

I.C.C. INTERNATIONAL PUBLIC COMPANY LIMITED  
NOTES TO THE FINANCIAL STATEMENTS  
AS OF MARCH 31, 2010 (UNAUDITED / REVIEWED)  
AND DECEMBER 31, 2009 (AUDITED)

**1. General statement**

1.1 I.C.C. International Public Company Limited having the principal office at 757/10 Soi Pradoo 1, Sathupradit road, Bangpongpang Subdistrict, Yannawa District, Bangkok is registered as a public company limited in accordance with Thai laws on May 9, 1994.

1.2 The Company's business is the distribution of consumer products.

**2. Criteria for financial statements**

The financial statements have been prepared in conformity with the generally accepted accounting principles as prescribed by the Accounting Professions Act B.E. 2547, as well as in compliance with the Notification of the Department of Business Development, the Ministry of Commerce dated January 30, 2009 regarding the requirement for the brief items to be shown in the financial statements B.E. 2552, and in compliance with the regulations of the Securities and Exchange Commissions regarding the Preparation and Presentation of Financial Statements under the Securities and Exchange Act B.E. 2535.

The financial statements have also been prepared under the historical cost convention for evaluating the element of transactions in the financial statements, except the transactions disclosed in the related accounting policy.

The Federation of Accounting Professions has issued the Notification No.16/2552 regarding the accounting standards which are not effective for the current year as follows :

	Effective date
TAS 20 Accounting for Government Grants and Disclosure of Government Assistance	January 1, 2012
TAS 24 Related Party Disclosures (revised 2007)	January 1, 2011
TAS 40 Investment Property	January 1, 2011

The Company believes that these three accounting standards will have no impact on the financial statements for the period in which they are initially applied.

### **3. Summary of significant accounting policies**

#### **3.1 Recognition of income and expenses**

Revenues from sales is recognized when goods is delivered after deduction of goods return and discount. This excludes the revenues from sales to retailers of which its payment will be recognized when the goods have already been sold to the end users.

Revenues from sales of real estate - condominium completely available for sale shall be recognized according to the installment due payment, when the sum of installment due payment of each contract is equal to or more than 20% of the selling price.

The interest income under finance lease contracts is realized according to the amount of installments to be paid. Calculation of the interest income is based on the sum of present value of the total amount of rent recognized as of the due date, no matter the collection has been made or not.

Other revenues and expenses recognized on accrued basis.

#### **3.2 Cash and cash equivalents**

Cash and cash equivalents mean cash in hand and every kind of bank deposits excluding the deposit that requires repayment when due.

#### **3.3 Allowance for doubtful accounts**

Allowance for doubtful accounts recorded is based on the Company's doubtful debtor and experience on uncollectible accounts.

#### **3.4 Inventory valuation**

Inventories in categories of trading and sales to retailers with condition are stated at cost or net realizable value whichever is lower. Cost is determined on a weighted-average basis.

Inventories on real estate-condominium are stated at cost or realizable value on specific basis.

#### **3.5 VAT on unrecognized sales of inventories**

VAT on unrecognized sales of inventories shall be registered upon the goods have been delivered to retailers and VAT has been submitted to the Department of Revenue. This VAT shall be registered as other current asset. The Company shall also call for VAT from retailers after the goods have been sold to customers.

### 3.6 Long - term investments assessment

Long - term domestic marketable securities are considered as securities available for sale which stated at fair value. Differences from the change in value are stated in the shareowner's equities and will be stated in the statement of income after disposal of such investment.

Long - term overseas marketable securities are considered as securities available for sale which stated at fair value. Conversion into Thai Baht currency varies as of the exchange rate at the end of the period. Differences from the change in value are stated in the shareowner's equities and will be stated in the statement of income after disposal of such investments.

Long - term non - marketable securities in domestic area are considered as securities for general purpose, which are stated at cost after deduction of reserve for loss from impairment.

Long - term non - marketable securities from overseas are considered as securities for general purpose, which are stated at cost after deduction of reserve for loss from impairment. Conversion into Thai Baht currency varies as of the exchange rate at the transaction date.

### 3.7 Property, plant and equipment - net

Land was stated at cost less reserve for loss from impairment of the asset (if any).

Buildings and equipment were stated at cost less accumulated depreciation and reserve for loss from impairment of the asset (if any).

Depreciation of buildings and equipment has been calculated by using the Straight - Line Method at following period :

Buildings	20	years
Office equipment and vehicles	5	years
Furniture and fixtures	5	years
Computer components	3	years
Cash register	1	year

Depreciation of computers has been determined by using the Sum of Year's Digits Method for the period of 3 years.

3.8 Trade mark has been written off by using the Straight-Line Method for the period of 10 years.

3.9 Leasehold has been written off by using the Straight-Line Method according to the lease period.

### 3.10 Impairment of assets

The Company has considered the impairment of assets on property, plant and equipment, investment and other intangible assets whenever events or changes indicate that the realizable value of the asset is lower than the book value. Loss from impairment of asset shall be recognized in the statement of income and shall be reversed whenever there is an indication that there is no longer impairment or reduction in impairment.

Net realizable value means net selling price of the asset or its utilization value whichever is higher, The Company will consider the impairment for each asset item or each asset unit generating cash flow, whichever is practical.

### 3.11 Transactions in foreign currencies

The foreign currency of assets and liabilities transactions have been converted into Thai Baht as of the transaction date. The outstanding amount of foreign currency as of the balance sheet date is converted into Thai Baht, corresponding to the selling and buying average exchange rate of commercial bank in accordance with the announcement of Bank of Thailand as of the date thereof.

Gain or loss on currency exchange are taken into incomes or expenses as incurred in the annual Statement of Income.

### 3.12 Income tax

The Company has recorded income tax as expenses in the occurring period and was calculated according to the Revenue Code.

### 3.13 Basic earning per share

Earning per share as presented in the statement of income, is the basic earning per share which is determined by dividing net profit for the period with the net average weight number of ordinary shares issued during the period.

No diluted earning per share for the three-month period ended March 31, 2010 and 2009 is presented as the Company has no equivalent ordinary shares.

	<u>Jan - Mar 2010</u>	<u>Jan - Mar 2009</u>
Number of weighted average - ordinary shares	290,633,730	290,633,730

### 3.14 Accounting estimates

Preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates for certain accounting transactions, affecting amounts reported in the financial statements and notes related thereto. Subsequent actual results may differ from these estimates.

### 3.15 Liabilities estimates

The Company recognizes liabilities estimates when an entity has a present legal or estimate obligation as a result of the past event. It is probable that an outflow of economic benefit resources will be required to settle the obligation, and the amount of the obligation shall be made at reliable estimate. If some or all the expenditure to be required to settle a provision, is certainly expected to be reimbursed, the Company shall recognize the reimbursement of such obligation settlement by some certain separate asset at the amount not exceeding the related liabilities.

## 4. Statements of Cash Flows

	<u>Mar 31, 2010</u>	Baht	<u>Mar 31, 2009</u>
4.1 Cash and cash equivalents			
Cash on hand	16,938,537.29		18,262,799.72
Cash at banks	164,167,199.41		166,745,366.46
Credit card - sales slip receivable	4,400,895.17		2,444,831.54
Total	<u>185,506,631.87</u>		<u>187,452,997.72</u>
4.2 Non - cash transaction : None			

**5. Temporary investments**

Type	Interest rate (%)		Period (Days)		No. of Commercial Bank		Millions Baht	
	Mar 31, 2010	Dec 31, 2009	Mar 31, 2010	Dec 31, 2009	Mar 31, 2010	Dec 31, 2009	Mar 31, 2010	Dec 31, 2009
Gold Saving Deposit	0.625	0.625	At call		1	1	220.112	83.959
Bill of Exchange	1.05-1.22	1.01-1.25	28-52	26-43, 9-15	3	3	1,091.000	807.000
<b>Total</b>							<b>1,311.112</b>	<b>890.959</b>

**6. Trade accounts and notes receivable - net**

	<u>March 31, 2010</u>	Baht	<u>December 31, 2009</u>
6.1 Trade accounts and notes receivable - related companies			
Trade accounts receivable	59,351,450.45		89,733,349.02
Notes receivable	2,639,893.25		4,528,051.21
Total	<u>61,991,343.70</u>		<u>94,261,400.23</u>
6.2 Trade accounts and notes receivable - other companies			
Trade accounts receivable	1,248,825,517.43		1,620,060,494.08
Bounced cheques awaiting clearance	17,073,718.56		17,227,631.56
Total	<u>1,265,899,235.99</u>		<u>1,637,288,125.64</u>
(Less) Advance payment from debtor	(10,474,342.29)		(5,807,354.14)
Allowance for doubtful accounts	(37,236,627.18)		(37,246,627.18)
Trade accounts receivable - net	1,218,188,266.52		1,594,234,144.32
Notes receivable	82,745,200.33		107,962,867.33
Total	<u>1,300,933,466.85</u>		<u>1,702,197,011.65</u>
<b>Total trade accounts and notes receivable - net</b>	<u><u>1,362,924,810.55</u></u>		<u><u>1,796,458,411.88</u></u>

## 6.3 Aging of Trade accounts and notes receivable

( Unit : Millions Baht )

As of March 31, 2010	Undue	Overdue (days)					Total	Allowance for doubtful accounts	Total-net
		1-30	31-60	61-90	Over 91	Total			
Trade accounts receivable on credit	477.48	184.94	56.04	31.41	50.95	323.34	800.82	(19.11)	781.71
Trade accounts receivable on sale by retailers	487.59	0.00	0.00	0.00	19.77	19.77	507.36	(3.48)	503.88
Bounced cheques awaiting clearance	0.00	0.06	0.01	0.01	16.99	17.07	17.07	(14.65)	2.42
Total	965.07	185.00	56.05	31.42	87.71	360.18	1,325.25	(37.24)	1,288.01
Add Notes receivable	85.38	0.00	0.00	0.00	0.00	0.00	85.38	0.00	85.38
(Less) Advance payment from debtor	(10.47)	0.00	0.00	0.00	0.00	0.00	(10.47)	0.00	(10.47)
Total trade accounts and notes receivable - net	1,039.98	185.00	56.05	31.42	87.71	360.18	1,400.16	(37.24)	1,362.92
% / Total	74.28	13.21	4.00	2.24	6.26	25.72	100.00	(2.66)	97.34

As of December 31, 2009	Undue	Overdue (days)					Total	Allowance for doubtful accounts	Total-net
		1-30	31-60	61-90	Over 91	Total			
Trade accounts receivable on credit	475.83	244.50	66.44	37.60	74.48	423.02	898.85	(19.12)	879.73
Trade accounts receivable on sale by retailers	814.54	0.00	0.00	0.00	(3.60)	(3.60)	810.94	(3.48)	807.46
Bounced cheques awaiting clearance	0.00	0.14	0.06	0.10	16.93	17.23	17.23	(14.65)	2.58
Total	1,290.37	244.64	66.50	37.70	87.81	436.65	1,727.02	(37.25)	1,689.77
Add Notes receivable	112.49	0.00	0.00	0.00	0.00	0.00	112.49	0.00	112.49
(Less) Advance payment from debtor	(5.81)	0.00	0.00	0.00	0.00	0.00	(5.81)	0.00	(5.81)
Total trade accounts and notes receivable - net	1,397.05	244.64	66.50	37.70	87.81	436.65	1,833.70	(37.25)	1,796.45
% / Total	76.19	13.34	3.63	2.06	4.79	23.81	100.00	(2.03)	97.97

**7. Short - term loans given to related parties - net**

As of March 31, 2010 and December 31, 2009, the Company has provided loans to related parties at interest rates between 5.00% - 7.00% per annum.

(Unit : Baht)

Name of companies	Relationship	Dec 31, 2009	Increase (decrease)	Mar 31, 2010
7.1 Sriracha Medical Centre	A	5,781,126.31	(150,000.00)	5,631,126.31
7.2 Laser Fashion	-	4,110,000.00	0.00	4,110,000.00
7.3 Siam Zoeki	B	150,000,000.00	0.00	150,000,000.00
Total		159,891,126.31	(150,000.00)	159,741,126.31
(Less) Allowance for doubtful accounts		(84,891,126.31)	150,000.00	(84,741,126.31)
Balance		75,000,000.00	0.00	75,000,000.00
Add Current portion of long - term loan		12,000,000.00	1,000,000.00	13,000,000.00
Short - term loans given to related parties - net		87,000,000.00	1,000,000.00	88,000,000.00

Remarks : Relationship

A - Company invested in ordinary shares

B - Companies sharing management team

7.1 In 2000, the Company has made a contract of compromise with Sriracha Medical Centre which agreed to pay the Company all outstanding debt at the amount of Baht 11,405,249.75. Payment would be done within 48 installments at Baht 200,000.00 each. The first payment started on September 1, 2000 and the last installment would be on September 16, 2004. For the ninth installment payment in May 2001, the debtor paid only Baht 174,123.44 and no payment has been made through the year 2007 with the total outstanding debt amounting Baht 9,631,126.31. The Company has already filed a law suit for seizure of their property and reserved a doubtful account on this case at full amount.

In 2008, the Company has made a memorandum of loan payment in compliance with the new contract of compromise entered with Sriracha Medical Centre. To this memorandum, Sriracha Medical Centre agreed to pay the amount of loan Baht 4,950,000.00 in the form of a plot of land with 15 sq.wah-space and one commercial building in Chonburi province (ownership right has already been transferred since August 22, 2008) at the market price Baht 2,950,000.00 plus the amount of payment Baht 2,000,000.00 for 40 installments at Baht 50,000.00 each, effective since July 2008 until October 2011. Upon receiving the whole amount of payment as stated in the memorandum of loan payment in compliance with the new contract of compromise entered with Sriracha Medical Centre, the Company will waive its right in the outstanding debt to Sriracha Medical Centre at the total amount of Baht 5,649,372.84 which comprises of the capital amounting Baht 4,681,126.31 plus outstanding interest Baht 968,246.53.

7.2 The loan totalling Baht 4.11 million was given to Laser Fashion Co., Ltd. At present, this company has been filed a law suit on bankruptcy by some creditors at the Central Bankruptcy Court. As of June 30, 2004 this doubtful debt has already been reserved in full amount. In 2008, Laser Fashion Co., Ltd. has paid some part of outstanding interest for the amount of Baht 127,638.43.

7.3 In January and April 2008, the Company has given a loan totalling Baht 150.00 million to Siam Zokei Co.,Ltd. for a period of one year at 7% interest rate with payment being made within January 27, 2009. This loan was guaranteed by another one company with seizure of the original title deeds owned by Siam Zokei Co.,Ltd. and by the guaranteed company totalling two plots of land in Phuket province, with total area of 17 rai, 1 ngarn and 79.7 square wah, as its collateral.

In September 2008, Siam Zokei Co.,Ltd. requested a grace period for interest payment since September 2008 onward, due to lack of liquidity. The company then issued a termination letter calling back for the whole amount of capital and interest.

In October 2008, the Company issued a notice requesting Siam Zokei Co.,Ltd. to pay its debt and interest as being default of performing to the loan agreement. A civil case has also been filed to Siam Zokei Co.,Ltd. requesting to pay the whole amount of capital and interest.

In December 2008, the Company has then reserved the allowance for doubtful account on this matter totalling Baht 75.00 million, which is calculated by the expected amount to receive from the borrower's guaranteed land, excluding the land guaranteed by the other company.

In April 2009, the court delivered judgment in accordance with the Compromise Agreement to which the Company has entered with Siam Zokei Co.,Ltd. to enforce them to pay the full amount loan as being sued totalling Baht 152,375,000.00 by 12 installments at Baht 12,697,917.00 each. The first installment was set on May 25, 2009 and the last one on April 25, 2010.

In May 2009, Siam Zokei Co.,Ltd. failed to pay the first installment of its debt, the Company then filed a petition to the court which approved to seize the following properties of Siam Zokei Co., Ltd. :

Month	Seized properties				Value appraised by the executing officers	Note
	Province	Land (plot)	Land with premises (plot)	Condominium (unit)		
Jun 09	Chiang Mai	1	4	18	79,095,411.00	one plot of land with premises worth Baht 6.30 million was mortgaged with other creditor
Jul 09	Phuket	1	-	-	16,374,000.00	
Feb 10	Chonburi	-	2	-	5,723,416.00	
รวม					101,192,827.00	

All the above seized properties have now been on sale by auction to pay the debt to the Company. However, if the money gained from the sale by auction is not enough for debt payment, the Company has the right to further file the law suit to the above mentioned guarantor.



**8. Inventories - net**

	<u>March 31, 2010</u>	<u>December 31, 2009</u>
	<u>Baht</u>	<u>Baht</u>
Inventories on trading - Finished goods	867,247,465.77	749,133,921.53
- Sale by retailers	2,183,748,411.97	2,197,655,449.26
Total	<u>3,050,995,877.74</u>	<u>2,946,789,370.79</u>
(Less) Allowance for inventories devaluation	<u>(32,286,127.03)</u>	<u>(34,519,518.00)</u>
Inventories on trading - net	3,018,709,750.71	2,912,269,852.79
Real estate awaiting for sale - Condominium	<u>22,785,339.91</u>	<u>22,785,339.91</u>
Grand Total	<u><u>3,041,495,090.62</u></u>	<u><u>2,935,055,192.70</u></u>

**9. Long - term loans given to related parties**

Name of companies	Relation-ship	Interest rate (%)	Maturity year	Dec 31, 2009 (Baht)	Increase(decrease) (Baht)	Mar 31, 2010 (Baht)	Collateral
Thai Itokin	A, B	5.00	2011	24,000,000.00	(2,000,000.00)	22,000,000.00	One other company
(Less) Current portion of long - term loan				(12,000,000.00)	(1,000,000.00)	(13,000,000.00)	
Long - term loans - net				<u>12,000,000.00</u>	<u>(3,000,000.00)</u>	<u>9,000,000.00</u>	

Remarks : Relationship

A - Company invested in ordinary shares

B - Companies sharing management team

The loan totalling Baht 40.00 million has been given to Thai Itokin Co.,Ltd. for a period of 2 years starting from December 19, 2007 to December 15, 2009. Payment would be done in monthly basis within 20 installments at Baht 2.00 million per installment. The first payment will start in May 2008 and the last installment will be in December 2009.

In January 2009, an agreement has been made to extend payment of loan. The payment shall be in every month for 24 installments at Baht 1.00 million per installment. This shall start from January 2010 to December 2011 to support the supply chain. The Company has already received regular payment to both capital and interest without failure.

In March 2010 Thai Itokin Co., Ltd. has postponed the loan payment of Baht 1.00 million, and already paid to the Company in April 2010.

**10. Long - term loans given to employee**

A financial-aided welfare for employees has been initiated by the Company in January 2008. This loan-typed welfare has the payment period of not over 72 monthly installments starting from the loan date with MOR divide-by-three and MOR interest rate, by using the employee's car registration certificate as a guarantee. Employee who is entitled to this welfare should meet the required qualification and comply with the Company's announcement on "Employees' Financial Welfare". As of March 31, 2010 and December 31, 2009, the total loan given to employees according to this welfare has amounted Baht 5,664,294.00 and Baht 6,073,740.00, respectively.



## 12.1 Long - term investments - related parties

## 12.1.1 Marketable securities - securities available for sale

Name of companies	Relation-ship	Type of business	Paid-up capital (Million Baht)	( %) Ratio of investment	Mar 31, 2010 (Baht)		Dec 31, 2009 (Baht)		Dividend (Baht)	
					Cost	Market price	Cost	Market price	Jan - Mar 2010	Jan - Mar 2009
1 S & J International Enterprises	A	Cosmetics	104.81	14.62	110,618,302.50	275,912,046.00	110,618,302.50	248,320,841.40	0.00	0.00
2 Textile Prestige	A	Embroidered lace, sponge	108.00	10.43	11,771,071.97	109,238,684.00	11,771,071.97	83,899,814.00	0.00	0.00
3 Far East DDB	A	Advertising	75.00	10.64	20,772,388.66	70,206,400.00	20,772,388.66	58,239,400.00	0.00	0.00
4 Saha Pathana Inter-holding	A	Investment	494.03	9.21	233,423,568.15	768,971,463.00	233,423,568.15	791,722,098.00	0.00	0.00
5 Boutique Newcity	A	Ladies' wear	120.00	5.98	5,299,907.70	6,348,990.00	5,299,907.70	6,922,910.00	0.00	0.00
6 O.C.C.	A	Distributor	60.00	19.73	100,332,288.32	120,767,796.00	100,332,288.32	127,871,784.00	0.00	0.00
7 Sahapathanapibul	A	Consumer products	318.42	10.54	229,554,750.80	755,450,055.00	229,554,750.80	637,935,602.00	0.00	0.00
8 Thanulux	A	Garment, Leather products	120.00	10.26	153,421,083.24	225,218,832.00	153,421,083.24	219,065,312.00	0.00	0.00
9 Sahacogen (Chonburi)	A	Power plant	955.00	10.41	167,744,689.87	423,584,409.60	167,744,689.87	425,573,068.80	0.00	0.00
10 People's Garment	A	Garment	96.00	5.25	70,293,843.00	56,952,000.00	70,293,843.00	57,960,000.00	0.00	0.00
Total					1,103,231,894.21	2,812,650,675.60	1,103,231,894.21	2,657,510,830.20	0.00	0.00
Investment less than 5% (As of Mar 31, 2010 and Dec 31, 2009 totalling 3 companies)					145,374,353.09	498,352,840.50	145,374,353.09	452,910,943.50	0.00	0.00
Grand Total					1,248,606,247.30	3,311,003,516.10	1,248,606,247.30	3,110,421,773.70	0.00	0.00

Remarks : Relationship

A - Companies sharing management team

## 12.1.2 General investments - related parties

Name of companies	Relation - ship	Type of business	Registered capital (Million Baht)	(% Ratio of investment	Investment (Baht)		Dividend (Baht)	
					Mar 31, 2010	Dec 31, 2009	Jan -Mar 2010	Jan -Mar 2009
1 Thai Cubic Technology	A, B	A three dimensional printing service	40.00	19.00	7,600,000.00	7,600,000.00	0.00	0.00
2 Thai Itokin	A, B, C	Ladies' wear	50.00	7.00	5,132,400.00	5,132,400.00	0.00	0.00
3 SSDC (Tigertex)	A	Dyeing & finishing	270.00	19.58	22,559,272.78	22,559,272.78	0.00	0.00
4 Sunrise Garment	A	Knitted wear	10.00	6.00	2,435,000.00	2,435,000.00	0.00	0.00
5 Janome (Thailand)	A	Sewing machine & accessories	88.00	8.00	7,040,000.00	7,040,000.00	0.00	0.00
6 Thai Shikibo	A	Textile (spinning)	237.50	11.74	26,539,112.00	26,539,112.00	3,625,700.00	3,625,700.00
7 Kewpie (Thailand)	A	Food	260.00	10.77	27,273,400.00	27,273,400.00	0.00	0.00
8 Shaldan (Thailand)	A, B	Air freshener	40.00	7.50	3,000,000.00	3,000,000.00	0.00	0.00
9 Thai Q.P.	A	Processed food	60.00	10.00	6,000,000.00	6,000,000.00	0.00	0.00
10 International Leather Fashion	A	Leather shoes	50.00	14.00	7,000,000.00	7,000,000.00	0.00	0.00
11 Total Way Image	A	Leather goods	20.00	10.00	2,000,000.00	2,000,000.00	700,000.00	0.00
12 Raja Uchino	A	Towels	81.00	13.59	10,817,496.00	10,817,496.00	0.00	0.00
13 Thai Takeda Lace	A	Lace	127.00	12.76	20,482,860.00	20,482,860.00	0.00	0.00
14 Thai Stafflex	A	Woven and non-woven fusible interlining	60.00	8.00	4,800,000.00	4,800,000.00	0.00	0.00
15 Champ Ace	A	Garment	40.00	12.50	5,000,000.00	5,000,000.00	0.00	0.00
16 Thai Sports Garment	A	Garment	10.00	12.00	1,200,000.00	1,200,000.00	0.00	0.00
17 Sahachol Food Supplies	A	Agricultural produces	100.00	7.80	7,980,000.00	7,980,000.00	0.00	0.00
18 Lion Corporation (Thailand)	A	Detergent	300.00	12.00	36,000,000.00	36,000,000.00	0.00	5,796,000.00
19 Molten Asia Polymer Products	A	Automobile rubber parts	120.00	7.80	9,360,000.00	9,360,000.00	0.00	0.00
20 Molten (Thailand)	A	Sport balls	100.00	6.00	6,000,000.00	6,000,000.00	0.00	0.00
21 Thai Arai	A	Automobile parts	126.00	10.75	14,162,504.36	14,162,504.36	0.00	0.00
22 Dairy Thai	A	Yogurt	18.13	9.00	13,050,000.00	13,050,000.00	0.00	0.00
23 Nissin Foods (Thailand)	A	Instant noodles	310.00	10.00	27,002,500.00	27,002,500.00	0.00	0.00
24 Grand Star Industry	A	Textiles	20.00	19.50	4,346,300.00	4,346,300.00	0.00	0.00
25 Pattaya Manufacturing	A	Lingeries	30.00	5.33	2,241,400.00	2,241,400.00	0.00	0.00
26 General Glass	A	Glass packaging	100.00	19.50	19,579,330.00	19,579,330.00	0.00	0.00
27 H & B Intertex	A	Soft and plush toys	40.00	19.00	7,600,000.00	7,600,000.00	0.00	0.00
28 International Laboratories	A	Cosmetics	60.00	19.56	195,729,800.00	195,729,800.00	0.00	0.00
29 Saha Sehwa	-	Plastic parts (injection)	General investments - other company					
	A	As of Dec 31, 2009	145.00	7.03		10,200,000.00		0.00
30 Top Trend Manufacturing	A	Plastic packaging	60.00	18.00	10,800,000.00	10,800,000.00	0.00	0.00
31 Thai Gunze	A	Knit wear	180.00	16.00	28,800,000.00	28,800,000.00	0.00	0.00
32 T.U.C. Elastic	A	Elastic bands	160.00	12.00	18,200,000.00	18,200,000.00	0.00	0.00
33 K. Commercial and Construction	A	Construction	50.00	19.50	34,084,104.13	34,084,104.13	0.00	0.00
34 Treasure Hill	A, B	Golf course	200.00	12.00	16,178,000.00	16,178,000.00	0.00	0.00
35 D F Inter	A	Made-to-order furniture	5.00	19.00	1,060,200.00	1,060,200.00	0.00	0.00
36 First United Industry	A	Investment & apartment rent	40.00	9.12	3,646,800.00	3,646,800.00	0.00	0.00
37 Laem Cha-Bang Warehouse	A	Warehouse	5.00	19.00	1,013,650.00	1,013,650.00	0.00	0.00

## 12.1.2 General investments - related parties (continued)

Name of companies	Relation - ship	Type of business	Registered capital (Million Baht)	(% Ratio of investment)	Investment (Baht)		Dividend (Baht)	
					Mar 31, 2010	Dec 31, 2009	Jan -Mar 2010	Jan -Mar 2009
38 Sahapat Properties	A	Real estate development	20.00	5.75	1,150,000.00	1,150,000.00	0.00	0.00
39 Sahapat Real Estate	A	Real estate development	250.00	19.90	49,750,000.00	49,750,000.00	0.00	0.00
40 K R S Logistics	A	Warehouse management	10.00	15.50	1,550,000.00	1,550,000.00	0.00	0.00
41 Pan Land	A	Land development	300.00	16.67	49,367,900.00	49,367,900.00	0.00	0.00
42 United Utilities	A	Real estate	34.23	18.56	13,721,002.82	13,721,002.82	0.00	0.00
43 International Commercial Coordination (HK) *	A	Distributor	HKD 2.00	19.00	1,657,750.00	1,657,750.00	0.00	0.00
					1HKD = Baht 3.235 as of Dec 31, 1995 ) (1HKD = Baht 5.49 as of Feb 21, 200			
44 Belle Maison (Thailand)	A	Catalog sales business	80.00	15.20	12,160,000.00	12,160,000.00	0.00	0.00
45 Wien	A	Lingeries	10.00	9.00	900,000.00	900,000.00	0.00	0.00
46 Better Way (Thailand)	A	Direct sale	80.00	16.75	101,232,031.65	101,232,031.65	0.00	47,935,040.00
47 E.P.F. **	A	Distributor, retailer	6.50	10.00	390,000.00	390,000.00	0.00	0.00
48 Kai I.T. Service	B	Assembling and selling computer	4.00	10.00	1,125,600.00	1,125,600.00	0.00	0.00
49 Tiger Distribution & Logistics	A, B	Distribution and logistics	10.00	19.90	4,992,399.12	4,992,399.12	0.00	0.00
50 Saha Nam Textile	A	Elastic yarn, twisted and texturized yarn	36.00	5.00	1,557,000.00	1,557,000.00	0.00	0.00
51 4 People Foods **	A	Instant noodles 4me	200.00	14.00	18,249,000.00	18,249,000.00	0.00	0.00
52 Sriracha Aviation	A	Maintenance services of airplane engines	33.00	6.06	2,000,000.00	2,000,000.00	0.00	0.00
53 Waseda Education (Thailand)	A	Institute of Japanese Language and Cultural Studies	56.00	10.71	6,000,000.00	6,000,000.00	0.00	0.00
54 FANCL (Thailand)	A	Distribution of cosmetics product and food supplement	10.00	15.00	1,500,000.00	1,500,000.00	0.00	0.00
55 BSC Entertainment	A	Bowling entertainment center	187.05	18.75	44,041,500.77	44,041,500.77	0.00	0.00
56 Morgan De Toi (Thailand)	A	Distributor of men's and women's apparels and leather products under the brand "MORGAN"	25.00	12.00	3,000,000.00	3,000,000.00	0.00	0.00
57 Thai Secom Pitakkij	A	Security	378.86	15.00	94,680,056.00	94,680,056.00	0.00	0.00
58 Thai Sun Foods	A	Producing and trading fruit juice "Greenmate" and distribution of "Homey" biscuits	50.00	19.00	9,500,000.00	9,500,000.00	0.00	0.00
59 Thai Takaya	A	Jean trousers	30.00	10.00	3,000,000.00	3,000,000.00	0.00	0.00
60 Otsuka Saha Asia Research	A	Consultant on production research and development	80.00	16.33	13,066,600.00	13,066,600.00	0.00	0.00
61 K.T.Y. Industry	A	Yarn spinning products and sub-contractor	28.00	9.93	3,060,316.70	3,060,316.70	0.00	0.00
62 Thai Monster	A	Knit polo and T-shirts manufacture	20.00	5.00	1,000,000.00	1,000,000.00	0.00	0.00
63 Kenmin Foods (Thailand)	A	Rice noodle manufacture and export	30.00	5.00	1,500,000.00	1,500,000.00	0.00	0.00

## 12.1.2 General investments - related parties (continued)

Name of companies	Relation - ship	Type of business	Registered capital (Million Baht)	(% Ratio of investment)	Investment (Baht)		Dividend (Baht)	
					Mar 31, 2010	Dec 31, 2009	Jan - Mar 2010	Jan - Mar 2009
64 Shiseido Professional (Thailand)	A	Beauty salon and spa including import and export of cosmetic products	70.00	15.00	10,500,000.00	10,500,000.00	0.00	0.00
65 Thai Bunka Fashion	A	Fashion institute under the widely - acclaimed curriculum of Bunka Fashion College, Japan	25.00	8.00	2,000,000.00	2,000,000.00	0.00	0.00
66 Five Stars Plus	A	Manufacture of leather coats for export	50.00	19.50	9,750,000.00	9,750,000.00	0.00	0.00
67 QB (Thailand)	A	To operate or to be franchiser of quick barber	25.00	17.00	4,250,000.00	4,250,000.00	0.00	0.00
68 Sriracha BSC Bowling	A	Bowling entertainment center	47.00	10.64	5,000,000.00	5,000,000.00	0.00	0.00
69 MIT Pathana Homeshopping	A	TV direct sale	30.00	13.33	4,000,000.00	4,000,000.00	0.00	0.00
70 Dome Composites (Thailand)	A	Manufacture of carbon composite for racing car parts	72.50	5.17	3,750,000.00	3,750,000.00	0.00	
71 Sun108	A	Wholesale & retail, logistics	100.00	8.25	8,250,000.00	8,250,000.00	0.00	0.00
72 Erawan Textile	A	Producing and weaving threads of such kind as cotton and polyester T/C	181.83	15.18	63,853,162.91	63,853,162.91	0.00	0.00
73 Thai Kamaya	A	Cosmetics packaging , electrical part , automobile and others	100.00	12.80	14,528,000.00	14,528,000.00	0.00	0.00
74 Bangkok Tokyo Socks	A	Socks manufacturing and export	102.30	19.55	16,250,000.00	16,250,000.00	0.00	0.00
75 I.D.F.	A, B	Investment in securities, non-movable asset rent	90.00	9.00	32,400,000.00	32,400,000.00	0.00	0.00
Total					1,230,396,449.24	1,240,596,449.24	4,325,700.00	57,356,740.00
Investment less than 5% (As of Mar 31, 2010 totalling 6 companies and Dec 31, 2009 totalling 10 companies)					33,452,050.00	56,016,950.00	0.00	0.00
Grand Total					1,263,848,499.24	1,296,613,399.24	4,325,700.00	57,356,740.00
(Less) Provision for loss from impairment of investment					(272,023,438.83)	(297,284,654.83)	0.00	0.00
General investments - net					991,825,060.41	999,328,744.41	4,325,700.00	57,356,740.00

## Remarks : 1. Relationship

A - Companies sharing management team

B - Guaranteed by the company

C - Loan given by the company

2. \* - Located in other countries

3. \*\* - Company with unpaid-capital: As of March 31, 2010 and December 31, 2009, the unpaid-capital shares of all these companies totalling Baht 10,011,000.00.

## 12.2 Long - term investments - other companies

## 12.2.1 Marketable securities - securities available for sale

Name of companies	Mar 31, 2010 (Baht)		Dec 31, 2009 (Baht)	
	Cost	Market Price	Cost	Market Price
1. Bangkok Nylon	1,200,000.00	450,000.00	1,200,000.00	369,000.00
2. President Bakery	13,950,000.00	81,840,000.00	13,950,000.00	84,397,500.00
3. Nation Multimedia Group	8,609,338.54	3,104,303.00	8,609,338.54	3,830,842.00
4. Wacoal Holdings Corp. (Japan)	124,001,955.19	89,357,905.41	124,001,955.19	80,621,303.73
Total	147,761,293.73	174,752,208.41	147,761,293.73	169,218,645.73

## 12.2.2 General investments - other companies

Name of companies	Mar 31, 2010		Dec 31, 2009	
	(%) Ratio of investment	Baht	(%) Ratio of investment	Baht
1. Thai Tohmado	10.00	1,000,000.00	10.00	1,000,000.00
2. Sun Lots Enterprise	3.08	4,000,000.00	3.08	4,000,000.00
3. Great Lake Golf & Country Club	0.01	100,000.00	0.01	100,000.00
4. The Siam City factoring	2.83	3,845,896.79	2.83	3,845,896.79
5. Nuboon	5.74	2,010,000.00	5.74	2,010,000.00
6. Chanthaburi Country Club	0.17	2,000,000.00	0.17	2,000,000.00
7. Saha Seiren	0.66	4,500,000.00	0.66	4,500,000.00
8. Thai Herbal Products	2.25	1,800,000.00	2.25	1,800,000.00
9. Imperial Technology Management Service	0.70	6,250,000.00	0.70	6,250,000.00
10. P.T. Intermod Apparelindo	7.50	1,517,400.00	7.50	1,517,400.00
11. Hashimoto (Thailand)	5.00	300,000.00	5.00	300,000.00
12. Thai flying Maintenance	15.00	300,000.00	15.00	300,000.00
13. Fairyland Department Store	10.62	15,930,000.00	10.62	15,930,000.00
14. Sompo Japan Insurance (Thailand)	6.00	18,000,000.00	6.00	18,000,000.00
15. Khon kaen Vithes Suksa	1.67	1,000,000.00	1.67	1,000,000.00
16. Udorn Panyavej Hospital	0.06	200,000.00	0.06	200,000.00
17. Muang-Ake Vista Golf Course	0.06	150,000.00	0.06	150,000.00
18. Winstore	2.30	3,269,680.00	2.30	3,269,680.00
19. Saha Rattananakorn	12.50	22,500,000.00	12.50	22,500,000.00
20. Thai Otsuka Pharmaceutical	3.00	6,300,000.00	3.00	6,300,000.00
21. Dihon Pharmaceutical (Thailand)	7.50	450,000.00	7.50	450,000.00
22. Kyoshun	19.17	2,088,400.00	19.17	2,088,400.00
23. Daiso Sangyo (Thailand)	11.61	18,568,420.00	11.61	18,568,420.00
24. Saha Ubol Nakorn	19.00	8,750,000.00	19.00	8,750,000.00
25. SFM Holding	4.26	5,000,000.00	4.26	5,000,000.00

## 12.2.2 General investments - other companies (continued)

Name of companies	Mar 31, 2010		Dec 31, 2009	
	(%) Ratio of investment	Baht	(%) Ratio of investment	Baht
26. Value Added Textile	6.00	3,000,000.00	6.00	3,000,000.00
27. Osoth Inter Laboratories	6.25	7,500,000.00	6.25	7,500,000.00
28. Worldclass Rent a Car	17.76	67,500,000.00	17.76	67,500,000.00
29. Thai Samsung Electronics	3.71	15,491,517.67	3.71	15,491,517.67
30. The International Knitting Mills	5.63	3,000,000.00	5.63	3,000,000.00
31. Siam Samsung Life Insurance	16.00	88,840,000.00	16.00	88,840,000.00
32. U C C Ueshima Coffee (Thailand)	10.00	1,500,000.00	10.00	1,500,000.00
33. Thai Nanasai	14.00	840,000.00	14.00	840,000.00
34. Surin Cosmic Bowl	16.13	4,500,000.00	16.13	4,500,000.00
35. Siam Autobacs	12.53	5,000,000.00	12.53	5,000,000.00
36. Thai Asahi Kasei Spandex	4.00	54,000,000.00	4.00	54,000,000.00
37. Siam DCM	10.00	5,000,000.00	10.00	5,000,000.00
38. Thai Lottee	0.98	15,400,000.00	0.98	15,400,000.00
39. Saha Sehwa	7.03	10,200,000.00	General investment - related parties General investment less than 5% in related parties	
40. Hwato (Thailand)	2.50	300,000.00		
41. Amata City	0.67	3,000,000.00		
42. Amata (Vietnam)	0.70	3,014,900.00		
43. The Grand UB	0.03	16,250,000.00		
Total		434,166,214.46		401,401,314.46
(Less) Provision for loss from impairment of investment		(167,891,838.79)		(142,266,622.79)
General investments - net		266,274,375.67		259,134,691.67

## 12.2.3 Investments in debt securities - other companies

Name of companies	Years	Redemption date	Interest rate	Amount (Baht)	
				Mar 31, 2010	Dec 31, 2009
Unsecured Debenture					
PTT	8	May 20, 2012	4.25% (year 1-4) ,5.75% (year 5-8)	20,000,000.00	20,000,000.00
Krung Thai Bank	10	May 18, 2015	4.60% (year 1-5) ,6.00% (year 6-10)	50,000,000.00	50,000,000.00
Ratchaburi Electricity Generating	4 years 11 months	Jun 30, 2010	3.67% (year 1 - 2) average MLR - 2.00% (year 3 - 5)	1,250,000.00	3,750,000.00
Total investments in debt securities - other companies				71,250,000.00	73,750,000.00



**13. Property, plant and equipment - net**

(Unit : Baht)

	<u>Dec 31, 2009</u>	<u>Increase</u>	<u>Transfer in</u> <u>(transfer out)</u>	<u>Disposal</u>	<u>Mar 31, 2010</u>
Cost :					
Land	1,617,194,082.99	0.00	0.00	0.00	1,617,194,082.99
Buildings and improvements	781,487,663.96	3,765,520.01	0.00	0.00	785,253,183.97
Office equipment and vehicles	621,728,625.14	9,895,937.55	0.00	(243,553.46)	631,381,009.23
Furniture and fixtures	525,320,512.40	22,215,937.28	0.00	(69,278.41)	547,467,171.27
Total property, plant and equipment	<u>3,545,730,884.49</u>	<u>35,877,394.84</u>	<u>0.00</u>	<u>(312,831.87)</u>	<u>3,581,295,447.46</u>
Accumulated depreciation :					
Buildings and improvements	(505,323,058.71)	(8,516,692.90)	0.00	0.00	(513,839,751.61)
Office equipment and vehicles	(534,738,391.24)	(10,937,447.38)	0.00	233,450.67	(545,442,387.95)
Furniture and fixtures	(380,135,563.33)	(14,732,091.23)	0.00	43,874.57	(394,823,779.99)
Total accumulated depreciation	<u>(1,420,197,013.28)</u>	<u>(34,186,231.51)</u>	<u>0.00</u>	<u>277,325.24</u>	<u>(1,454,105,919.55)</u>
Property, plant and equipment - net	<u>2,125,533,871.21</u>	<u>1,691,163.33</u>	<u>0.00</u>	<u>(35,506.63)</u>	<u>2,127,189,527.91</u>
Depreciation for the period	136,849,896.02				34,186,231.51

As of December 31, 2009, the Company has reclassified the non-performed property, plant and equipment (net) into the property, plant and equipment (net) at the total amount Baht 0.15 million as stated in the Note No.14.

	<u>Mar 31, 2010</u>	<u>Dec 31, 2009</u>
Net book value of usable assets balance at Baht 1.00 each		
Cost	841,816,136.58	810,110,480.81
(Less) Accumulated depreciation	(841,792,155.58)	(810,087,234.81)
Net cost	<u>23,981.00</u>	<u>23,246.00</u>
Number of items	23,981	23,246

**14. Non-performed fixed assets - net**

(Unit : Baht)

	<u>Dec 31, 2009</u>	<u>Increase</u>	<u>Transfer in</u> <u>(transfer out)</u>	<u>Disposal</u>	<u>Mar 31, 2010</u>
Cost :					
Land	828,742,561.50	0.00	0.00	0.00	828,742,561.50
Infrastructure development cost	12,572,927.11	0.00	0.00	0.00	12,572,927.11
Buildings	44,971,703.50	0.00	0.00	0.00	44,971,703.50
Furniture and fixtures	7,356,049.24	0.00	0.00	0.00	7,356,049.24
Total	<u>893,643,241.35</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>893,643,241.35</u>
(Less) Accumulated depreciation	<u>(48,260,379.49)</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>(48,260,379.49)</u>
Balance	<u>845,382,861.86</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>845,382,861.86</u>
(Less) Provision for loss from impairment of assets	<u>(189,074,523.23)</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>(189,074,523.23)</u>
Non - performed fixed assets - net	<u>656,308,338.63</u>	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>656,308,338.63</u>

As of December 31, 2009, the Company has reclassified the non-performed property, plant and equipment (net) into the property, plant and equipment (net) at the total amount Baht 0.15 million as stated in the Note No.13.

**15. Intangible assets - net**

	(Unit : Baht)			
	<u>Dec 31, 2009</u>	<u>Increase</u>	<u>Decrease</u>	<u>Mar 31, 2010</u>
Trade mark - net				
Cost	22,966,168.10	0.00	0.00	22,966,168.10
Accumulated amortization	(9,905,371.85)	(574,154.16)	0.00	(10,479,526.01)
Trade mark - net	<u>13,060,796.25</u>	<u>(574,154.16)</u>	<u>0.00</u>	<u>12,486,642.09</u>
Amortization for the period	2,307,545.80			574,154.16

**16. Leasehold - net**

	(Unit : Baht)			
	<u>Dec 31, 2009</u>	<u>Increase</u>	<u>Decrease</u>	<u>Mar 31, 2010</u>
Cost :				
Land	47,397,035.38	0.00	0.00	47,397,035.38
Building	37,108,000.00	0.00	0.00	37,108,000.00
Building space in the shopping center	167,564,142.88	0.00	0.00	167,564,142.88
Total	<u>252,069,178.26</u>	<u>0.00</u>	<u>0.00</u>	<u>252,069,178.26</u>
Accumulated amortization :				
Land	(31,609,988.74)	(295,905.63)	0.00	(31,905,894.37)
Building	(23,227,146.72)	(347,867.04)	0.00	(23,575,013.76)
Building space in the shopping center	(81,078,704.85)	(1,739,804.01)	0.00	(82,818,508.86)
Total	<u>(135,915,840.31)</u>	<u>(2,383,576.68)</u>	<u>0.00</u>	<u>(138,299,416.99)</u>
Leasehold - net	<u>116,153,337.95</u>	<u>(2,383,576.68)</u>	<u>0.00</u>	<u>113,769,761.27</u>
Amortization for the period	9,554,862.58			2,383,576.68

**17. Overdrafts and short - term loans from financial institutions**

As of March 31, 2010, the Company has overdraft lines from 10 domestic commercial banks totalling Baht 186.00 million at interest rates ranging from MOR to MOR - 3.50%. Four trust receipt lines amounted Baht 273.325 million, 10 short - term local loan lines amounting Baht 2,112.55 million, letter of guarantee lines amounting Baht 368.00 million, and forward lines amounting US\$ 7.50 million and Baht 9.348 million. All these credit lines are gained without collateral or personal guarantee.

As of December 31, 2009, the Company has overdraft lines from 10 domestic commercial banks totalling Baht 186.00 million at interest rates ranging from MOR to MOR - 3.50%. Three trust receipt lines amounted Baht 185.49 million, 9 short - term local loan lines amounting Baht 1,913.99 million, letter of guarantee lines amounting Baht 358.00 million, and forward lines amounting US\$ 3.50 million and Baht 9.348 million. All these credit lines are gained without collateral or personal guarantee.

## **18. Dividend**

According to the 44th General Shareowners' Meeting 2009 held on April 27, 2009, a resolution was passed to pay dividend for the 2008 business operation at Baht 1.00 per share totalling 290,633,730 shares for the amount Baht 290,633,730.00. Payment to shareowners was made on May 26, 2009.

## **19. Legal reserve**

The legal reserve as of March 31, 2010 and December 31, 2009 amounted Baht 50,000,000.00 representing 10% of registered capital. This reserve was conducted in compliance with the Public Limited Company Act and cannot be appropriated for dividends.

## **20. Other benefit of employee**

### **20.1 Provident fund**

The Company and employees have jointly set up a provident fund according to the Provident Fund Act of 1987 on June 3, 1996 with the registration No.41/2539. The Company has authorized a certified fund manager to manage the Fund by withholding from the employees' payroll and Company contributions. Employees will receive their eligible portions upon legitimate separation from the Company. The Company has paid its contributions to the provident fund for the three-month period ended March 31, 2010 and 2009 totalled Baht 3.60 million and Baht 3.29 million, respectively.

### **20.2 Retirement money**

The Company has set up a regulation to pay compensation money to the retired employees who have the required qualification and comply with the Company's announcement on Employee's Retirement. The retirement money shall be recorded as expenses for the accounting period when employee's retirement incurred.

## **21. Directors' remuneration policy**

According to the 44th General Shareowners' Meeting 2009 held on April 27, 2009, remuneration for directors who have worked with their full efforts has been determined to be paid within the amount not exceeding Baht 20 million per annum. This excludes compensations or benefits that directors are entitled to receive as being employees of the company. The allocation shall be managed under the responsibility of the Remuneration Committee and shall be in effect every year until any further change. This transaction has been recorded in the expense category.

## **22. Management benefit expenses**

Management benefit expenses for executive directors, managers and the first 4 persons in the management level next below the manager, all persons who hold positions equivalent to the fourth person in the management level, shall consist of their salary, bonus, position fee, retirement money and the meeting allowance.

**23. Expenses analysed by nature**

	Jan - Mar 2010	Baht	Jan - Mar 2009
Significant expenses analysed by nature :			
Increase (decrease) in beginning inventory	104,206,506.95		231,078,919.39
Purchase of finished goods	1,821,885,988.09		1,876,286,427.61
Salary and other benefit of employee	421,005,030.58		390,516,134.99
Depreciation and amortization of assets	37,143,962.35		35,883,062.12
Advertising and sales promotion expenses	96,252,556.32		101,260,974.11
Transportation of goods expenses	22,888,184.25		20,335,567.55

**24. Commitment and contingent liabilities**

24.1 As of March 31, 2010 and December 31, 2009, the Company has been obliged to provide bank guarantees to government agencies and a private company totalling Baht 2,845,500.00.

24.2 As of March 31, 2010 and December 31, 2009, the Company was obliged for payment of the rental according to the leasehold of land, commercial building and space in the shopping center as stated in the Notes to the Financial Statement No.16. According to these long - term lease contracts, the total amount of rental payment throughout the contract period are Baht 31,711,894.49 and Baht 32,260,029.71, respectively.

**25. Transactions in business - related parties**

25.1 The Company has a number of transactions related to assets, liabilities, revenues and expenses of related parties with joint shareowners and/or joint directors. Therefore, these financial statements have incorporated such transactions based on normal practice of pricing policy applied to other clients. Details are as follow :

## 25.1 Transactions in business-related parties as of March 31, 2010 and December 31, 2009

(Unit : Baht)

No.	Name of companies	March 31, 2010				December 31, 2009			
		Relation-ship	Trade accounts receivable and Accrued revenue	Trade accounts payable and Accrued expenses	Purchase of property, plant and equipment/ leasehold	Relation-ship	Trade accounts receivable and Accrued revenue	Trade accounts payable and Accrued expenses	Purchase of property, plant and equipment/ leasehold
1	Textile Prestige	A	0.00	1,792,849.20	0.00	A	0.00	1,445,045.70	0.00
2	Thai Wacoal	A	43,739.46	382,001,978.97	0.00	A	61,834.75	340,216,591.28	0.00
3	Thanulux	A	110,020.28	179,756,027.87	0.00	A	517,247.49	182,959,661.40	0.00
4	People's Garment	A	0.00	129,833,607.19	0.00	A	3,663,105.14	143,339,973.68	0.00
5	Far East DDB	A	614,000.00	6,750,358.68	0.00	A	414,000.00	14,548,300.76	0.00
6	Sahapathanapibul	A	5,934,398.12	5,408,809.82	0.00	A	23,002,417.52	3,655,276.04	0.00
7	S & J International Enterprises	A	7,281,117.87	6,409,347.69	0.00	A	5,513,267.51	2,796,659.91	0.00
8	Champ Ace	A	0.00	69,238,139.96	0.00	A	75,604.64	42,599,867.14	0.00
9	Lion Corporation (Thailand)	A	250,000.00	159,370,109.23	0.00	A	531,500.00	187,440,318.37	0.00
10	Saha Sehwa	-	0.00	0.00	0.00	D	2,521,666.64	0.00	0.00
11	International Laboratories	A	2,050,554.30	111,680,926.01	0.00	A	2,473,019.59	119,507,533.29	0.00
12	Sun 108	A	1,007,888.10	171,200.00	0.00	A	1,170,861.79	181,670.59	0.00
13	Kai I.T. Service	B	2,166.47	5,195,200.96	3,644,896.00	B	7,653.97	2,937,235.96	13,092,510.00
14	Can	A,B	3,115,099.71	0.00	0.00	A,B	4,285,086.90	0.00	0.00
15	Koraj Wattana	A	4,955,656.00	0.00	0.00	A	4,873,202.38	0.00	0.00
16	Sun and Sand	A	5,830,688.27	0.00	0.00	A	6,529,688.59	0.00	0.00
17	The Mall Ratchasima	A	12,528,177.26	4,813.60	0.00	A	23,094,042.92	1,975.41	0.00
18	Thai Gunze	A	0.00	15,884,419.79	0.00	A	150.00	13,458,475.60	0.00
19	Tiger Distribution & Logistics	A,B	283,966.59	8,587,497.89	0.00	A,B	880,975.40	12,437,703.34	0.00
20	Better Way (Thailand)	A	(105,793.88)	0.00	0.00	A	1,324,491.62	0.00	0.00
21	Paknumpo Wattana	A	4,016,514.18	0.00	0.00	A	5,472,269.87	0.00	0.00
22	Maharachapreuk	A	4,308,679.63	0.00	0.00	A	2,342,970.21	11,399.84	0.00
23	Sukhatasana	B	0.00	6,182,035.68	13,200.00	B	500.00	28,268,403.79	10,651,330.50
24	Thai Itokin	A,B,C	0.00	258,796.15	0.00	A,B,C	22,089.24	11,811,648.10	0.00
25	Intersouth	A	5,787,125.88	0.00	0.00	A	5,782,263.40	0.00	0.00
26	Intanin Chiangmai	A	4,748,807.84	0.00	0.00	A	12,779,219.36	0.00	0.00
27	Eastern I.C.C.	A	3,219,066.34	0.00	0.00	A	3,225,253.00	0.00	0.00
28	Raja Uchino	A	9,593,820.00	4,101,302.37	0.00	A	9,655,336.19	36,649,462.66	0.00
29	Thai Arusu	A	0.00	12,271,542.08	17,814,090.64	A	14,400.00	21,481,869.92	40,070,981.10
30	Siam Zokei	A,C	2,697,248.22	0.00	0.00	A,C	2,683,528.22	0.00	0.00
31	Pattaya Manufacturing	A	0.00	44,954,442.25	0.00	A	960,473.98	35,438,926.05	0.00
32	E.P.F.	A	1,560,703.32	0.00	0.00	A	2,435,944.08	0.00	0.00
33	H & B Intertex	A	806,620.55	14,115,047.38	0.00	A	926,264.59	20,655,762.12	0.00
34	Total Way Image	A	0.00	20,180,537.73	0.00	A	0.00	24,902,970.89	0.00
35	International Leather Fashion	A	0.00	31,734,052.90	0.00	A	80,378.01	31,257,001.04	0.00
36	Thai Monster	A	0.00	1,575,587.12	0.00	A	0.00	2,418,202.60	0.00
37	Shaldan (Thailand)	A,B	0.00	4,275,110.53	0.00	A,B	1,273.97	2,667,610.03	0.00
38	S R P Advertising	A	0.00	5,022,769.96	3,380,870.00	A	0.00	12,035,096.00	7,176,072.50
Total			80,640,264.51	1,226,756,511.01	24,853,056.64		127,321,980.97	1,295,124,641.51	70,990,894.10
32 companies having related transaction less than Baht 1 million per each company			1,727,944.99	4,268,926.86	10,000.00		2,408,841.37	4,061,474.74	117,300.00
Grand Total			82,368,209.50	1,231,025,437.87	24,863,056.64		129,730,822.34	1,299,186,116.25	71,108,194.10

## Remarks : Relationship

A - Companies sharing management team

B - Guaranteed by the company

C - Loan given by the company

D - The company related in the previous quarter

## 25.1 Transactions in business-related parties as of January – March 2010 and 2009

(Unit : Baht)

No.	Name of companies	January - March 2010				January - March 2009					
		Relation-ship	Sales revenue	Incomes	Purchases of goods	Expenses	Relation-ship	Sales revenue	Incomes	Purchases of goods	Expenses
1	Textile Prestige	A	0.00	0.00	2,597,200.00	0.00	A	0.00	0.00	2,358,200.00	0.00
2	Thai Wacoal	A	2,460.00	109,880.94	506,769,053.89	1,505,176.92	A	0.00	146,159.37	556,028,710.90	1,197,117.04
3	Thanulux	A	0.00	987,174.24	248,744,966.90	4,203,602.76	A	2,530.00	939,999.43	266,155,162.09	2,809,569.90
4	Boutique Newcity	A	0.00	70,143.00	156,016.62	2,161,640.00	A	0.00	83,112.50	0.00	116,900.00
5	People's Garment	A	0.00	483,525.17	174,787,204.26	1,511,442.64	A	291,775.79	442,759.39	183,213,067.61	157,872.59
6	Far East DDB	A	0.00	600,000.00	0.00	17,580,720.17	A	0.00	0.00	0.00	10,494,753.02
7	Sahapathanapibul	A	6,418,104.25	846,110.34	5,827,299.62	656,140.33	A	4,259,803.52	468,764.09	3,630,958.53	201,740.96
8	Saha Pathana Inter-holding	A	0.00	754,138.44	0.00	4,245,370.45	A	0.00	706,381.11	0.00	5,197,055.60
9	S & J International Enterprises	A	7,028,249.13	40,105.44	7,975,928.67	48,851.00	A	3,232,734.67	70,628.36	425,345.65	384,081.18
10	Champ Ace	A	0.00	523,838.38	93,775,284.53	1,166,570.98	A	0.00	117,580.61	83,190,867.04	145,155.82
11	Lion Corporation (Thailand)	A	52,439.23	400,000.00	169,567,814.45	329,806.75	A	0.00	5,796,000.00	169,731,105.51	731,559.50
12	International Laboratories	A	0.00	1,540,455.52	190,412,087.72	3,915,436.11	A	0.00	1,381,737.93	187,841,685.92	6,088,793.71
13	K R S Logistics	A	78,929.60	0.00	0.00	7,203,058.55	A	58,434.46	0.00	0.00	5,607,484.80
14	Sun 108	A	1,395,688.55	328,628.06	567,813.60	28,400.93	A	879,021.86	258,772.59	428,661.79	42,056.30
15	International commercial Coordination	A	0.00	21,000.00	0.00	0.00	A	0.00	22,500.00	0.00	1,543,572.15
16	Kai I.T. Service	B	0.00	99,613.96	0.00	4,256,805.76	B	0.00	92,265.59	0.00	3,820,118.87
17	Can	A,B	2,603,236.80	2,424.99	0.00	283,389.82	A,B	4,355,279.72	2,424.78	0.00	267,464.65
18	Koraj Wattana	A	4,587,192.45	0.00	0.00	366,926.69	A	3,850,832.96	0.00	0.00	284,317.25
19	Sun and Sand	A	5,412,755.45	0.00	0.00	565,660.62	A	6,439,265.01	0.00	0.00	644,240.34
20	Silver Rain	B	0.00	3,637.48	0.00	2,467,489.06	B	0.00	3,637.11	0.00	1,952,443.37
21	The Mall Ratchasima	A	26,573,600.51	0.00	0.00	142,143.18	A	29,781,673.52	0.00	0.00	9,111.30
22	Thai Gunze	A	0.00	0.00	14,845,234.10	1,218.75	A	0.00	58,587.00	20,495,806.50	3,162.00
23	Tiger Distribution & Logistics	A,B	303,562.41	3,001,585.00	0.00	17,470,996.09	A,B	347,980.19	4,497,670.72	243,314.02	13,592,141.62
24	Better Way (Thailand)	A	1,178,084.73	400,000.00	0.00	525.00	A	(578,958.94)	47,935,040.00	0.00	0.00
25	Paknumpo Wattana	A	4,248,302.73	30,000.00	0.00	271,542.64	A	3,762,026.29	30,000.81	0.00	16,551.97
26	Maharachapreuk	A	4,052,860.70	30,000.00	0.00	66,242.96	A	2,435,802.93	30,000.00	0.00	9,693.56
27	Sukhatasana	B	0.00	8,762.35	0.00	16,022,731.84	B	0.00	8,161.85	0.00	22,010,107.49
28	Thai Itokin	A,B,C	29,084.11	633,071.92	27,161,181.05	67,023.03	A,B,C	0.00	846,222.61	26,416,323.22	1,300,059.65
29	Intersouth	A	7,033,191.58	0.00	0.00	279,986.14	A	6,536,303.44	0.72	0.00	375,710.26
30	Intanin Chiangmai	A	3,231,939.05	0.00	0.00	905,323.76	A	(8,221,515.05)	0.00	0.00	1,039,616.94
31	Eastern I.C.C.	A	3,331,295.21	0.00	0.00	989,959.88	A	10,347,854.91	0.00	0.00	1,014,419.32
32	Raja Uchino	A	0.00	981,981.50	2,253,982.40	46,332.11	A,B	0.00	999,165.75	13,737,502.75	19,307.80
33	Thai Arusu	A	0.00	406,996.06	0.00	38,698,720.92	A	0.00	411,459.74	0.00	25,818,287.12
34	Thai Shikibo	A	0.00	3,632,807.48	0.00	0.00	A	0.00	3,632,807.48	0.00	0.00
35	Erawan Textile	A	0.00	0.00	0.00	0.00	A,C	0.00	2,962,179.11	791,376.40	0.00
36	Sunrise Garment	A	0.00	0.00	1,452,177.50	20,700.00	A	0.00	0.00	329,732.10	0.00
37	Pattaya Manufacturing	A	0.00	1,237,863.92	80,361,538.82	62,289.66	A	0.00	955,027.03	84,848,139.07	76,361.70
38	E.P.F.	A	3,120,110.36	0.00	0.00	0.00	A	666,075.94	0.00	0.00	0.00
39	H & B Intertex	A	0.00	1,902,009.63	22,715,495.60	32,214.60	A	0.00	2,361,786.37	23,999,301.67	84,804.65
40	Total Way Image	A	0.00	700,000.00	28,299,928.60	0.00	A	0.00	0.00	28,962,880.03	0.00
41	International Leather Fashion	A	0.00	141,871.74	42,292,674.87	85,911.00	A	0.00	202,819.98	36,326,213.42	92,269.42
42	Thai Monster	A	0.00	0.00	2,767,382.52	1,900.00	A	0.00	0.00	5,664,871.61	1,685.00
43	Shaldan (Thailand)	A,B	0.00	2,424.03	4,224,135.17	885,050.50	A,B	0.00	2,424.65	3,832,403.18	4,892.16
44	Shiseido Professional (Thailand)	A	0.00	2,008,732.38	0.00	0.00	A	0.00	1,986,413.07	0.00	0.00
45	Vira Law Office	A	0.00	57,660.43	0.00	1,475,808.00	A	0.00	57,147.84	0.00	1,516,308.00
46	S R P Advertising	A	0.00	0.00	0.00	10,582,166.28	A	0.00	0.00	0.00	14,379,285.03
	Total		80,681,086.85	21,986,442.40	1,627,554,400.89	140,605,275.88		68,446,921.22	77,509,637.59	1,698,651,629.01	123,050,072.04
	32 companies having related transaction less than Baht 1 million per each company		(18,817.58)	2,859,729.84	1,771,700.74	1,760,022.69		859,987.95	3,132,181.06	1,301,839.77	1,618,720.04
	Grand Total		80,662,269.27	24,846,172.24	1,629,326,101.63	142,365,298.57		69,306,909.17	80,641,818.65	1,699,953,468.78	124,668,792.08

## 25.1 Transactions in business-related parties as of January – March 2010 and 2009 (continued)

Remarks :

## 1. Relationship

A - Companies sharing management team

B - Guaranteed by the company

C - Loan given by the company

( Unit : Millions Baht )

2. Incomes from related business	Jan - Mar 2010	Jan - Mar 2009
Dividend income	4.33	57.36
Interest income	0.28	3.31
Rental income	7.58	9.29
Other incomes	12.66	10.68
Total	24.85	80.64

3. Expenses in related business	Jan - Mar 2010	Jan - Mar 2009
Display supplies	51.10	44.94
Advertising expenses	34.36	28.42
Warehouse management fee	9.83	9.24
Sale expenses	10.83	13.72
Packaging supplies	3.95	4.26
Other expenses	32.29	24.09
Total	142.36	124.67

25.2 The Company has not submitted for an approval from the general shareowners' meetings in 2009 to allocate the loan and guarantee to the related parties. This was due to the fact that an approval shall be submitted for approval from time to time from the board of director's meeting or the general shareowners' meeting, depending on the amount of the transaction, (this practice was changed in accordance with the announcement by the Board of the Stock Exchange of Thailand on the disclosure of information and business operations of the listed companies in connection with the related transaction in the year 2003).

As of March 31, 2010 and December 31, 2009, the Company's total amount of loans and guarantees are as follows:

Type of business	Loans				Guarantee line					
	Number of companies		Millions Baht		Rate of guarantee		Number of companies		Millions Baht	
	Mar 31,	Dec 31,	Mar 31,	Dec 31,	annual fee		Mar 31,	Dec 31,	Mar 31,	Dec 31,
	2010	2009	2010	2009	2010	2009	2010	2009	2010	2009
Business-related parties	3	3	159.741	159.891	0.75	0.75	9	9	150.220	150.220
Joint-venture company	1	1	22.000	24.000	0.75	0.75	1	1	2.000	2.000
Total	4	4	181.741	183.891			10	10	152.220	152.220

## 26. Segment information

As the Company has run a business as a distributor of fashion - oriented consumer products with export value less than 10 percent of the total sales, so it was deemed no significance to disclose any segment information on this matter.



## 27. Financial instruments

### 27.1 Risk management

The Company has no policy to speculate in or trade in any monetary transaction.

### 27.2 Interest rate risk

The interest rate risk arises from the fluctuation of the market rate which has affected business performance and cash flow. Hence the Company's financial data mostly bear the interest rate adjusted according to the market interest rate.

### 27.3 Foreign currency risk

Due to the very small number of foreign trade debtors and creditors, the Company then has not entered into the forward exchange contracts for hedging such exchange risk as the risk is immaterial.

### 27.4 Credit risk

Due to the cautious policy in providing credit facilities with strictly-controlled debt follow up and most of the debtors have long time dealt with the Company, so no significant loss from debt collection is expected. As of March 31, 2010 and December 31, 2009, the Company has reserved the doubtful accounts amounting to Baht 37.24 million and Baht 37.25 million equivalent to 2.66% and 2.03% of trade accounts and notes receivable respectively. Consequently, the contingent credit risk has already been reserved.

### 27.5 Fair value

Financial instruments held to maturity in the normal course of business are recorded at cost or at the amount of payment at call as appropriate.

Fair value is the amount for which an asset could be exchanged, or a liability settled between knowledgeable, willing parties under independent negotiation and non-related business.

The Company uses the following methods and assumptions in estimate the fair value of each significant class of financial instruments :

- Cash and cash equivalents, current investment, loans to related parties, trade accounts receivable and trade accounts payable including other debtors and creditors.

The value stated in the balance sheet is close to the fair value due to the short term period of payment and payment receivable.

- Investment in securities

The fair value of investments in marketable securities is the current quoted market prices. While the investments in non-marketable securities have been reasonably calculated on the net assets of such investments, of which their values are close to the ones stated in their balance sheets.

- Investment in debt securities

The fair value is estimated by the present value method based on the present interest rate for the financial asset at nearly the same maturity date.

Followings are the carrying value stated in the financial statements and estimated net fair values of significant financial assets held on March 31, 2010 and December 31, 2009 :

	March 31, 2010		Baht	December 31, 2009	
	Amount			Amount	
	shown in the Balance Sheets	Fair value		shown in the Balance Sheets	Fair value
Investment in debt- securities	71,250,000.00	75,002,038.44		73,750,000.00	76,816,850.14

## 28. Subsequent events after the date of the financial statements

According to the 45th General Shareowners' Meeting 2010 held on April 26, 2010, significant resolutions were passed as follow:

28.1 To approve dividend payment for the 2009 business operation at Baht 1.00 per share at the total amount of 290,633,730 shares, totalling Baht 290,633,730.00. The payment will be made on May 25, 2010.

28.2 To approve an appropriation of general reserve at the amount of 10% of the 2009 net profit totalling Baht 65,229,292.39.

28.3 To approve the directors remuneration at the amount not exceeding Baht 20.00 million per year. This excludes compensations or benefits that directors are entitled to receive as being employees of the company. The allocation should be managed under the responsibility of the Remuneration Committee and shall be in effect every year until any further change.

## 29. Capital management

The major objective of the Company's capital management is to adopt an appropriate financial structure, maintaining the capability in continual business operation and relying more on internal business capital than borrowing from external institutes. As of March 31, 2010 and December 31, 2009, the Company has debt – equity ratio as follows :

	March 31, 2010	December 31, 2009
Debt - equity ratio	0.17	0.18

## 30. Approval of financial statements

The financial statements have been approved by the Executive Board on May 7, 2010.

\*\*\*\*\*

Certified correct.

.....Director .....Director