

**REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION  
BY THE INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS**

**TO THE BOARD OF DIRECTORS**

**AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED**

We have reviewed the consolidated statement of financial position of AEON Thana Sinsap (Thailand) Public Company Limited and its subsidiaries and the separate statement of financial position of AEON Thana Sinsap (Thailand) Public Company Limited as at November 20, 2014 and the related consolidated and separate statements of income, comprehensive income for the three-month and nine-month periods then ended, and the consolidated and separate statements of changes in shareholders' equity and cash flows for the nine-month period then ended, and the condensed notes to the financial statements. The Company's management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard No. 34 "Interim Financial Reporting". Our responsibility is to express a conclusion on this interim financial information based on our review.

**Scope of Review**

We conducted our review in accordance with Thai Standard on Review Engagements No. 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 us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

**Conclusion**

Based on our review, nothing has come to our attention that causes us to believe that the aforementioned interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard No. 34 "Interim Financial Reporting".

**BANGKOK**  
December 22, 2014

Dr. Suphamit Techamontrikul  
Certified Public Accountant (Thailand)  
Registration No. 3356

**DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT CO., LTD.**

**AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENT OF FINANCIAL POSITION**  
**AS AT NOVEMBER 20, 2014**

BAHT '000

	Notes	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		“Unaudited”		“Unaudited”	
		As at	As at	As at	As at
		November 20,	February 20,	November 20,	February 20,
		2014	2014	2014	2014
<b>ASSETS</b>					
<b>CURRENT ASSETS</b>					
Cash and cash equivalents	5.1	2,550,964	2,434,732	1,951,938	1,801,656
Accounts receivable and other receivables					
Accounts receivable	6	55,386,146	51,910,846	54,764,845	51,245,716
Other receivables		397,649	326,053	530,110	432,810
Receivables per currency swap contracts	13 and 14	535,550	561,066	535,550	561,066
Other current assets		42,699	40,118	38,622	38,047
Total Current Assets		<u>58,913,008</u>	<u>55,272,815</u>	<u>57,821,065</u>	<u>54,079,295</u>
<b>NON-CURRENT ASSETS</b>					
Accounts receivable	6	1,179,145	1,105,964	847,633	931,002
Fixed deposits at banks under obligations		13,561	13,416	-	-
Investment in associate	7.1 and 7.2	35,080	-	16,819	-
Investments in subsidiaries	7.2	-	-	699,599	542,372
Other long-term investments					
Related companies	7.3	26,717	43,536	26,717	43,536
Seller loan in Special Purpose Vehicle for Securitization	8	-	-	351,950	466,490
Subordinated lendings	9	1,399,352	1,399,352	1,399,352	1,399,352
Leasehold improvement and equipment		1,022,655	716,926	838,868	617,897
Intangible assets		758,369	620,158	632,997	553,681
Receivables per currency swap contracts	13 and 14	736,487	949,752	736,487	949,752
Deferred tax assets	10	456,013	354,675	433,650	337,679
Other non-current assets		176,307	159,989	160,561	150,196
Total Non-Current Assets		<u>5,803,686</u>	<u>5,363,768</u>	<u>6,144,633</u>	<u>5,991,957</u>
<b>TOTAL ASSETS</b>		<u><u>64,716,694</u></u>	<u><u>60,636,583</u></u>	<u><u>63,965,698</u></u>	<u><u>60,071,252</u></u>

See condensed notes to the financial statements

**AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENT OF FINANCIAL POSITION (CONTINUED)**  
**AS AT NOVEMBER 20, 2014**

**BAHT '000**

	Notes	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		“Unaudited”		“Unaudited”	
		As at	As at	As at	As at
		November 20,	February 20,	November 20,	February 20,
		2014	2014	2014	2014
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>					
CURRENT LIABILITIES					
Bank overdrafts and short-term loans from financial institutions	11	2,417,575	1,632,245	2,120,000	1,310,000
Short-term loan from a related company	12	-	-	50,000	50,000
Accounts payable and other payables					
Accounts payable		456,443	576,676	405,121	431,000
Other payables		1,375,838	1,261,260	1,489,376	1,371,949
Current portion of:					
Liabilities under finance lease agreements		-	1,305	-	-
Long-term loans	13	11,713,135	10,309,600	11,713,135	10,309,600
Long-term debentures	14	656,900	-	656,900	-
Accrued income tax		152,362	372,023	137,094	288,846
Payables per currency swap contracts	13	510,800	333,201	510,800	333,201
Other current liabilities		151,962	55,429	133,271	31,356
Total Current Liabilities		<u>17,435,015</u>	<u>14,541,739</u>	<u>17,215,697</u>	<u>14,125,952</u>
NON-CURRENT LIABILITIES					
Long-term loans	13	28,458,177	31,404,513	28,133,016	31,404,513
Long-term debentures	14	6,948,211	4,909,679	6,948,211	4,909,679
Payables per currency swap contracts	13	1,941,721	802,168	1,941,721	802,168
Employee benefits obligation	15	69,263	58,953	62,401	53,549
Other non-current liabilities		549	12,082	11,697	7,297
Total Non-Current Liabilities		<u>37,417,921</u>	<u>37,187,395</u>	<u>37,097,046</u>	<u>37,177,206</u>
TOTAL LIABILITIES		<u>54,852,936</u>	<u>51,729,134</u>	<u>54,312,743</u>	<u>51,303,158</u>

**AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENT OF FINANCIAL POSITION (CONTINUED)**  
**AS AT NOVEMBER 20, 2014**

**BAHT '000**

	Notes	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		“Unaudited”		“Unaudited”	
		As at	As at	As at	As at
		November 20,	February 20,	November 20,	February 20,
		2014	2014	2014	2014
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>					
(CONTINUED)					
SHAREHOLDERS' EQUITY	16				
SHARE CAPITAL					
Authorized share capital					
250,000,000 ordinary shares of Baht 1 each		250,000	250,000	250,000	250,000
Issued and paid-up share capital					
250,000,000 ordinary shares of Baht 1 each, fully paid		250,000	250,000	250,000	250,000
PREMIUM ON ORDINARY SHARE CAPITAL		478,000	478,000	478,000	478,000
RETAINED EARNINGS					
Appropriated					
Legal reserve		25,000	25,000	25,000	25,000
Reserve for business expansion		4,850,000	4,850,000	4,850,000	4,850,000
Unappropriated		4,259,539	3,292,818	4,049,955	3,165,094
OTHER COMPONENTS OF EQUITY					
Exchange differences on translating financial statements of foreign operations					
		454	9,954	-	-
EQUITY ATTRIBUTABLE TO					
OWNERS OF THE PARENT		9,862,993	8,905,772	9,652,955	8,768,094
NON-CONTROLLING INTERESTS		765	1,677	-	-
TOTAL SHAREHOLDERS' EQUITY		9,863,758	8,907,449	9,652,955	8,768,094
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>64,716,694</b>	<b>60,636,583</b>	<b>63,965,698</b>	<b>60,071,252</b>

See condensed notes to the financial statements

**AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENT OF INCOME**  
**FOR THE THREE-MONTH PERIOD ENDED NOVEMBER 20, 2014**  
**“UNAUDITED”**

**BAHT '000**

	Notes	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		2014	2013	2014	2013
<b>REVENUES</b>					
Credit card income	17	1,567,391	1,437,811	1,470,860	1,340,692
Loan income		2,208,186	2,105,673	2,199,261	2,106,974
Hire purchase income		103,809	84,388	63,793	60,892
Other income					
Bad debt recovery		146,078	183,404	144,336	183,373
Gain on sales of written-off accounts receivable	23	128,186	-	128,186	-
Collection service income		67,715	38,869	6,857	7,860
Commission income		60,802	57,070	-	-
Gain (loss) on sale of leasehold improvement and equipment and intangible assets		(45)	4,762	8	4,762
Others		61,169	54,898	29,908	31,903
Total other income		463,905	339,003	309,295	227,898
Total Revenues		4,343,291	3,966,875	4,043,209	3,736,456
<b>EXPENSES</b>					
Operating and administrative expenses		1,725,728	1,569,711	1,570,699	1,482,440
Directors and managements' remuneration	18	29,022	26,287	16,224	17,711
Bad debts and doubtful accounts		1,291,706	1,050,024	1,244,987	1,006,781
Finance cost		606,271	517,834	574,332	489,128
Total Expenses		3,652,727	3,163,856	3,406,242	2,996,060
Share of profit from investment in associate	7.1	18,261	-	-	-
PROFIT BEFORE INCOME TAX EXPENSE		708,825	803,019	636,967	740,396
INCOME TAX EXPENSE	19	140,513	160,885	117,325	135,946
<b>NET PROFIT FOR THE PERIOD</b>		<b>568,312</b>	<b>642,134</b>	<b>519,642</b>	<b>604,450</b>
<b>NET PROFIT ATTRIBUTABLE TO :</b>					
Owners of the parent		568,441	642,134	519,642	604,450
Non-controlling interests		(129)	-	-	-
		568,312	642,134	519,642	604,450
<b>BASIC EARNINGS PER SHARE</b>	<b>BAHT</b>	2.27	2.57	2.08	2.42
<b>WEIGHTED AVERAGE NUMBER OF ORDINARY SHARES</b>	<b>SHARES</b>	250,000,000	250,000,000	250,000,000	250,000,000

See condensed notes to the financial statements

AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
 STATEMENT OF COMPREHENSIVE INCOME  
 FOR THE THREE-MONTH PERIOD ENDED NOVEMBER 20, 2014  
 “UNAUDITED”

	BAHT '000			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2014	2013	2014	2013
Net profit for the period	568,312	642,134	519,642	604,450
Other comprehensive income (loss)				
Exchange differences on translating				
financial statements of foreign operations				
- Owners of the parent	(3,476)	566	-	-
- Non-controlling interests	5	-	-	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<b>564,841</b>	<b>642,700</b>	<b>519,642</b>	<b>604,450</b>
<b>TOTAL COMPREHENSIVE INCOME</b>				
<b>ATTRIBUTABLE TO :</b>				
Owners of the parent	564,965	642,700	519,642	604,450
Non-controlling interests	(124)	-	-	-
	<b>564,841</b>	<b>642,700</b>	<b>519,642</b>	<b>604,450</b>

See condensed notes to the financial statements

**AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENT OF INCOME**  
**FOR THE NINE-MONTH PERIOD ENDED NOVEMBER 20, 2014**  
**“UNAUDITED”**

**BAHT '000**

	Notes	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		2014	2013	2014	2013
<b>REVENUES</b>					
Credit card income	17	4,535,077	4,044,430	4,198,412	3,849,568
Loan income		6,483,493	6,007,734	6,468,650	6,012,673
Hire purchase income		300,362	217,357	187,721	171,519
Other income					
Bad debt recovery		464,321	520,423	460,623	517,672
Gain on sales of written-off accounts receivable	23	606,863	-	606,863	-
Collection service income		190,957	112,512	20,149	25,240
Commission income		185,574	162,274	-	-
Gain on sale of leasehold improvement and equipment and intangible assets		226	4,821	279	4,821
Dividend income		-	-	52,908	45,400
Others		178,167	162,618	91,603	89,601
Total other income		<u>1,626,108</u>	<u>962,648</u>	<u>1,232,425</u>	<u>682,734</u>
Total Revenues		<u>12,945,040</u>	<u>11,232,169</u>	<u>12,087,208</u>	<u>10,716,494</u>
<b>EXPENSES</b>					
Operating and administrative expenses		5,041,474	4,570,614	4,631,005	4,338,380
Directors and managements' remuneration	18	92,768	81,941	61,625	60,981
Bad debts and doubtful accounts		3,778,678	2,721,961	3,581,379	2,698,532
Finance cost		1,760,712	1,487,935	1,669,499	1,410,571
Total Expenses		<u>10,673,632</u>	<u>8,862,451</u>	<u>9,943,508</u>	<u>8,508,464</u>
Share of profit from investment in associate	7.1	<u>18,261</u>	<u>-</u>	<u>-</u>	<u>-</u>
PROFIT BEFORE INCOME TAX EXPENSE		<u>2,289,669</u>	<u>2,369,718</u>	<u>2,143,700</u>	<u>2,208,030</u>
INCOME TAX EXPENSE	19	<u>461,297</u>	<u>474,871</u>	<u>396,349</u>	<u>372,016</u>
<b>NET PROFIT FOR THE PERIOD</b>		<u>1,828,372</u>	<u>1,894,847</u>	<u>1,747,351</u>	<u>1,836,014</u>
<b>NET PROFIT ATTRIBUTABLE TO :</b>					
Owners of the parent		1,829,211	1,894,817	1,747,351	1,836,014
Non-controlling interests		(839)	30	-	-
		<u>1,828,372</u>	<u>1,894,847</u>	<u>1,747,351</u>	<u>1,836,014</u>
<b>BASIC EARNINGS PER SHARE</b>	<b>BAHT</b>	7.31	7.58	6.99	7.34
<b>WEIGHTED AVERAGE NUMBER OF ORDINARY SHARES</b>	<b>SHARES</b>	250,000,000	250,000,000	250,000,000	250,000,000

See condensed notes to the financial statements

AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
STATEMENT OF COMPREHENSIVE INCOME  
FOR THE NINE-MONTH PERIOD ENDED NOVEMBER 20, 2014  
“UNAUDITED”

BAHT '000

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2014	2013	2014	2013
Net profit for the period	1,828,372	1,894,847	1,747,351	1,836,014
Other comprehensive income (loss)				
Exchange differences on translating financial statements of foreign operations				
- Owners of the parent	(9,500)	4,876	-	-
- Non-controlling interests	(58)	-	-	-
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	<u>1,818,814</u>	<u>1,899,723</u>	<u>1,747,351</u>	<u>1,836,014</u>
<b>TOTAL COMPREHENSIVE INCOME</b>				
<b>ATTRIBUTABLE TO :</b>				
Owners of the parent	1,819,711	1,899,693	1,747,351	1,836,014
Non-controlling interests	(897)	30	-	-
	<u>1,818,814</u>	<u>1,899,723</u>	<u>1,747,351</u>	<u>1,836,014</u>

See condensed notes to the financial statements



AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY  
FOR THE NINE-MONTH PERIOD ENDED NOVEMBER 20, 2014  
“UNAUDITED”

BAHT '000

Notes	CONSOLIDATED FINANCIAL STATEMENTS								
	Issued and paid-up share capital	Premium on ordinary shares	Owners of the parent		Other components of equity Exchange differences on translating financial statements of foreign operations	Total owners of the parent	Non- controlling interests	Total shareholders' equity	
Retained earnings Appropriated Legal reserve			Unappropriated Reserve for business expansion						
<b>Beginning balance, as at February 21, 2013</b>	250,000	478,000	25,000	4,850,000	1,655,290	(312)	7,257,978	59	7,258,037
Changes during the period									
Increase in share capital from									
non-controlling interests in subsidiaries	-	-	-	-	-	-	-	30	30
Dividend paid	-	-	-	-	(462,356)	-	(462,356)	(30)	(462,386)
Interim dividend paid	-	-	-	-	(399,946)	-	(399,946)	-	(399,946)
Net profit for the period	-	-	-	-	1,894,817	-	1,894,817	30	1,894,847
Other comprehensive income	-	-	-	-	-	4,876	4,876	-	4,876
Change in shareholding in subsidiary company	-	-	-	-	-	-	-	1,588	1,588
<b>Ending balance, as at November 20, 2013</b>	<u>250,000</u>	<u>478,000</u>	<u>25,000</u>	<u>4,850,000</u>	<u>2,687,805</u>	<u>4,564</u>	<u>8,295,369</u>	<u>1,677</u>	<u>8,297,046</u>

AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (CONTINUED)  
FOR THE NINE-MONTH PERIOD ENDED NOVEMBER 20, 2014  
“UNAUDITED”

BAHT '000

Notes	CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)								
	Issued and paid-up share capital	Premium on ordinary shares	Owners of the parent		Other components of equity Exchange differences on translating financial statements of foreign operations	Total owners of the parent	Non-controlling interests	Total shareholders' equity	
Retained earnings Appropriated Legal reserve			Retained earnings Unappropriated Reserve for business expansion						
<b>Beginning balance, as at February 21, 2014</b>	250,000	478,000	25,000	4,850,000	3,292,818	9,954	8,905,772	1,677	8,907,449
Changes during the period									
Dividend paid	16.3	-	-	-	(462,495)	-	(462,495)	(15)	(462,510)
Interim dividend paid	16.4	-	-	-	(399,995)	-	(399,995)	-	(399,995)
Net profit (loss) for the period		-	-	-	1,829,211	-	1,829,211	(839)	1,828,372
Other comprehensive loss		-	-	-	-	(9,500)	(9,500)	(58)	(9,558)
<b>Ending balance, as at November 20, 2014</b>	<u>250,000</u>	<u>478,000</u>	<u>25,000</u>	<u>4,850,000</u>	<u>4,259,539</u>	<u>454</u>	<u>9,862,993</u>	<u>765</u>	<u>9,863,758</u>

See condensed notes to the financial statements

AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY (CONTINUED)  
FOR THE NINE-MONTH PERIOD ENDED NOVEMBER 20, 2014  
"UNAUDITED"

BAHT '000

	Notes	SEPARATE FINANCIAL STATEMENTS				Unappropriated	Total shareholders' equity
		Issued and paid-up share capital	Premium on ordinary shares	Retained earnings Appropriated Legal reserve	Reserve for business expansion		
<b>Beginning balance, as at February 21, 2013</b>		250,000	478,000	25,000	4,850,000	1,626,177	7,229,177
Changes during the period							
Dividend paid	16.1	-	-	-	-	(462,356)	(462,356)
Interim dividend paid	16.2	-	-	-	-	(399,946)	(399,946)
Net profit for the period		-	-	-	-	1,836,014	1,836,014
<b>Ending balance, as at November 20, 2013</b>		<u>250,000</u>	<u>478,000</u>	<u>25,000</u>	<u>4,850,000</u>	<u>2,599,889</u>	<u>8,202,889</u>
<b>Beginning balance, as at February 21, 2014</b>		250,000	478,000	25,000	4,850,000	3,165,094	8,768,094
Changes during the period							
Dividend paid	16.3	-	-	-	-	(462,495)	(462,495)
Interim dividend paid	16.4	-	-	-	-	(399,995)	(399,995)
Net profit for the period		-	-	-	-	1,747,351	1,747,351
<b>Ending balance, as at November 20, 2014</b>		<u>250,000</u>	<u>478,000</u>	<u>25,000</u>	<u>4,850,000</u>	<u>4,049,955</u>	<u>9,652,955</u>

See condensed notes to the financial statements

**AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENT OF CASH FLOWS**  
**FOR THE NINE-MONTH PERIOD ENDED NOVEMBER 20, 2014**  
**“UNAUDITED”**

**BAHT '000**

	Note	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		2014	2013	2014	2013
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>					
Profit before income tax		2,289,669	2,369,718	2,143,700	2,208,030
Adjustments for:					
Share of profit from investment in associate		(18,261)	-	-	-
Bad debts and doubtful accounts		3,778,678	2,721,961	3,581,379	2,698,532
Depreciation		219,375	177,164	187,163	159,180
Amortization of intangible assets		195,984	221,935	173,012	198,464
Employee benefit expense		11,867	9,215	10,409	8,151
Gain on sale of written-off accounts receivable		(606,863)	-	(606,863)	-
Gain on sale of leasehold improvement and equipment		(226)	(4,821)	(279)	(4,821)
Loss on written-off of intangible assets		-	27,745	-	27,745
Interest income		(6,457,261)	(5,816,668)	(5,809,225)	(5,162,135)
Dividend income		-	-	(52,908)	(45,400)
Finance cost		1,760,712	1,487,935	1,669,499	1,410,571
		<u>1,173,674</u>	<u>1,194,184</u>	<u>1,295,887</u>	<u>1,498,317</u>
Operating assets (increase) decrease					
Accounts receivable and other receivables		(7,088,528)	(10,298,753)	(11,720,370)	(14,005,282)
Other current assets		(2,581)	10,193	(576)	6,301
Other non-current assets		(27,332)	(8,771)	(21,380)	(12,609)
Operating liabilities increase (decrease)					
Accounts payable and other payables		36,036	135,488	102,204	101,329
Other current liabilities		95,879	(117,078)	101,260	(135,407)
Other non-current liabilities		(11,532)	1,876	4,399	4,576
Cash paid for operations		(5,824,384)	(9,082,861)	(10,238,576)	(12,542,775)
Proceeds from interest income		6,332,224	5,300,580	5,682,063	4,694,488
Dividend received		-	-	52,908	45,400
Finance cost paid		(1,843,207)	(1,553,504)	(1,751,875)	(1,476,543)
Income tax paid		(782,301)	(462,649)	(644,071)	(380,139)
Retirement benefits paid		(1,557)	-	(1,557)	-
Net cash used in operating activities		<u>(2,119,225)</u>	<u>(5,798,434)</u>	<u>(6,901,108)</u>	<u>(9,659,569)</u>

**AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES**  
**STATEMENT OF CASH FLOWS (CONTINUED)**  
**FOR THE NINE-MONTH PERIOD ENDED NOVEMBER 20, 2014**  
**“UNAUDITED”**

**BAHT '000**

	Note	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		2014	2013	2014	2013
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>					
Proceed from redemption of temporary investments		-	1,550,000	-	-
Cash paid for fixed deposits at banks under obligations		(145)	(6,480)	-	-
Cash paid for purchases of leasehold improvement and equipment		(491,537)	(251,343)	(374,410)	(224,927)
Cash paid for investment in intangible assets		(327,039)	(187,489)	(245,172)	(182,928)
Proceeds from sale of leasehold improvement and equipment		5,469	11,024	5,366	10,912
Proceeds from capital refund from other company		-	10	-	10
Proceeds from sales of investment in subsidiary		-	1,588	-	9,308
Cash paid for investment in subsidiaries		-	-	(157,227)	(132,812)
Net cash provided by (used in) investing activities		<u>(813,252)</u>	<u>1,117,310</u>	<u>(771,443)</u>	<u>(520,437)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>					
Proceeds from sale of additional revolving receivables under securitization projects		-	-	5,063,722	5,663,958
Proceeds from sale of written-off accounts receivable		423,101	-	423,101	-
Proceeds from redemption of subordinated lending		-	1,438,000	-	1,438,000
Cash repayments for subordinated lending		-	(1,399,352)	-	(1,399,352)
Proceeds from bank overdrafts and short-term loans from financial institutions		69,144,329	73,977,936	67,676,275	73,649,047
Cash repayments for bank overdrafts and short-term loans from financial institutions		(68,358,999)	(72,932,117)	(66,866,275)	(72,724,047)
Proceeds from short-term loans from subsidiary		-	-	-	50,000
Proceeds from long-term debentures		2,658,000	527,850	2,658,000	527,850
Proceeds from long-term loans		8,238,311	12,022,501	7,913,150	12,022,501
Cash repayments for long-term loans		(8,182,650)	(8,343,070)	(8,182,650)	(8,343,070)
Cash payments for finance lease agreements		(1,320)	(13,428)	-	-
Proceeds from ordinary shares issued of a subsidiary		-	30	-	-
Dividend paid		(462,510)	(462,386)	(462,495)	(462,356)
Interim dividend paid		(399,995)	(399,946)	(399,995)	(399,946)
Net cash provided by financing activities		<u>3,058,267</u>	<u>4,416,018</u>	<u>7,822,833</u>	<u>10,022,585</u>
Net increase (decrease) in cash and cash equivalents		125,790	(265,106)	150,282	(157,421)
Increase (decrease) in exchange differences on translating financial statements of foreign operations		(9,558)	4,876	-	-
Cash and cash equivalents at beginning of the period		<u>2,434,732</u>	<u>2,186,552</u>	<u>1,801,656</u>	<u>1,519,043</u>
<b>Cash and cash equivalents at the end of the period</b>	5.1	<u><u>2,550,964</u></u>	<u><u>1,926,322</u></u>	<u><u>1,951,938</u></u>	<u><u>1,361,622</u></u>

See condensed notes to the financial statements

**AEON THANA SINSAP (THAILAND) PUBLIC COMPANY LIMITED AND SUBSIDIARIES  
CONDENSED NOTES TO THE FINANCIAL STATEMENTS  
FOR THE THREE-MONTH AND NINE-MONTH PERIODS ENDED NOVEMBER 20, 2014  
"UNAUDITED"**

**1. OPERATIONS AND GENERAL INFORMATION**

The Company was registered as a limited company under the Civil and Commercial Code on September 18, 1992 and registered to be Public Company Limited with the Ministry of Commerce on August 7, 2001. The Company was listed on The Stock Exchange of Thailand on December 11, 2001. The Company's head office is located at 388, 27th Floor, Exchange Tower, Sukhumvit Road, Klongtoey, Bangkok. The Company's main objective is to do the retail finance services which consist of credit card, hire purchase and personal loans and others.

AEON Financial Service Corporation Limited, incorporated in Japan, and ACS Capital Corporation Limited, incorporated in Thailand, are major shareholders with 35.12% and 19.20% shareholding, respectively. AEON Co., Ltd., incorporated in Japan, is the ultimate parent company of the group.

The Company has subsidiaries which are under its control in finance and operations as mentioned in Note 2.4.

**2. BASIS FOR PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS**

2.1 The Company and its subsidiaries maintain its accounting records in Thai Baht and prepares its statutory financial statements in the Thai language in conformity with Thai Financial Reporting Standards (TFRSs) and accounting practices generally accepted in Thailand.

All financial information presented has been rounded to the nearest thousand Baht unless otherwise stated.

2.2 The interim consolidated and separate financial statements are prepared in compliance with Thai Accounting Standard No. 34 (Revised 2012) "Interim Financial Reporting" and accounting practices generally accepted in Thailand. The Company presents the condensed notes to interim financial statements. Additional information is disclosed in accordance with the regulations of the Securities and Exchange Commission.

2.3 The interim consolidated and separate financial statements for the three-month and nine-month periods ended November 20, 2014 and 2013 are prepared by the management of the Company and are unaudited. However, in the opinion of the Company, all adjustments necessary for a fair presentation have been reflected therein.

The consolidated and separate statements of financial position as at February 20, 2014, presented herein for comparison, have been derived from the consolidated and separate financial statements of the Company for the year then ended which have been audited.

- 2.4 The interim consolidated financial statements for the three-month and nine-month periods ended November 20, 2014 and 2013 include the accounts of the Company and its subsidiaries by eliminating significant intercompany balances and transactions.

For the three-month and nine-month periods ended November 20, 2014 and 2013, the subsidiaries included in the consolidated financial statements are as follows:

	Business type	Country of Registration	Registration Date	Percentage of direct and indirect holdings	
				2014	2013
Eternal 4 Special Purpose Vehicle Company Limited*	Special purpose juristic person in securitization projects	Thailand	February 22, 2007	26.00	26.00
Eternal 5 Special Purpose Vehicle Company Limited**	Special purpose juristic person in securitization projects	Thailand	April 5, 2010	26.00	26.00
Eternal 6 Special Purpose Vehicle Company Limited	Special purpose juristic person in securitization projects	Thailand	March 14, 2013	26.00	26.00
AEON Microfinance (Cambodia) Private Company Limited	Retail finance business	Cambodia	October 5, 2011	100.00	100.00
AEON Insurance Service (Thailand) Company Limited	Non-life insurance broker and life insurance broker	Thailand	July 1, 2013	100.00	100.00
ACS Servicing (Thailand) Company Limited	Collection servicer	Thailand	March 13, 2007	100.00	100.00
AEON Microfinance (Myanmar) Company Limited	Retail finance	Myanmar	November 2, 2012	100.00	100.00
AEON Leasing Service (Lao) Company Limited	Retail finance	Laos	January 11, 2013	98.56 ***	100.00

\* Eternal 4 Special Purpose Vehicle Company Limited had already registered the dissolution with the Department of Business Development, Ministry of Commerce on February 20, 2013. Eternal 4 is under the liquidation process (see Note 6.5).

\*\* Eternal 5 Special Purpose Vehicle Company Limited had already registered the dissolution with the Department of Business Development, Ministry of Commerce on August 20, 2013. Eternal 5 is under the liquidation process (see Note 6.5).

\*\*\* The Company holds shares indirectly through ACS Servicing (Thailand) Company Limited and AEON Insurance Service (Thailand) Company Limited with 3.71% and 3.71% shareholdings, respectively.

The interim consolidated financial statements for the three-month and nine-month periods ended November 20, 2014 included equity interest in an associated company (see Note 3.2).

The significant accounting policies used for the financial statements of the subsidiaries and an associated company are adjusted to be the same as those of the Company.

- 2.5 Certain financial information which is normally included in the financial statements prepared in accordance with the Thai Financial Reporting Standards (TFRSs), but which is not required for interim reporting purposes, has been omitted. In addition, the interim financial statements should be read in conjunction with the audited financial statements for the year ended February 20, 2014.

- 2.6 Preparation of financial statements in conformity with the Thai Financial Reporting Standards (TFRSs), requires the Company's management to exercise judgments in order to determine the accounting policies, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent assets and liabilities. Although management has exercised judgment reasonably on these matters under the current events, actual result may differ from such estimates.

- 2.7 The results of operations for the three-month and nine-month periods ended November 20, 2014 are not necessarily indicative of the operating results anticipated for the full year.
- 2.8 The Federation of Accounting Professions has issued the Notification regarding the Thai Financial Reporting Standards (TFRSs) which have been announced in the Royal Gazette as follows:

	<b>Effective date</b>
Conceptual Framework for Financial Reporting (Revised 2014)	October 15, 2014
<b>Thai Financial Reporting Standards</b>	
TFRS 4 Insurance Contracts	January 1, 2016

The Company and subsidiaries' management anticipates that the adoption of the TFRS and Conceptual Framework for Financial Reporting (Revised 2014) as above will have no material impact on the financial statements in the period of initial application.

### **3. CHANGES IN ACCOUNTING POLICIES**

#### **3.1 Adoption of new and revised Thai Financial Reporting Standards**

Since February 21, 2014, the Company and subsidiaries have adopted the new and revised Thai Financial Reporting Standards (TFRSs) issued by the Federation of Accounting Professions, which are effective for the financial statements for the accounting periods beginning on or after January 1, 2014 onwards, in the preparation and presentation of these interim financial statements. Such TFRSs have no significant impact on the Company and subsidiaries' financial statements except the accounting policy of Customer Loyalty Programmes, which has been adopted in order to comply with Thai Financial Reporting Interpretation (TFRI) No. 13 "Customer Loyalty Programmes" as follows:

##### **3.1.1 Accounting policy for Customer Loyalty Programmes**

Customer loyalty programmes are to grant the points whereby customers are awarded credits (Points) entitling customers to the right to purchase products within determined period under condition of customer loyalty programmes. Obligation from granting the points to purchase products or get free service in the future is recognized and measured at the fair value of consideration received or receivable which is derived from outstanding points expected future redemption multiplied by estimated fair value per point by reference to the fair value of the right to purchase the gift. Such obligation is allocated from consideration received or receivable and recorded through "Deferred revenue customer loyalty programmes" in the statement of financial position under "Other payables" and recognized in the statement of income as "Credit card income" when the points are redeemed by customers.



### 3.1.2 Effects of adoption of accounting policy for Customer Loyalty Programmes

For the three-month and nine-month periods ended November 20, 2013, the Company recognized obligation from customer loyalty programmes in accordance with Thai Accounting Standard (TAS) No. 37 (Revised 2009) “Provisions, Contingent Liabilities and Contingent Assets” as a provision in the statement of financial position under “Other payables” and recognized a provision for the expenses in the statement of income under “Operating and administrative expenses” when the customers received the points.

Since the effects of the new accounting treatment are not material to total liabilities in the statement of financial position as at February 20, 2014 and net profit in the statement of income for the three-month and nine-month periods ended November 20, 2014, the Company has applied prospectively this accounting treatment in the financial statements for the three-month and nine-month periods ended November 20, 2014.

### 3.2 Adoption of accounting policy of investment in associate

During the three-month period ended May 20, 2014, AEON Financial Service Corporation Limited, which is a major shareholder, has reorganized the group’s reporting structure. Consequently, the Company has significant influence over ACS Trading Vietnam Co., Ltd. since such period. The Company considered the investment in such company as “Investment in associate” in the statement of financial position as at November 20, 2014, which was previously classified as “Long-term investments in related companies” in the statement of financial position as at February 20, 2014, by maintaining 20% shareholding of such company.

#### 3.2.1 Accounting policy for Investment in associate

Investment in associate in the consolidated financial statements is accounted for by the equity method. Investment in associate in the separate financial statements is accounted for by the cost method, less allowance for impairment (if any).

#### 3.2.2 Effects of adoption of accounting policy for Investment in associate

Since the effects of the accounting policy of investment in associate for the equity method are not material to the consolidated statements of income for the three-month periods ended May 20, 2014 and August 20, 2014, the Company has applied prospectively this accounting policy in the consolidated financial statements for the three-month and nine-month periods ended November 20, 2014, which resulted in increase in share of profit from investment in associate in the consolidated statements of income for the three-month period ended November 20, 2014 in the amount of Baht 17.09 million.

#### 4. SIGNIFICANT ACCOUNTING POLICIES

The interim financial statements have been prepared based on the basis, accounting policies and method of computation consistent with those used in the financial statements for the year ended February 20, 2014, except adoption of new and revised Thai Financial Reporting Standards and new accounting policies as disclosed in Note 3.

#### 5. SUPPLEMENTARY DISCLOSURES OF CASH FLOW INFORMATION

5.1 Cash and cash equivalents are as follows:

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	“Unaudited”		“Unaudited”	
	As at November 20, 2014	As at February 20, 2014	As at November 20, 2014	As at February 20, 2014
	Baht '000	Baht '000	Baht '000	Baht '000
Cash	1,030,243	867,109	1,022,660	861,615
Deposits at bank - call deposits	1,520,721	1,567,623	929,278	940,041
Cash and cash equivalents	<u>2,550,964</u>	<u>2,434,732</u>	<u>1,951,938</u>	<u>1,801,656</u>

5.2 Cash paid for purchase of leasehold improvement and equipment and intangible assets for the nine-month periods ended November 20, are as follows:

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2014	2013	2014	2013
	Baht '000	Baht '000	Baht '000	Baht '000
Leasehold improvement and equipment				
Liabilities recorded - brought forward	34,487	38,474	34,487	38,474
Purchase of leasehold improvement and equipment	530,347	304,406	413,220	277,990
	<u>564,834</u>	<u>342,880</u>	<u>447,707</u>	<u>316,464</u>
<u>Less</u> Cash payments for purchase of leasehold improvement and equipment	(491,537)	(251,343)	(374,410)	(224,927)
Liabilities recorded - carried forward	<u>73,297</u>	<u>91,537</u>	<u>73,297</u>	<u>91,537</u>
Intangible assets				
Liabilities recorded - brought forward	11,717	10,234	11,717	10,234
Purchase of intangible assets	334,195	190,529	252,328	185,968
	<u>345,912</u>	<u>200,763</u>	<u>264,045</u>	<u>196,202</u>
<u>Less</u> Cash payments for investment in intangible assets	(327,039)	(187,489)	(245,172)	(182,928)
Liabilities recorded - carried forward	<u>18,873</u>	<u>13,274</u>	<u>18,873</u>	<u>13,274</u>

5.3 During the nine-month periods ended November 20, 2014 and 2013, the Company had non-cash item relating to sale of the right on credit card receivables as the Company sold additional revolving credit card receivables to subsidiaries during the revolving period or repurchased the right on credit card receivables which was settled by decreasing the Seller loan Account of Baht 114.54 million and Baht 2,152.77 million, respectively, instead of cash receipt.

5.4 During the three-month period ended May 20, 2014, AEON Financial Service Corporation Limited, which is a major shareholder, has reorganized the group's reporting structure. Consequently, the Company has significant influence over ACS Trading Vietnam Co., Ltd since such period. The Company considered the investment in such company as "Investment in associate" in the statement of financial position as at November 20, 2014, which was previously classified as "Long-term investments in related companies" in the statement of financial position as at February 20, 2014, by maintaining 20% shareholding of such company amounting to Baht 16.82 million.

## 6. ACCOUNTS RECEIVABLE

6.1 Accounts receivable consist of:

	CONSOLIDATED FINANCIAL STATEMENTS					
	"Unaudited"					
	As at November 20, 2014			As at February 20, 2014		
	Due within 1 year Baht '000	Due after 1 year Baht '000	Total Baht '000	Due within 1 year Baht '000	Due after 1 year Baht '000	Total Baht '000
<b>Hire-purchase receivable</b>						
Hire-purchase and accrued interest receivable	1,028,526	718,226	1,746,752	992,994	610,883	1,603,877
<u>Less</u> Unearned financing income	<u>(184,680)</u>	<u>(63,548)</u>	<u>(248,228)</u>	<u>(186,073)</u>	<u>(66,650)</u>	<u>(252,723)</u>
	843,846	654,678	1,498,524	806,921	544,233	1,351,154
<u>Less</u> Allowance for doubtful Accounts	<u>(42,946)</u>	<u>-</u>	<u>(42,946)</u>	<u>(25,743)</u>	<u>(720)</u>	<u>(26,463)</u>
Hire-purchase and accrued interest receivable – net	<u>800,900</u>	<u>654,678</u>	<u>1,455,578</u>	<u>781,178</u>	<u>543,513</u>	<u>1,324,691</u>
<b>Loans receivable</b>						
Loans and accrued interest receivable	34,861,293	524,467	35,385,760	33,341,396	562,451	33,903,847
<u>Less</u> Allowance for doubtful accounts	<u>(1,530,762)</u>	<u>-</u>	<u>(1,530,762)</u>	<u>(1,350,268)</u>	<u>-</u>	<u>(1,350,268)</u>
Loans and accrued interest receivable – net	<u>33,330,531</u>	<u>524,467</u>	<u>33,854,998</u>	<u>31,991,128</u>	<u>562,451</u>	<u>32,553,579</u>
<b>Credit card receivable</b>						
Credit card and accrued interest receivable	21,949,726	-	21,949,726	19,553,174	-	19,553,174
<u>Less</u> Allowance for doubtful Accounts	<u>(775,046)</u>	<u>-</u>	<u>(775,046)</u>	<u>(535,377)</u>	<u>-</u>	<u>(535,377)</u>
Credit card and accrued interest receivable - net	<u>21,174,680</u>	<u>-</u>	<u>21,174,680</u>	<u>19,017,797</u>	<u>-</u>	<u>19,017,797</u>
<b>Receivable from rendering the collection service</b>	31,127	-	31,127	5,869	-	5,869
<b>Receivable from insurance broker business</b>	48,908	-	48,908	114,874	-	114,874
<b>Total accounts receivable</b>	<u>55,386,146</u>	<u>1,179,145</u>	<u>56,565,291</u>	<u>51,910,846</u>	<u>1,105,964</u>	<u>53,016,810</u>

SEPARATE FINANCIAL STATEMENTS

“Unaudited”

	As at November 20, 2014			As at February 20, 2014		
	Due within 1 year	Due after 1 year	Total	Due within 1 year	Due after 1 year	Total
	Baht '000	Baht '000	Baht '000	Baht '000	Baht '000	Baht '000
<b>Hire-purchase receivable</b>						
Hire-purchase and accrued interest receivable	806,474	426,238	1,232,712	801,730	437,102	1,238,832
<u>Less</u> Unearned financing income	(184,680)	(63,548)	(248,228)	(186,073)	(66,650)	(252,723)
	621,794	362,690	984,484	615,657	370,452	986,109
<u>Less</u> Allowance for doubtful accounts	(31,704)	-	(31,704)	(23,873)	-	(23,873)
Hire-purchase and accrued interest receivable - net	590,090	362,690	952,780	591,784	370,452	962,236
<b>Loans receivable</b>						
Loans and accrued interest receivable	34,718,458	484,943	35,203,401	33,309,773	560,550	33,870,323
<u>Less</u> Allowance for doubtful accounts	(1,530,616)	-	(1,530,616)	(1,350,269)	-	(1,350,269)
Loans and accrued interest receivable - net	33,187,842	484,943	33,672,785	31,959,504	560,550	32,520,054
<b>Credit card receivable</b>						
Credit card and accrued interest receivable	21,659,136	-	21,659,136	19,147,246	-	19,147,246
<u>Less</u> Allowance for doubtful accounts	(672,223)	-	(672,223)	(452,818)	-	(452,818)
Credit card and accrued interest receivable - net	20,986,913	-	20,986,913	18,694,428	-	18,694,428
<b>Total accounts receivable</b>	<b>54,764,845</b>	<b>847,633</b>	<b>55,612,478</b>	<b>51,245,716</b>	<b>931,002</b>	<b>52,176,718</b>

6.2 Quality of assets

Accounts receivable classified by aging, are as follows:

	CONSOLIDATED FINANCIAL STATEMENTS “Unaudited”		SEPARATE FINANCIAL STATEMENTS “Unaudited”	
	As at November 20, 2014	As at February 20, 2014	As at November 20, 2014	As at February 20, 2014
	Baht '000	Baht '000	Baht '000	Baht '000
Less than 3 months	56,972,871	53,294,947	56,011,922	52,454,807
3 months up	1,941,174	1,633,971	1,835,099	1,548,871
Total	58,914,045	54,928,918	57,847,021	54,003,678
<u>Less</u> Allowance for doubtful accounts	(2,348,754)	(1,912,108)	(2,234,543)	(1,826,960)
Total accounts receivable	56,565,291	53,016,810	55,612,478	52,176,718

### 6.3 Troubled debt restructuring

For the three-month periods ended November 20, 2014 and 2013, the Company had recognized interest income on restructured debts totaling Baht 35.07 million and Baht 35.56 million, respectively.

For the nine-month periods ended November 20, 2014 and 2013, the Company had recognized interest income on restructured debts totaling Baht 144.92 million and Baht 126.49 million, respectively.

The Company had the outstanding balances of credit card receivables, hire-purchase receivables and loan receivables, as follows:

	CONSOLIDATED FINANCIAL STATEMENTS			
	"Unaudited"			
	As at November 20, 2014		As at February 20, 2014	
	Number of debtors	Amount Baht '000	Number of debtors	Amount Baht '000
Restructured accounts receivable	41,672	1,409,060	39,542	1,198,004
Non-restructured accounts receivable	3,548,255	57,424,950	3,467,985	53,610,171
Total accounts receivable	<u>3,589,927</u>	<u>58,834,010</u>	<u>3,507,527</u>	<u>54,808,175</u>

  

	SEPARATE FINANCIAL STATEMENTS			
	"Unaudited"			
	As at November 20, 2014		As at February 20, 2014	
	Number of debtors	Amount Baht '000	Number of debtors	Amount Baht '000
Restructured accounts receivable	41,672	1,409,060	39,542	1,198,004
Non-restructured accounts receivable	3,348,983	56,437,961	3,285,212	52,805,674
Total accounts receivable	<u>3,390,655</u>	<u>57,847,021</u>	<u>3,324,754</u>	<u>54,003,678</u>

As at November 20, 2014 and February 20, 2014, the Company had no commitment to provide additional loans to its restructured debtors after debt restructuring.

### 6.4 Allowance for doubtful accounts

Allowance for doubtful accounts are as follows:

	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	"Unaudited"		"Unaudited"	
	As at November 20, 2014	As at February 20, 2014	As at November 20, 2014	As at February 20, 2014
	Baht '000	Baht '000	Baht '000	Baht '000
Beginning balance	1,912,108	1,620,005	1,826,960	1,523,340
Bad debts and doubtful accounts	3,778,678	3,842,833	3,581,379	3,765,075
Bad debts written off	<u>(3,342,032)</u>	<u>(3,550,730)</u>	<u>(3,173,796)</u>	<u>(3,461,455)</u>
Ending balance	<u>2,348,754</u>	<u>1,912,108</u>	<u>2,234,543</u>	<u>1,826,960</u>

## 6.5 Transfers of financial assets

The Company entered into the Receivables Sale and Purchase Agreements with three Special Purposes Vehicle Companies, which were incorporated under the Civil and Commercial Code of Thailand to be special purpose vehicles (SPV) under the Royal Enactment on Special Purpose Juristic Persons for Securitization B.E. 2540 (1997). Under the securitization plan which was approved by the SEC, the Company sold an amount of revolving receivables and the SPV also appointed the Company to act as the servicer responsible for collecting payments from its obligor under the Receivables Sale and Purchase Agreements and Servicing Agreements.

Details of aforementioned sales of receivables are summarized as follows:

		<b>Eternal 4*</b>	<b>Eternal 5**</b>	<b>Eternal 6***</b>
Approved date of the securitization projects by the Office of the Securities and Exchange Commission of Thailand ("the SEC")		June 21, 2007	May 19, 2010	May 10, 2013
Initial selling date		June 25, 2007	May 20, 2010	May 20, 2013
Type of transferred receivables		Credit Card Receivable	Credit Card Receivable	Credit Card Receivable
Revolving period		June 2007 - May 2012 (approximately)	May 2010 - April 2015 (approximately)	April 2013- April 2018 (approximately)
<b>Initial sales of receivables</b>				
Net book value of initial receivables	Baht	3,038,017,234	4,355,040,449	4,500,002,090
Proceeds from transfer of the right of receivables (see Note 14)	Baht	2,205,000,000	2,790,000,000	2,960,000,000
Subordinated lendings (see Note 9)	Baht	744,000,000	1,438,000,000	1,399,351,988
Minimum seller loan - pari passu with debentures (see Note 8)	Baht	88,470,000	126,840,000	130,780,560
Number of contracts		178,751	205,485	183,047
Average principal amount outstanding	Baht	16,996	21,194	24,584
Interest rate		18% p.a.	20% p.a.	20% p.a.

\* Eternal 4 Special Purpose Vehicle Company Limited (Subsidiary)

\*\* Eternal 5 Special Purpose Vehicle Company Limited (Subsidiary)

\*\*\* Eternal 6 Special Purpose Vehicle Company Limited (Subsidiary)

The Company does not recognize other assets obtained in the transfer of financial assets including retained interests on the financial statements because it is not practical to estimate their reliable fair values.

Other related information is summarized as follows:

During the life of the securitization projects, the Company may repurchase the Purchased Receivables from such Special Purpose Vehicle in the following circumstances:

1. When the Company has breached its representations and warranties with respect to the Purchased Receivables which are ineligible. The Company is obliged to repurchase such ineligible receivables on the next Monthly Purchase Date.
2. On a Monthly Purchase Date, the Company may exercise its option to repurchase any Purchased Receivables which become a defaulted receivable on the Collection Period End Date immediately preceding such Monthly Purchase Date.
3. The Company, as the collection agent, may exercise the Clean up Call Option for repurchase of remaining Purchased Receivables whenever the continued servicing of the Purchase Receivables is deemed to be burdensome.
4. The Company may exercise the Tax Redemption Option for repurchase of remaining Purchased Receivables, where there is incurred taxes other than corporate income tax and special business tax.

On October 10, 2012, Eternal 4 redeemed all seller loan in special purpose vehicle for securitization, subordinated lending and debentures, and the Company repurchased all outstanding receivables from Eternal 4 which led to the end of the securitization project of Eternal 4 on the same date. As at February 20, 2013, the Extraordinary Shareholders' Meetings of Eternal 4 had passed the resolutions to approve the dissolution and liquidation, and Eternal 4 registered the dissolution with Department of Business Development, Ministry of Commerce on the same date. Eternal 4 is under the liquidation process (see Note 7.2).

On May 10, 2013, Eternal 5 redeemed all seller loan in special purpose vehicle for securitization, subordinated lending and debentures, and the Company repurchased all outstanding receivables from Eternal 5 which led to the end of the securitization project of Eternal 5 on the same date. As at August 20, 2013, the Extraordinary Shareholders' Meetings of Eternal 5 had passed the resolutions to approve the dissolution and liquidation, and Eternal 5 registered the dissolution with Department of Business Development, Ministry of Commerce on the same date. Eternal 5 is under the liquidation process (see Note 7.2).

For the three-month and nine-month periods ended November 20, 2014 and 2013, transactions relating to the transfer of financial assets under the securitization projects are summarized as follows:

	For the three-month periods ended November 20,		For the nine-month periods ended November 20,	
	2014	2013	2014	2013
	Million Baht	Million Baht	Million Baht	Million Baht
Transfers of future credit card receivables (at book value)				
- Credit card receivable (Eternal 5)	-	-	-	1,132
- Credit card receivable (Eternal 6)	1,643	1,915	5,064	4,532
	<u>1,643</u>	<u>1,915</u>	<u>5,064</u>	<u>5,664</u>
Cash collection on behalf of Special Purpose Vehicles				
- Credit card receivable (Eternal 5)	-	-	-	1,270
- Credit card receivable (Eternal 6)	1,888	2,056	5,713	4,794
	<u>1,888</u>	<u>2,056</u>	<u>5,713</u>	<u>6,064</u>
Servicing income on cash collection from Special Purpose Vehicles				
- Credit card receivable (Eternal 5)	-	-	-	45
- Credit card receivable (Eternal 6)	69	70	207	140
	<u>69</u>	<u>70</u>	<u>207</u>	<u>185</u>

The outstanding receivables sold to Special Purpose Vehicles and managed by the Company classified by aging are as follows:

	"Unaudited"	
	As at November 20, 2014	As at February 20, 2014
	Million Baht	Million Baht
Credit card receivables (included accrued interest income)		
- Eternal 6		
Less than 3 months	4,558	4,683
3 months up	<u>92</u>	<u>82</u>
	4,650	4,765
<u>Less</u> Allowance for doubtful accounts	<u>(103)</u>	<u>(82)</u>
<b>Total</b>	<u>4,547</u>	<u>4,683</u>



**7. INVESTMENTS IN ASSOCIATE, SUBSIDIARIES AND LONG-TERM INVESTMENTS IN RELATED COMPANIES**

Investments in associate, subsidiaries and long-term investments in related companies consist of:

**7.1 Investment in associate in the consolidated financial statements**

As at November 20, 2014, the Company had investment in the following entity which is associate and accounted for equity method in the consolidated financial statements.

CONSOLIDATED FINANCIAL STATEMENTS				
“Unaudited”				
As at November 20, 2014				
Business type	Country of Registration	% of Ownership	Investment (Cost method) Baht '000	Investment (Equity method) Baht '000
<b>Investment in associate</b>				
ACS Trading Vietnam Co., Ltd. (20% of an associated company’s ownership of VND 50,000 million, fully paid)				
Retail Finance	Vietnam	20.00	16,819	35,080
<b>Total investment in associate</b>			<u>16,819</u>	<u>35,080</u>

The summarized financial information of an associated company are as follows:

	“Unaudited”					
	As at November 20, 2014		For the three-month period ended November 20, 2014		For the nine-month period ended November 20, 2014	
	Total Assets Baht '000	Total Liabilities Baht '000	Total Revenues Baht '000	Net Profit Baht '000	Total Revenues Baht '000	Net Profit Baht '000
<b>Associate</b>						
ACS Trading Vietnam Co., Ltd.	1,157,299	984,623	97,561	5,828	300,342	26,160

The consolidated statement of income of the three-month and nine-month periods ended November 20, 2014, recognized share of profit from investment in associate resulting from portion of holding of investment in associate as following:

	CONSOLIDATED FINANCIAL STATEMENTS	
	For the three-month period ended November 20, 2014	For the nine-month period ended November 20, 2014
	Baht '000	Baht '000
<b>Share of profit from investment in associate</b>		
ACS Trading Vietnam Co., Ltd.	18,261	18,261

## 7.2 Investments in associate and subsidiaries in the separate financial statements

As at November 20, 2014 and February 20, 2014, the Company had investments in associate and subsidiaries which are accounted for cost method in the separate financial statements, as follows:

	SEPARATE FINANCIAL STATEMENTS			
	“Unaudited”			
	As at November 20, 2014		As at February 20, 2014	
	% of Ownership	Cost Baht '000	% of Ownership	Cost Baht '000
<b>Investment in associate and subsidiaries</b>				
Investment in associate (see Note 20.1)				
ACS Trading Vietnam Company Limited	20.00	16,819.3	-	-
<b>Total investment in associate</b>		<u>16,819.3</u>		<u>-</u>
Investments in subsidiaries (see Note 20.1)				
Eternal 4 Special Purpose Vehicle Company Limited	26.00	10.4	26.00	10.4
Eternal 5 Special Purpose Vehicle Company Limited	26.00	10.4	26.00	10.4
Eternal 6 Special Purpose Vehicle Company Limited	26.00	10.4	26.00	10.4
AEON Microfinance (Cambodia) Private Company Limited	100.00	118,160.0	100.00	118,160.0
AEON Insurance Service (Thailand) Company Limited	100.00	149,224.3	100.00	149,224.3
ACS Servicing (Thailand) Company Limited	100.00	175,349.1	100.00	175,349.1
AEON Microfinance (Myanmar) Company Limited	100.00	155,547.8	100.00	78,889.1
AEON Leasing Service (Lao) Company Limited	91.14	101,286.3	69.00	20,718.2
<b>Total investments in subsidiaries</b>		<u>699,598.7</u>		<u>542,371.9</u>
<b>Total investments in associate and subsidiaries</b>		<u>716,418.0</u>		<u>542,371.9</u>

- (1) On October 10, 2012, Eternal 4 Special Purpose Vehicle Company Limited (Eternal 4) redeemed all seller loan in special purpose vehicle for securitization, subordinated lending and debentures, and the Company repurchased all outstanding receivables from Eternal 4 which led to the end of the securitization project of Eternal 4 on the same date. As at February 20, 2013, the Extraordinary Shareholders’ Meetings of Eternal 4 had passed the resolutions to approve the dissolution and liquidation and Eternal 4 registered the dissolution with Department of Business Development, Ministry of Commerce on the same date. Eternal 4 is under the liquidation process (see Note 6.5).
- (2) On May 10, 2013, Eternal 5 Special Purpose Vehicle Company Limited (Eternal 5) has redeemed all seller loan in special purpose vehicle for securitization, subordinated lending and long-term debentures, and the Company repurchased all outstanding receivables from Eternal 5 which led to the end of the securitization project of Eternal 5 on the same date. As at August 20, 2013, the Extraordinary Shareholders’ Meetings of Eternal 5 had passed the resolutions to approve the liquidation and dissolution and Eternal 5 registered the dissolution with Department of Business Development, Ministry of Commerce on the same date. Eternal 5 is under the liquidation process (see Note 6.5).

- (3) On May 20, 2013, the Company paid Baht 10,400 for investment in ordinary shares of Eternal 6 Special Purpose Vehicle Company Limited (Eternal 6), a new subsidiary of the Company, which was registered as a special purpose company under the Civil and Commercial Code of Thailand and the Securitization Law.
- (4) On April 4, 2013, the Company paid Baht 88.20 million for additional investment for capital increase of AEON Microfinance (Cambodia) Private Company Limited.
- (5) During the year ended February 20, 2013, the Company paid Baht 1.13 million for investment in AEON Microfinance (Myanmar) Company Limited, a new subsidiary of the Company, which was incorporated in Myanmar in order to conduct the retail finance business.

During the year ended February 20, 2014, the Company paid Baht 77.76 million for additional investment for capital increase of AEON Microfinance (Myanmar) Company Limited.

Subsequently, on June 16, 2014, July 18, 2014, September 10, 2014 and October 21, 2014, the Company paid Baht 16.24 million, Baht 20.14 million, Baht 20.09 million and Baht 20.18 million, respectively, for additional investment for capital increase of AEON Microfinance (Myanmar) Company Limited.

- (6) During the year ended February 20, 2013, the Company paid Baht 30.03 million for investment in AEON Leasing Service (Lao) Company Limited, a new subsidiary of the Company, which was incorporated in Laos in order to conduct the retail finance business.

On September 17, 2013, the Company transferred investment in ordinary shares of AEON Leasing Service (Lao) Company Limited to 2 subsidiaries and third parties in the amount of Baht 4.26 million, Baht 4.26 million and Baht 1.59 million, respectively.

Subsequently, on September 26, 2014, the Company paid Baht 80.57 million for additional investment for capital increase of AEON Leasing Service (Lao) Company Limited.

- (7) During the three-month period ended May 20, 2014, AEON Financial Service Corporation Limited, which is a major shareholder, has reorganized the group's reporting structure. Consequently, the Company has significant influence over ACS Trading Vietnam Co., Ltd. and still maintains 20% of shareholding in the associated company. Therefore, the Company considers that investment in such company as an investment in associate (see Note 3.2).

7.3 Long-term investments in related companies consist of:

CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS				
“Unaudited”				
As at November 20, 2014		As at February 20, 2014		
% of	Cost	% of	Cost	
Ownership	Baht '000	Ownership	Baht '000	
<b>Long-term investments in related companies</b>				
Aeon (Thailand) Co., Ltd.				
(340,000 shares of Baht 100 each, Baht 25 called up)	5.23	8,500	5.23	8,500
PT. Aeon Credit Service Indonesia				
(173 shares of IDR 30 million each, par value of IDR 30 million, fully paid)	5.18	19,072	5.18	19,072
AEON Credit Service Systems (Philippines) Inc.				
(100,000 shares of PHP 100 each, par value of PHP 100, fully paid)	10.00	7,645	10.00	7,645
ACS Trading Vietnam Co., Ltd.				
(20% of joint venture’s ownership of VND 50,000 million, fully paid)	-	-	20.00	16,819
		35,217		52,036
<u>Less</u> Allowance for impairment of investment		(8,500)		(8,500)
<b>Total long-term investments in related companies</b>		<u>26,717</u>		<u>43,536</u>

8. SELLER LOAN IN SPECIAL PURPOSE VEHICLES FOR SECURITIZATION

Seller loan in Special Purpose Vehicles for securitization is as follows:

SEPARATE		
FINANCIAL STATEMENTS		
“Unaudited”		
	As at	As at
	November 20,	February 20,
	2014	2014
	Baht '000	Baht '000
Seller loan in Special Purpose Vehicles for securitization (see Note 20.2.1)		
Eternal 6 Special Purpose Vehicle Company Limited (Eternal 6)	351,950	466,490
<b>Seller loan in Special Purpose Vehicle for Securitization</b>	<u>351,950</u>	<u>466,490</u>

On the contract date under securitization project, the Company received partial payments from Eternal 6 with seller loan accounts under securitization projects of Baht 140,650,102, which are non-subordinated and ranked in order of priority pari passu with payments of principal in respect of the debentures. The aggregate seller loan accounts will increase from partial payments of such Special Purpose Vehicle Companies for purchase of Future Receivables and Additional Receivables when such Special Purpose Vehicle Companies’ net cash flow generated by the Purchased Receivables is insufficient. Seller loan accounts are reduced by the repurchase of ineligible receivables and the receipt of the excess cash from such Special Purpose Vehicle Companies. However, the Company has to retain such Seller loan Minimum Amounts on Eternal 6 not less than 3% of the aggregate of the outstanding principal amounts of the debentures and the subordinated loans of Eternal 6 of which such amounts will be repaid by cash approximately within 2018, or when these projects end.

## 9. SUBORDINATED LENDINGS

Subordinated lendings with Special Purpose Vehicles are as follows:

	CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS “Unaudited”	
	As at	As at
	November 20, 2014	February 20, 2014
	Baht '000	Baht '000
Subordinated lendings (see Note 20.2.1)		
Eternal 6 Special Purpose Vehicle Company Limited (Eternal 6)	1,399,352	1,399,352
<b>Subordinated lendings</b>	<u>1,399,352</u>	<u>1,399,352</u>

On May 14, 2013, the Company entered into the subordinated bridging loan agreement with Eternal 6 amounting to Baht 1,399,351,988 for the purpose of partial payment of the Initial Credit Card Receivables from Eternal 6 under the provision of the Receivable Sale Agreement (see Note 6.5). The interest was received on the monthly basis at the rate of 12% per annum. Subsequently, such bridging loan was refinanced to be subordinated term loan in October 2013 in accordance with such bridging loan agreement. The term loan is due in the year 2018 and the interest is received on the monthly basis at the rate of 12% per annum.

## 10. DEFERRED TAX ASSETS

Deferred tax assets consist of:

	CONSOLIDATED FINANCIAL STATEMENTS “Unaudited”		SEPARATE FINANCIAL STATEMENTS “Unaudited”	
	As at	As at	As at	As at
	November 20, 2014	February 20, 2014	November 20, 2014	February 20, 2014
	Baht '000	Baht '000	Baht '000	Baht '000
<b>Deferred tax assets</b>				
Allowance for doubtful accounts	467,473	381,904	446,910	365,392
Non-accrual of interest income	66,600	57,852	65,087	57,008
Employee benefit obligation	13,852	11,790	12,480	10,710
Others	25,130	15,081	25,004	14,778
	<u>573,055</u>	<u>466,627</u>	<u>549,481</u>	<u>447,888</u>
<b>Deferred tax liabilities</b>				
Finance lease	1,211	1,743	-	-
Unrealized loss on currency swap contracts	115,831	110,209	115,831	110,209
	<u>117,042</u>	<u>111,952</u>	<u>115,831</u>	<u>110,209</u>
<b>Deferred tax assets</b>	<u>456,013</u>	<u>354,675</u>	<u>433,650</u>	<u>337,679</u>

The movements of deferred tax assets and liabilities during the year/period are as follows:

CONSOLIDATED FINANCIAL STATEMENTS				
“Unaudited”				
Beginning balance	Items as	Items as	Balance	
As at	recognized in	recognized	As at	
February 21, 2014	profit or loss	in other comprehensive income	November 20, 2014	
Baht '000	Baht '000	Baht '000	Baht '000	
<b>Deferred tax assets</b>				
Allowance for doubtful accounts	381,904	85,569	-	467,473
Non-accrual of interest income	57,852	8,748	-	66,600
Employee benefit obligation	11,790	2,062	-	13,852
Others	15,081	10,049	-	25,130
	<u>466,627</u>	<u>106,428</u>	<u>-</u>	<u>573,055</u>
<b>Deferred tax liabilities</b>				
Finance lease	1,743	(532)	-	1,211
Unrealized loss on currency swap contracts	110,209	5,622	-	115,831
	<u>111,952</u>	<u>5,090</u>	<u>-</u>	<u>117,042</u>
<b>Deferred tax assets</b>	<u>354,675</u>	<u>101,338</u>	<u>-</u>	<u>456,013</u>

CONSOLIDATED FINANCIAL STATEMENTS				
Beginning balance	Items as	Items as	Balance	
As at	recognized in	recognized	As at	
February 21, 2013	profit or loss	in other comprehensive income	February 20, 2014	
Baht '000	Baht '000	Baht '000	Baht '000	
<b>Deferred tax assets</b>				
Allowance for doubtful accounts	323,957	57,947	-	381,904
Non-accrual of interest income	43,762	14,090	-	57,852
Employee benefit obligation	8,932	2,457	401	11,790
Others	11,202	3,879	-	15,081
	<u>387,853</u>	<u>78,373</u>	<u>401</u>	<u>466,627</u>
<b>Deferred tax liabilities</b>				
Finance lease	1,353	390	-	1,743
Unrealized loss on currency swap contracts	88,596	21,613	-	110,209
	<u>89,949</u>	<u>22,003</u>	<u>-</u>	<u>111,952</u>
<b>Deferred tax assets</b>	<u>297,904</u>	<u>56,370</u>	<u>401</u>	<u>354,675</u>

SEPARATE FINANCIAL STATEMENTS

	“Unaudited”			Balance As at November 20, 2014 Baht '000
	Beginning balance As at February 21, 2014 Baht '000	Items as recognized in profit or loss Baht '000	Items as recognized in other comprehensive income Baht '000	
	<b>Deferred tax assets</b>			
Allowance for doubtful accounts	365,392	81,518	-	446,910
Non-accrual of interest income	57,008	8,079	-	65,087
Employee benefit obligation	10,710	1,770	-	12,480
Others	14,778	10,226	-	25,004
	<u>447,888</u>	<u>101,593</u>	<u>-</u>	<u>549,481</u>
<b>Deferred tax liabilities</b>				
Unrealized loss on currency swap contracts	110,209	5,622	-	115,831
	<u>110,209</u>	<u>5,622</u>	<u>-</u>	<u>115,831</u>
<b>Deferred tax assets</b>	<u>337,679</u>	<u>95,971</u>	<u>-</u>	<u>433,650</u>

SEPARATE FINANCIAL STATEMENTS

	“Unaudited”			Balance As at February 20, 2014 Baht '000
	Beginning balance As at February 21, 2013 Baht '000	Items as recognized in profit or loss Baht '000	Items as recognized in other comprehensive income Baht '000	
	<b>Deferred tax assets</b>			
Allowance for doubtful accounts	304,668	60,724	-	365,392
Non-accrual of interest income	43,131	13,877	-	57,008
Employee benefit obligation	8,115	2,174	421	10,710
Others	11,204	3,574	-	14,778
	<u>367,118</u>	<u>80,349</u>	<u>421</u>	<u>447,888</u>
<b>Deferred tax liabilities</b>				
Unrealized loss on currency swap contracts	88,596	21,613	-	110,209
	<u>88,596</u>	<u>21,613</u>	<u>-</u>	<u>110,209</u>
<b>Deferred tax assets</b>	<u>278,522</u>	<u>58,736</u>	<u>421</u>	<u>337,679</u>

## 11. BANK OVERDRAFTS AND SHORT-TERM LOANS FROM FINANCIAL INSTITUTIONS

Bank overdrafts and short-term loans from financial institutions consist of the following:

CONSOLIDATED FINANCIAL STATEMENTS				
“Unaudited”				
	As at November 20, 2014		As at February 20, 2014	
	Interest rate	Baht '000	Interest rate	Baht '000
	%		%	
Overdrafts in THB currency	2.20	80,000	2.45	160,000
Short term loans in THB currency	2.10 - 2.35	2,040,000	2.35 - 2.60	1,150,000
Short term loans in USD currency	0.95 - 1.30	252,975	1.00 - 1.20	322,245
Short term loans in LAK currency	11.00 - 11.25	44,600	-	-
Total		<u>2,417,575</u>		<u>1,632,245</u>

SEPARATE FINANCIAL STATEMENTS				
“Unaudited”				
	As at November 20, 2014		As at February 20, 2014	
	Interest rate	Baht '000	Interest rate	Baht '000
	%		%	
Overdrafts in THB currency	2.20	80,000	2.45	160,000
Short term loans in THB currency	2.10 - 2.35	<u>2,040,000</u>	2.35 - 2.60	<u>1,150,000</u>
Total		<u>2,120,000</u>		<u>1,310,000</u>

Short-term loans in THB and USD currency from financial institutions are loans from various financial institutions in the form of promissory notes and are unsecured.

As at November 20, 2014, a subsidiary has short-term loans in LAK currency which are under letters of credit issued by two banks for guarantee repayment of loans of not exceeding USD 2.65 million (see Note 22).

## 12. SHORT-TERM LOAN FROM RELATED COMPANY

As at November 20, 2014 and February 20, 2014, the Company has short-term loan from a subsidiary amounting to Baht 50 million with the interest floating rate of a bank in Thailand.



### 13. LONG-TERM LOANS

As at November 20, 2014 and February 20, 2014, the Company entered into various long-term loan agreements in Baht and foreign currencies as follows:

CONSOLIDATED FINANCIAL STATEMENTS			
“Unaudited”			
As at November 20, 2014			
	Interest rate	Foreign currency	Baht equivalent
	%	Million	Baht '000
Loan in YEN currency	4.10 - 5.26	45,220.00	12,808,430
Loan in USD currency	2.16 - 4.60	541.15	17,829,740
Loan in THB currency	3.65 - 5.00	-	9,650,000
<u>Less</u> Loan issuance cost			(116,858)
			<u>40,171,312</u>
<u>Less</u> Current portion of long-term loans			(11,713,135)
<b>Total long-term loans</b>			<b><u>28,458,177</u></b>

SEPARATE FINANCIAL STATEMENTS			
“Unaudited”			
As at November 20, 2014			
	Interest rate	Foreign currency	Baht equivalent
	%	Million	Baht '000
Loan in YEN currency	4.10 - 5.26	45,220.00	12,808,430
Loan in USD currency	3.29 - 4.60	531.15	17,504,579
Loan in THB currency	3.65 - 5.00	-	9,650,000
<u>Less</u> Loan issuance cost			(116,858)
			<u>39,846,151</u>
<u>Less</u> Current portion of long-term loans			(11,713,135)
<b>Total long-term loans</b>			<b><u>28,133,016</u></b>

CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS			
As at February 20, 2014			
	Interest rate	Foreign currency	Baht equivalent
	%	Million	Baht '000
Loan in YEN currency	4.10 - 5.26	40,720.00	13,096,285
Loan in USD currency	2.59 - 4.60	590.65	19,331,620
Loan in THB currency	3.65 - 5.00	-	9,420,000
<u>Less</u> Loan issuance cost			(133,792)
			<u>41,714,113</u>
<u>Less</u> Current portion of long-term loans			(10,309,600)
<b>Total long-term loans</b>			<b><u>31,404,513</u></b>

To manage risk that might occur from the fluctuation in currency and interest rate, the Company has entered into interest rate swap contracts, cross currency swap contracts and cross currency interest rate swap contracts to hedge its debts as follows:

CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS				
“Unaudited”				
As at November 20, 2014				
	Principal to be received/ paid Baht '000	Carrying amount		Total Baht '000
		Less than 1 year Baht '000	1 - 5 years Baht '000	
<b>Receivable per currency swap contracts</b>				
Cross Currency Swap Contracts				
USD currency	1,689,185	28,424	94,971	123,395
Cross Currency Interest Rate Swap Contracts				
USD currency	14,802,789	494,006	395,204	889,210
	<u>16,491,974</u>	<u>522,430</u>	<u>490,175</u>	<u>1,012,605</u>
<b>Payable per currency swap contracts</b>				
Cross Currency Swap Contracts				
YEN currency	945,000	-	(95,259)	(95,259)
Cross Currency Interest Rate Swap Contracts				
YEN currency	14,315,950	(510,800)	(1,846,462)	(2,357,262)
	<u>15,260,950</u>	<u>(510,800)</u>	<u>(1,941,721)</u>	<u>(2,452,521)</u>
CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS				
As at February 20, 2014				
	Principal to be received/ paid Baht '000	Carrying amount		Total Baht '000
		Less than 1 year Baht '000	1 - 5 years Baht '000	
<b>Receivable per currency swap contracts</b>				
Cross Currency Swap Contracts				
YEN currency	945,000	-	19,854	19,854
USD currency	2,272,235	55,173	110,932	166,105
Cross Currency Interest Rate Swap Contracts				
USD currency	15,768,389	505,893	618,997	1,124,890
	<u>18,985,624</u>	<u>561,066</u>	<u>749,783</u>	<u>1,310,849</u>
<b>Payable per currency swap contracts</b>				
Cross Currency Interest Rate Swap Contracts				
YEN currency	13,266,800	(333,201)	(802,168)	(1,135,369)
	<u>13,266,800</u>	<u>(333,201)</u>	<u>(802,168)</u>	<u>(1,135,369)</u>

## 14. LONG-TERM DEBENTURES

Long-term debentures represent unsubordinated and unsecured debentures as follows:

Issue date	Maturity Date	No. of units	Currency	Par value per unit	Amount	Interest rate %	Term of interest payment	CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS "Unaudited"	
								As at November 20, 2014 Baht '000	As at February 20, 2014 Baht '000
30/07/2010	30/07/2015	20	USD	1,000,000	20,000,000	USD-LIBOR 6M + 0.50	Semi-annual	659,120	654,588
14/07/2011	14/07/2016	15	USD	1,000,000	15,000,000	USD-LIBOR 6M + 0.30	Semi-annual	494,340	490,941
16/12/2011	16/12/2016	20	USD	1,000,000	20,000,000	USD-LIBOR 6M + 0.80	Semi-annual	659,120	654,588
30/08/2012	30/08/2017	30	USD	1,000,000	30,000,000	USD-LIBOR 3M	Quarterly	988,680	981,882
13/09/2012	13/09/2017	20	USD	1,000,000	20,000,000	USD-LIBOR 3M + 0.20	Quarterly	659,120	654,588
24/07/2013	29/07/2018	17	USD	1,000,000	17,000,000	USD-LIBOR 6M + 0.01	Semi-annual	560,252	556,400
29/11/2013	29/11/2018	30	USD	1,000,000	30,000,000	USD-LIBOR 6M + 0.05	Semi-annual	988,680	981,882
28/03/2014	28/03/2019	30	USD	1,000,000	30,000,000	USD-LIBOR 6M	Semi-annual	988,680	-
10/07/2014	10/07/2017	1,200,000	THB	1,000	1,200,000,000	4.43	Quarterly	1,200,000	-
26/09/2014	26/09/2017	15	USD	1,000,000	15,000,000	USD-LIBOR 6M	Semi-annual	494,340	-
								7,692,332	4,974,869
<u>Less</u> Debenture issuance cost								(87,221)	(65,190)
								7,605,111	4,909,679
<u>Less</u> Current portion of long-term debentures								(656,900)	-
<b>Long-term debentures</b>								<b>6,948,211</b>	<b>4,909,679</b>

To manage risk that might occur from the fluctuation in currency and interest rate of long-term debentures in foreign currencies, the Company has entered into cross currency interest rate swap contracts to hedge its debt as follows:

	CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS "Unaudited"			
	Principal to be received/ paid	As at November 20, 2014		
		Less than 1 year	1 - 5 years	Total
Baht '000	Baht '000	Baht '000	Baht '000	
<b>Receivable per currency interest rate swap contracts</b>				
Cross Currency Interest Rate Swap Contracts				
USD currency	6,232,900	13,120	246,312	259,432
	<u>6,232,900</u>	<u>13,120</u>	<u>246,312</u>	<u>259,432</u>

CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

As at February 20, 2014

	Principal to be	Carrying amount		Total
	received/ paid	Less than 1 year	1 - 5 years	
	Baht '000	Baht '000	Baht '000	Baht '000
<b>Receivable per currency interest rate swap contracts</b>				
Cross Currency Interest Rate Swap Contracts				
USD currency	4,774,900	-	199,969	199,969
	<u>4,774,900</u>	<u>-</u>	<u>199,969</u>	<u>199,969</u>

On May 20, 2013, Eternal 6 Special Purpose Vehicle Company Limited, the Company's subsidiary, issued the debentures of Baht 2,960 million (see Note 6.5), under the Securitization project. Cash flows from a pool of credit card receivables will be used to make payments for the debentures. Interest on the debentures will be payable monthly commencing on July 9, 2013.

The subsidiaries' debentures are as follows:

Debenture Classes	Maturity date	Amount	Interest rate	"Unaudited"	
				As at November 20, 2014	As at February 20, 2014
		Baht '000	%	Baht '000	Baht '000
<b>Eternal 6 Special Purpose Vehicle Co., Ltd.</b>					
Class A-sf	June 8, 2018	2,960,000	3.83	2,960,000	2,960,000
				<u>2,960,000</u>	<u>2,960,000</u>

Such subsidiaries' debentures are eliminated against credit card receivables in the consolidated financial statement.

## 15. EMPLOYEE BENEFITS OBLIGATION

The Company operates post-employment benefit plans under the Thai Labor Protection Act, which are considered as unfunded defined benefits plans.

For the three-month and nine-month periods ended November 20, 2014 and 2013, amounts recognized in the statements of income in respect of the post-employment benefit plans are as follows:

CONSOLIDATED FINANCIAL STATEMENTS

	For the three-month periods ended November 20,		For the nine-month periods ended November 20,	
	2014	2013	2014	2013
	Baht '000	Baht '000	Baht '000	Baht '000
Current service cost	3,326	2,613	9,976	7,840
Interest cost	631	459	1,891	1,375
Total	<u>3,957</u>	<u>3,072</u>	<u>11,867</u>	<u>9,215</u>

	SEPARATE FINANCIAL STATEMENTS			
	For the three-month		For the nine-month	
	periods ended November 20,		periods ended November 20,	
	2014	2013	2014	2013
	Baht '000	Baht '000	Baht '000	Baht '000
Current service cost	2,893	2,295	8,674	6,886
Interest cost	578	422	1,735	1,265
Total	<u>3,471</u>	<u>2,717</u>	<u>10,409</u>	<u>8,151</u>

Movements in the present value of the post-employment benefits obligation for the nine-month periods ended November 20, are as follows:

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2014	2013	2014	2013
	Baht '000	Baht '000	Baht '000	Baht '000
Beginning balance	58,953	44,659	53,549	40,578
Current service cost	9,976	7,840	8,674	6,886
Interest cost	1,891	1,375	1,735	1,265
Benefit paid	(1,557)	-	(1,557)	-
Ending balance	<u>69,263</u>	<u>53,874</u>	<u>62,401</u>	<u>48,729</u>

The principal actuarial assumptions used to calculate the obligation under the defined benefit plans as at November 20, 2014 and February 20, 2014 are as follows:

	CONSOLIDATED	SEPARATE
	FINANCIAL STATEMENTS	FINANCIAL STATEMENTS
	% per annum	% per annum
Financial assumptions		
Discount rate	3.65 - 4.36	4.32
Turnover rate		
Monthly staff	0.0 - 49.0	0.0 - 20.0
	Subject to range of age of employees	Subject to range of age of employees
Daily staff	0.0 - 55.0	0.0 - 48.0
	Subject to range of age of employees	Subject to range of age of employees
Temporary staff	0.0 - 64.0	0.0 - 64.0
	Subject to range of age of employees	Subject to range of age of employees
Expected rate of salary increase	5.0 - 8.0	5.0

## 16. SHAREHOLDERS' EQUITY

- 16.1 On June 18, 2013, the shareholders had the resolutions to approve the declaration of final dividends for the fiscal year 2012 at the rate of Baht 1.85 per share, totaling Baht 462.50 million. The aforementioned shareholders included 78,100 shares of foreign shareholder who had no right to receive dividend in accordance with regulation of Thailand Securities Depository, thus the Company paid dividend to shareholders amounting to Baht 462.36 million on June 27, 2013 in addition to the interim dividends which had been paid to all shareholders at Baht 1.15 per share, totaling Baht 287.43 million on October 22, 2012.
- 16.2 On September 26, 2013, the Company's Board of Directors' meeting passed the resolution the declare interim dividends for the 2013 fiscal year at the rate of Baht 1.60 per share amounting to Baht 400 million. The aforementioned shareholders included 33,500 shares of foreign shareholders who had no right to receive dividend in accordance with regulation of Thailand Securities Depository, thus the Company paid dividend to shareholders amounting to Baht 399.95 million on October 24, 2013.
- 16.3 At the Annual General Meeting of shareholders held on June 12, 2014, the shareholders had the resolutions to approve the declaration of final dividends for the fiscal year 2013 at the rate of Baht 1.85 per share, totaling Baht 462.50 million. The aforementioned shareholders included 2,700 shares of foreign shareholders who had no right to receive dividend in accordance with regulation of Thailand Securities Depository, thus the Company paid dividend to shareholders amounting to Baht 462.49 million which were paid to all shareholders on June 24, 2014 in addition to the interim dividends which had been paid to all shareholders at Baht 1.60 per share, totaling Baht 399.95 million on October 24, 2013.
- 16.4 On September 30, 2014, the Company's Board of Directors' meeting passed the resolution the declare interim dividends for the 2014 fiscal year at the rate of Baht 1.60 per share amounting to Baht 400 million. The aforementioned shareholders included 2,900 shares of foreign shareholders who had no right to receive dividend in accordance with regulation of Thailand Securities Depository, thus the Company paid dividend to shareholders amounting to Baht 399.99 million on October 27, 2014.
- 16.5 Under the Securitization project, the subsidiaries have to pay dividend to their shareholders from all remaining amounts after deducting the required accumulated reserves and payment of all fees and expenses. The subsidiaries appropriate interim dividends on a monthly basis at each Monthly Purchase Date as an appropriation of net profit after income tax of each month.

In addition, the subsidiaries' registered share capital comprises ordinary shares and preferred shares which are held by non-controlling interests. Dividends from the profits of the subsidiaries shall be allocated to the holders of preferred shares at a rate not more than 50% of the par value of each preferred share. The rest of the dividends shall be distributed to the holders of ordinary shares.

## 17. REVENUE RELATING TO SECURITIZATION TRANSACTION

Revenue relating to securitization transaction incurred from sale of credit card receivables is included in Credit Card Income for presentation.

For the three-month and nine-month periods ended November 20, 2014 and 2013, the details of revenues from securitization transaction consist of the following:

	SEPARATE FINANCIAL STATEMENTS			
	For the three-month		For the nine-month	
	periods ended November 20,		periods ended November 20,	
	2014	2013	2014	2013
	Baht '000	Baht '000	Baht '000	Baht '000
Credit Card Income				
Interest income from subordinated lending	42,326	42,325	125,597	112,544
Revenue from seller loan in Special Purpose Vehicle	5,411	3,536	14,980	16,869
Dividend from investment in Special Purpose Vehicle	50,680	60,708	110,807	303,471
Servicing income	68,925	70,482	206,664	184,727
Total	<u>167,342</u>	<u>177,051</u>	<u>458,048</u>	<u>617,611</u>

## 18. DIRECTORS AND MANAGERMENTS' REMUNERATION

Directors' remuneration represents the benefits paid to the Company's directors in accordance with Section 90 of the Public Limited Companies Act. Managements' remuneration represents cash remuneration as salaries and bonus paid to the Company's management.

For the three-month and nine-month periods ended November 20, 2014 and 2013, directors and managements' remuneration are as follows:

	CONSOLIDATED FINANCIAL STATEMENTS			
	For the three-month		For the nine-month	
	periods ended November 20,		periods ended November 20,	
	2014	2013	2014	2013
	Baht '000	Baht '000	Baht '000	Baht '000
Short-term employee benefits				
Managements' remuneration	23,156	22,597	72,423	65,060
Directors' remuneration	5,094	3,080	18,028	15,108
Post-employment benefits	772	610	2,317	1,773
	<u>29,022</u>	<u>26,287</u>	<u>92,768</u>	<u>81,941</u>

	SEPARATE FINANCIAL STATEMENTS			
	For the three-month		For the nine-month	
	periods ended November 20,		periods ended November 20,	
	2014	2013	2014	2013
	Baht '000	Baht '000	Baht '000	Baht '000
Short-term employee benefits				
Managements' remuneration	12,387	15,824	47,164	48,997
Directors' remuneration	3,350	1,498	13,000	10,818
Post-employment benefits	487	389	1,461	1,166
	<u>16,224</u>	<u>17,711</u>	<u>61,625</u>	<u>60,981</u>

For the three-month and nine-month periods ended November 20, 2014 and 2013, directors' remunerations which were included in short-term employee benefits were approved by the ordinary shareholders' meetings of the Company held on June 12, 2014 and June 18, 2013, respectively.

## 19. CORPORATE INCOME TAX

According to the Royal Decree No. 555 B.E. 2555 issued under the Revenue Code regarding the corporate income tax rate reduction effective on December 27, 2012, the corporate income tax rate was reduced from 30% to 23% of net profit for an accounting period beginning on or after January 1, 2012 and 20% for accounting period beginning on or after January 1, 2013 but not later than December 31, 2014.

According to the Royal Decree No. 577 B.E. 2557 issued under the Revenue Code regarding the corporate income tax rate reduction effective on November 11, 2014, the corporate income tax rate will be 20% for accounting period beginning on or after January 1, 2015 but not later than December 31, 2015.

The Company and its local subsidiaries used tax rates of 20% for corporate income tax calculation for the three-month and nine-month periods ended November 20, 2014 and 2013. Foreign subsidiaries used tax rates of 20% - 30% for corporate income tax calculation for the three-month and nine-month periods ended November 20, 2014 and 2013.

The Company and its local subsidiaries used tax rates of 20% for deferred tax calculation for the three-month and nine-month periods ended November 20, 2014 and 2013. Foreign subsidiaries used tax rates of 20% - 30% for deferred tax calculation for the three-month and nine-month periods ended November 20, 2014 and 2013.

Income tax expenses of the Company and its subsidiaries are calculated from income before tax, added back transactions which are non-deductible expenses and deducted exempted income under the Revenue Code.



For the three-month and nine-month periods ended November 20, 2014 and 2013, income tax consists of:

	CONSOLIDATED FINANCIAL STATEMENTS			
	For the three-month		For the nine-month	
	periods ended November 20,		periods ended November 20,	
	2014	2013	2014	2013
	Baht '000	Baht '000	Baht '000	Baht '000
Current tax expense for the period	165,039	188,404	562,635	521,904
Deferred income tax expense (revenue)	(24,526)	(27,519)	(101,338)	(47,033)
Income tax expense per statements of income	<u>140,513</u>	<u>160,885</u>	<u>461,297</u>	<u>474,871</u>

	SEPARATE FINANCIAL STATEMENTS			
	For the three-month		For the nine-month	
	periods ended November 20,		periods ended November 20,	
	2014	2013	2014	2013
	Baht '000	Baht '000	Baht '000	Baht '000
Current tax expense for the period	144,677	159,158	492,320	425,555
Deferred income tax expense (revenue)	(27,352)	(23,212)	(95,971)	(53,539)
Income tax expense per statements of income	<u>117,325</u>	<u>135,946</u>	<u>396,349</u>	<u>372,016</u>

Reconciliations of effective tax rates for the three-month and nine-month periods ended November 20, 2014 and 2013 are as follows:

	CONSOLIDATED FINANCIAL STATEMENTS							
	For the three-month periods ended November 20,				For the nine-month periods ended November 20,			
	2014		2013		2014		2013	
	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate
Baht '000	%	Baht '000	%	Baht '000	%	Baht '000	%	
Profit before tax	<u>708,825</u>		<u>803,019</u>		<u>2,289,669</u>		<u>2,369,718</u>	
Income tax at the tax rate	141,134	20.00 - 30.00	160,604	20.00	456,075	20.00 - 30.00	473,944	20.00
<u>Add</u> Tax effect of income and expense that are not exempt for tax purposes	(351)	(0.05)	491	0.06	5,740	0.25	1,571	0.07
<u>Less</u> Tax effect of income and expense that are exempt for tax purposes	(270)	(0.04)	(210)	(0.03)	(518)	(0.02)	(644)	(0.03)
Income tax expenses per statements of income	<u>140,513</u>	<u>19.82</u>	<u>160,885</u>	<u>20.03</u>	<u>461,297</u>	<u>20.15</u>	<u>474,871</u>	<u>20.04</u>

	SEPARATE FINANCIAL STATEMENTS							
	For the three-month periods ended November 20,				For the nine-month periods ended November 20,			
	2014		2013		2014		2013	
	Amount	Rate	Amount	Rate	Amount	Rate	Amount	Rate
Baht '000	%	Baht '000	%	Baht '000	%	Baht '000	%	
Profit before tax	<u>636,967</u>		<u>740,396</u>		<u>2,143,700</u>		<u>2,208,030</u>	
Income tax at the tax rate	127,393	20.00	148,079	20.00	428,740	20.00	441,606	20.00
<u>Add</u> Tax effect of income and expense that are not exempt for tax purposes	338	0.05	220	0.03	1,079	0.05	829	0.04
<u>Less</u> Tax effect of income and expense that are exempt for tax purposes	(10,406)	(1.63)	(12,353)	(1.67)	(33,470)	(1.56)	(70,419)	(3.19)
Income tax expenses per statements of income	<u>117,325</u>	<u>18.36</u>	<u>135,946</u>	<u>18.36</u>	<u>396,349</u>	<u>18.49</u>	<u>372,016</u>	<u>16.85</u>

## 20. TRANSACTIONS WITH RELATED PARTIES

The consolidated and separate financial statements include certain transactions with the subsidiaries, associate and related parties. The relationship may be by shareholding or the companies may have the same group of shareholders or directors. The consolidated and separate financial statements reflect the effects of these transactions on the basis determined by the Company, the subsidiaries, associate and the related parties which are as follows:

20.1 Investments in associate and subsidiaries (see Note 7.2) are as follows:

Related parties	Relationship	Paid-up Capital Baht '000	% Ownership	SEPARATE FINANCIAL STATEMENTS "Unaudited"	
				As at November 20, 2014 Cost Baht '000	As at February 20, 2014 Cost Baht '000
<b>Investments in associate and subsidiaries</b>					
<b>Investments in associate</b>					
ACS Trading Vietnam Co., Ltd.	Associate	84,096.3	20.00	16,819.3	-
Total investment in associate				16,819.3	-
<b>Investments in subsidiaries</b>					
Eternal 4 Special Purpose Vehicle Company Limited	Subsidiary	40.0	26.00	10.4	10.4
Eternal 5 Special Purpose Vehicle Company Limited	Subsidiary	40.0	26.00	10.4	10.4
Eternal 6 Special Purpose Vehicle Company Limited	Subsidiary	40.0	26.00	10.4	10.4
AEON Microfinance (Cambodia) Private Company Limited	Subsidiary	118,160.0	100.00	118,160.0	118,160.0
AEON Insurance Service (Thailand) Company Limited	Subsidiary	149,224.3	100.00	149,224.3	149,224.3
ACS Servicing (Thailand) Company Limited	Subsidiary	175,349.1	100.00	175,349.1	175,349.1
AEON Microfinance (Myanmar) Company Limited	Subsidiary	155,547.8	100.00	155,547.8	78,889.1
AEON Leasing Service (Lao) Company Limited	Subsidiary	111,402.9	91.14	101,286.3	20,718.2
Total investments in subsidiaries				699,598.7	542,371.9
<b>Total investments in associate and subsidiaries</b>				<b>716,418.0</b>	<b>542,371.9</b>

## 20.2 Business transactions with related parties

### 20.2.1 Balances with related parties are as follows:

Related parties	Relationship	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		“Unaudited”		“Unaudited”	
		As at	As at	As at	As at
		November 20,	February 20,	November 20,	February 20,
		2014	2014	2014	2014
		Baht '000	Baht '000	Baht '000	Baht '000
<b>Other receivables</b>					
Eternal 6 Special Purpose Vehicle Company Limited	Subsidiary	-	-	171,421	194,876
AEON Insurance Service (Thailand) Company Limited	Subsidiary	-	-	308	416
ACS Servicing (Thailand) Company Limited	Subsidiary	-	-	906	1,561
AEON Financial Service Corporation Limited	Major shareholder	4,926	344	4,926	344
AEON Credit Service Company Limited	Common ultimate holding company	80	-	80	-
ACS Capital Corporation Limited	Shareholder and one common director	4,518	294	21	294
AEON Microfinance (Cambodia) Private Company Limited	Subsidiary	-	-	98	98
AEON Leasing Service (Lao) Company Limited	Subsidiary	-	-	191	5,972
		<u>9,524</u>	<u>638</u>	<u>177,591</u>	<u>203,561</u>
<b>Seller loan in Special Purpose Vehicle for Securitization (see Note 8)</b>					
Eternal 6 Special Purpose Vehicle Company Limited	Subsidiary	-	-	351,950	466,490
<b>Subordinated lending (see Note 9)</b>					
Eternal 6 Special Purpose Vehicle Company Limited	Subsidiary	1,399,352	1,399,352	1,399,352	1,399,352
<b>Short-term loan (see Note 12)</b>					
ACS Servicing (Thailand) Company Limited	Subsidiary	-	-	50,000	50,000
<b>Accounts payable</b>					
AEON Insurance Service (Thailand) Company Limited	Subsidiary	-	-	117,484	106,985
<b>Other payables</b>					
Eternal 4 Special Purpose Vehicle Company Limited	Subsidiary	-	-	44	44
Eternal 5 Special Purpose Vehicle Company Limited	Subsidiary	-	-	44	44
Eternal 6 Special Purpose Vehicle Company Limited	Subsidiary	-	-	150,529	119,630
AEON Insurance Service (Thailand) Company Limited	Subsidiary	-	-	7,311	8,703
ACS Servicing (Thailand) Company Limited	Subsidiary	-	-	29,091	30,507
ACS Capital Corporation Limited	Shareholder and one common director	61	-	61	-
AEON (Thailand) Company Limited	Holding shares and two common directors	-	32	-	32
AEON Financial Service Corporation Limited	Major shareholder	95,419	57,799	95,419	57,799
AEON Credit Service Company Limited	Common ultimate holding company	20,771	2,652	11,324	2,652
AEON Credit Service Systems (Philippines) Inc.	Holding shares	715	-	-	-
AEON Bank Ltd.	Major shareholder	631	-	631	-
		<u>117,597</u>	<u>60,483</u>	<u>294,454</u>	<u>219,411</u>
<b>Deferred Revenue</b>					
AEON Insurance Service (Thailand) Company Limited	Subsidiary	-	-	886	-
ACS Servicing (Thailand) Company Limited	Subsidiary	-	-	10,261	-
ACS Capital Corporation Limited	Shareholder and one common director	549	-	549	-
		<u>549</u>	<u>-</u>	<u>11,696</u>	<u>-</u>

## 20.2.2 Transactions with related parties

		CONSOLIDATED FINANCIAL STATEMENTS			
		For the three-month		For the nine-month	
		periods ended	November 20,	periods ended	November 20,
Related parties	Relationship	2014	2013	2014	2013
		Baht '000	Baht '000	Baht '000	Baht '000
<b>Other income</b>					
ACS Capital Corporation Limited	Shareholder and one common director	3,676	3,378	11,296	10,706
<b>Operating and administrative expenses</b>					
AEON Financial Service Corporation Limited	Major shareholder	8,615	27,902	38,384	43,592
AEON Credit Service Company Limited	Common ultimate holding company	10,412	-	23,868	-
AEON (Thailand) Company Limited	Holding shares and two common directors	5,083	5,574	12,442	10,645
ACS Capital Corporation Limited	Shareholder and one common director	11,153	6,679	32,674	19,311
AEON Bank Ltd.	Major shareholder	1,010	-	1,010	-
AEON Credit Service Systems (Philippines) Inc.	Holding shares	21,263	2,836	33,762	6,862
		<u>57,536</u>	<u>42,991</u>	<u>142,140</u>	<u>80,410</u>
<b>Dividend paid</b>					
ACS Capital Corporation Limited	Shareholder and one common director	76,800	76,800	165,600	165,600
AEON Financial Service Corporation Limited	Major shareholder	140,480	140,480	302,910	302,910
		<u>217,280</u>	<u>217,280</u>	<u>468,510</u>	<u>468,510</u>
<b>Purchase of computer programs</b>					
AEON Credit Service Systems (Philippines) Inc.	Holding shares	8,585	-	14,235	389
		SEPARATE FINANCIAL STATEMENTS			
		For the three-month		For the nine-month	
		periods ended	November 20,	periods ended	November 20,
Related parties	Relationship	2014	2013	2014	2013
		Baht '000	Baht '000	Baht '000	Baht '000
<b>Sale promotion income</b>					
AEON Insurance Service (Thailand) Company Limited	Subsidiary	2,677	1,965	6,903	5,602
<b>Revenue relating to securitization transaction</b> (including in credit card income)					
Eternal 4 Special Purpose Vehicle Company Limited	Subsidiary	-	-	-	534
Eternal 5 Special Purpose Vehicle Company Limited	Subsidiary	-	168	-	201,103
Eternal 6 Special Purpose Vehicle Company Limited	Subsidiary	167,342	176,923	458,048	415,901
		<u>167,342</u>	<u>177,091</u>	<u>458,048</u>	<u>617,538</u>
<b>Other income</b>					
ACS Capital Corporation Limited	Shareholder and one common director	3,676	3,378	11,296	10,706
AEON Insurance Service (Thailand) Company Limited	Subsidiary	7,356	8,126	20,088	19,704
ACS Servicing (Thailand) Company Limited	Subsidiary	603	600	2,118	2,341
AEON Microfinance (Cambodia) Private Company Limited	Subsidiary	98	94	290	295
		<u>11,733</u>	<u>12,198</u>	<u>33,792</u>	<u>33,046</u>

Related parties	Relationship	SEPARATE FINANCIAL STATEMENTS			
		For the three-month		For the nine-month	
		periods ended	November 20,	periods ended	November 20,
		2014	2013	2014	2013
		Baht '000	Baht '000	Baht '000	Baht '000
<b>Operating and administrative expenses</b>					
<b>Collection service fee</b>					
ACS Servicing (Thailand) Company Limited	Subsidiary	84,745	77,916	251,543	230,351
<b>Others</b>					
AEON Financial Service Corporation Limited	Major shareholder	8,614	27,902	38,384	43,592
AEON Credit Service Company Limited	Common ultimate holding company	3,599	-	10,406	-
AEON Bank Ltd.	Major shareholder	1,010	-	1,010	-
AEON (Thailand) Company Limited	Holding shares and two common directors	5,083	5,574	12,442	10,645
AEON Insurance Service (Thailand) Company Limited	Subsidiary	94	-	164	-
ACS Capital Corporation Limited	Shareholder and one common director	10,836	6,679	31,808	19,311
ACS Servicing (Thailand) Company Limited	Subsidiary	332	-	795	-
AEON Credit Service Systems (Philippines) Inc.	Holding shares	20,833	2,836	32,623	6,862
		<u>135,146</u>	<u>120,907</u>	<u>379,175</u>	<u>310,761</u>
<b>Dividend received</b>					
AEON Insurance Service (Thailand) Company Limited	Subsidiary	-	-	35,000	30,600
ACS Servicing (Thailand) Company Limited	Subsidiary	-	-	17,908	14,800
		<u>-</u>	<u>-</u>	<u>52,908</u>	<u>45,400</u>
<b>Dividend paid</b>					
ACS Capital Corporation Limited	Shareholder and one common director	76,800	76,800	165,600	165,600
AEON Financial Service Corporation Limited	Major shareholder	140,480	140,480	302,910	302,910
		<u>217,280</u>	<u>217,280</u>	<u>468,510</u>	<u>468,510</u>
<b>Purchase of computer programs</b>					
AEON Credit Service Systems (Philippines) Inc.	Holding shares	8,059	-	13,232	-

- Other income for the three-month and nine-month periods ended November 20, 2014 and 2013 includes the computer fee charged to ACS Capital Corporation Limited, AEON Insurance Service (Thailand) Co., Ltd., and ACS Servicing (Thailand) Co., Ltd., at the rates of Baht 1,000,000 per month, Baht 200,000 per month and Baht 200,000 per month, respectively, and charged to ACS Capital Corporation Limited for marketing support fee at the rate of Baht 200,000 per month. For the nine-month period ended November 20, 2013, other income also included the management and operating fees charged to ACS Capital Corporation Limited, AEON Insurance Service (Thailand) Co., Ltd. and ACS Servicing (Thailand) Co., Ltd., at the rates of Baht 950,000 per month, Baht 600,000 per month and Baht 400,000 per month, respectively and for the marketing research fee charged to ACS Capital Corporation Limited at the rates of Baht 50,000 per month. Such agreements were terminated on March 31, 2013.
- Revenues relating to securitization transactions are determined by the Company and subsidiaries in accordance with securitization projects (see Note 6.5).
- Collection service fee paid to ACS Servicing (Thailand) Co., Ltd. is based on general market price and in the normal course of business.
- Management assistant fee is paid to AEON Financial Service Corporation Limited as stated in the agreement.
- Pricing policy for other operating and administrative expenses is determined by the Company and related parties based on the cost plus basis.
- Computer programs purchasing price is paid to AEON Credit Service Systems (Philippines) Inc. based on specified in the agreement.

## 21. SEGMENT INFORMATION

The Company and subsidiaries presented segment information in respect of the business segments based on the management and internal reporting structure. The business segments of the Company and subsidiaries consist of:

Retail finance services	Consist of credit card, hire purchase and personal loans and others
Other business	Consist of debt collection service and insurance brokerage services

The Company and subsidiaries do not have revenues from transactions with a single external customer at 10% or more of total revenues.

Transactions between segments are recorded on the same basis as the transaction conducted with the third party transactions. Transactions between segments are eliminated on consolidation.

The segment information of the Company and its subsidiaries were presented by business segment as follows:

### 21.1 Operating result classified by business

CONSOLIDATED FINANCIAL STATEMENTS					
For the three-month period ended November 20, 2014					
	Retail finance services		Other domestic	Elimination	Total
	Domestic	Foreign	Business		
	Baht '000	Baht '000	Baht '000	Baht '000	Baht '000
Revenues					
Revenue from external customers	4,141,483	54,999	146,809	-	4,343,291
Inter - segment revenues	-	-	87,605	(87,605)	-
	<u>4,141,483</u>	<u>54,999</u>	<u>234,414</u>	<u>(87,605)</u>	<u>4,343,291</u>
Expenses					
Operating and administrative expenses	1,584,470	43,710	184,876	(87,328)	1,725,728
Directors and managements' remuneration	16,223	8,760	4,039	-	29,022
Bad debts and doubtful accounts	1,288,266	3,440	-	-	1,291,706
Finance cost	602,907	3,641	-	(277)	606,271
Total expenses	<u>3,491,866</u>	<u>59,551</u>	<u>188,915</u>	<u>(87,605)</u>	<u>3,652,727</u>
Share of profit from investment in associate	-	18,261	-	-	18,261
Profit before income tax expense	649,617	13,709	45,499	-	708,825
Income tax expense	129,973	1,521	9,019	-	140,513
Net profit for the period	<u>519,644</u>	<u>12,188</u>	<u>36,480</u>	<u>-</u>	<u>568,312</u>

**CONSOLIDATED FINANCIAL STATEMENTS**  
**For the three-month period ended November 20, 2013**

	Retail finance services		Other domestic	Elimination	Total
	Domestic	Foreign	Business		
	Baht '000	Baht '000	Baht '000	Baht '000	Baht '000
<b>Revenues</b>					
Revenue from external customers	3,833,640	25,086	108,149	-	3,966,875
Inter - segment revenues	-	-	89,937	(89,937)	-
	<u>3,833,640</u>	<u>25,086</u>	<u>198,086</u>	<u>(89,937)</u>	<u>3,966,875</u>
<b>Expenses</b>					
Operating and administrative expenses	1,494,585	17,732	147,331	(89,937)	1,569,711
Directors and managements' remuneration	17,711	3,589	4,987	-	26,287
Bad debts and doubtful accounts	1,048,579	1,445	-	-	1,050,024
Finance cost	517,144	633	57	-	517,834
Total expenses	<u>3,078,019</u>	<u>23,399</u>	<u>152,375</u>	<u>(89,937)</u>	<u>3,163,856</u>
Profit before income tax expense	755,621	1,687	45,711	-	803,019
Income tax expense	151,176	429	9,280	-	160,885
Net profit for the period	<u>604,445</u>	<u>1,258</u>	<u>36,431</u>	<u>-</u>	<u>642,134</u>

**CONSOLIDATED FINANCIAL STATEMENTS**  
**For the nine-month period ended November 20, 2014**

	Retail finance services		Other domestic	Elimination	Total
	Domestic	Foreign	Business		
	Baht '000	Baht '000	Baht '000	Baht '000	Baht '000
<b>Revenues</b>					
Revenue from external customers	12,427,964	141,620	375,456	-	12,945,040
Inter - segment revenues	-	-	316,331	(316,331)	-
	<u>12,427,964</u>	<u>141,620</u>	<u>691,787</u>	<u>(316,331)</u>	<u>12,945,040</u>
<b>Expenses</b>					
Operating and administrative expenses	4,672,426	112,426	519,305	(262,683)	5,041,474
Directors and managements' remuneration	61,624	19,417	11,727	-	92,768
Bad debts and doubtful accounts	3,768,222	10,456	-	-	3,778,678
Finance cost	1,754,292	7,145	15	(740)	1,760,712
Total expenses	<u>10,256,564</u>	<u>149,444</u>	<u>531,047</u>	<u>(263,423)</u>	<u>10,673,632</u>
Share of profit from investment in associate	-	18,261	-	-	18,261
Profit (loss) before income tax expense	2,171,400	10,437	160,740	(52,908)	2,289,669
Income tax expense	424,032	5,481	31,784	-	461,297
Net profit (loss) for the period	<u>1,747,368</u>	<u>4,956</u>	<u>128,956</u>	<u>(52,908)</u>	<u>1,828,372</u>

**CONSOLIDATED FINANCIAL STATEMENTS**  
**For the nine-month period ended November 20, 2013**

	Retail finance services		Other domestic	Elimination	Total
	Domestic	Foreign	Business		
	Baht '000	Baht '000	Baht '000	Baht '000	Baht '000
<b>Revenues</b>					
Revenue from external customers	10,923,640	48,471	260,058	-	11,232,169
Inter - segment revenues	-	-	297,455	(297,455)	-
	<u>10,923,640</u>	<u>48,471</u>	<u>557,513</u>	<u>(297,455)</u>	<u>11,232,169</u>
<b>Expenses</b>					
Operating and administrative expenses	4,372,325	35,024	415,320	(252,055)	4,570,614
Directors and managements' remuneration	60,981	6,651	14,309	-	81,941
Bad debts and doubtful accounts	2,719,900	2,061	-	-	2,721,961
Finance cost	1,486,484	1,112	339	-	1,487,935
Total expenses	<u>8,639,690</u>	<u>44,848</u>	<u>429,968</u>	<u>(252,055)</u>	<u>8,862,451</u>
Profit (loss) before income tax expense	2,283,950	3,623	127,545	(45,400)	2,369,718
Income tax expense	447,903	979	25,989	-	474,871
Net profit (loss) for the period	<u>1,836,047</u>	<u>2,644</u>	<u>101,556</u>	<u>(45,400)</u>	<u>1,894,847</u>

21.2 Financial position classified by business

**CONSOLIDATED FINANCIAL STATEMENTS**

“Unaudited”

As at November 20, 2014

	Retail finance services		Other domestic	Elimination	Total
	Domestic	Foreign	business		
	Baht '000	Baht '000	Baht '000	Baht '000	Baht '000
Accounts receivable and other receivable	56,158,934	704,986	259,671	(160,651)	56,962,940
Equipment and intangible assets	1,471,864	144,730	164,430	-	1,781,024
Other assets	6,200,127	181,838	360,441	(769,676)	5,972,730
Total assets	<u>63,830,925</u>	<u>1,031,554</u>	<u>784,542</u>	<u>(930,327)</u>	<u>64,716,694</u>
Total liabilities	<u>54,177,870</u>	<u>659,393</u>	<u>237,904</u>	<u>(222,231)</u>	<u>54,852,936</u>

**CONSOLIDATED FINANCIAL STATEMENTS**

As at February 20, 2014

	Retail finance services		Other domestic	Elimination	Total
	Domestic	Foreign	business		
	Baht '000	Baht '000	Baht '000	Baht '000	Baht '000
Accounts receivable and other receivable	52,738,020	446,260	307,881	(149,298)	53,342,863
Equipment and intangible assets	1,171,578	45,824	119,682	-	1,337,084
Other assets	6,125,845	75,619	356,041	(600,869)	5,956,636
Total assets	<u>60,035,443</u>	<u>567,703</u>	<u>783,604</u>	<u>(750,167)</u>	<u>60,636,583</u>
Total liabilities	<u>51,267,248</u>	<u>348,168</u>	<u>313,016</u>	<u>(199,298)</u>	<u>51,729,134</u>



## **22. CREDIT FACILITIES AND LETTER OF GUARANTEE**

- 22.1 As at November 20, 2014 and February 20, 2014, the Company has the committed and unsecured revolving credit facility agreements with a financial institution for general corporate funding requirements totaling Baht 400 million. Such credit facility is still unused.
- 22.2 As at November 20, 2014 and February 20, 2014, the Company has unused overdraft facilities with various banks totaling same amount of Baht 1,015.10 million and Baht 935.10 million, respectively. Such overdraft facilities are unsecured.
- 22.3 As at November 20, 2014 and February 20, 2014, the Company has bank's letter of guarantees issued to suppliers for guarantee payment of Baht 0.30 million. Such letter of guarantees are unsecured.
- 22.4 As at November 20, 2014 and February 20, 2014, two subsidiaries have letters of guarantee issued by banks in the amounts of Baht 3.93 million and Baht 3.62 million, respectively.
- 22.5 As at November 20, 2014, a subsidiary has outstanding letters of credit issued by two banks for guarantee repayment of loans of not exceeding USD 2.65 million (see Note 11).

## **23. SALES OF WRITTEN-OFF ACCOUNTS RECEIVABLE**

- 23.1 On August 20, 2014, the Company sold written-off accounts receivable under loan agreements, hire purchase agreements and credit card agreements by a bidding process to a local company (the "buyer") with the purchase price of Baht 478.68 million and the value-added tax of hire purchase receivables of Baht 2.62 million, totaling Baht 481.30 million. At the same date, the Company entered into the "Asset Sale and Purchase Agreement" with the buyer. The agreement sets out the conditions and terms in respect of the sales, assignment and conveyance of the Company's rights, title, claim, obligation, liability and interest in the written-off accounts receivable under loan agreements, hire purchase agreements and credit card agreements. As at August 20, 2014, the closing date as specified in the agreement, the Company received the initial payment of Baht 120.32 million from the purchaser. The purchaser agrees to pay the remaining amount of purchase price amounting to Baht 360.98 million in three times of Baht 120.33 million per each, on September 20, 2014, October 20, 2014 and the delivery date, respectively. The Company recognized income from sale of written-off accounts receivable of Baht 478.68 million in the consolidated and separate statements of income for nine-month periods ended November 20, 2014.

Subsequently, on September 20, 2014 and October 20, 2014, the Company received cash proceeds of Baht 120.33 million and Baht 120.33 million, respectively, as specified in the agreement. The Company recorded outstanding receivables of Baht 120.33 million as other receivables in the consolidated and separate statements of financial position as at November 20, 2014.

23.2 On September 30, 2014, the Company sold written-off accounts receivable under loan agreements and credit card agreements by a bidding process to a local company (the “buyer”) with the purchase price of Baht 128.19 million. At the same date, the Company entered into the “Asset Sale and Purchase Agreement” with the buyer. The agreement sets out the conditions and terms in respect of the sales, assignment and conveyance of the Company’s rights, title, claim, obligation, liability and interest in the written-off accounts receivable under loan agreements and credit card agreements. As at September 30, 2014, the closing date as specified in the agreement, the Company received the initial payment of Baht 32.05 million from the purchaser. The purchaser agrees to pay the remaining amount of purchase price amounting to Baht 96.14 million in three times of Baht 32.05 million per each, on October 30, 2014, November 30, 2014 and the delivery date, respectively. The Company recognized income from sale of written-off accounts receivable of Baht 128.19 million in the consolidated and separate statements of income for the three-month and nine-month periods ended November 20, 2014.

Subsequently, on October 30, 2014, the Company received cash proceeds of Baht 32.05 million as specified in the agreement. The Company recorded outstanding receivables of Baht 64.09 million as other receivables in the consolidated and separate statements of financial position as at November 20, 2014.

Under the Asset Sale and Purchase Agreement, the buyer was entitled to claim damages from the Company from sales of loans receivable in events the buyer did not have lawful title over loans receivable or loan agreement, hire purchase agreement and credit card agreement were not legal as specified in the agreement. The claim was to be settled with the final payment which the Company would receive from the buyer. However, the Company believed that such damage was not significant, therefore, the Company had not recorded such claim in the financial statements for the three-month and nine-month periods ended November 20, 2014. In addition, if the buyer wished to sell or transfer loan that were intended to be a portfolio sale to a third party, the Company was entitled to a right to first negotiate with the buyer with regard to a purchase of the portfolio before any third party. If the negotiation did not conclude within three months or the Company decided not to make a purchase, the buyer might sell such loan to a third party.

#### **24. EVENT AFTER THE REPORTING PERIOD**

On December 17, 2014, the Company has paid for the capital injection to AEON Microfinance (Myanmar) Company Limited amounting to USD 625,000 or approximately Baht 20,656,250 according to the consideration and approval of capital injection to AEON Microfinance (Myanmar) Company Limited from Board of Directors Meeting on August 22, 2014. The Company still maintains 100% of shareholding in the subsidiary.

#### **25. APPROVAL OF THE INTERIM FINANCIAL STATEMENTS**

These interim financial statements have been approved for issuing by the Company’s authorized director and the Audit Committee on December 22, 2014.

(Translation)

## Management Discussion and Analysis for the 3<sup>rd</sup> Quarter ended November 20, 2014

AEON Thana Sinsap (Thailand) Public Company Limited (“The Company”) has already submitted the reviewed Q3/2014 financial statements as of November 20, 2014 which were reviewed by Deloitte Touche Tohmatsu Jaiyos Audit Company Limited. The operating performance is summarized as follows;

### Overview

The Thai economy in the third quarter of 2014 expanded by 0.6% y-y, slightly recovering from a rise of 0.4% in the previous quarter. This was mainly from the recovery of private sector investments, stimulation of government expenditure and the recovery of private consumption and investment expenditure.

In the third quarter of 2014, household consumption rose by 2.2%, improving chiefly from 0.2% in the previous quarter. However, recovery of export and tourism sector has been slowing down.

As of November 20, 2014, number of total cards reached 7.20 million cards or 3% increase from the same period last year. Covering networks nationwide, the Company has 117 branches, 464 ATMs, and over 16,500 member dealers to provide quality financial services to AEON cardholders.

### Summary of Operation Results

#### 1. Operating Results

##### Revenues

The Company reported 12,945 million baht of total consolidated revenues for the nine-month period of 2014, increasing by 15% y-y. For the third quarter 2014, revenues amounted to 4,343 million baht, increasing by 9% y-y. This was mainly from performing loan growth, continued with marketing campaigns to AEON card holders, growth of subsidiaries and share of profit of associated companies from ACS Trading Vietnam Co., Ltd. Investment in associate in the consolidated financial statements is accounted for by the equity method, which the Company recorded share of profit by 18 million baht. The consolidated statement of income of the three-month and nine-month periods ended November 20, 2014, recognized share of profit from investment in associate resulting from portion of holding of investment in associate. (see Note 3.2)

As of November 20, 2014, the Company has total billings of 3.54 million accounts, increasing by 3% y-y with number of active customers of 2.25 million, increasing by 2% y-y, mainly from Bangkok 35%, and up-country 65%. Details of each business can be described as follows:

#### - Credit Card

For nine-month period, credit cards turnover comprised of 46% of total turnovers, with an income of 4,535 million baht, increasing by 12% y-y. In the third quarter 2014, credit card income reached 1,567 million baht, increasing by 9% y-y. This was mainly attributed by continue promotion on credit card business such as “AEON Gift 2015” AEON card holders register via website or sms in order to redeem the premiums, “AEON Happy time” AEON card holders get 50% discount for Swensen’s and The Pizza Company. In addition, the Company has focused more on credit card promotion with value partners and department stores to increase more spending volume. Focusing on card recruitment activities, the Company has developed more card recruitment channels including setting booths in high traffic areas and encouraging card application on the Company’s website and dealer network nationwide.

#### - Loans

For nine-month period, loans shared 49% of total turnovers (shared 25% from personal loan and 24% from purposed loan for mobile phone, IT products, electrical appliances and etc. through more than 16,500 dealers nationwide) with the revenues of 6,483 million baht, increasing by 8% y-y. For the third quarter, loans income amounted to 2,208 million baht, increasing by 5% y-y. In addition, the Company has expanding more service channels providing more convenience to customers and this also saved the Company’s operation cost. AEON members can utilize the revolving loans service through many service channels; besides AEONTS ATMs, other major bank ATMs i.e. Kasikorn, Thanachart, Bangkok Bank, Krungsri, Krungthai and Counter Service through 7-11 nationwide, they can also transfer and receive cash through Thailand Post Office nationwide.

#### - Hire Purchase

Hire purchase (motorcycle, electrical appliances, mobile phone and etc.) for the nine-month shared 1% of total turnovers, with revenues of 300 million baht, increasing by 38% y-y. This was mainly contributed from hire purchase income from AEON Microfinance (Cambodia) Private Company Limited. amounted to 107 million baht. The continuous growth of AEON Cambodia was due to opening of AEON Mall in June 2014.

In terms of revenues in Q3/2014, the Company reported 104 million baht of hire purchase and increased by 23% y-y. However, the company has continued launching promotions with motorcycle manufacturers and suppliers, i.e., Honda and Kawasaki as well as increased distribution channels for motorcycle sales through our branches.

#### - Others

For the nine-month period, the Company had other income of 1,626 million baht, increasing by 69% from the same period last year. The majority of other incomes came from bad debt recovery of 464 million baht and gain on sales of written-off accounts receivable of 607 million baht. Moreover, the income for the nine-month period of company's subsidiaries in Thailand, the Company had commission income of 186 million baht, increasing by 14% y-y from AEON Insurance Service (Thailand) Co., Ltd. and collection service income of 191 million baht, increasing by 70% y-y from ACS Servicing (Thailand) Co., Ltd. accordingly and others. The Company has planed to generate more fee base incomes in the future.

In the third quarter 2014, income from others amounted to 464 million baht, increasing by 37% from the same period last year, which was mainly generated from bad debt recovery of 146 million baht and gain on sales of written-off accounts receivable of 128 million baht.

#### Expenses

In the nine-month period, the consolidated expenses amounted to 10,674 million baht, increasing by 20% y-y. For the third quarter, the consolidated expenses were 3,653 million baht, increasing by 15% from the same period last year. Details of total major expenses can be described as follows:

##### - Operating and Administrative Expenses

For the nine-month period of 2014, the consolidated operating and administrative expenses were 5,134 million baht, increasing by 10% y-y, and accounted for 40% of total revenues. In the third quarter 2014, the Company recorded operating and administrative expenses of 1,755 million baht, increasing by 10% y-y and represented 40% of total revenues. Mainly came from increased in personal expenses to support more customers, marketing expenses and rental cost to support business growth as well as improve competitive edge.

##### - Bad Debts and Doubtful Accounts

The consolidated bad debts and doubtful accounts, in the nine-month period 2014, amounted to 3,779 million baht, increasing by 39% y-y. For the third quarter 2014, the Company recorded bad debts and doubtful accounts of 1,292 million baht, increasing by 23% y-y. The increase was due to economic slowdown in the first half of this year and household debts remain at high level.

#### - Finance Cost

The Company recorded finance cost of 1,761 million baht for nine-month period, 18% increase from the same period last year. For the third quarter, finance cost was 606 million baht, increasing by 17% y-y. This was because of an increase in total borrowings to support business growth. However, finance cost in the nine month 2014 accounted for 14% of total revenues, the same level as last year. The Company manages liquidity risk and interest rates fluctuation risk by mainly locking in long-term borrowing, represented 71% of total borrowing in Q3/2014.

#### **Net Profit**

For nine-month period 2014, net profit attributed to owners of the parent was 1,829 million baht, decreased by 66 million baht or 3% y-y. In the third quarter 2014, the Company reported net profit attributed to owners of the parent of 568 million baht, decreased by 74 million baht or 11% y-y. Basic earnings per share for the nine-month and the third quarter of 2014 were 7.31 baht per share and 2.27 baht per share respectively.

## **2. Financial Status**

#### **Total Assets**

As of November 20, 2014, the Company had 64,717 million baht of consolidated total assets, showing an increase of 4,080 million baht or 7% from the end of fiscal year 2013. Mainly, the assets were attributed to the portfolio of net accounts receivable, which was 87% of total assets.

#### -Accounts Receivable

The Company had consolidated accounts receivable of 58,914 million baht, increasing by 7% from that of 54,929 million baht at the end of fiscal year 2013. These can be categorized by credit card business of 21,950 million baht, loan business of 35,386 million baht, hire purchase business of 1,498 million baht and others of 80 million baht.

The Company provided allowance for doubtful accounts of 2,349 million baht or 3.99% of total accounts receivable, decreasing from 3.48% of total accounts receivable at the end of previous fiscal year.

#### **Liabilities**

The Company consolidated total liabilities were 54,853 million baht at the end of the Q3/2014, showing an increase of 3,124 million baht or 6% from the end of fiscal year 2013. This was due to 4% increase in the total

borrowings to 50,194 million baht. The portion of long-term borrowings was 35,406 million baht or 71% of total borrowings.

To manage risk that might occur from the fluctuation in currency and interest rate of long-term debentures in foreign currencies, the Company has entered into cross currency interest rate swap contracts to hedge its debt.

#### **Shareholder Equity**

The Company's shareholder equity reached 9,864 million baht, showing an increase of 956 million baht or 11% from the end of fiscal year 2013. Consequently, Book value as of November 20, 2014 was 39.5 baht per share, increasing from that of 35.6 baht per share as of February 20, 2014.

For nine-month period 2014, the Company recorded return on equity (ROE) at 26.0% and return on asset (ROA) at 3.9% and equity ratio of 15.2%. Debt to Equity ratio as of November 20, 2014 slightly decreased to 5.6 times from 5.8 times as of February 20, 2014.

(Translation)

No. 48/2014

December 24, 2014

President

The Stock Exchange of Thailand

Re: Financial Statement Quarter 3/2014, offering and issuance of debentures

We, AEON Thana Sinsap (Thailand) Public Company Limited (“Company”), hereby reported the resolutions passed at the meeting of the Board of Directors No. 10/2014 held on December 24, 2014, from 10:00 a.m. as follows:

1. Unanimously approved the Company's performance for the third quarter ended November 20, 2014;
2. Unanimously approved the reviewed financial statements for the third quarter and nine-month period ended November 20, 2014;
3. With reference to the Company's Annual General Meeting of Shareholders held on June 12, 2014 which resolved the issuing debenture in an amount of not more than 8 billion baht equivalent for financing, the Company Board of Director meeting has already approved amount of 2 billion baht and the Company has partially issued those debentures. Currently the Company has remaining amount of 6 billion baht. Therefore, The Company would like to present the details of the issuance and offering of a new tranche of debentures as follows;

Type	: Unsubordinated and unsecured Debentures
Purpose	: Refinance and/or General Working Capital
Currency to issue	: USD, or JPY, or THB
Issuing Amount	: up to 3 Billion Baht Equivalent
Tenor	: up to 5 years from issuance date
Placement	: Private Placement
Interest Rate	: Depend on market at time of offering and issuance



The authorized director(s) assigned by the Board of Directors is empowered to consider and prescribe other terms and conditions related to the issuance of the debentures including seeking approval from the competent authorities and performing any other acts necessary and related to the issuance of the debentures.

Please be informed accordingly

Yours sincerely,

Yasuhiko Kondo  
Managing Director