
- Global Service Center Co., Ltd.	-	-	4,298	-
- Capital OK Co., Ltd.	-	-	699	-
- OK Cash Co., Ltd.	-	-	1,880	-
- ACAP (ASIA) Asset Management Co., Ltd.	-	-	92	-
			7,938	222

ASIA Capital Group Public Company Limited (Formerly named as ACAP Advisory Public Company Limited)
Condensed Notes to Interim Consolidated and Company Financial Information (Unaudited)
For the six-month period ended 30 June 2016

18 Related party transactions (Cont'd)

ii) Expenses

	Consolidated		Company	
	2016	2015	2016	2015
	Baht'000	Baht'000	Baht'000	Baht'000
For the three-month period ended 30 June				
Finance costs				
<u>Subsidiaries</u>				
- Capital OK Co., Ltd.	-	-	435	1,281
- ACAP (ASIA) Asset Management Co., Ltd.	-	-	62	10
<u>Related parties</u>				
- Thai Luxe Enterprises PCL	6,146	-	6,146	-
- Management	160	-	160	-
	6,306	-	6,803	1,291
For the six-month period ended 30 June				
Finance costs				
<u>Subsidiaries</u>				
- Capital OK Co., Ltd.	-	-	870	2,514
- ACAP (ASIA) Asset Management Co., Ltd.	-	-	124	10
<u>Related parties</u>				
- Thai Luxe Enterprises PCL	7,624	-	7,624	-
- Management	160	-	160	-
	7,784	-	8,778	2,524

iii) Outstanding balances arising from sales / purchases of services

	Consolidated		Company	
	30 June	31 December	30 June	31 December
	2016	2015	2016	2015
	Baht'000	Baht'000	Baht'000	Baht'000
Amounts due from related companies				
- ACAP Consulting Co., Ltd.	-	-	504	173
- Global Service Center Co., Ltd.	-	-	1,219	882
- Capital OK Co., Ltd.	-	-	200	33
- OK Cash Co., Ltd.	-	-	555	570
- ACAP (ASIA) Asset Management Co., Ltd.	-	-	5	33
	-	-	2,483	1,691
Amounts due to related companies				
- Capital OK Co., Ltd.	-	-	26,414	26,424
- ACAP (ASIA) Asset Management Co., Ltd.	-	-	20	22
	-	-	26,434	26,446

18 Related party transactions (Cont'd)

iv) Loans to related parties

Short-term

For the six-month period ended 30 June 2016, the Company had short-term loans to subsidiaries as follows:

	Company			
	Short-term loans			
	Opening balance Baht'000	Additions during the period Baht'000	Repayments during the period Baht'000	Ending balance Baht'000
OK Cash Co., Ltd.	307,000	14,200	(26,000)	295,200
Total	<u>307,000</u>	<u>14,200</u>	<u>(26,000)</u>	<u>295,200</u>

During the six-month period ended 30 June 2016, the Company had entered into an unsecured loan agreement with OK Cash Co., Ltd. in form of a promissory note due at call, which bear interest rate at 1% and 4.5% per annum and the interest is due every 30 day after the drawn down date. The proceed from such loan given is then on lent to other companies by OK Cash Co., Ltd. as disclosed in Note 9.

Long-term

For the six-month period ended 30 June 2016, the Company had long-term loans to subsidiaries as follows:

	Company		
	Long-term loans		
	Opening balance Baht'000	Repayments during the period Baht'000	Ending balance Baht'000
ACAP Consulting Co., Ltd.	11,000	(1,900)	9,100
<u>Less</u> Allowance for impairment	(11,000)	1,900	(9,100)
	<u>-</u>	<u>-</u>	<u>-</u>
Global Service Center Co. Ltd.	12,500	(1,000)	11,500
<u>Less</u> Allowance for impairment	(12,500)	1,000	(11,500)
	<u>-</u>	<u>-</u>	<u>-</u>
Total	<u>-</u>	<u>-</u>	<u>-</u>

During the six-month period ended 30 June 2016, the Company had received full repayment from long-term lendings to ACAP Consulting Co., Ltd. and Global Service Center Co., Ltd. totalling Baht 2.9 million. Consequently, the Company had reversed related allowance for impairment at the same amount.

18 Related party transactions (Cont'd)

v) Short-term borrowings from related party

During the six-month period ended 30 June 2016, the Company had borrowings from related parties as follows:

Counterparty	Consolidated			
	Opening balance	Additions during the period	Repayments during the period	Ending balance
	Baht'000	Baht'000	Baht'000	Baht'000
<u>Related parties</u>				
- Thai Luxe Enterprises PCL.	-	600,000	150,000	450,000
	-	600,000	150,000	450,000
<u>Company</u>				
Counterparty	Opening balance	Additions during the period	Repayments during the period	Ending balance
	Baht'000	Baht'000	Baht'000	Baht'000
<u>Subsidiaries</u>				
- Capital OK Co., Ltd.	175,000	-	-	175,000
- ACAP (Asia) Asset Management Co., Ltd.	25,000	-	-	25,000
<u>Related parties</u>				
- Thai Luxe Enterprises PCL.	-	600,000	150,000	450,000
	200,000	600,000	150,000	650,000

Borrowings from with Capital OK Co., Ltd. and ACAP (Asia) Asset Management Co., Ltd. are in form of unsecured promissory notes, due at call which bear interest rate at 1% per annum. The interest is due every 30 day after the drawn down date.

Borrowing from Thai Luxe Enterprises Public Company Limited amounting to Baht 450 million in form of unsecured bill of exchange, due at 23 December 2016 which bear interest at 5.87% per annum. The interest is due at the maturity date.

19 Commitments

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

	Consolidated		Company	
	30 June 2016	31 December 2015	30 June 2016	31 December 2015
	Baht'000	Baht'000	Baht'000	Baht'000
Within 1 year	8,171	9,343	4,784	3,787
More than 1 year but less than 5 years	5,266	7,998	4,892	6,785
Total	13,437	17,341	9,676	10,572

20 Contingent liabilities

As at 22 November 2007, the Company together with 9 defendants were jointly litigated for default the debt portfolio. The Court of First instance dismissed the court case. The plaintiff has further filed the court case to the Appeal Court against the consideration of the Court of First instance. This court case is still pending for the consideration by the Appeal court at the moment. 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 29 April 2015, the Company was litigated by a supplier for default in the service contract and for several compensation of Baht 1.3 million. The Court of First Instance dismissed the court case. The plaintiff has further filed the court case to the Appeal Court. The management assesses related facts and believes that the case has no ground and will not result in any liability to the Company.