

ASIA CAPITAL PUBLIC COMPANY LIMITED

**INTERIM CONSOLIDATED AND SEPARATE
FINANCIAL INFORMATION (UNAUDITED)
31 MARCH 2017**

AUDITOR'S REPORT ON THE REVIEW OF THE INTERIM FINANCIAL INFORMATION

To the Shareholders and the Board of Directors of ASIA Capital Group Public Company Limited

I have reviewed the interim consolidated financial information of ASIA Capital Group Public Company Limited and its subsidiaries, and the interim separate financial information of ASIA Capital Group Public Company Limited. These comprise the consolidated and separate statements of financial position as at 31 March 2017, and the related consolidated and separate statements of comprehensive income, changes in equity, and cash flows for the three-month period then ended, and the condensed notes to the interim financial information. Management is responsible for the preparation and presentation of this interim consolidated and separate financial information in accordance with Thai Accounting Standard 34, "Interim Financial Reporting". My responsibility is to express a conclusion on this interim consolidated and separate financial information based on my review.

Scope of review

I conducted my review in accordance with the Thai Standard on Review Engagements 2410, "Review of interim financial information performed by the independent auditor of the entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with 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 accompanying interim consolidated and separate financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34, "Interim Financial Reporting".

PricewaterhouseCoopers ABAS Ltd.

Boonlert Kamolchanokkul
Certified Public Accountant (Thailand) No. 5339
Bangkok
12 May 2017

ASIA Capital Group Public Company Limited

Statement of Financial Position

As at 31 March 2017

	Notes	Consolidated <input type="checkbox"/>		Separate	
		financial information		financial information	
		Unaudited 31 March 2017	Audited 31 December 2016 (Restated)	Unaudited 31 March 2017	Audited 31 December 2016
		Baht'000	Baht'000	Baht'000	Baht'000
Assets					
Current assets					
Cash and cash equivalents		130,896	72,214	123,000	65,953
Short-term investments	7	100,139	181,887	58,091	59
Trade accounts receivable, net	8	31,031	30,934	360	-
Amounts due from related companies	19 iii)	-	-	1,945	1,756
Factoring receivables, net	9	34,583	32,550	-	-
Current portion of loans to employees	10	1,034	929	-	-
Short-term loans to related companies, net	19 iv)	-	-	166,000	248,000
Short-term loans to other companies, net	11	4,296,465	4,109,833	3,777,173	3,481,161
Other current assets		26,947	20,313	16,243	9,896
Total current assets		4,621,095	4,448,660	4,142,812	3,806,825
Non-current assets					
Loans to employees, net	10	257	431	-	-
Long-term loans to related companies, net	19 iv)	-	-	-	-
Deferred tax asset	18	45,891	56,126	33,394	42,132
Investment in subsidiaries, net	12	-	-	648,803	648,789
Leasehold improvements and equipment, net	13	26,755	27,973	14,495	14,881
Intangible assets, net	13	2,219	2,442	1,002	1,094
Other non-current assets		1,580	1,584	1,127	1,130
Total non-current assets		76,702	88,556	698,821	708,026
Total assets		4,697,797	4,537,216	4,841,633	4,514,851

Director _____ Director _____

Date _____

The notes to the financial information on pages 9 to 22 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited

Statement of Financial Position (Cont'd)

As at 31 March 2017

	Notes	Consolidated□ financial information		Separate financial information	
		Unaudited 31 March 2017 Baht'000	Audited 31 December 2016 (Restated) Baht'000	Unaudited 31 March 2017 Baht'000	Audited 31 December 2016 Baht'000
Liabilities and equity					
Current liabilities					
Account payables		30,889	21,381	16,374	15,249
Other payables		20,174	10,116	9,082	1,536
Amounts due to related companies	19 iii)	349	568	637	687
Short-term borrowing from related companies	19 v)	389,790	450,000	750,790	575,000
Short-term borrowing from other companies, net	14	756,259	1,093,042	756,259	1,093,042
Current portion of financial lease liabilities	15	1,744	1,728	1,170	1,162
Other current liabilities	16	71,198	59,342	4,339	9,374
Total current liabilities		1,270,403	1,636,177	1,538,651	1,696,050
Non-current liabilities					
Financial lease liabilities, net	15	4,637	5,019	3,714	3,949
Debentures	17	2,381,608	1,928,579	2,381,608	1,928,579
Employee benefits obligations		4,529	4,335	3,157	2,989
Other non-current liabilities		1,052	1,052	1,052	1,052
Total non-current liabilities		2,391,826	1,938,985	2,389,531	1,936,569
Total liabilities		3,662,229	3,575,162	3,928,182	3,632,619
Equity					
Share capital					
Authorised					
312,500,000 ordinary shares of Baht 0.5 each		156,250	156,250	156,250	156,250
Issued and paid-up share capital					
304,689,350 ordinary shares of Baht 0.5 each		152,345	152,345	152,345	152,345
Premium on share capital		419,776	419,776	419,776	419,776
Retained earnings					
Appropriated-Legal reserve		12,500	12,500	12,500	12,500
Unappropriated		450,947	377,433	328,830	297,611
Equity attributable to owners of the parent		1,035,568	962,054	913,451	882,232
Non-controlling interests		-	-	-	-
Total equity		1,035,568	962,054	913,451	882,232
Total liabilities and equity		4,697,797	4,537,216	4,841,633	4,514,851

The notes to the financial information on pages 9 to 22 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited
Statement of Comprehensive Income (Unaudited)
For the three-month period ended 31 March 2017

	Consolidated □ financial information		Separate financial information	
	31 March 2017 Baht'000	31 March 2016 Baht'000	31 March 2017 Baht'000	31 March 2016 Baht'000
Revenues				
Interest income	125,258	33,045	103,326	14,958
Interest expense	(47,348)	(8,704)	(47,903)	(9,201)
Net interest income	<u>77,910</u>	<u>24,341</u>	<u>55,423</u>	<u>5,757</u>
Service income	38,214	31,112	-	-
Placement fee income	29,645	-	-	-
Other income	700	1,529	3,867	4,343
Total operating income	<u>146,469</u>	<u>56,982</u>	<u>59,290</u>	<u>10,100</u>
Other operating expenses				
Cost of services	29,553	22,832	1,000	5
Administrative expenses	21,023	15,121	15,300	2,927
Management remunerations	2,993	2,293	2,993	2,293
Total other operating expenses	<u>53,569</u>	<u>40,246</u>	<u>19,293</u>	<u>5,225</u>
Profit before financial costs and income tax	<u>92,900</u>	<u>16,736</u>	<u>39,997</u>	<u>4,875</u>
Financial costs	62	30	40	-
Profit before income tax	<u>92,838</u>	<u>16,706</u>	<u>39,957</u>	<u>4,875</u>
Tax expense	19,324	-	8,738	-
Net profit for the period	<u>73,514</u>	<u>16,706</u>	<u>31,219</u>	<u>4,875</u>
Total comprehensive income	<u><u>73,514</u></u>	<u><u>16,706</u></u>	<u><u>31,219</u></u>	<u><u>4,875</u></u>
Profit attributable to:				
Shareholders of the parent	73,514	16,683	31,219	4,875
Non-controlling interests	-	23	-	-
	<u>73,514</u>	<u>16,706</u>	<u>31,219</u>	<u>4,875</u>
Total comprehensive income attributable to:				
Shareholders of the parent	73,514	16,683	31,219	4,875
Non-controlling interests	-	23	-	-
	<u>73,514</u>	<u>16,706</u>	<u>31,219</u>	<u>4,875</u>
Earnings per share (Baht per share)				
Basic earnings per share	<u>0.24</u>	<u>0.13</u>	<u>0.10</u>	<u>0.04</u>
Diluted earnings per share	<u>0.23</u>	<u>0.13</u>	<u>0.10</u>	<u>0.04</u>

The notes to the financial information on pages 9 to 22 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited
Statement of Changes in Equity (Unaudited)
For the three-month period ended 31 March 2017

	Consolidated financial information						
	Attributable to owners of the parent						
	Issued and paid-up share capital	Premium on share capital	Retained earnings		Total owners of the parent (Restated)	Non-controlling interests (Restated)	Total equity (Restated)
			Appropriated	Unappropriated (Restated)			
Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	
Opening balance as at 1 January 2017 (as previously reported)	152,345	419,776	12,500	415,556	1,000,177	-	1,000,177
Retrospective adjustment of consolidated financial statement	-	-	-	(38,123)	(38,123)	-	(38,123)
Opening balance as at 1 January 2017 (restated)	152,345	419,776	12,500	377,433	962,054	-	962,054
Total comprehensive income for the period	-	-	-	73,514	73,514	-	73,514
Ending balance as at 31 March 2017	152,345	419,776	12,500	450,947	1,035,568	-	1,035,568

	Consolidated financial information						
	Attributable to owners of the parent						
	Issued and paid-up share capital	Premium on share capital	Retained earnings		Total owners of the parent	Non-controlling interests	Total equity
			Appropriated	Unappropriated			
Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	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	-	-	-	16,683	16,683	23	16,706
Ending balance as at 31 March 2016	125,000	337,742	12,500	219,171	694,413	-	694,413

The notes to the financial information on pages 9 to 22 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited
Statement of Changes in Equity (Unaudited) (Cont'd)
For the three-month period ended 31 March 2017

	Separate financial information				Total 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 2017	152,345	419,776	12,500	297,611	882,232
Total comprehensive income for the period	-	-	-	31,219	31,219
Closing balance as at 31 March 2017	<u>152,345</u>	<u>419,776</u>	<u>12,500</u>	<u>328,830</u>	<u>913,451</u>

	Separate financial information				Total 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 expense for the period	-	-	-	4,875	4,875
Closing balance as at 31 March 2016	<u>125,000</u>	<u>337,742</u>	<u>12,500</u>	<u>205,570</u>	<u>680,812</u>

The notes to the financial information on pages 9 to 22 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited
Statement of Cash Flows (Unaudited)
For the three-month period ended 31 March 2017

	Notes	Consolidated□ financial information		Separate financial information	
		31 March 2017	31 March 2016	31 March 2017	31 March 2016
		Baht'000	Baht'000	Baht'000	Baht'000
Cash flows from operating activities					
Profit before income tax		92,838	16,706	39,957	4,875
Adjustments for:					
Depreciation and amortisation	13	1,823	1,562	503	273
Interest income		(125,257)	(33,137)	(103,326)	(14,958)
Interest expenses		47,348	8,703	47,903	9,201
Interest expenses from finance leases	15	62	31	40	-
Loss on impairment withholding tax		-	333	-	243
Reversal of loss on impairment of investment in subsidiaries	12	-	-	(14)	(3,143)
Reversal loss on impairment of long-term loan to related parties		-	-	-	(2,400)
(Gain) loss on sales/impairment/write-off of assets		-	(139)	-	28
Gain on sales of short-term investment		(482)	(100)	(222)	(61)
Underwriting expense - adventures		2,009	-	2,009	-
Employee benefits		194	418	168	179
Profit (loss) from operating activities before changes in operating assets and liabilities		18,535	(5,623)	(12,982)	(5,763)
(Increase) decrease in operating assets					
Trade receivables		(97)	(3,662)	(360)	-
Short-term investment		82,230	-	(57,810)	-
Amounts due from related parties		-	-	(231)	22
Short-term loan to other company		(173,871)	-	(230,872)	-
Factoring receivables		(2,386)	-	-	-
Loan to employees		115	-	-	-
Other current assets		744	864	(82)	104
Other non-current assets		4	1,001	3	997
Increase (decrease) in operating liabilities					
Account payable		8,382	-	-	-
Other payables		10,058	465	7,546	-
Amounts due to related parties		-	-	170	3
Other current liabilities		6,026	(684)	(3,020)	(96)
Cash used in operation					
Before interest and income tax received (paid)		(50,260)	(7,639)	(297,638)	(4,733)
Interest received		107,625	3,320	101,050	4,384
Interest paid excluding finance lease contracts		(105,449)	-	(106,006)	(504)
Income tax paid		(3,444)	(1,080)	(1,087)	(243)
Net cash used in operating activities		(51,528)	(5,399)	(303,681)	(1,096)

The notes to the financial information on pages 9 to 22 are an integral part of this interim financial information.

ASIA Capital Group Public Company Limited
Statement of Cash Flows (Unaudited) (Cont'd)
For the three-month period ended 31 March 2017

	Notes	Consolidated □ financial information		Separate financial information	
		31 March 2017	31 March 2016	31 March 2017	31 March 2016
		Baht'000	Baht'000	Baht'000	Baht'000
Cash flows from investing activities					
Short-term loans made to related parties		-	-	-	(13,200)
Short-term loan payments received from related parties		-	-	14,000	1,000
Long-term loan payments received from related parties		-	-	-	2,400
Long-term loans made to related parties		-	-	-	-
Purchases of leasehold improvements, equipment and intangible assets	13	(382)	(448)	(25)	(369)
Proceeds from disposals of leasehold improvements, equipment and intangible assets		-	458	-	-
Cash paid for short-term investments		-	(83,950)	-	(50,000)
Cash received from sale of short-term investments		-	58,310	-	47,700
Short-term loan payments made to other companies		-	(585,744)	-	(570,715)
Short-term loan payments received from other companies		-	74,323	-	50,732
Cash received from short-term loan payments from employees		-	353	-	-
Net cash (used in) from investing activities		(382)	(536,698)	13,975	(532,452)
Cash flows from financing activities					
Cash paid from short-term borrowings from other companies	14	(640,000)	(470,000)	(640,000)	(470,000)
Cash received from short-term borrowings from other companies		360,000	975,263	360,000	975,263
Cash received from the issuance of debentures		454,200	-	454,199	-
Cash paid for underwriting expense - debentures		(3,180)	-	(3,179)	-
Cash received from short-term borrowings from related companies		60,000	-	296,000	-
Cash paid for short-term borrowings from related companies		(120,000)	-	(120,000)	-
Cash paid for liability under finance leases	15	(428)	(222)	(267)	-
Net cash from financing activities		110,592	505,041	346,753	505,263
Net increase (decrease) in cash and cash equivalents		58,682	(37,056)	57,047	(28,285)
Cash and cash equivalents at beginning of the period		72,214	43,637	65,953	29,563
Cash and cash equivalents at end of the period		130,896	6,581	123,000	1,278

Non-cash transactions

Offset short-term loan to other company and short-term loan to related party	-	-	68,000	-
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The notes to the financial information on pages 9 to 22 are an integral part of this interim financial information.

1 General information

ASIA Capital Group 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.

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, call center service and factoring business.

The interim consolidated and company financial information was approved by the Board of Directors on 12 May 2017.

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

2 Accounting policies

2.1 Basis of preparation

The interim consolidated financial information has been prepared in accordance with Thai Accounting Standard 34 Interim Financial Reporting. The primary financial information (statement of financial position, statement of comprehensive income, statement of changes in shareholders' equity and cash flows) is presented in a format consistent with the annual financial statements complying with Thai Accounting Standard 1 Presentation of Financial Statements. The notes to the financial information are prepared in a condensed format. 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 2016.

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 2016.

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

Revised financial reporting standards which are effective on or after 1 January 2017.

a) Revised financial reporting standards, which have significant changes and are relevant to the Group:

TAS 1 (revised 2016)	Presentation of financial statements
TAS 19 (revised 2016)	Employee benefits
TAS 27 (revised 2016)	Separate financial statements
TFRS 10 (revised 2016)	Consolidated financial statements

TAS 1 (revised 2016), the amendments provide clarifications on a number of issues, including:

- Materiality - an entity should not aggregate or disaggregate information in a manner that obscures useful information. Where items are material, sufficient information must be provided to explain the impact on the financial position or performance.
- Disaggregation and subtotals - line items specified in TAS 1 may need to be disaggregated where this is relevant to an understanding of the entity's financial position or performance. There is also new guidance on the use of subtotals.
- Notes - confirmation that the notes do not need to be presented in a particular order.
- OCI arising from investments accounted for under the equity method - the share of OCI arising from equity-accounted investments is grouped based on whether the items will or will not subsequently be reclassified to profit or loss. Each group should then be presented as a single line item in the statement of other comprehensive income.

TAS 19 (revised 2016), the amendments clarify that when determining the discount rate for post-employment benefit obligations, it is the currency that the liabilities are denominated in that is important and not the country where they arise.

TAS 27 (revised 2016), the amendments allow an entity a policy choice to account for investments in subsidiaries, joint ventures and associates in its separate financial statements using the equity method as described in TAS 28. While current TAS 27 allows entities to measure their investments in subsidiaries, joint ventures and associates either at cost or at fair value (when announced). The election can be made independently for each category of investment (subsidiaries, joint ventures and associates). Entities wishing to change to the equity method must do so retrospectively.

TFRS 10 (revised 2016), the amendments clarify that: 1) the exception from preparing consolidated financial statements is also available to intermediate parent entities which are subsidiaries of investment entities and 2) an investment entity should consolidate a subsidiary which is not an investment entity and whose main purpose and activity is to provide services in support of the investment entity's investment activities.

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

All of 47 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 2016.

4. Prior year adjustment of consolidated financial statement

During the three-month period ended 31 March 2017, the Group has adjusted the consolidated financial statement since it has reconsidered the policy of placement fee income recognition of Capital OK Co., Ltd., a subsidiary, to be more conservative. Service of the fee was fully rendered to customer and payment was fully collected. The placement fee income was recognised immediately after service rendered and has been changed to be recognised with interest income throughout the loan receivable agreement period. The effect of above policy and method give rise to an adjustment of comparative figures which are in the financial position of the year ended 2016 as stated, to the consolidated financial statement position as at 1 January 2016 and 31 December 2016 are as follows;

	Consolidated financial statement					
	1 January 2016			31 December 2016		
	Originally stated Baht	Restatemen	Restated Baht	Originally stated Baht	Restatemen	Restated Baht
Deferred tax asset	-	-	-	46,595	9,531	56,126
Other current liabilities -						
Unearned placement fee income	492	-	492	11,688	47,654	59,342
Retained earnings - Unappropriated	202,488	-	202,488	415,556	(38,123)	377,433

The majority of adjustment in other current liabilities – unearned placement fee income will be recognised as income during quarter 1 – 2 of the year 2017. This adjustment affects only consolidated financial statement of the year ended 2016. The Company's financial statement is still the same as reported.

5 Segment information

	Consolidated financial information				
	Lending Baht'000	Call center services and financial businesses Baht'000	Others Baht'000	Elimination Baht'000	Total Baht'000
For the three-month period ended 31 March 2017					
Net interest income					
Third party revenue	77,910	-	-	-	77,910
Inter-segment revenue	(43)	(18)	61	-	-
Other operating income	34,125	38,057	22	(3,645)	68,559
Other operating expenses	(23,145)	(33,993)	(63)	3,632	(53,569)
Operating profit (loss)	88,847	4,046	20	(13)	92,900
Financial costs	(40)	(22)	-	-	(62)
Profit (loss) before tax	88,807	4,024	20	(13)	92,838
Tax income (expense)	(18,508)	(811)	(5)	-	(19,324)
Net profit (loss) for the year	70,299	3,213	15	(13)	73,514
Segment assets	5,787,592	61,302	26,416	(1,177,513)	4,697,797
Segment liabilities	4,181,148	17,678	142	(536,739)	3,662,229

5 Segment information (Cont'd)

	Consolidated financial information				Total Baht'000
	Lending Baht'000	Call center services and financial businesses Baht'000	Others Baht'000	Elimination Baht'000	
For the three-month period ended 31 March 2016					
Net interest income					
Third party revenue	24,341	-	-	-	24,341
Inter-segment revenue	(7)	(55)	62	-	-
Other operating income	5,682	31,098	4	(4,143)	32,641
Other operating expenses	(8,768)	(29,968)	(110)	(1,400)	(40,246)
Operating profit (loss)	21,248	1,075	(44)	(5,543)	16,736
Financial costs	-	(30)	-	-	(30)
Profit (loss) before tax	21,248	1,045	(44)	(5,543)	16,706
Tax income (expense)	-	-	-	-	-
Net profit (loss) for the year	21,248	1,045	(44)	(5,543)	16,706
For the year ended 31 December 2016					
Segment assets	5,491,859	57,705	1,364	(1,023,243)	4,527,685
Segment liabilities	3,892,591	17,294	105	(382,482)	3,527,508

6 Fair Value

6.1 Fair value estimation

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

- (Level 1) Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (Level 2) 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 3) Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

The following table presents the Group's financial assets and liabilities that are measured and recognise at fair value at 31 March 2017.

	Consolidated financial information			
	Level 1 Baht'000	Level 2 Baht'000	Level 3 Baht'000	Total Baht'000
Assets				
Short-term investments - open fund	-	100,139	-	100,139
Total assets	-	100,139	-	100,139
Separate financial information				
	Level 1 Baht'000	Level 2 Baht'000	Level 3 Baht'000	Total Baht'000
Assets				
Short-term investments - open fund	-	58,091	-	58,091
Total assets	-	58,091	-	58,091

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

6 Fair Value (Cont'd)

6.2 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.

6.3 Fair value of financial assets and liabilities measured at amortised cost.

The fair value of financial and liabilities measured at amortised cost are as follows:

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 December 2016 Baht'000	31 March 2017 Baht'000	31 December 2016 Baht'000
Cash and cash equivalents	130,896	72,214	123,000	65,953
Trade accounts receivables	31,031	30,934	360	-
Amounts due from related companies	-	-	1,945	1,756
Factoring receivables, net	34,583	32,550	-	-
Current portion of loans to employees	1,291	1,360	-	-
Short-term loan to related companies, net	-	-	166,000	248,000
Short-term loans to other companies, net	4,296,465	4,109,833	3,777,173	3,481,161
Account payables	30,889	21,381	16,374	15,249
Other payable	20,174	10,116	9,082	1,536
Amounts due to related companies	349	568	637	687
Short-term borrowing from related companies	389,790	450,000	750,790	575,000
Short-term borrowing from other companies, net	756,259	1,093,042	756,259	1,093,042

7 Short-term investments

	Consolidated financial information		Separate financial information	
	31 March 2017 Fair value Baht'000	31 December 2016 Fair value Baht'000	31 March 2017 Fair value Baht'000	31 December 2016 Fair value Baht'000
Trading investment - Open fund	100,139	181,887	58,091	59

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

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 December 2016 Baht'000	31 March 2017 Baht'000	31 December 2016 Baht'000
Opening balance per year	181,887	2,990	59	148
Additions	1,010,140	2,557,185	767,400	2,227,070
Disposal	(1,091,730)	(2,378,456)	(709,381)	(2,227,159)
Change in fair value per year	(158)	168	13	-
Ending balance	100,139	181,887	58,091	59

As at 31 March 2017, short-term investments in the Consolidated and Company financial statements represented trading investments in an open fund in with a financial institution.

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8 Trade receivables, net

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 December 2016 Baht'000	31 March 2017 Baht'000	31 December 2016 Baht'000
Undue and up to 30 days	6,223	11,799	-	-
Overdue 30 days but not over 180 days	3,157	1,765	-	-
Overdue 180 days but not over 1 year	54	-	-	-
Overdue more than 1 year	50	50	-	-
Total	9,484	13,614	-	-
<u>Less</u> Allowance for doubtful accounts	(50)	(50)	-	-
Trade account receivables, net	9,434	13,564	-	-
Accrued income - service fee	21,597	17,370	360	-
	31,031	30,394	360	-

9 Factoring receivables, net

As at 31 March 2017 and 31 December 2016, Factoring receivables have average period of less than 1 year to due date. The detail is as below:

	Consolidated financial information		Separate financial information	
	31 March 2016 Baht'000	31 December 2015 Baht'000	31 March 2016 Baht'000	31 December 2015 Baht'000
Factoring receivables	36,014	33,628	-	-
<u>Less</u> Deferred interest	(1,431)	(1,078)	-	-
	34,583	32,550	-	-

10 Loans to employees, net

	Consolidated financial information		Separate financial information	
	31 March 2016 Baht'000	31 December 2015 Baht'000	31 March 2016 Baht'000	31 December 2015 Baht'000
Minimum repayment under loans to employees	1,427	1,496	-	-
<u>Less</u> Deferred interest	(136)	(136)	-	-
	1,291	1,360	-	-
Current portion due within one year	1,034	929	-	-
Non-current portion due after one year	257	431	-	-
	1,291	1,360	-	-

11 Short-term loans to other companies, net

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 December 2016 Baht'000	31 March 2017 Baht'000	31 December 2016 Baht'000
Bill of exchange	1,730,249	2,000,875	1,530,957	1,745,355
Short-term loans to other companies	2,566,216	2,108,958	2,246,216	1,735,806
Total	4,296,465	4,109,833	3,777,173	3,481,161

The interest rates on bills of exchange and short-term loans to other companies are 6% - 15% per annum and 12% - 15% per annum, respectively (31 December 2016: 6.0% - 12.0% per annum and 12.0% - 15.0% per annum respectively).

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

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 December 2016 Baht'000	31 March 2017 Baht'000	31 December 2016 Baht'000
Balance at the beginning of the period/year	4,109,833	1,039,079	3,481,161	394,455
Addition during the period/year	1,158,374	4,049,142	1,159,722	4,088,991
Repayment during the period/year	(1,071,018)	(1,207,149)	(946,018)	(1,152,099)
Interest income recognised during the period/year	99,276	228,761	82,308	149,814
Balance at the end of the period/year	4,296,465	4,109,833	3,777,173	3,481,161

The Group had outstanding short-term loans in form of bill of exchange and loan agreements net deferred interest totaling of Baht 1,730 million and Baht 2,566 million respectively. The Group has 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.

For the three-month period ended 31 March 2017, some of loans were agreed for repayment extensions for another 1 to 6 months.

12 Investments in subsidiaries, net

List of subsidiaries as at 31 March 2017 is as follows:

Company's name	Country of establishment	Type of business	Nature of relationship	Percentage of investment
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	Lending	Direct shareholding	99.99
OK Cash Co., Ltd.	Thailand	Lending	Direct shareholding	99.99
ACAP (ASIA) Asset Management Co., Ltd.	Thailand	Non-performing assets management	Direct shareholding	99.99
Aurum Capital Advisory Pte. Ltd.	Singapore	Investment banking	Direct shareholding	63.97

12 Investments in subsidiaries, net (Cont'd)

The movements in investments in subsidiaries are as follows:

	Separate financial information Baht'000
For the three-month period ended 31 March 2017	
Beginning net book balance	648,789
Reversal of allowance for impairment on investment in ACAP (ASIA) Asset Management Co., Ltd.	14
Closing net book balance	<u>648,803</u>

During the three-month period ended 31 March 2017, the Company's management had reversed allowance for impairment on investment in ACAP (ASIA) Asset Management Co., Ltd. amounting to Baht 0.01 million as the subsidiary has financial position as well.

13 Leasehold improvements and equipment and intangible assets, net

	Consolidated financial information		Separate financial information	
	Leasehold improvements and equipment Baht'000	Intangible assets Baht'000	Leasehold improvements and equipment Baht'000	Intangible assets Baht'000
For the three-month period ended 31 March 2017				
Opening net book amount	27,973	2,442	14,881	1,094
Additions	382	-	25	-
Depreciation charge and amortisation	<u>(1,600)</u>	<u>(223)</u>	<u>(411)</u>	<u>(92)</u>
Ending net book amount	<u>26,755</u>	<u>2,219</u>	<u>14,495</u>	<u>1,002</u>

14 Short-term borrowing from other companies

	Consolidated and Separate financial information			
	31 March 2017			
	Interest rate per annum (percent)	Remaining period to maturity		Total Baht
		At call Baht	Within 1 year Baht	
Debt issued - bills of exchange	4.50 - 7.50	-	756,259	756,259
Consolidated and Separate financial information				
		31 March 2017	31 December 2016	
		Baht'000	Baht'000	
Opening balance		1,093,042	451,201	
Additions during the period/year		293,854	2,047,752	
Repayments during the period/year		(640,000)	(1,439,500)	
Financial cost recognised during the period/year		9,363	33,589	
Ending balance		<u>756,259</u>	<u>1,093,042</u>	

As at 31 March 2017, the Group had issued unsecured bills of exchange to third parties totalling net deferred interest totalling to Baht 756 million. These bills of exchange are subject to 4.5% - 7.5% interest rate per annum.

15 Liabilities under financial lease contracts, net

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 December 2016 Baht'000	31 March 2017 Baht'000	31 December 2016 Baht'000
Minimum lease payments obligation under lease liabilities (lease of vehicles)	6,874	7,302	5,267	5,534
<u>Less</u> Deferred interest	(493)	(555)	(383)	(423)
	<u>6,381</u>	<u>6,747</u>	<u>4,884</u>	<u>(5,111)</u>
Current portion due within one year	1,744	1,728	1,170	1,162
Non-current portion due after one year	4,637	5,019	3,714	3,949
	<u>6,381</u>	<u>6,747</u>	<u>4,884</u>	<u>5,111</u>

16 Other current liabilities

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 December 2016 Baht'000	31 March 2017 Baht'000	31 December 2016 Baht'000
Interest payable	264	2,278	264	2,278
Provision for contingent liabilities may be arisen	3,610	3,610	3,610	3,610
Unearned placement fee income	57,151	47,654	-	-
Others	10,173	5,800	465	3,486
	<u>71,198</u>	<u>59,342</u>	<u>4,339</u>	<u>9,374</u>

17 Debentures

	Consolidated and Separate financial information	
	31 March 2017 Baht'000	31 December 2016 Baht'000
Debenture no.1/2559	157,000	157,000
Debenture no.2/2559	547,100	547,100
Debenture no.3/2559	1,237,300	1,237,300
Debenture no.1/2560	454,200	-
Total	2,395,600	1,941,400
<u>Less</u> Deferred under with expense-calendars	(13,992)	(12,821)
	<u>2,381,608</u>	<u>1,928,579</u>

On 1 April 2016 the Company issued unsubordinated and unsecured debentures in registered name no.1/2559, (ACAP184A) 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 unsubordinated and unsecured debentures in registered name no.2/2559, (ACAP186A) to public under a term of 2 years and, which bear interest at 5.60% per annum.

On 14 October 2016 the Company also issued unsubordinated and unsecured debentures in registered name no.3/2559, (ACAP180A) to public under a term of 2 years and, which bear interest at 5.60% per annum.

On 10 March 2017 the Company also issued unsubordinated and unsecured debentures in registered name no.1/2560, (ACAP139A) to public under a term of 2 years and, which bear interest at 5.50% 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.

18 Deferred income taxes

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

	Consolidated financial information		Separate financial information	
	31 March 2017 thaB'000	31 December 2016 thaB'000	31 March 2017 thaB'000	31 December 2016 thaB'000
Deferred tax assets:				
Deferred tax assets to be recovered within 12 months	23,456	22,215	14,642	14,642
Deferred tax assets to be recovered after more than 12 months	22,435	33,914	18,752	27,490
	<u>45,891</u>	<u>56,129</u>	<u>33,394</u>	<u>42,132</u>
Deferred tax liability:				
Deferred tax liability to be recovered within 12 months	-	(3)	-	-
Deferred tax liability to be recovered after more than 12 months	-	-	-	-
	-	(3)	-	-
Deferred tax assets, net	<u>45,891</u>	<u>56,126</u>	<u>33,394</u>	<u>42,132</u>

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

	Consolidated financial information				
	Tax losses Baht'000	Allowance for Impairment of asset Baht'000	Provision for Employee benefit Baht'000	Other Baht'000	Total Baht'000
Deferred tax assets					
At 1 January 2017	39,563	6,698	(835)	10,735	56,161
Charged to profit or loss	(11,496)	(689)	39	1,876	(10,270)
At 31 March 2017	<u>28,067</u>	<u>6,009</u>	<u>(796)</u>	<u>12,611</u>	<u>45,891</u>

	Separate financial information				
	Tax losses Baht'000	Allowance for Impairment of asset Baht'000	Provision for Employee benefit Baht'000	Other Baht'000	Total Baht'000
Deferred tax assets					
At 1 January 2017	35,653	6,688	(962)	753	42,132
Charged to profit or loss	(8,072)	(689)	33	(10)	(8,738)
At 31 March 2017	<u>27,581</u>	<u>5,999</u>	<u>(929)</u>	<u>743</u>	<u>33,394</u>

	Consolidated financial information		Separate financial information	
	Short-term investment Baht'000	Total Baht'000	Short-term investment Baht'000	Total Baht'000
Deferred tax liabilities				
At 1 January 2017	(35)	(35)	-	-
Charged to profit or loss	35	35	-	-
At 31 March 2017	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

19 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, who hold 19% 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.

The following significant transactions were carried out with related parties:

i) Revenues

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 March 2016 Baht'000	31 March 2017 Baht'000	31 March 2016 Baht'000
Interest income				
- ACAP Consulting Co., Ltd.	-	-	19	26
- Global Service Center Co., Ltd.	-	-	-	30
- OK Cash Co., Ltd.	-	-	589	1,106
Management fee income				
- ACAP Consulting Co., Ltd.	-	-	150	489
- Capital OK Co., Ltd.	-	-	1,080	99
- OK Cash Co., Ltd.	-	-	900	980
- ACAP (ASIA) Asset Management Co., Ltd.	-	-	15	77
- Global Service Center Co., Ltd.	-	-	1,500	2,498
	-	-	4,253	5,305

ii) Expenses

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 March 2016 Baht'000	31 March 2017 Baht'000	31 March 2016 Baht'000
Finance costs				
<u>Subsidiaries</u>				
- Capital OK Co., Ltd.	-	-	494	435
- ACAP (ASIA) Asset Management Co., Ltd.	-	-	62	62
<u>Related party</u>				
- Thai Luxe Enterprises Public Co., Ltd.	6,348	-	6,348	-
- Related person	33	-	33	-
	6,381	-	6,937	497

19 Related party transactions (Cont'd)

iii) Outstanding balances arising from sales / purchases of services

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 December 2016 Baht'000	31 March 2017 Baht'000	31 December 2016 Baht'000
Amounts due from related companies				
- ACAP Consulting Co., Ltd.	-	-	510	355
- Global Service Center Co., Ltd.	-	-	535	535
- Capital OK Co., Ltd.	-	-	385	321
- OK Cash Co., Ltd.	-	-	510	540
- ACAP (ASIA) Asset Management Co., Ltd.	-	-	5	5
	-	-	1,945	1,756
Amounts due to related companies				
- Capital OK Co., Ltd.	-	-	267	98
- ACAP (ASIA) Asset Management Co., Ltd.	-	-	21	21
-Thai Luxe Enterprises Public Co., Ltd	315	568	315	568
-Related person	34	-	34	-
	349	568	637	687

iv) Loans to related parties

Short-term

For the three-month period ended 31 March 2017, the Company had short-term loans to subsidiaries as follows:

	Separate financial information			
	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.	248,000	-	(82,000)	166,000
Total	248,000	-	(82,000)	166,000

During the three-month period ended 31 March 2017, the Company had entered into an unsecured loan agreement with OK Cash Co., Ltd. by issuing a promissory note due at call, which bear interest rate at 1% per annum and the interest is due every 30 day after the drawn down date.

Long-term

For the three-month period ended 31 March 2017, the Company had long-term loans to subsidiaries as follows:

	Separate financial information			
	Long-term loans			
	Opening balance Baht'000	Addition during the period Baht'000	Repayments during the period Baht'000	Ending balance Baht'000
ACAP Consulting Co., Ltd.	7,500	-	-	7,500
<u>Less</u> Allowance for impairment	(7,500)	-	-	(7,500)
	-	-	-	-

19 Related party transactions (Cont'd)

v) Short-term borrowings from related party

During the three-month period ended 31 March 2017, the Company had borrowings from related parties as follows:

	Consolidated financial information			
	Opening balance Baht'000	Additions Baht'000	Repayments Baht'000	Ending balance Baht'000
Related party				
- Thai Luxe Enterprise PCL.	450,000	29,790	(120,000)	359,790
- Related person	-	30,000	-	30,000
	<u>450,000</u>	<u>59,790</u>	<u>(120,000)</u>	<u>389,790</u>

Counterparty	Separate financial information			
	Opening balance Baht'000	Additions during the period Baht'000	Repayments Baht'000	Ending balance Baht'000
Subsidiaries				
Capital OK Co., Ltd.	100,000	236,000	-	336,000
ACAP (Asia) Asset Management Co., Ltd.	25,000	-	-	25,000
Related party				
Thai Luxe Enterprise PCL.	450,000	29,790	(120,000)	359,790
Related person	-	30,000	-	30,000
	<u>575,000</u>	<u>295,790</u>	<u>(120,000)</u>	<u>750,790</u>

At 31 March 2017 all short-term borrowings are unsecured promissory notes due at call which bear interest rate at 1% - 5.87% per annum.

20 Commitments

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

	Consolidated financial information		Separate financial information	
	31 March 2017 Baht'000	31 December 2016 Baht'000	31 March 2017 Baht'000	31 December 2016 Baht'000
Within 1 year	245,550	288,065	243,551	283,851
More than 1 year but less than 5 years	2,111	3,148	2,051	2,998
Total	<u>247,661</u>	<u>291,213</u>	<u>245,602</u>	<u>286,849</u>

21 Contingent liabilities

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 but the Court of Appeal ruled in favour of supplier and ordered the Company to pay the claimed amount. Consequently, the Company filed an appeal to the Supreme Court to revoke the order on 28 April 2017. Management assesses related facts and believes that the case has no ground and will not result in any liability to the Company.

As at 14 November 2016, the Company was litigated for revocation in a legal action about land trading and registration as collateral by a third party who claimed that he/she has committed in land trading agreement before the land was later sold and mortgaged with the Company. The plaintiff claimed for compensation of Baht 322 million. The Court set a date for preliminary hearing and hearing of witness on 12 June 2017. Management assesses related facts and believes that the case has no ground and will not result in any liability to the Company.

22 Subsequent events

On 10 April 2017, the Company registered an amendment to the Memorandum of Association of the Company from an increase in registered capital by issuing new ordinary shares totalling Baht 39,086,169 (78,172,338 shares, of Baht 0.5 par value) from the existing registered capital of Baht 156,250,000 (312,500,000 shares, of Baht 0.5 par value) to Baht 195,336,169 (390,672,338 shares, of Baht 0.5 par value).

The company adjusted the exercise price of its first warrant (ACAP-W1) which is effective on 24 April 2017.