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บมจ. สยามพานิชย์ลีซซิ่ง  
SIAM PANICH LEASING PUBLIC COMPANY LIMITED

# SIAM PANICH LEASING

## ANNUAL REPORT



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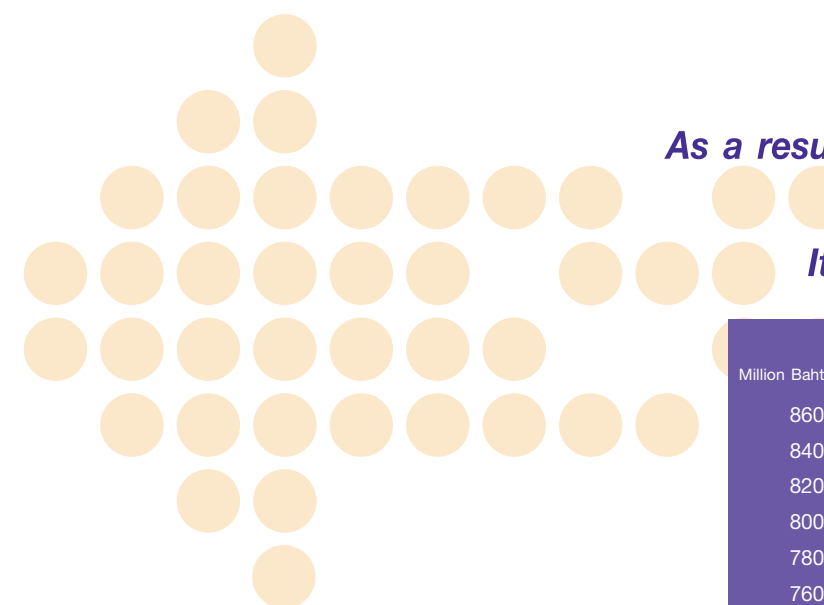
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	2004	2003	2002
<b>ASSETS</b> Million Baht			
Total Assets	37,900	29,808	21,823
Net Hire Purchase Accounts Receivable	34,638	26,863	19,427
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b> Million Baht			
Total Liabilities	31,931	24,741	17,338
Shareholders' Equity	5,969	5,067	4,485
<b>OPERATIONAL PERFORMANCE</b> Million Baht			
Total Revenues	3,022	2,568	2,159
Income from Hire Purchase Contracts and Related Income	2,786	2,311	1,830
Net Profit after Income Tax	849	780	775
<b>PROFITABILITY RATIO</b>			
Profit Margin*	% 68.08	58.09	25.83
Interest Earn**	% 8.90	9.84	10.76
Interest Expense**	% 3.61	3.99	5.35
Interest Spread**	% 5.29	5.85	5.41
Return on Total Revenues	% 28.09	30.37	35.91
Return on Equity	% 15.38	16.33	18.60
Earning per Share	Baht/Share 4.25	3.92	3.89
<b>EFFICIENCY RATIO</b>			
Return on Assets	% 2.51	3.02	4.10
Asset Turnover	0.09	0.10	0.11
Book Value per Share	Baht/Share 27.77	25.43	22.51
<b>FINANCIAL POLICY RATIO</b>			
Debt to Equity	5.35	4.88	3.87
Loans to Loan Borrowings	1.21	1.24	1.29
Dividend Payout Ratio	% 58.68	25.54	19.27

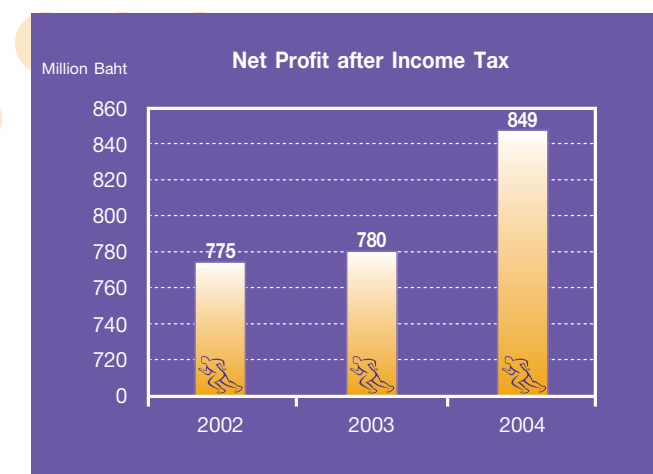
In 2002 The Company paid interim dividend for half of the operational results in 2002 at 0.75 baht per share.  
 In 2003 The Company declared a dividend of 1.75 baht per share, in which 0.75 baht per share was an interim dividend for the six months period ending June 30, 2002 and the remaining was paid in 2003 at 1.00 baht per share.  
 In 2004 The Company paid a dividend of 2.50 baht per share.

\* In case of Operating Lease

\*\* In case of Financial Lease



*As a result of solid operational efficiency, SPL successfully grew Its net profits by 849 million baht*



*Prepared to manage sustainable growth within a prudent corporate governance framework*



The revenue structure for the Company's businesses for the year ended December 31, 2004, 2003 and 2002 are as follows

Unit : Million Baht

Service	2004		2003		2002	
	Revenue	%	Revenue	%	Revenue	%
<b>Income from financing services</b>						
• Hire Purchase	2,786.30	92.20	2,311.36	89.99	1,830.50	84.79
• Leasing	84.39	2.79	83.01	3.23	76.84	3.56
• Factoring	63.01	2.09	67.21	2.62	59.40	2.75
<b>Total income from financing services</b>	<b>2,933.70</b>	<b>97.08</b>	<b>2,461.58</b>	<b>95.84</b>	<b>1,966.74</b>	<b>91.10</b>
Other Income *	88.25	2.92	106.76	4.16	192.18	8.90
<b>Total Revenues</b>	<b>3,021.95</b>	<b>100.00</b>	<b>2,568.34</b>	<b>100.00</b>	<b>2,158.92</b>	<b>100.00</b>

Note : \* Other Income includes income from terminated debts and recoveries after sale of repossessed assets

## The Company's Financing Services

The Company's major business operations are to provide hire purchase, leasing and factoring services.

**Hire Purchase** - bonded contractually by a hire purchase contract, hire purchase is a form of consumer financing that the useful benefit of the asset belongs to the customer. The ownership is transferred to the customer only when the hire purchase contract has been fully paid and complete. Presently, automobile financing of both new and used vehicles are the Company's main products.

**Leasing** - credit service offered to corporate clientele in the form of a leasing agreement in which they are entitled to the useful benefit of the asset. Upon expiration of the lease contract, the lessees have an option to purchase the leased asset at a price previously agreed upon.

**Factoring** - the buying/selling and assignment of trade accounts receivable in which the supplier transfers its rights on its account receivable to the Company. The factoring applicants can receive their funding without any collateral.

## BUSINESS COMPETITION

### Hire Purchase Business

With continued low interest rates, rising personal consumption stimulated from government fiscal policies, together with an abundance of promotional campaigns offered by various automobile manufacturers, the hire purchase business has continued to grow quite significantly over the last 3 to 4 years. Despite signs of rising interest rates and fuel prices, factors attributing to continued future growth include increased economic activity, especially in the automobile sector, changes in the vehicle excise tax structure, and the psychological fear of rising interest rates in the second half of 2005. With total vehicle sales in 2004 reaching nearly 630,000 units,\* the highest figure in 7 years since the crisis, hire purchase financing in 2005 is still expected to grow but at a slower rate than the previous year.

In 2005, competition in the form of pricing is still expected to continue but will not be as severe as the previous year due to the fear of rising interest rates and consensus that the hire purchase rates are at its all time low. The number of competitors will remain at relatively the same level as 2004 despite the Bank of Thailand's announcement allowing commercial banks to engage in hire purchase financing. It is expected that the commercial banks will take some time to prepare itself in entering the hire purchase business while others already have established hire purchase subsidiaries.

\*Source : Krungthep Turakij newspaper dated January 17, 2005.

### Leasing Business

In 2004, the Company's leasing business policy is similar to that of 2003, which is, to offer automobile lending to corporate clientele, not focusing in machinery for the industrial sector. As a result, the Company faces aggressive competition in pricing, similar to the competition in the hire purchase business. In addition, since the Company's policy is to offer leasing credit to only high quality customers and not attempt in pricing competition, the expansion of the Company's leasing activities are not impressive as the leasing company, which offer mainly machinery lending for industrial sector.

### Factoring Business

With economic activity returning back to normal levels since 2003, lending diversification among banks and financial institutions was quite noticeable in the areas of consumer financing, corporate loans, and additional new services. Despite the advantages of factoring, over other types of collateral financing, competition came from both other competitors offering the same products and new products that were similar to factoring, such as bills of exchange, promissory notes, and stronger corporate entities able to increase financing channels themselves. As a result, pricing competition in 2004 was quite evident in the factoring business.

In 2004, the Company's factoring business continuously expanded on the back of increased penetration in the small and medium corporate enterprise (SME) market and signs of recovery near the end of 2003 in the tourism, real estate, and construction sector. The Company's main customers in 2004 were similar to that of 2003, that is, companies that were subcontracted by the government and strong companies in the service and retail sector. The Company's factoring business is heavily concentrated in the assignment of receivables, with underwriting and approval contingent on the quality of each company, in order to protect the Company from incurring future losses, which could have a detrimental impact on the company's operational performance. In addition, to continue attracting customers in using the Company's factoring service during this phase of aggressive competition, the Company must maintain good relationships with its customers.

## MANAGEMENT DISCUSSION AND ANALYSIS

MANAGEMENT DISCUSSION AND ANALYSIS OPERATIONAL PERFORMANCE SUMMARY OF OPERATIONAL RESULTS TO INCOME FROM MAJOR BUSINESSES HIRE PURCHASE LEA FACTORING EXPENSES NET INCOME PROFIT-GENERATING ABILITY INTEREST SPREAD COMPANY'S FINANCIAL STATU TOTAL ASSETS QUALITY OF RECEIVABLES TOTAL LIABILIT LIQUIDITY AND CAPITAL STRUCTURE TOTAL ASSETS QUAL MAIN FACTORS INFLUENCING THE COMPANY'S OPERATION OF FUTURE FINANCIAL STATUS MANAGEMENT DISCUSSIO BALANCE SHEETS PERFORMANCE SUMMARY OF OPERATIO STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY FINANCIAL STATEMENTS FACTORING EXPENSES NET INCO LIQUIDITY AND CAPITAL STRUCTURE TOTAL ASSETS QUAL TOTAL ASSETS QUALITY OF RECEIVABLES TOTAL LIABILIT MAIN FACTORS INFLUENCING THE COMPANY'S OPERATION MANAGEMENT DISCUSSION AND ANALYSIS OPERATIONAL BALANCE SHEETS PERFORMANCE SUMMARY OF OPERAT PERFORMANCE SUMMARY OF OPERATIONAL RESULTS MA FACTORING EXPENSES NET INCOME PROFIT-GENERATING MAIN FACTORS INFLUENCING THE COMPANY'S OPERATION TOTAL ASSETS QUALITY OF RECEIVABLES TOTAL LIABILIT STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY ABILITY INTEREST SPREAD COMPANY'S FINANCIAL STATU LIQUIDITY AND CAPITAL STRUCTURE TOTAL ASSETS QUAL MAIN FACTORS INFLUENCING THE COMPANY'S OPERATION OF FUTURE FINANCIAL STATUS MANAGEMENT DISCUSSIO

Operational Performance

Summary of Operational Results

In 2004, the Company's net profit after tax amounted to 848.72 million baht or an increase of 8.81 percent over the previous year. This increase was largely attributed to the growth in hire purchase receivables, in which origination of new hire purchase contracts grew by 18.58 percent and hire purchase revenue grew by 20.55 percent, over the previous year. However, due to regulatory changes in the vehicle excise tax structure that was imposed in July 2004, there were signs of a slowdown in vehicle sales near the end of the year.

As at the end of 2004, the Company's issued and paid-up share capital amounted to 2,149.82 million baht, increasing from 1,992.31 million baht, as of the end of 2003, as a result of a warrant exercise. Therefore, the Company's earnings per share at the end of 2004 amounted to 4.25 baht per share and its return on equity amounted to 15.38 percent.

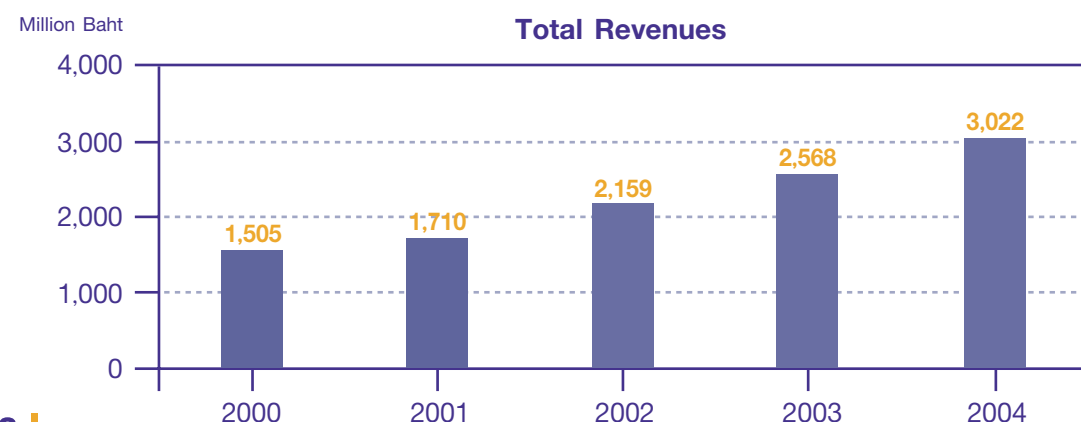
Income from Major Businesses

In 2004, the Company's total revenue amounted to 3,021.95 million baht or an increase of 17.66 percent over the previous year. This increase in total revenue was mainly attributed to an increase in hire purchase income.

Highlighted below is an income breakdown of the Company's businesses for the year 2004.

	Million Baht	Increased /(Decreased) from previous year
Income from Hire Purchase Contracts and Related Income	2,786.30	20.55%
Income from Lease Contracts and Related Income	84.39	1.66%
Income from Factoring Notes Receivable and Related Income	63.01	(6.24%)

Other Income The Company's other income amounted to 88.25 million baht or a decrease of 17.34 percent from the previous year. In 2003, the Company reported a gain from the sale of assets amounting to 15 million baht, in which it purchased from the Legal Execution Department through an auction.



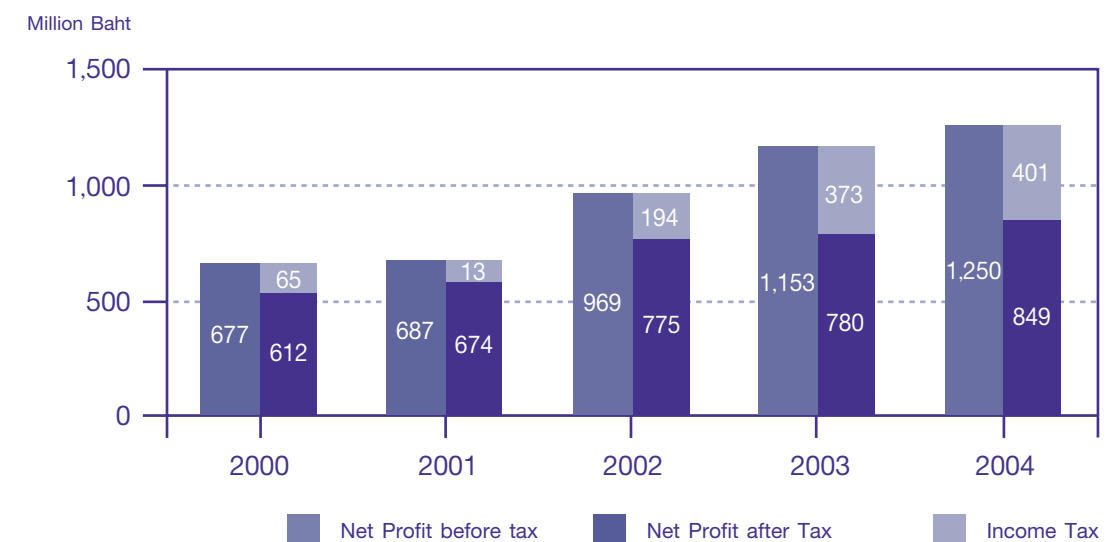
Expenses

In 2004, the Company's total expenses amounted to 1,771.74 million baht or an increase of 25.18 percent from the previous year. This increase was attributed to a rise in interest expense of 172.66 million baht, or 21.72 percent over the previous year, needed to support new hire purchase growth, and a rise in other expense of 183.70 million baht, or 29.61 percent over the previous year, largely due to increased losses from the sale of repossessed assets and increased postage.

Net Income

Profit-generating Ability

In 2004, net profit after income tax amounted to 848.72 million baht or an increase of 8.81 percent over the previous year. The Company's earnings per share was 4.25 baht per share and its return on total revenues for the year 2004 and 2003 were respectively 28.09 percent and 30.37 percent.

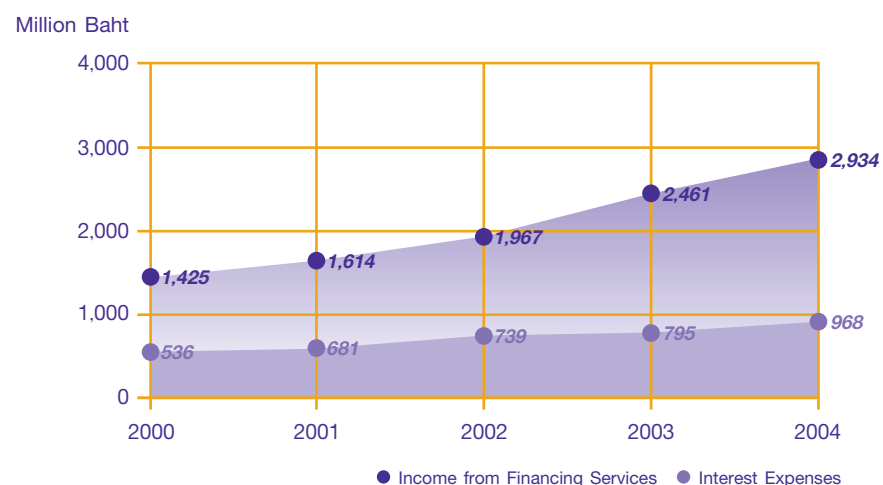


Interest Spread

	2004	2003	2002
Interest earn	8.90%	9.84%	10.76%
Interest expense	3.61%	3.99%	5.35%
Interest spread	5.29%	5.85%	5.41%



Despite the Company's ability to continuously lower its funding costs, the Company's earning asset yield for 2004 decreased at a faster rate than the funding costs, resulting in a lower interest spread for 2004 of 5.29 percent compared to the rising interest spreads of 2003 and 2002 at 5.85 percent and 5.41 percent. Nevertheless, the interest spread in 2004 was still higher than that of 2001 at 4.95 percent.



### Company's Financial Status

#### Total Assets

As at the end of 2004, the Company's total assets amounted to 37,900.30 million baht or an increase of 27.15 percent from the year 2003. This increase was attributed to a 28.94 percent annual growth in hire purchase receivables, in which the Company originated new hire purchase contracts amounting to 21,260 million baht or an increase of 18.58 percent over the previous year.

#### Quality of Receivables and Adequacy of Allowance for Doubtful Accounts

	2004	2003
Total NPL (Million Baht)	1,597	1,310
Allowance for Doubtful Debt (Million Baht)	932	811
Allowance to NPL	58%	62%
Allowance to Outstanding Receivable	2.21%	2.44%

The Company sets its allowance for doubtful accounts based on the aging analysis of each type of receivable and the probability of collecting its receivables. The decrease in the Allowance to Outstanding Receivable ratio was attributed to the growth expansion of the Company's total outstanding receivables.

### Total Liabilities and Shareholder's Equity

#### Total Liabilities

As at the end of 2004, the Company's total liabilities amounted to 31,931.15 million baht, or an increase of 29.06 percent over 2003, with loan borrowings accounting for 97% of the Company's total liabilities, or 30,902.15 million baht.

**The Company's source of funding** The Company is fully aware of the expected trend in higher interest rates and has increased its portion of long-term funding to reduce the risk of interest rate fluctuations. Currently, the Company's average tenor on its loans is 2 years and its short-term loans account for 47 percent of total borrowings. With 3,250 million baht of debentures maturing in 2005, short-term funding will fall to 37 percent of total borrowings after the debentures are repaid.

#### COMPANY'S FUNDING STRUCTURE AS AT THE END OF 2004 AND 2003

(unit : million baht)	2004	2003
Bank overdraft and Short term loans	10,396	9,474
Current long term loans due within 1 year	4,148	3,325
Long term loans	16,358	10,990
Total	30,902	23,789

#### Shareholders Equity

As at the end of 2004, the Company's shareholders equity amounted to 5,969.15 million baht, increasing 17.80 percent over the previous year or 901.77 million baht. In 2004, shareholders converted warrants totaling 15,751,275 units, increasing the Company's share capital and premium by 551.29 million baht.

#### Liquidity and Capital Structure

As a result of increased borrowings to support the expansion of new credit, the Company's debt to equity ratio has increased from 4.88, at the end of 2003, to 5.35, as at the end of 2004.

**The sources of this capital** for the year 2004 and 2003 are as follows:

(unit : million baht)	2004	2003
Bank overdraft and Short term loans	10,396	9,474
Long term loans :		
Debentures	11,750	10,000
Loans from bank and financial institutions	8,756 = 20,506	4,315 = 14,315
Shareholders' equity	5,969	5,067





The following risk factors have a direct impact on the Company's business.

### Risk Factors from the Business

#### 1. Risk from Dependence on Motor Vehicle Sales

With automobile financing accounting for approximately 90% of the Company's core hire purchase business, the state of motor vehicle sales is one of the Company's main risk factors. The Company's marketing policy is to concentrate on both the new and used vehicle market, with each market differing in terms of their credit risk and yield returns. In extending used car financing, the risk lies in the vehicle valuation but is offset by its higher lending rates.

Being fully aware of this risk factor, the Company attempts to minimize its impact by maintaining its existing customer base and expand its hire-purchase network to include various automobile dealers whom offer both new and used vehicles, and continue building and maintaining a strong relationship base with its existing and automobile dealers. To help minimize the credit exposure in the used vehicle business, the Company assigns only its most experienced staff for the origination of this business.

#### 2. Risk from Interest Rate Fluctuations

Since the Company's main source of revenue is from interest financing, changes in the interest rate have a substantial impact on the Company's business. In the past 4 to 5 years, the auto hire purchase business has witnessed quite fierce pricing competition, leading to a continuous decrease in auto hire purchase yields. As of today, overall funding costs have started to rise but new hire purchase lending rates have remained quite low, more or less the same level as 2002.

Being aware of this risk factor, the Company attempts to minimize its impact by maintaining reasonable interest spread and revenue. The Company has increased its used vehicle portfolio, which generates quite high yields, in order to increase the yield of its overall hire purchase portfolio. As for the Company's interest costs, the Company attempts to lower its funding costs, while not exposing itself to a high level of mismatched funding. Therefore, the Company's long-term borrowings are of a fixed rate nature and have a tenor similar to the average life of a hire purchase receivable. Currently, the average tenor of the Company's hire purchase receivables is 2.7 years and the average tenor of its borrowings is 2 years.

#### 3. Risk from Competitors

As a result of the continued growth in vehicle sales and new entrants into the hire purchase business from some finance companies, new lending by financial institutions for the past 1 to 2 years have concentrated heavily in consumer credit, especially hire purchase and personal loans. Despite operating in an oligopoly environment, with fewer players, intense competition in the form of pricing was still clearly evident for the means of capturing market share. With the Bank of Thailand allowing commercial banks to engage in the hire purchase business in 2004, the Company expects that hire purchase competition will respectively increase.

To minimize this risk factor, the Company must maintain its market share and interest spreads, ensuring that this form of competition will not force the Company to suffer potential losses from the new business it originates. The Company concentrates on providing good service and continues to maintain relationships with the various automobile dealers of Thailand and feel that these relationships have effectively reduced the risk from competition.

#### 4. Risk from Depreciating Collateral

Although hire purchase financing is backed with an asset as collateral, the nature of that asset depreciates in accordance to its use and market demand. As for auto hire purchase financing, the main factors that affect the depreciation of a vehicle are time, vehicle condition, and the secondary resale market. Therefore, if the collateral value considerably depreciates, causing the resale value of the vehicle to be lower than the outstanding balance owed by the customer, there is an increased probability that the customer will abandon the vehicle and default on his/her hire purchase contract.

The Company is fully aware of this risk factor and stresses prudent credit underwriting, through the use of conservative loan-to-value originations - in which the hire purchase loan does not exceed the current market value of that vehicle, a mandatory down payment that is not too low, and market concentration that favors Japanese vehicle lending that have good resale value. In addition it also places great emphasis on prompt collections, through the use of a Collection Committee, which follows up of delinquent loans that are over 3 months past due, and assigns the Follow Up and Specialized Collection teams to collect or repossess the asset so it can be quickly sold through an auction. From historical auction data, the Company can recover, on average, 80 to 90 percent of the outstanding receivable balance and pursue the remaining loss from the hirer and guarantor through litigation.

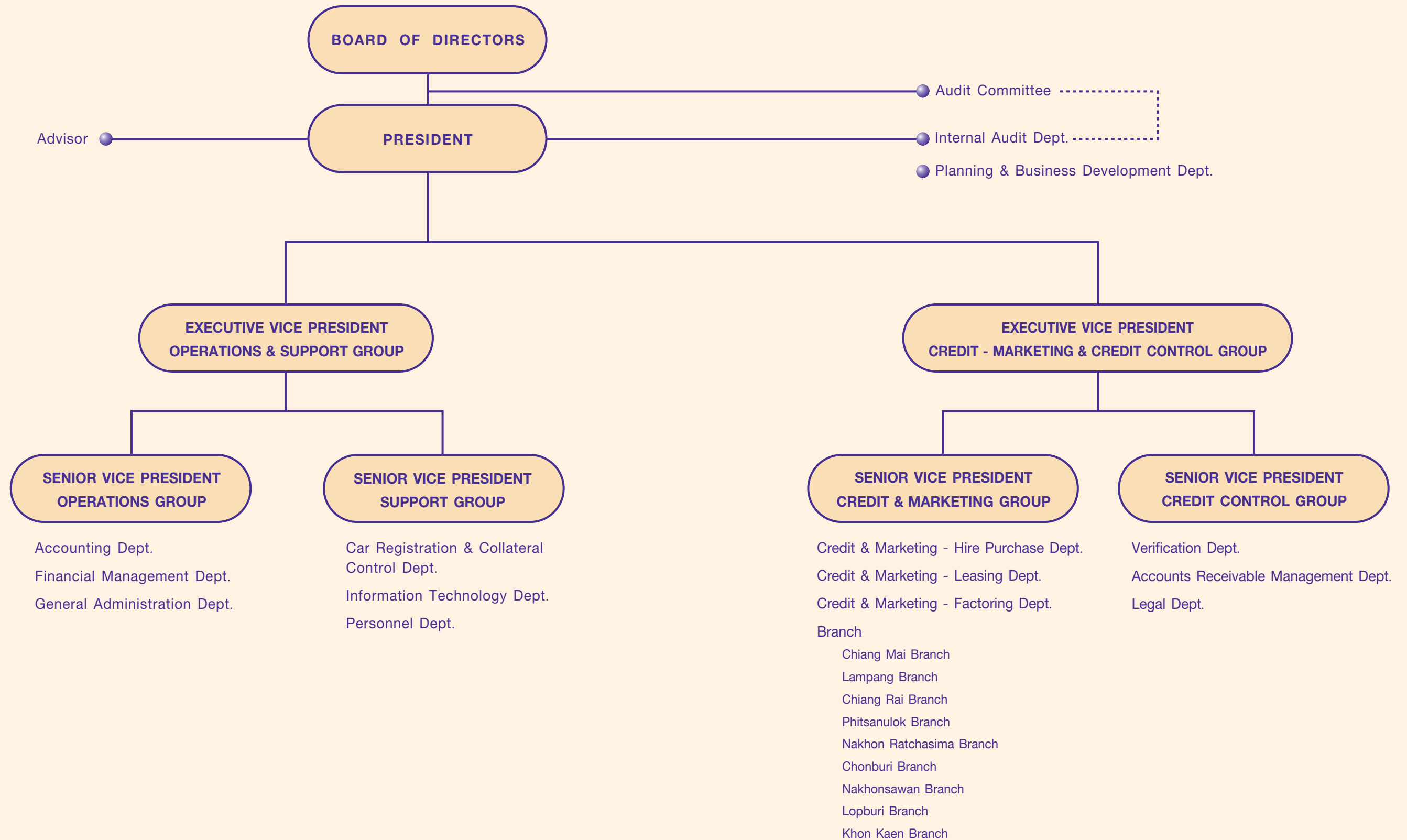
### Risk from Business Operations

Since there is no specific-related regulation pertaining to the hire purchase and leasing business, potential risk stems from the fact that industry players are free to grow their business as they choose. Problems concerning the quality of receivables could arise depending on factors such as fraud, efficiency in collection, or economic environment. If these players lack prudent management and sound operational policies it is very likely that they will experience collection delinquencies.

The Company is fully aware of this risk factor and has carefully monitored all new loans extended under this business climate to ensure quality growth in its receivables. In addition, it has set measures to protect itself from higher risk debtors by increasing both its down payments and personal guarantees. Through the use of internal audits and its internal control systems, management is able to trace and follow up on the status of these receivables, thereby, reducing the risk of increasing non-performing loans. In addition, the effectiveness of the Company's internal control system accompanied with "cross-checking" and job rotation techniques for employees reduce the risk of fraud and theft within the Company.

# ORGANIZATION CHART

SIAM PANICH LEASING PUBLIC COMPANY LIMITED



The Company's directorship structure comprises of both the Board of Directors and the Audit Committee.

## The Board of Directors

### Members of the Board of Directors

- |                                  |                    |
|----------------------------------|--------------------|
| • Mr. Yuth Vorachattarn          | Chairman           |
| • Mr. Sompoch Intranukul         | Director           |
| • Mr. Pratip Wongnirund          | Director           |
| • Mr. Kopr Kritayakrirana        | Director           |
| • Mr. Bunlue Kampanartsanyakorn  | Director           |
| • Mr. Karoon Laoharattanun*      | Director           |
| • Mr. Shatchawan Kiatgraigangwan | Director/President |

### Secretary of the Board of Directors

- Miss Jarinee Satyapan

\*Mr. Karoon Laoharattanun was appointed as a President on January 1, 2005, replacing, Mr. Shatchawan Kiatgraigangwan, who retired his place.

### Scope of responsibilities

1. The Board of Directors may appoint a Director to be the Managing Director, having such authority as the Board of Directors deems appropriate.
2. No Director may undertake commercial transactions of the same nature as and competing with those of the Company, nor may he be a partner in a partnership, a partner with unlimited liability in a limited partnership, a director in another limited company or public limited company carrying on business of the same nature as and competing with that of the Company, either on his own account or on behalf of a third party unless he will have first notified the Shareholders Meeting before a resolution appointing him is passed.
3. A Director shall notify the Company without delay in the event that he has any interest, whether direct or indirect, in any contract entered into by the Company, or in the event that the number of shares or debentures in the Company or any subsidiary held by him is increased or decreased.
4. The Directors will have the power to borrow or raise money in order to operate the Company's business in accordance with its objects.
5. The Directors will have the power to sell or mortgage any immovable property of the Company, or let on lease any immovable property of the Company for more than three years, or make any gift or enter into any compromise or institute any action in Court or submit any dispute to arbitration.

6. If any Director purchases any property of the Company or sells any property to the Company or does any other transaction with the Company, regardless of whether it is in his or her own name or in the name of any other person, such purchase, sale or other transaction will not bind the Company unless approved by the Board of Directors.

7. All transactions of the Company undertaken on behalf of the Company by the Board of Directors, the Directors or persons assigned by the Board of Directors shall be valid and binding on the Company notwithstanding any defect in the election, appointment or qualification of any of the Directors which may later be discovered.

8. Any two Directors authorized by the Board of Directors may jointly sign their names under the seal of the Company. The Board of Directors may designate and change the names of the Directors who are authorized to sign on behalf of the Company.

## The Audit Committee

### Members of the Audit Committee

- |                           |                             |
|---------------------------|-----------------------------|
| • Mr. Sompoch Intranukul  | Chairman of Audit Committee |
| • Mr. Pratip Wongnirund   | Director of Audit Committee |
| • Mr. Kopr Kritayakrirana | Director of Audit Committee |

### Secretary of the Audit Committee

- Miss Vilairat Worapongpichet

### Scope of responsibilities

1. Review to ensure the correctness and sufficiency of the Company's financial reporting.
2. Review to ensure the suitability and effectiveness of the Company internal audit and control system.
3. Review to ensure the Company abides by all relevant regulation including both legal and SET regulations.
4. Consider and propose the appointment of the Company's external auditor and fee.
5. Consider the correctness and adequacy of disclosure for both related and conflict of interest transactions.
6. Prepare the Audit Committee Report, which has been approved by the Audit Committee Chairman, and present this report in the Company's annual report.
7. Consider other matters, as assigned by the Board of Directors, given acceptance from the Audit Committee.

### Electing the Company's Director and Management

As stipulated in the Company's Memorandum and Articles of Association, Directors of the Company are specified in the Shareholder's Meeting, in which, the election of Directors is decided by the votes of not less than one-half of votes from the shareholders whom are present and entitled to vote.

If an office of Director is vacant otherwise than by rotation, the Board of Directors shall elect a person who is qualified and has not disqualified or prohibited under applicable laws, as a Director in his place at the meeting of the Board of Directors next following unless the remaining tenure of the Director vacating office is less than 2 months. The resolution of the meeting of the Board of Directors pursuant to the first paragraph will require the votes of not less than three-fourths of the number of the remaining Directors. A Director who has been elected as a replacement shall retain his office only for the remaining tenure of his predecessor.

Since the Company has no formal election committee, the Board of Directors acts as the election committee for electing a new Director. The Board of Directors elect a Director by considering his leadership, knowledge, ability and qualifications, given he/she has not been disqualified or prohibited under applicable laws.

Currently, the Company has only one Director who comes from Siam Commercial Bank Public Company Limited and has no other major shareholder.

As for the election of Directors of the Audit Committee, the Board of Directors elects the Directors of the Audit Committee for a two-year term and those retiring by rotation may be eligible for re-election if the Board of Director considers it appropriate.

### Members of the Executive Officers and Vice President of Accounting and Financial Department

Name - Last Name	Position
1. Mr. Shatchawan Kiatgraingawan	President
2. Mr. Suwat Pathnopas	Executive Vice President Operations & Support Group
3. Mr. Songvuti Sangvoravuttikun	Executive Vice President Credit-Marketing & Credit Control Group
4. Mr. Narain U-nanupap	Senior Vice President Credit Control Group
5. Mr. Nipon Manasboonpermpool	Senior Vice President Credit & Marketing Group
6. Miss Vilairat Worapongpichet <sup>(1)</sup>	Senior Vice President Operations Group and Acting as Vice President-Accounting Department
7. Miss Siriporn Tangchanachaiyanun <sup>(2)</sup>	Senior Vice President Support Group
8. Mrs. Kannika Kumpanya	Vice President-Financial Management Department

(1) - Appointed as Senior Vice President Operations Group on August 1,2004.

(2) - Appointed as Senior Vice President Support Group on August 1,2004

### Remuneration for the Board of Directors

Name-Last Name / Position	Number of Shares As of December 31, 2004	Unit of Warrants As of December 31, 2004	Remuneration received in the year 2004
1. Mr. Yuth Vorachattarn Chairman	-	-	1,705,000
2. Mr. Sompoch Intranukul Chairman of Audit Committee	-	-	1,332,500
3. Mr. Pratip Wongnirund Director of Audit Committee	-	-	1,092,500
4. Mr. Kopr Kritayakirana Director of Audit Committee	-	-	1,092,500
5. Mr. Bunlue Kampanartsanyakorn Director	-	-	852,500
6. Mr. Shatchawan Kiatgraingawan President	-	-	852,500
7. Mr. Karoon Laoharattanun Director (Appointed on May 1, 2004)	-	-	160,000
8. Mr. Nibondh Namdhavaj Director (Resigned on April 30, 2004)	-	-	692,500

The Company remunerates its Directors in the form of monthly meeting allowances and additional remuneration which is contingent on the Company's yearly operational results. The Directors' monthly meeting allowances are as follows.

#### The Board of Directors

- The Chairman 40,000 baht
- Other Directors 20,000 baht

#### The Audit Committee

- The Chairman of Audit Committee 40,000 baht
- Other Directors 20,000 baht

The Directors, totaling 8 persons which included a retired Director during the year 2004, received remuneration in the form of meeting allowances totaling 1,920,000 baht for the year 2004 and additional remuneration for the Company's 2003 operational results totaling 4,900,000 baht.

The Directors of the Audit Committee, totaling 3 persons, received remuneration in the form of meeting allowances totaling 960,000 baht for the year 2004.

Top management, which includes the President and 6 other top management from Senior Vice President and onward, totaling 7 persons, received salaries and bonuses based on performance totaling 26,514,125 baht for the year 2004. In addition, they received monies applied to their provident funds totaling 798,090 baht for the year 2004.

<b>MR. YUTH VORACHATTARN</b>	<b>CHAIRMAN</b>
• <b>HIGHEST EDUCATION</b> .....	B.Econ.(Hons), M.A.(Econ), Thammasat University
• <b>TRAINING ON THE ROLE AND RESPONSIBILITIES OF A DIRECTOR</b> .....	Directors Certification Program organized by Australian Institute of Company Directors Chairman 2000 organized by The Thai Institute of Directors Association
• <b>EXPERIENCE</b> .....	
2003 - Present	Chairman, Siam Panich Leasing Plc.
July 2004 - Present	Chairman and Chairman of Audit Committee, Preecha Group Plc.
Present	Chairman, Kim Eng Securities (Thailand) Plc.
2001 - 2002	President, The Bangkok Metropolitan Bank Plc.
2000 - 2001	Managing Director, Market for Alternative Investment (MAI)
1999 - 2001	Executive Vice President, The Stock Exchange of Thailand
1999 - 2000	Deputy Director General, Government Saving Bank
• <b>NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003</b> .....	No Change.

<b>MR. SOMPOCH INTRANUKUL</b>	<b>CHAIRMAN OF AUDIT COMMITTEE</b>
• <b>HIGHEST EDUCATION</b> .....	B.A. (Accounting), Chulalongkorn University
• <b>TRAINING ON THE ROLE AND RESPONSIBILITIES OF A DIRECTOR</b> .....	Audit Committee Program Directors Certification Program No.24/2002 organized by The Thai Institute of Directors Association
• <b>EXPERIENCE</b> .....	
1999 - Present	Chairman of Audit Committee, Siam Panich Leasing Plc.
1999 - Present	Chairman of Audit Committee, Deves Insurance Plc.
1995 - Present	President, Siam Administrative Management Co.,Ltd.
1999 - April 2001	Chairman, Board of Executive Directors, Siam City Bank Plc.
• <b>NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003</b> .....	No Change.

<b>MR. PRATIP WONGNIRUND</b>	<b>DIRECTOR OF AUDIT COMMITTEE</b>
• <b>HIGHEST EDUCATION</b> .....	School of Commerce, Sydney Technical College, New South Wales, Australia.
• <b>TRAINING ON THE ROLE AND RESPONSIBILITIES OF A DIRECTOR</b> .....	The Role and Responsibilities of Audit Committee organized by The Stock Exchange of Thailand Directors Certification Program No.36/2003 organized by The Thai Institute of Directors Association
• <b>EXPERIENCE</b> .....	
1999 - Present	Director of Audit Committee, Siam Panich Leasing Plc.
1998 - Present	Chairman, Indara Insurance Plc.
1998 - November 2004	Director, Interlife John Hancock Assurance Plc.
2002 - 2004	Chairman, BT Securities Co.,Ltd.
1999 - November 2002	Advisor to the Audit Committee, Bank Thai Plc.
• <b>NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003</b> .....	No Change.

<b>MR. KOPR KRITAYAKRIRANA</b>	<b>DIRECTOR OF AUDIT COMMITTEE</b>
• <b>HIGHEST EDUCATION</b> .....	Ph.D. (Physics), Harvard University, U.S.A.
• <b>TRAINING ON THE ROLE AND RESPONSIBILITIES OF A DIRECTOR</b> .....	Directors Certification Program No. 11/2001 organized by The Thai Institute of Directors Association
• <b>EXPERIENCE</b> .....	
2000 - Present	Director of Audit Committee, Siam Panich Leasing Plc.
2003 - Present	Director, Banpu Plc.
2002 - Present	Director of Audit Committee, Sicco Securities Plc.
1989 - Present	Director, Thai Reinsurance Plc.
December 31, 1997 - September 30, 2001	Director and Executive Director, Bangkok Metropolitan Bank Plc.
1988 - 2001	Director, President and CEO, Siam Commercial Life Assurance Plc.
• <b>NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003</b> .....	No Change.



**MR. BUNLUE KAMPANARTSANYAKORN DIRECTOR**

- **HIGHEST EDUCATION** .....  
M.S.C. (Civil) Engineering, University of Hawaii, U.S.A.
- **TRAINING ON THE ROLE AND RESPONSIBILITIES OF A DIRECTOR** .....  
Good Corporate Governance  
Finance for Non-Finance Directors  
organized by The Thai Institute of Directors  
Association
- **EXPERIENCE** .....  
2001 - Present Director, Siam Panich Leasing Plc.
- **NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003** .....  
No Change.

**MR. KAROON LAOHARATTANUN DIRECTOR** (Appointed as the President on January 1, 2005)

- **HIGHEST EDUCATION** .....  
M.B.A. Kasetsart University
- **EXPERIENCE** .....  
2004 SVP, Banking Product Manager, Banking Product,  
Siam Commercial Bank Pcl.  
2002 - 2003 SVP, Assets Management, Siam Commercial Bank Pcl.  
1998 - 2002 VP, Assets Management, Siam Commercial Bank Pcl.  
1995 - 1998 VP, Corporate Department 7,  
Siam Commercial Bank Pcl.
- **NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003** .....  
No Change.

**MR. SHATCHAWAN KIATGRAIGANGWAN PRESIDENT** (Retired on December 31, 2004)

- **HIGHEST EDUCATION** .....  
M.B.A. Kasetsart University
- **EXPERIENCE** .....  
1993 - Present President, Siam Panich Leasing Plc.  
1997 - Present Director, Dhanavat Insurance Co.,Ltd.  
1994 - April 2002 Director, SPL Transport Co.,Ltd.
- **NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003** .....  
No Change.

**MR. SUWAT PATHNOPAS EXECUTIVE VICE PRESIDENT OPERATIONS & SUPPORT GROUP**

- **HIGHEST EDUCATION** .....  
B.A. (Accounting), Chulalongkorn University  
Advance Certificate, American Institute of Banking,  
New York, U.S.A.
- **EXPERIENCE** .....  
1996 - Present Executive Vice President Operations & Support Group,  
Siam Panich Leasing Plc.  
1997 - March 2004 Director, SPL Transport Co.,Ltd.
- **NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003** .....  
No Change.

**MR. SONGVUTI SANGVORAVUTTIKUN EXECUTIVE VICE PRESIDENT CREDIT-MARKETING & CREDIT CONTROL GROUP**

- **HIGHEST EDUCATION** .....  
B.A. (Law), Chulalongkorn University  
Barrister at Law
- **EXPERIENCE** .....  
1996 - Present Executive Vice President Credit-Marketing & Credit Control  
Group, Siam Panich Leasing Plc.
- **NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003** .....  
No Change.

**MR. NARAIN U-NANUPAP SENIOR VICE PRESIDENT CREDIT CONTROL GROUP**

- **HIGHEST EDUCATION** .....  
B.A. (Law), Thammasat University  
Barrister at Law
- **EXPERIENCE** .....  
1998 - Present Senior Vice President Credit Control Group,  
Siam Panich Leasing Plc.
- **NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003** .....  
No Change.



**MR. NIPON MANASBOONPERMPOOL SENIOR VICE PRESIDENT CREDIT & MARKETING GROUP**

- **HIGHEST EDUCATION** .....  
B.A. (Accounting), Chulalongkorn University
- **EXPERIENCE** .....  
2001 - Present Senior Vice President Credit & Marketing Group,  
Siam Panich Leasing Plc.  
1992 - 2000 First Senior Vice President Credit & Marketing Group,  
Siam Panich Leasing Plc.
- **NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003** .....  
No Change.

**MISS VILAIRAT WORAPONGPICHET SENIOR VICE PRESIDENT OPERATIONS GROUP AND ACTING AS VICE PRESIDENT - ACCOUNTING DEPT.**

- **HIGHEST EDUCATION** .....  
M.B.A. Kasetsart University
- **EXPERIENCE** .....  
August 2004 - Present Senior Vice President Operations Group,  
Siam Panich Leasing Plc.  
Acting as Vice President - Accounting Dept.,  
Siam Panich Leasing Plc.  
1999 - Present Secretary of Audit Committee,  
Siam Panich Leasing Plc.  
1994 - July 2004 Vice President - Accounting Dept.,  
Siam Panich Leasing Plc.
- **NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003** .....  
No Change.

**MISS SIRIPORN TANGCHANACHAIANUN SENIOR VICE PRESIDENT SUPPORT GROUP**

- **HIGHEST EDUCATION** .....  
M.A. (Accounting), Chulalongkorn University
- **EXPERIENCE** .....  
August 2004 - Present Senior Vice President Support Group,  
Siam Panich Leasing Plc.  
Acting as Vice President - Planning & Business  
Development Dept., Siam Panich Leasing Plc.  
1996 - July 2004 Vice President - Planning & Business Development  
Dept., Siam Panich Leasing Plc.
- **NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003** .....  
No Change.

**MRS. KANNIKA KUMPANYA VICE PRESIDENT - FINANCIAL MANAGEMENT DEPT.**

- **HIGHEST EDUCATION** .....  
M.E. in Economics, Chiang Mai University
- **EXPERIENCE** .....  
2001 - Present Vice President - Financial Management Dept.,  
Siam Panich Leasing Plc.  
2000 - 2001 Vice President - Support Group,  
Siam Panich Leasing Plc.  
1998 - 2000 Vice President - Lampang Branch,  
Siam Panich Leasing Plc.
- **NO. OF SHAREHOLDING AS OF DECEMBER 31, 2004, COMPARED TO YEAR 2003** .....  
No Change.

## Corporate Governance

The Company recognizes the importance of good corporate governance in increasing operational transparency, confidence among investors and related parties, and sustainable corporate development and strives to manage its business within the framework set by the Stock Exchange of Thailand's fifteen principles of good corporate governance, which are addressed below.

### 1. Corporate Governance Policy

The Company's Board of Directors conducts its activities and practices in accordance to the Stock Exchange of Thailand's Code of Best Practices for listed companies and provides the Company with a Corporate Governance Policy that is in accordance to the Stock Exchange of Thailand's fifteen principles of good corporate governance.

The Company's Corporate Governance Policy covers the following areas:

- The Company must be transparent and disclose sufficient information that is equally accessible to all relevant parties.
- The Company must ensure fairness and equitable treatment to all shareholders and various groups of stakeholders.
- The Company must consider all operation risks and have appropriate internal controls and risk management.
- The Board of Directors must be responsible for ensuring maximum shareholder value and eliminate conflict of interests.
- The Board of Directors, management, and all Company employees must perform their duties and responsibilities in adherence to corporate ethics.

### 2. Rights of Various Groups of Stakeholders

A company's operational efficiency is a result of strong support from various stakeholders. The Company recognizes the importance of all stakeholders, whether the support derives internally from the Company's employees or externally through its shareholders, investors, creditors, customers, and auditors. The Company is also aware that it has to be accountable to all stakeholders, ensuring that stakeholders receive both legal rights and other rights in which the Company deems appropriate. Such examples include the reporting of disclosed information - ensuring that all shareholders and investors receive equitable access to data, abiding by all covenants in various agreements set by creditors, assisting to disclose the Company's operational information to the auditors, and ensuring fairness in the contracts signed by its customers. Furthermore, the Company has defined the ethical responsibilities for the Company's Board of Directors, management, and its employees to conduct with customers, shareholders, and society, as described in the corporate ethics handbook for its employees to acknowledge.

The Company is also aware of the importance of communication between the Company and various stakeholders, in which in one of its projects, the Company has invested in a corporate website, under the name [www.spl.co.th](http://www.spl.co.th), for investors to conveniently

obtain more information about the Company. As for customers, employees, and related parties, the Company attempts to acknowledge problems and recommendations by launching feedback programs through various channels such as recommendation box, telephone, and letter. In addition, the Company provide educational assistance to students of financial need and encourages its employees to participate in various programs, such as blood donation, that contribute to community and social aid.

### 3. Rights of Shareholders

The Company conducts its shareholder's meetings in accordance to the legal framework and the Company's Articles of Association. Upon a Board of Director's resolution to hold a Shareholder's Meeting, the Company will announce the resolution inviting its shareholders to attend, through the Stock Exchange of Thailand and the Securities and Exchange Commission, immediately within the timeframe allowed for publicly releasing such material information. Nevertheless, shareholders also have the right to request a shareholder's meeting, at any point in time, by combining to prepare a letter of notification to the Board of Directors for this request, in accordance with the Company's Articles of Association.

For each shareholder's meeting, the Company gives a minimum of 14 days advanced notice, in which it will close the share register book, for the purpose of determining which shareholders have the right to attend the meeting. All schedules, agendas, and other details of the shareholder's meeting will be sent to the shareholders before the date of the meeting as legally prescribed.

### 4. Shareholder's Meeting

At all of the previous Shareholder's Meeting, most of the Directors were present. The Chairman of the meeting would give shareholders unlimited opportunity to ask questions. All Directors, including the Chairman and Managing Director of the Company, would combine in fielding the questions, as well as acknowledging and listening to any recommendations shareholders had for the Company.

### 5. Leadership and Vision

The Company's current Board of Directors has both extensive credentials and management experience from various other companies. Their knowledge and skilled experience is used in developing and formulating efficient corporate policies and strategies for the Company to abide by.

The Board of Directors is fully aware of the importance of corporate governance and its implication towards the maximization of shareholder value. In order to maintain quality and efficiency in the Company's operations, the Board of Directors specifies that a minimum of one Board meeting be held on a quarterly basis and follows up on any important management issues of concern that are reported on a monthly basis. If needed, the Board of Director will set up another meeting. On an annual basis, the Board is also responsible for acknowledging full year operational results, which includes considering and approving

the annual budget to reflect the Company's business plan, which was initially set forth for the Company's management team. The President, being one of the members of the Board of Director's management team, sets out policies, which are consistent to that of the Board, for all company staff to abide by.

## 6. Conflict of Interests

The Company's Directors and management carefully consider ways of removing conflict of interest issues. By carefully managing the Company's internal information, its attempts to prevent management or other related parties from using "inside information" for their own personal gain.

**Possible Conflict of Interest Transactions** The Company's Directors and management are aware that conflicts of interest may arise in certain transactions. Acting within the regulatory framework outlined by the Stock Exchange of Thailand, consideration must be given to identify these conflicts of interest, even to the extent of preventing the execution of certain transactions. Possible conflict of interest transactions are treated in the same manner as those that are executed with normal persons. These transactions are publicly reported in the Company's annual report as well as the presentation form 56-1.

**Managing the Use of the Company's Internal Information** The Company's Memorandum and Articles of Association stipulates the disclosure of all confidential information. In addition, both the Company's management and Board of Directors are conductive to not release any financial information or use this information for any personal benefit before the information is publicly released through the Stock Exchange of Thailand.

## 7. Business Ethics

In 2004, the Company has distributed its Ethics handbook to its Board of Directors, management, and all levels of employees, which is to be used in guiding ones responsibility and conduct to its Company, associates, customers, and community. With continuous promotion throughout 2004, the Company attempts to stimulate and increase the awareness of each employee's ethical responsibilities.

## 8. Balance of Power for Non-Managing Directors

The Company's 7 member Board of Directors team consists of 6 non-managing Directors and one managing Director. Of the non-managing Directors, 3 are members of the Audit Committee, whom have neither management participation nor major shareholdings in the Company. The Company's balance of power is comprised of over one third of the Board of Directors being non-managing directors, which are either Directors of the Audit Committee or Independent Directors, and is quite efficient given this proportion of Independent Directors.

**In electing new Directors**, a list of candidates is submitted to the Board of Directors and through a Shareholder Meeting for their consideration. Preference is given to those candidates, whom are knowledgeable, skillful, and experienced in providing direct benefit

to the company's business operations. The procedure for electing new Directors can be referred to the section on "Electing the Company's Board of Directors and Management" of the Annual Report.

As for the announcement of the change in Directors, the Company would immediately notify sources at the Stock Exchange of Thailand and the Securities and Exchange Commission, abiding and adhering to all time frames and regulatory procedures. New directors will be briefed on their responsibilities to the Company, in accordance to the Stock Exchange of Thailand's Code of Best Practices for listed companies, and updated with knowledge of the Company's business and current operational results, in order to provide greater understanding for the new director.

## 9. Aggregation or Segregation of Positions

Currently, the title of Chairman and President are held by two separate persons and their duties, responsibilities, and authority are clearly defined. Neither the Chairman nor the President have complete authority over the Company. In addition, the Company's Board of Director is comprised of non-managing directors, which account for more than 80 percent of the board structure.

Although the Chairman is not a non-managing director, he has no authorization for approval. Approval that exceeds the President's authorization can only be given by the entire Board of Directors.

## 10. Remuneration for Directors and Management

Although the Company does not have a Remuneration Committee to consider the compensation for its Company Directors and Executive Management, the Board of Directors is responsible for considering, evaluating, and fixing an appropriate compensation, which has taken into account the Company's operational performance, compensation comparison to those of other listed companies that are in the same or related industry, and historical compensation records. The Board of Director's remuneration must be proposed for Shareholder approval each year, with all amounts paid, including meeting allowances and other remuneration from the Company, disclosed in the Company's annual report.

As for the Executive Management, the Board of Directors authorizes their remuneration.

## 11. Board of Director's Meeting

The Company's Directors conduct a minimum of one Board Meeting per quarter. The agendas to be discussed in the meeting are scheduled clearly in advance, with the Secretary of the Meeting responsible for mailing both the Meeting's invitational letter and information package. During each meeting, the Chairman will give the opportunity for every Director to freely express their ideas and opinion. This enables the decision making to be complete and to the point, which is particularly important for the more pertinent agendas. During each Meeting, the Secretary of the Meeting will also be responsible for the recording and filing of the "Chairman's Approved Minutes of the Director's Meeting" in order that the Directors and other related parties have a chance to review this information.

In addition, the Company's Directors can also obtain legal advice from the Company's internal legal department or external law firms, that pertain to changes in regulation or legal statutes.

In 2003, the Company Directors held a total of 8 Board of Director Meetings. The attendance record for each Director can be seen below.

Director's Name	Number of Meetings in Attendance
1. Mr. Yuth Vorachattarn	8
2. Mr. Sompoch Intranukul	5
3. Mr. Pratip Wongnirund	8
4. Mr. Kopr Kritayakirana	8
5. Mr. Bunlue Kampanartsanyakorn	8
6. Mr. Shatchawan Kiatgraigangwan	6
7. Mr. Karoon Laoharattanun	6
Appointed as a Director on May 1, 2004	
8. Mr. Nibondh Namdhavaj	1
Resigned on April 30, 2004	

The Directors of the Audit Committee held a total of 5 Director Meetings for the year 2004. The attendance record for each Director can be seen below.

Director's Name	Number of Meetings in Attendance
1. Mr. Sompoch Intranukul	4
2. Mr. Pratip Wongnirund	5
3. Mr. Kopr Kritayakirana	5

## 12. Committees

The Company has only one committee, that being, the Company's Audit Committee as outlined under the heading "The Audit Committee" of the annual report. Although the Company has not set up a remuneration committee, the remuneration for Company's Directors and Executive Management is clearly outlined in the section "Remuneration for Directors and Management." Since the Board of Directors is comprised of only 7 people, it is of opinion that a separate nominating committee is not required. However, great importance is given to the recruitment and succession planning of top management, and the Board of Directors is responsible for this task.

## 13. Control System and Internal Audit

The Company has an Audit Committee that is responsible for the review and management of operational workflow, ensuring that the Company's internal controls are effective and that the Company's financial information is credible. The Company also has an internal audit department, which reports directly to the President, and is directly responsible for auditing and reviewing the Company's internal controls. During each quarterly Audit Committee meeting, the Vice President of the internal audit department will

report pertinent internal audit results for the Audit Committee to acknowledge, including any other issues in which the Audit Committee had delegated to the internal audit department. The Audit Committee would then send its recommendations of improvement for management to consider and report all important findings to the Company's Board of Directors.

**As for risk management**, the Company has provided procedures for credit risk management in all stages of the business, beginning with the credit underwriting, collection management process, and management's use of operational reports to track progress and detect unpredictable risk. To minimize liquidity risk, the Company has an appropriate and prudent funding structure. In addition, to increase employee knowledge and work efficiency, the Company's management also gives great importance to the training of its employees, especially those involved in the marketing and collection departments.

Near the end of 2004, the Company has reviewed its Risk Management handbook, which was completed in 2003, in order to consider how the risk management guidelines will be implemented for practical use, and in the following year will fully develop its risk management to cover all areas of operations.

## 14. Director's Reporting

The Company's Board of Directors is fully aware of the importance of having credible financial statements and emphasizes the use of independent auditors whom are not influenced by the Company in any manner. These independent auditors are directly responsible for providing a fair assessment of the company, providing assertions of any unbiased opinions they may have on Company's operations.

Coordinating with the Company's operational team, the Company's Directors are responsible for the financial information presented, ensuring that the financial reporting provided is true, accurate and complete in accordance with Thai generally accepted accounting principles and in conformity with Thai Accounting Standards issued by the Institute of Certified Accountants and Auditors of Thailand. The Company's Directors must consider carefully and reasonably the disclosed information that is used in analyzing the Company's financial status and operational performance.

The Company's Directors is also fully aware of the importance of having effective internal control systems in place. Effective internal controls help to ensure that financial information are reported accurately and complete. In addition, these internal controls are used to mitigate theft, fraud, and/or any other unusual activities that are materially adverse to the Company. The Company's Board of Directors has established an Audit Committee to review that the Company's internal control system, including audits are both appropriate and efficient, and to ensure that the Company's financial statements are both accurate and adequate.



## 15. Relations with Investors

The Company is fully aware that the disclosure of both financial and non-financial information is of great significance to the investment community. The Company gives great importance in disclosing information, which is both accurate and complete, through the Stock Exchange of Thailand's medium of communication for publicly listed companies. In addition, management gives plenty of opportunities for investment analysts from financial institutions to meet on a one-on-one basis and occasionally participates in corporate roadshows for the foreign investor community.

In 2004, the Company has developed its own website, under the name www.spl.co.th, in order to provide a new channel of distributing corporate information, which may be of use to investors and other interested parties.

Nevertheless, the Company has relatively few investor relation activities. The President, with assistance from the Executive Vice President - Operations and Support Group and the Vice President - Support Group, are responsible for communicating important information with institutional/individual investors and stock analysts. The Company has assigned the Vice President - Support Group, the additional responsibilities of the Vice President - Investor Relations, in providing information to the Company's investors.

As for the release of information to its shareholders, the Company abides by the regulatory framework outlined by the Stock Exchange of Thailand, with the Executive Vice President - Operations and Support Group, responsible for coordinating these activities with the Stock Exchange of Thailand, the Securities and Exchange Commission, and shareholders. The Company releases its information publicly through the Stock of Exchange of Thailand's medium of communication, as well as through the presentation form (56-1 form) and the annual reports.

### Managing the Company's Internal Information

The Company manages its internal information as follows.

**Duties and responsibilities in reporting share holdings** The Company has notified all of its Directors and management personnel, from the Vice Presidency level and onwards, of their duties and responsibilities in reporting any share holdings to the Securities and Exchange Commission and any changes in the type of reporting as stipulated by the Securities and Exchange Commission.

**Use of financial information** Financial information that has been prepared but not yet publicly announced are accessible to only limited personnel. The Board of Directors, management, and accessible employees are conducive to not release any financial information or use this information for any personal benefit before the information is publicly released through the Stock Exchange of Thailand.

However, the Company's Memorandum and Articles of Association stipulates punishment to those employees, who disclose confidential information, including those that intentionally occur damage to the Company.

## Community Services for Government Sector

The Company has continuously participated in answering questionnaires, sent out by the Trade and Economic Indices Bureau of the Permanent Secretary, Ministry of Commerce, on issues regarding business conditions and pricing information. The Company is aware that this information is pertinent for the calculation of price and other indices, which are all very useful for both the government and private sector. On February 3, 2005, the Company was given an honorary certificate from the Trade and Economic Indices Bureau, for its continuous cooperation with the government.

The Company will continue providing information that may be useful to the government sector and other institutions.

## Social Aid

In 2004, the Company has contributed to social aid through these various activities.

### Blood Donation to the Thai Red Cross

The Company recognizes the importance of assisting human lives and one of the ways it contributes to this cause is by donating blood, which may be of great need in times of emergency. The Company has encouraged its staff to donate blood since 1997.

In 2004, the Company was proud to receive an honorary certificate from the Thai Red Cross, for its institutional support in helping to arrange group blood donations, which has assisted human lives, for a period of over 5 years and total donations exceeding over 1,000 bottles.

### Educational Assistance

In 2004, the Company has provided educational assistance to students of financial need.

- **Scholarship and School Lunch Support**

The Company has provided scholarships to needy students and school lunch support for students at Somdej Technology Commercial School, Ban Nong Pa Aom, Amphur Somdej, Kalasin.

- **Donation of Textbooks and Educational Equipment**

The Company has participated in the "Textbooks for the Southern Young" project by providing textbooks and educational equipment to the three southernmost schools, which was donated through the Donation Center of the Ministry of Education.

**"San Jai Thai Su Jai Tai" Project**

As a result of the violence in the three southernmost provinces, the livelihoods of these Thai southerners have been greatly affected. The Company has donated monies, through this Federation of Thai Capital Market Organizations project, in an attempt to lessen their hardship.

**Assistance the Tsunami Victims**

At the end of 2004, Thailand was one the Asian countries that was hit by a devastating tsunami, which resulted in enormous amounts of death and injury. The Company has made donations through the account of "ITV" and has encouraged its staff to donate money or goods, used to assist the victims during this time of hardship.

The Company recognizes the importance of participating in various programs that contribute to community and social aid. The Company invites and encourages its staff to participate in these various programs in order to promote cooperation and corporate unity. In addition these various program are crucial for the awareness of humanity issues, which may spread from within the Company to the overall community.

To : The Shareholders

In the year 2004, the Audit Committee has continued to perform its assigned duties, stipulated by the Stock Exchange of Thailand's regulatory framework and assigned to them by the Company's Board of Directors. Acting within their scope of responsibilities, its main duties are summarized in the following points below.

1. Review the sufficiency and completeness of the Company's financial reporting, ensuring that both the quarterly and annual financial statements are prepared in accordance with generally accepted accounting principles. Through meetings between the Audit Committee and the Company's external auditors, opinions were exchanged on audit findings and an assessment was made on the overall quality of the Company's financial reporting.

2. Arrange external auditors to conduct a special audit regarding the Company's insurance revenue recognition policy, rebates, and brokerage commissions that were received from various insurance companies. It was concluded that the Company's operational practices were normal for this type of business.

3. Oversee the Company's internal audit department, ensuring that an audit program had been formulated and that audits were sufficiently conducted in accordance to this program. In addition, consideration was given to the audit report findings pertaining to the other departments and follow up was made on any changes in order to improve the efficiency of the Company's internal control systems.

4. Consider, screen, and recommend external auditors, which included the fixing of the audit fee, for the benefit of the Company. In 2004, the audit committee recommended that the Company designate Deloitte Touche Tohmatsu Jaiyos Limited as the Company's auditor and proposed an audit fee that was considered appropriate by the Company's Board of Directors.

5. Assess the Company's loan-loss provisioning policy. In cooperation with the Company's external auditor, it was concluded that the Company's allowance for doubtful accounts was adequate for the current business environment.

The Audit Committee has been given the freedom to perform its duties independently and have received full support and contribution from all parties concerned.



Sompoch Intranukul  
Chairman of Audit Committee



## RELATED TRANSACTIONS AND POTENTIAL CONFLICT OF INTEREST PERSONS

The Company is an associated company of Siam Commercial Bank Public Company Limited and with regards to the other companies, which are presented in the related transactions, have one director holding the position of the Company Director.

The related transactions for the year 2004 are summarized as following.

	Million Baht
<b>Income and expenses during the year 2004 :</b>	
<b>Income from related companies</b>	
Interest received	
Siam Commercial Bank Pcl.	0.24
Siam Administrative Management Co.,Ltd.	1.58
Income from financing service	
Siam Administrative Management Co.,Ltd.	8.97
Siam Press Management Co.,Ltd.	0.004
<b>Expenses with related companies</b>	
Interest expenses	
Siam Commercial Bank Pcl.	114.81
Dhanavat Insurance Co.,Ltd.	1.16
Interlife John Hancock Assurance Plc.	0.30
Bank charge	
Siam Commercial Bank Pcl.	21.20
<b>Outstanding balance as of December 31, 2004 :</b>	
Deposits	
Siam Commercial Bank Pcl.	77.37
Prepaid loan arrangement fee	
Siam Commercial Bank Pcl.	2.10
Debtors from financing services	
Siam Administrative Management Co.,Ltd.	136.21
Siam Press Management Co.,Ltd.	1.12
Loan Receivable	
Siam Administrative Management Co.,Ltd.	44.52
Bank overdraft and loan borrowings	
Siam Commercial Bank Pcl.	5,818.08
Debenture	
Dhanavat Insurance Co.,Ltd.	29.00
Interlife John Hancock Assurance Plc.	10.00
Interest payable	
Siam Commercial Bank Pcl.	5.78
Dhanavat Insurance Co.,Ltd.	0.09
Interlife John Hancock Assurance Plc.	0.02
<b>Letters of guarantee</b>	
Siam Commercial Bank Pcl.	16.07

### Price Setting Policy for The Related Transactions :

The Company's Financing Service The Company offers financing service to the above companies in accordance to normal trade practice, as offered to its general customers and charges market price interest rate to these companies.

Loan Borrowings Loan borrowings from the above companies are in accordance to normal trade practice with the company paying interest at the market rate.

### Necessary and Reasonableness for The Related Transactions

The related transactions mentioned above and those to occur in the future are done in accordance to normal trade practice. The Company performs these transactions with reasonableness, whereby the fair value will be determined by the market price.

### Approval Procedure for The Related Transactions

To prevent any conflict of interest, the Company sets the pricing, approval process and the approval limits to authorized persons involved in the related transactions, which are in accordance to normal trade practice as offered to general customers.

TO THE SHAREHOLDERS AND BOARD OF DIRECTORS  
SIAM PANICH LEASING PUBLIC COMPANY LIMITED

We have audited the balance sheets of Siam Panich Leasing Public Company Limited as at December 31, 2004 and 2003, and the related statements of income, changes in shareholders' equity and cash flows for the years then ended. These financial statements are the responsibility of the Company's management as to the correctness and completeness of the presentation. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the aforementioned financial statements present fairly, in all material respects, the financial position of Siam Panich Leasing Public Company Limited as at December 31, 2004 and 2003, and the results of operations and the cash flows for the years then ended in conformity with generally accepted accounting principles.



Dr. Suphamit Techamontrikul  
Certified Public Accountant (Thailand)  
Registration No. 3356  
DELOITTE TOUCHE TOHMATSU JAIYOS

BANGKOK  
February 3, 2005

## FINANCIAL STATEMENTS

BALANCE SHEETS STATEMENTS OF INCOME STATEMENTS OF  
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**BALANCE SHEETS**

AS AT DECEMBER 31,

BAHT

	2004	2003
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	123,151,722	147,435,600
Current portion of hire-purchase accounts receivable, net (Note 4)	12,207,540,177	9,697,138,797
Current portion of lease accounts receivable, net (Note 5)	538,921,031	406,047,099
Current portion of factoring accounts receivable, net (Note 6)	752,870,266	618,426,584
Current portion of notes receivable, net (Note 7)	235,991,483	224,363,062
Current portion of receivable from and loans to employees, net (Note 8)	14,587,508	13,360,798
Assets for sale (Note 9)	181,420,274	147,747,141
Other current assets (Note 10)	343,989,264	416,481,790
<b>Total Current Assets</b>	<b>14,398,471,725</b>	<b>11,671,000,871</b>
<b>NON-CURRENT ASSETS</b>		
Other long-term investments (Note 13)	39,083,123	51,468,351
Long-term hire-purchase accounts receivable, net (Note 4)	22,430,193,589	17,165,724,131
Long-term lease accounts receivable, net (Note 5)	825,000,040	719,277,349
Long-term factoring accounts receivable, net (Note 6)	-	312,929
Long-term notes receivable, net (Note 7)	39,907,130	30,510,108
Long-term receivable from and loans to employees, net (Note 8)	16,789,856	16,946,782
Property plant and equipment, net (Note 14)	140,150,210	135,474,417
Other non-current Assets	10,708,568	17,612,975
<b>Total Non-Current Assets</b>	<b>23,501,832,516</b>	<b>18,137,327,042</b>
<b>TOTAL ASSETS</b>	<b>37,900,304,241</b>	<b>29,808,327,913</b>

Notes to the financial statements form an integral part of these statements

**BALANCE SHEETS (CONTINUED)**

AS AT DECEMBER 31,

BAHT

	2004	2003
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>		
<b>CURRENT LIABILITIES</b>		
Bank overdrafts and short-term loans from financial institutions (Note 15)	10,395,973,682	9,474,199,365
Current portion of long-term loans (Note 17)	4,148,433,271	3,325,050,129
Current portion of lease guarantee contracts	75,525,168	57,966,551
Income tax payable	204,367,424	202,591,063
Other current liabilities (Note 16)	564,449,895	496,808,860
<b>Total Current Liabilities</b>	<b>15,388,749,440</b>	<b>13,556,615,968</b>
<b>NON-CURRENT LIABILITIES</b>		
Long-term loans (Note 17)	16,357,745,921	10,990,088,968
Long term lease guarantee contracts	148,226,850	160,521,195
Other non-current liabilities	36,428,446	33,718,510
<b>Total Non-Current Liabilities</b>	<b>16,542,401,217</b>	<b>11,184,328,673</b>
<b>TOTAL LIABILITIES</b>	<b>31,931,150,657</b>	<b>24,740,944,641</b>
<b>SHAREHOLDERS' EQUITY</b>		
<b>SHARE CAPITAL (Note 18)</b>		
Authorized share capital		
347,000,000 ordinary shares of Baht 10.00 each,	3,470,000,000	3,470,000,000
Issued and paid-up share capital		
214,982,172 ordinary shares of Baht 10.00 each, fully paid	2,149,821,720	
Issued and paid-up share capital		
199,230,897 ordinary shares of Baht 10.00 each, fully paid		1,992,308,970
Premium on share capital	2,298,840,405	1,905,058,530
Unrealized gain on revaluation of investment in available for sale securities	163,163	367,115
<b>RETAINED EARNINGS</b>		
Appropriated		
Legal reserve (Note 19)	172,700,483	130,264,457
Unappropriated	1,347,627,813	1,039,384,200
<b>Total Shareholders' Equity</b>	<b>5,969,153,584</b>	<b>5,067,383,272</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>	<b>37,900,304,241</b>	<b>29,808,327,913</b>

Notes to the financial statements form an integral part of these statements

## STATEMENTS OF INCOME

FOR THE YEARS ENDED DECEMBER 31,

	BAHT	
	2 0 0 4	2 0 0 3
Revenues		
Income from hire-purchase contracts and related income	2,786,296,799	2,311,357,473
Income from lease contracts and related income	84,388,986	83,014,259
Income from factoring notes receivable	63,014,763	67,206,086
Other income (Note 20)	88,245,217	106,759,942
Total Revenues	<u>3,021,945,765</u>	<u>2,568,337,760</u>
Expenses		
Selling and administrative expenses (Note 21)	616,259,865	451,294,218
Provision for doubtful accounts	179,937,787	162,624,995
Directors' remuneration	7,828,000	6,410,000
Total Expenses	<u>804,025,652</u>	<u>620,329,213</u>
NET INCOME BEFORE INTEREST AND INCOME TAX EXPENSES	2,217,920,113	1,948,008,547
INTEREST EXPENSES	967,718,286	795,058,104
INCOME TAX	401,481,321	372,920,940
NET INCOME	<u>848,720,506</u>	<u>780,029,503</u>
BASIC EARNINGS PER SHARE (Note 22) BAHT	4.25	3.92
WEIGHTED AVERAGE NUMBER OF ORDINARY SHARES SHARES	199,666,034	199,230,897
DILUTED EARNINGS PER SHARE (Note 22) BAHT	-	3.85
WEIGHTED AVERAGE NUMBER OF ORDINARY SHARES SHARE	-	202,589,997

Notes to the financial statements form an integral part of these statements

## STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEARS ENDED DECEMBER 31,

	BAHT					
	Issued and paid-up share capital	Premium on share capital	Unrealized gain (loss) on revaluation of investment in available for sale securities	Legal reserve	Retained earnings unappropriate	Total
Beginning balance as at January 1, 2003	1,992,308,970	1,905,058,530	(1,307,112)	91,262,982	497,569,719	4,484,893,089
Unrealized gain on revaluation of investment in available for sale securities	-	-	231,177	-	-	231,177
Loss on impairment of investment in available for sale securities	-	-	1,443,050	-	-	1,443,050
Legal reserve	-	-	-	39,001,475	(39,001,475)	-
Dividend payment (Note 23)	-	-	-	-	(199,213,547)	(199,213,547)
Net income	-	-	-	-	780,029,503	780,029,503
Ending balance as at December 31, 2003	<u>1,992,308,970</u>	<u>1,905,058,530</u>	<u>367,115</u>	<u>130,264,457</u>	<u>1,039,384,200</u>	<u>5,067,383,272</u>
Beginning balance as at January 1, 2004	1,992,308,970	1,905,058,530	367,115	130,264,457	1,039,384,200	5,067,383,272
Other surpluses	-	393,781,875	-	-	-	393,781,875
Exercised warrant (Note 18)	157,512,750	-	-	-	-	157,512,750
Loss on impairment of investment in available for sale securities	-	-	(203,952)	-	-	(203,952)
Legal reserve	-	-	-	42,436,026	(42,436,026)	-
Dividend payment (Note 23)	-	-	-	-	(498,040,867)	(498,040,867)
Net income	-	-	-	-	848,720,506	848,720,506
Ending balance as at December 31, 2004	<u>2,149,821,720</u>	<u>2,298,840,405</u>	<u>163,163</u>	<u>172,700,483</u>	<u>1,347,627,813</u>	<u>5,969,153,584</u>

Notes to the financial statements form an integral part of these statements

## STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31,

	BAHT	
	2 0 0 4	2 0 0 3
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net income	848,720,506	780,029,503
Items to reconcile net income to net cash provided by operating activities		
Depreciation	22,839,990	19,281,317
Bad debt and provision for doubtful accounts	179,937,787	162,624,995
Loss on sales of general investment	1,676,250	-
Provision for loss on impairment of general investment	202,316	1,443,050
Loss (gain) from sales of land and equipment	431,238	(18,928,414)
Prepaid interest amortization	253,496,699	260,985,049
Net cash from operating activities before changes in operating assets and liabilities	1,307,304,786	1,205,435,500
Operating assets (increase) decrease		
Hire-purchase accounts receivable	(7,777,754,959)	(7,460,037,118)
Lease accounts receivable	(225,420,154)	(223,503,970)
Factoring accounts receivable	(151,329,831)	(50,333,924)
Notes receivable	(34,948,485)	(26,565,894)
Receivable from and loans to employees	(1,069,784)	(5,637,010)
Assets for sale	(36,084,473)	(77,339,737)
Terminated contracts of hire-purchase receivable	(189,796,318)	(139,878,526)
Other current assets	103,180,830	(102,266,208)
Other non-current assets	6,904,407	3,275,485

Notes to the financial statements form an integral part of these statements

## STATEMENTS OF CASH FLOWS (CONTINUED)

FOR THE YEARS ENDED DECEMBER 31,

	BAHT	
	2 0 0 4	2 0 0 3
Operating liabilities increase (decrease) :		
Income tax payable	1,776,361	75,711,060
Accrued interest expenses	5,817,009	4,755,773
Accrued expenses	61,824,026	203,268,093
Other non-current liabilities	2,709,936	(5,363,886)
Leased guarantee contract	5,264,272	18,017,071
Net cash used in operating activities	<u>(6,921,622,377)</u>	<u>(6,580,463,291)</u>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Cash paid on purchase of property and equipment	(30,605,519)	(37,606,094)
Proceeds from sale of land and equipment	5,069,838	54,863,015
Cash received from sale of general investment	10,302,710	3,556,950
Net cash provided by (used in) investing activities	<u>(15,232,971)</u>	<u>20,813,871</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Bank overdrafts and short-term loans from financial institutions increase	821,490,659	3,226,154,766
Cash paid on repayment of long-term loan	(1,705,000,000)	(350,000,000)
Proceeds from debenture issuance	3,500,000,000	3,500,000,000
Cash paid on repayment of debenture	(1,750,000,000)	(2,000,000,000)
Cash received from long-term loan borrowings	5,992,827,053	2,469,340,077
Dividends paid	(498,040,867)	(199,213,547)
Proceeds from share subscription received from exercised warrant	551,294,625	-
Net cash provided by financing activities	<u>6,912,571,470</u>	<u>6,646,281,296</u>
<b>Net increase (decrease) in cash and cash equivalents</b>	<u>(24,283,878)</u>	<u>86,631,876</u>
Cash and cash equivalents at beginning of the periods	147,435,600	60,803,724
Cash and cash equivalents at end of the periods	<u>123,151,722</u>	<u>147,435,600</u>

Notes to the financial statements form an integral part of these statements

## 1. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS AND PRINCIPAL BUSINESS OF THE COMPANY

### 1.1 Basis of preparation of the financial statements

The brief particulars in the financial statements are shown in accordance with the Notification of the Department of Commercial Registration (currently the Department of Business Development) dated September 14, 2001 regarding "The Brief Particulars in the Financial Statements B.E. 2544".

The Company's financial statements have been prepared in accordance with the regulation of The Stock Exchange of Thailand (SET) dated January 22, 2001, regarding the preparation and submission of financial statements and reports for the financial position and results of operations of the listed companies B.E. 2544.

The Company prepares its statutory financial statements in the Thai language in conformity with accounting standards and practices generally accepted in Thailand.

### 1.2 Principal business of the company

Siam Panich Leasing Public Company Limited ("the Company") is a public company limited and is listed on the Stock Exchange of Thailand, incorporated and resident in Thailand. The Company provides hire purchase, leasing and factoring services. The address of its registered head office is 32/24-26,32/30,32/53 Soi Sukhumvit 21 (Asoke) Sukhumvit Road, North Klong Toey, Wattana, Bangkok 10110. The company has 9 branches located in Chiangmai, Lampang, Chiengrai, Phitsanulok, Nakhon Ratchasima, Chonburi, Nakhonsawan, Lopburi and Khon Khaen.

As at December 31, 2004, the Company employs approximately 807 people (December 31, 2003 : 735 people) and the personnel expenses for the year ended December 31, 2004 amounted to Baht 273 million (December 31, 2003: Baht 234 million).

## 2. SIGNIFICANT ACCOUNTING POLICIES

### 2.1 Cash on hand and cash equivalents

Cash and cash equivalents comprise cash on hand and deposits at banks with original maturity of three months or less.

### 2.2 Income from hire-purchase contract

Income from hire-purchase contracts is recognized on the sum of the year digits basis over the period of the contracts. Income will not be accrued for debts which have installment payment overdue over 120 days.

### 2.3 Income from lease contracts

When assets are leased out under a finance lease, the present value of the lease payments is recognized as a receivable. The difference between the gross receivable and the present value of the receivable is recognized as unearned finance income.

Lease contracts are accounted for by financing lease basis. Finance income from lease contracts is recognised on the effective interest method over the period of the contracts. Income will not be accrued for debts, which are overdue more than 180 days.

### 2.4 Income from factoring

Income from factoring is recognised by the effective interest method over the period of contracts. Interest income will not be accrued for debts which are overdue more than 180 days.

### 2.5 Accounts receivable and allowance for doubtful accounts

#### 2.5.1 Hire purchase accounts receivable and terminated contracts of hire purchase

Hire purchase accounts receivable are carried at contract amounts deducted by unearned interest income and allowance for doubtful accounts and terminated contracts of hire-purchase are carried at the amount after restructuring deducted by allowance for doubtful accounts. Allowance for doubtful accounts is established based on the accounts, which the Company has considered it may not be able to repay the obligation. The Company considered the ability to repay based on the payment history. The Company established its minimum allowance for doubtful account for the accounts that may not be able to repay the obligation as follows:



	%
Normal	1
Past due 1 - 4 months	2
Past due > 4 - 6 months	20
Past due > 6 - 12 months	50
Past due > 12 months	100

2.5.2 Lease accounts receivable

Lease accounts receivable are carried at contract amounts deducted by unearned finance income and allowance for doubtful accounts. Allowance for doubtful accounts is established based on the ability to repay have the lease accounts receivable deducted by the unearned finance income and proceeds from sales of repossessed assets, which are considered, based on the history data. The Company established its minimum allowance for doubtful account as follows:

	%
Normal	1
Past due 1-4 months	2
Past due > 4-6 months	20
Past due > 6-12 months	50
Past due > 12 months	100

2.5.3 Factoring accounts receivable

Factoring accounts receivable are carried at contract amounts deducted by unearned interest income and allowance for doubtful accounts.

For the year ended December 31, 2004, the Company established its minimum allowance for doubtful account for the accounts that may not be able to repay the obligation as follows:

	%
Normal	1
Past due 1 - 120 days	2
Past due 121- 180 days	20
Past due 181 - 360 days	50
Past due > 360 days	100

For the year ended December 31, 2003, the Company established its minimum allowance for doubtful account for the accounts that may not be able to repay the obligation as follows:

	%
Normal	-
Past due 1 - 90 days	5
Past due 91- 180 days	10
Past due 181 - 365 days	20
Past due 366 - 540 days	50
Past due > 540 days	100

2.5.4 Notes receivable

Notes receivable are carried at contract amounts deducted by unearned interest income and allowance for doubtful accounts.

For the year ended December 31, 2004, the Company established its minimum allowance for doubtful account for the accounts that may not be able to repay the obligation as follows:

	%
Normal	1
Past due 1 - 120 days	2
Past due 121 - 180 days	20
Past due 181 - 360 days	50
Past due > 360 days	100

For the year ended December 31, 2003, the Company established its minimum allowance for doubtful account for the accounts that may not be able to repay the obligation as follows:

	%
Normal	-
Past due 1 - 120 days	0.5
Past due 121 - 180 days	25
Past due 181 - 360 days	25
Past due 361 - 720 days	50
Past due 721 - 1,080 days	75
Past due > 1,080 days	100

This change resulted in the increase in the allowance for doubtful accounts as at December 31, 2004 of factoring accounts receivable and notes receivable in the amounts of Baht 7.17 million and Baht 6.65 million, respectively, and provision for doubtful accounts for the year ended December 31, 2004 of factoring accounts receivable and notes receivable increase in the amounts of Baht 7.17 million and Baht 6.65 million, respectively.

In addition, the Company has established the allowance for doubtful accounts in addition to the minimum allowance for doubtful accounts by considering the ability to repay and payment history for each receivable type and each individual receivable.

#### 2.6 Assets for sale

Assets for sale represent repossessed assets from the hire purchase and finance lease business. Assets for sale are valued at the lower of net book value or an estimated net realisable value and deducted allowance for impairment (if any).

#### 2.7 Investments

Investment in associated companies is accounted for by the equity method of accounting. These are undertakings in which the Company has between 20% and 50% of the voting rights, or over which the Company has significant influence, but which it does not control. Allowance is recorded for impairment in value and impairment loss is recognized in the statement of income.

Equity accounting involves recognising share of the associate's income or loss for the year in the income statement. The interest in the associated is carried in the balance sheet at an amount that reflects its share of the net assets of the associated. Equity accounting is discontinued when the carrying amount of the investment in an associated undertaking reaches zero, unless the Company has incurred obligations or guaranteed obligations in respect of associated undertaking.

Investments in non-marketable equity securities classified as general investments are carried at cost. A test for impairment is carried out when there is a factor indicating that an investment might be impaired. If the carrying value of the investment is higher than its recoverable amount, impairment loss is charged to the statement of income.

Investments classified as available-for-sale are those intended to be held for an indefinite period of time, which may be sold in response to liquidity needs or changes in interest rates, and are included in non-current assets.

Investments in marketable equity securities are carried at fair value, which is determined by reference to the Stock Exchange of Thailand quoted bid price. For other investment, fair value is calculated by reference to net asset value as at the balance sheet date, as announced by the Mutual Fund Management Company to the public. Adjustments in the carrying amount are recorded as unrealised gains or losses in the shareholders' equity. Allowance is recorded for impairment in value and impairment loss is recognized in the statement of income.

#### 2.8 Property, plant and equipment

All property, plant and equipment are recorded at cost less accumulated depreciation.

Depreciation is calculated so as to write-off the cost of the assets on a straight-line basis over the expected useful economic lives have the assets concerned. The principal annual rates used are:

	%
Land improvements	5
Building and building improvements	5 - 20
Furniture and fixtures	20
Office machinery and equipment	10 - 20
Motor vehicles	20

Building improvement is amortized over the lease period. In the case of no expired date in the lease agreement, building improvement will be amortized within five years.

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount. Estimated recoverable amount is the higher of the anticipated discounted cash flows from the continuing use of the asset and the amount obtainable from the sale of the asset less any cost of disposal. Gains and losses on disposals of property, plant and equipment are determined by reference to their carrying amount and are taken into account in determining operating profit.

Expenditure incurred for addition, renewal or betterment, which results in a substantial increase in an asset's current replacement value, is capitalised. Repair and maintenance costs are recognised as an expense when incurred.

2.9 Provident fund

The Company operates a provident fund, being a defined contribution plan, the assets of which are held in a separate trustee-administered fund. The provident fund is funded by payments from employees and by the Company. The Company's contributions to the provident fund are charged to the income statement in the year to which they relate.

2.10 Financial instruments

Financial assets carried on the balance sheet include cash and bank balances, hire purchase accounts receivable, lease accounts receivable, factoring accounts receivable, notes and interest receivable and investments. Financial liabilities carried on the balance sheet include bank overdrafts and loans from banks and financial institutions. The particular recognition methods adopted are disclosed in the individual policy statements associated with each item.

2.11 Earnings per share

Basic earnings per share are calculated by dividing net income by the weighted average number of ordinary shares outstanding at the end of the year. In the case of a capital increase, the number of shares is weighted according to the time of subscription received for the increase in issued and paid-up share capital. The diluted earnings per share is calculated from net income for the period divided by the weighted average number of warrants on the assumption the conversion of all warrant has been made at the beginning of the period or, if later, the date of the issuance of the potential warrants, even though it is not the exercise date yet.

2.12 Use of estimates in the preparation of financial statements

Preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent assets and liabilities. The actual results may differ from such estimates.

3. ADDITIONAL INFORMATION FOR CASH FLOWS

3.1 Cash paid for interest and income tax for the years ended December 31, is as follows:

	2004	2003
	Baht	Baht
Interest	1,058,804,232	798,938,191
Income tax	393,403,784	303,497,328

3.2 Non- cash items for the years ended December 31, is as follows:

	2004	2003
	Baht	Baht
Vehicles transferred from assets for sale	2,411,340	1,885,700

**4. HIRE-PURCHASE ACCOUNTS RECEIVABLE-NET**

Hire purchase accounts receivable-net as at December 31, consist of the following:

	Portion due within one year		Portion due over one year	
	2004 Baht	2003 Baht	2004 Baht	2003 Baht
Hire-purchase contract receivables	14,466,851,712	11,633,082,530	24,444,271,698	18,861,404,662
Less Unearned interest income	(2,230,442,306)	(1,909,958,626)	(2,014,078,109)	(1,695,680,531)
Less Allowance for doubtful accounts	(28,869,229)	(25,985,107)	-	-
Net	<u>12,207,540,177</u>	<u>9,697,138,797</u>	<u>22,430,193,589</u>	<u>17,165,724,131</u>

Hire purchase accounts receivable and allowance for doubtful accounts as at December 31, 2004 classified by aging as follows:

	Hire-purchase receivable net-of unearned interest income Baht	Receivables for calculating the allowance for doubtful accounts Baht	% of allowance for doubtful accounts	Allowance for doubtful accounts Baht
Normal	27,597,743,380	2,112,849,854	1	21,128,499
Past due 1 - 4 months	6,803,295,866	161,931,702	2	3,238,634
Past due > 4 - 6 months	196,627,441	4,576,330	20	915,266
Past due > 6 - 12 months	66,397,791	5,089,032	50	2,544,516
Past due > 12 months	2,538,517	1,042,314	100	1,042,314
Total	<u>34,666,602,995</u>	<u>2,285,489,232</u>		<u>28,869,229</u>

Hire purchase accounts receivable and allowance for doubtful accounts as at December 31, 2003 classified by aging as follows:

	Hire-purchase receivable net-of unearned interest income Baht	Receivable for calculating the allowance for doubtful accounts Baht	% of allowance for doubtful accounts	Allowance for doubtful accounts Baht
Normal	21,958,278,965	2,041,046,056	1	20,410,461
Past due 1 - 4 months	4,788,113,432	129,791,168	2	2,595,823
Past due > 4 - 6 months	106,596,675	3,977,292	20	795,458
Past due > 6 - 12 months	27,081,478	3,384,698	50	1,692,349
Past due > 12 months	8,777,485	491,016	100	491,016
Total	<u>26,888,848,035</u>	<u>2,178,690,230</u>		<u>25,985,107</u>

**5. LEASE ACCOUNTS RECEIVABLE - NET**

Lease accounts receivable - net as at December 31, consist of the following:

	Portion due within one year		Portion due over one year	
	2004 Baht	2003 Baht	2004 Baht	2003 Baht
Less contract receivables	702,652,304	575,173,069	880,751,082	767,711,675
Less Unearned finance income	(81,674,591)	(73,892,819)	(55,751,042)	(48,434,326)
Less Allowance for doubtful accounts	(82,056,682)	(95,233,151)	-	-
Net	<u>538,921,031</u>	<u>406,047,099</u>	<u>825,000,040</u>	<u>719,277,349</u>

Lease accounts receivable and allowance for doubtful accounts as at December 31, 2004 classified by aging as follows:

	Lease receivables net-of unearned finance income Baht	Receivables for calculating the allowance for doubtful accounts Baht	% of allowance for doubtful accounts	Allowance for doubtful accounts Baht
Normal	940,043,434	43,806,029	1	438,061
Past due 1 - 4 months	157,289,991	2,719,204	2	54,384
Past due > 4 - 6 months	1,353,952	-	20	-
Past due > 6 - 12 months	18,157,177	3,705,880	50	1,852,940
Past due > 12 months	105,381,181	79,711,297	100	79,711,297
Total	<u>1,222,225,735</u>	<u>129,942,410</u>		<u>82,056,682</u>

Lease accounts receivable and allowance for doubtful accounts as at December 31, 2003 classified by aging as follows:

	Lease receivables net-of unearned finance income Baht	Receivables for calculating the allowance for doubtful accounts Baht	% of allowance for doubtful accounts	Allowance for doubtful accounts Baht
Normal	802,144,595	9,024,506	1	90,245
Past due 1 - 4 months	73,070,034	51,418,172	2	1,028,364
Past due > 4 - 6 months	4,816,721	3,938,762	20	787,752
Past due > 6 - 12 months	43,818,473	37,803,450	50	18,901,725
Past due > 12 months	78,220,124	74,425,065	100	74,425,065
Total	<u>1,002,069,947</u>	<u>176,609,955</u>		<u>95,233,151</u>

In order to classify lease accounts receivable by aging as at December 31, 2004, the Company has netted-off lease guarantee contract amounting to Baht 224 million from the lease accounts receivable balance (December 31, 2003: Baht 218 million).

**6. FACTORING ACCOUNTS RECEIVABLE - NET**

Factoring accounts receivable - net as at December 31, consist of the following:

	Portion due within one year		Portion due over one year	
	2004 Baht	2003 Baht	2004 Baht	2003 Baht
Factoring receivables	921,999,930	767,965,316	-	315,000
Less unearned finance income	(8,122,029)	(5,730,174)	-	(2,071)
Less allowance for doubtful accounts	(161,007,635)	(143,808,558)	-	-
Net	<u>752,870,266</u>	<u>618,426,584</u>	<u>-</u>	<u>312,929</u>

Factoring accounts receivable and allowance for doubtful accounts as at December 31, 2004 were classified by aging as follows:

	Factoring receivables before net-of unearned finance income Baht	Receivables for calculating the allowance for doubtful accounts Baht	% of allowance for doubtful accounts	Allowance for doubtful accounts Baht
Normal	726,970,075	758,867,070	1	7,588,671
Past due 1 - 120 days	40,251,031	40,251,031	2	805,020
Past due 121 - 180 days	849,858	849,858	20	169,972
Past due 181 - 360 days	2,969,988	2,969,988	50	1,484,994
Past due > 360 days	<u>150,958,978</u>	<u>150,958,978</u>	100	<u>150,958,978</u>
Total	<u>921,999,930</u>	<u>953,896,925</u>		<u>161,007,635</u>

Aging analysis as at December 31, 2004 is shown net of suspense account amounting to Baht 32 million (December 31, 2003: Baht 25 million)

Factoring accounts receivable and allowance for doubtful accounts as at December 31, 2003 were classified by aging as follows:

	Factoring receivables before net-of unearned finance income Baht	Receivables for calculating allowance for doubtful accounts Baht	% of allowance for doubtful accounts	Allowance for doubtful accounts Baht
Normal	600,004,945	-	-	-
Past due 1 - 90 days	13,161,478	13,161,478	5	658,074
Past due 91 - 180 days	-	-	10	-
Past due 181 - 365 days	14,954,262	14,954,262	20	2,990,853
Past due 366 - 540 days	-	-	50	-
Past due > 540 days	<u>140,159,631</u>	<u>140,159,631</u>	100	<u>140,159,631</u>
Total	<u>768,280,316</u>	<u>168,275,371</u>		<u>143,808,558</u>

**7. NOTES RECEIVABLE - NET**

Notes receivable - net as at December 31, consist of the following:

	Portion due within one year		Portion due over one year	
	2004 Baht	2003 Baht	2004 Baht	2003 Baht
Notes receivable	277,350,854	251,796,512	39,907,130	30,510,108
Less unearned interest income	(2,311,381)	(2,308,502)	-	-
Less allowance for doubtful accounts	<u>(39,047,990)</u>	<u>(25,124,948)</u>	<u>-</u>	<u>-</u>
Net	<u>235,991,483</u>	<u>224,363,062</u>	<u>39,907,130</u>	<u>30,510,108</u>

Note receivables and allowance for doubtful accounts as at December 31, 2004 were classified by aging as follows:

	Note receivables net-of unearned interest income Baht	Receivables for calculating the allowance for doubtful accounts Baht	% of allowance for doubtful accounts	Allowance for doubtful accounts Baht
Normal	259,052,657	259,052,657	1	2,590,526
Past due 1 - 120 days	15,080,339	15,080,339	2	301,607
Past due 121 - 180 days	4,117,922	4,117,922	20	823,584
Past due 181 - 360 days	2,726,825	2,726,825	50	1,363,413
Past due > 360 days	<u>33,968,860</u>	<u>33,968,860</u>	100	<u>33,968,860</u>
Total	<u>314,946,603</u>	<u>314,946,603</u>		<u>39,047,990</u>

Note receivables and allowance for doubtful accounts as at December 31, 2003 were classified by aging as follows:

	Note receivables before net-of unearned interest income Baht	Receivables for calculating the allowance for doubtful accounts Baht	% of allowance for doubtful accounts	Allowance for doubtful accounts Baht
Narmal	245,497,757	-	-	-
Past due 1 - 120 days	4,859,882	4,859,882	0.5	24,299
Past due 121 - 180 days	2,039,311	2,039,311	25	509,828
Past due 181 - 360 days	4,952,753	4,952,753	25	1,238,188
Past due 361 - 720 days	1,898,980	1,898,980	50	949,490
Past due 721 - 1,080 days	2,619,177	2,619,177	75	1,964,383
Past due > 1,080 days	20,438,760	20,438,760	100	20,438,760
<b>Total</b>	<b>282,306,620</b>	<b>36,808,863</b>		<b>25,124,948</b>

### 8. RECEIVABLE FROM AND LOANS TO EMPLOYEES

Receivable from and loans to employees as at December 31, consist of the following:

	Portion due within one year		Portion due over one year	
	2004 Baht	2003 Baht	2004 Baht	2003 Baht
Hire-purchase contract receivables	8,157,980	7,616,157	12,215,622	12,230,625
Less unearned interest income	(644,764)	(676,960)	(520,245)	(565,474)
Net	7,513,216	6,939,197	11,695,377	11,665,151
Loans to employees	7,074,292	6,421,601	5,094,479	5,281,631
Net	14,587,508	13,360,798	16,789,856	16,946,782

### 9. ASSETS FOR SALE

Assets for sale as at December 31, consist of the following:

	2004 Baht	2003 Baht
Repossessed assets from hire purchase contracts	136,999,916	95,886,503
Repossessed inventories from leasing contracts	2,298,358	928,358
Land for sale	42,122,000	50,932,280
	181,420,274	147,747,141

As at December 31, 2004 land for sale is shown net of allowance for impairment of land for sale of Baht 21,569,469. (December 31, 2003: Baht 12,759,189)

### 10. OTHER CURRENT ASSETS

Other current assets as at December 31, consist of the following:

	2004 Baht	2003 Baht
Value Added Tax refundable	41,302,030	163,327,945
Prepaid loan arrangement fees	24,167,546	19,680,116
Terminated contracts of hire-purchase net of allowance for doubtful accounts of Baht 660,242,403 (December 31, 2003 : Baht 546,478,422)	214,971,428	179,709,445
Factoring accounts receivable under negotiation for debt restructuring net of allowance for doubtful accounts of Baht 73,435,125 (December 31, 2003 : Baht 74,004,901)	3,548,836	4,313,442
Others	59,999,424	49,450,842
	343,989,264	416,481,790

As at December 31, 2004, the Company has 4 factoring accounts receivable of Baht 76,983,961 (December 31, 2003: Baht 78,318,343), which were long overdue because the debtors had encountered financial problems. Debt restructuring and negotiation by the debtors for obtaining new sources of funds are in process. The debt recoverable from the customers depends on debt restructuring and negotiation for obtaining new sources of funds. An allowance for doubtful accounts of Baht 73,435,125 (December 31, 2003: Baht 74,004,901) has been provided.

Terminated contract of hire-purchase and allowance for doubtful accounts as at December 31, 2004 were classified by aging as follows:

	Hire-purchase receivable net-of unearned interest income Baht	Receivables for calculating the allowance for doubtful accounts Baht	% of allowance for doubtful accounts	Allowance for doubtful accounts Baht
Normal	4,183,299	204,175	1	2,042
Past due 1 - 4 months	17,911,567	2,089,724	2	41,794
Past due > 4 - 6 months	17,478,388	4,793,730	20	958,746
Past due > 6 - 12 months	161,364,536	87,018,204	50	43,509,102
Past due > 12 months	674,276,041	615,730,719	100	615,730,719
<b>Total</b>	<b>875,213,831</b>	<b>709,836,552</b>		<b>660,242,403</b>



Terminated contract of hire-purchase and allowance for doubtful accounts as at December 31, 2003 were classified by aging as follows:

	Hire-purchase receivable net-of unearned interest income Baht	Receivables for calculating the allowance for doubtful accounts Baht	% of allowance for doubtful accounts	Allowance for doubtful accounts Baht
Normal	3,123,618	45,928	1	459
Past due 1 - 4 months	10,767,080	667,758	2	13,355
Past due 4 - 6 months	17,251,311	1,633,002	20	326,601
Past due 6 - 12 months	119,058,922	45,225,578	50	22,612,789
Past due > 12 months	575,986,936	523,525,218	100	523,525,218
Total	<u>726,187,867</u>	<u>571,097,484</u>		<u>546,478,422</u>

### 11. NON - PERFORMING LOANS AND RECEIVABLES

As at December 31, 2004, interest income has not been accrued for hire-purchase accounts receivable, lease accounts receivable and factoring accounts receivable, and terminated contracts of hire-purchase amounting to Baht 1,597 million (December 31, 2003: Baht 1,310 million).

On April 30, 2004, the Securities and Exchange Commission has issued a notification regarding "the Opinion on the Allowance for Doubtful Accounts of Consumer Finance Business" which stated that the companies should stop recognizing income for the accounts receivable that are overdue over 3 months and fully provide allowance for doubtful accounts. If the companies do not stop recognizing income for the accounts receivable that are overdue over 3 months or do not fully provide allowance for doubtful accounts of such accounts receivable, the companies have to provide additional disclosures about the balance of accounts receivable that are overdue over 3 months and still recognized interest income and the supporting reasons for not making full provision for such accounts receivable.

According to the Company's accounting policy on income recognition for hire-purchase contract stating that the Company stops recognizing income from hire-purchase contract which have installment payment overdue over 120 days. The accounting estimation of allowance for doubtful accounts for hire-purchase receivables which are overdue over 3 months, the Company established based on consideration about the ability to repay of such receivables. The Company's management believes that such accounting policy and accounting estimation are appropriate because the Company has considered from its past experiences and statistical collection data, and in accordance with the practice in hire-purchase and leasing business. However, as at December 31, 2004, the Company has hire-purchase accounts receivable that are overdue over 3 months but less than 4 months that the Company still recognizes income of Baht 317.79 million (December 31, 2003: 190.35 million) and for the year ended December 31, 2004, the Company has recognized interest income on such accounts receivable of Baht 8.85 million (December 31, 2003: Baht 6.45 million)

### 12. INVESTMENTS USING THE EQUITY METHOD

Investments using the equity method consist of :

	% Holding	December 31, 2003			
		Paid up capital	Cost	Cumulative share of net profit (loss)	Equity method
		Baht	Baht	Baht	Baht
<b>Investment in an associated company</b>					
SPL Transport Co., Ltd.					
10,000,000 ordinary shares with a					
par value of Baht 10 per share					
	49	<u>100,000,000</u>	<u>49,000,000</u>	<u>(49,000,000)</u>	<u>-</u>
		<u>100,000,000</u>	<u>49,000,000</u>	<u>(49,000,000)</u>	<u>-</u>

SPL Transport Co., Ltd., an associated company, has already ceased its operations since 2001, and such associated company has registered for dissolution with the Ministry of Commerce on January 14, 2004 and dissolution was finished on March 30, 2004

### 13. OTHER LONG - TERM INVESTMENTS

Other long-term investments as at December 31, consist of the following:

	% Holding	2004 Baht
<b>General investments</b>		
Dhanavat Insurance Co., Ltd.	10.00	30,000,000
Siam Administrative Management Co., Ltd.	12.67	3,800,000
SCB Leasing Plc.	5.11	4,950,000
Sahakarn Wisavakorn Co., Ltd.	1.01	4,078,232
SG Star Property Co., Ltd.	11.36	1
		<u>42,828,233</u>
<u>Less</u> Allowance for impairment of investment in Sahakarn Wisavakorn Co., Ltd.		<u>(4,078,232)</u>
		<u>38,750,001</u>
<b>Available for sale securities</b>		
Raimon Land Public Co., Ltd.	0.04	339,920
<u>Add</u> Unrealized loss in value of available for sale investment in securities		<u>(6,798)</u>
		<u>333,122</u>
Total other long-term investments		<u>39,083,123</u>

	2003	
	% Holding	Baht
<b>General investments</b>		
Dhanavat Insurance Co., Ltd.	10.00	30,000,000
Siam Administrative Management Co., Ltd.	12.67	3,800,000
Siampress Management Co., Ltd.	15.00	11,978,960
SCB Leasing Plc.	5.11	4,950,000
Supapirom Co., Ltd.	1.47	202,316
Sahakarn Wisavakorn Co., Ltd.	1.01	4,078,232
SG Star Property Co., Ltd.	11.36	1
		55,009,509
<u>Less</u> Allowance for impairment of investment in Sahakarn Wisavakorn Co., Ltd.		<u>(4,078,232)</u>
		<u>50,931,277</u>
<b>Available for sale securities</b>		
Raimon Land Public Co., Ltd.	0.04	339,920
<u>Add</u> Unrealized gain in value of available for sale Investment in securities		<u>197,154</u>
		<u>537,074</u>
Total other long-term investments		<u>51,468,351</u>

As at December 31, 2004, the fair value of general investments and available for sale securities are Baht 57,953,314 and Baht 333,122 respectively (December 31, 2003: Baht 67,550,327 and Baht 537,074 respectively).

#### 14. PROPERTY, PLANT AND EQUIPMENT, NET

Property, plant and equipment, net consist of the following:

	As at December 31, 2003 Baht	Addition Baht	Deduction Baht	Transfer from Repossession Cars Baht	Written Off Baht	As at December 31, 2004 Baht
<b>Cost:</b>						
Land and land improvements	36,731,285	4,372,450	-	-	-	41,103,735
Buildings and buildings improvements	36,661,682	8,230,000	-	-	-	44,891,682
Leasehold improvements	17,506,793	189,575	-	-	-	17,696,368
Furniture, fixture, office machinery and equipment	64,475,556	6,655,056	(22,730)	-	(2,166,351)	68,941,531
Vehicles	60,862,135	10,923,438	(10,863,801)	2,411,340	-	63,333,112
License software	5,497,032	235,000	-	-	-	5,732,032
Total cost	<u>221,734,483</u>	<u>30,605,519</u>	<u>(10,886,531)</u>	<u>2,411,340</u>	<u>(2,166,351)</u>	<u>241,698,460</u>
<b>Accumulated depreciation:</b>						
Land and land improvements	-	-	-	-	-	-
Buildings and buildings Improvements	8,961,824	1,930,666	-	-	-	10,892,490
Leasehold improvements	11,088,887	1,262,422	-	-	-	12,351,309
Furniture, fixture, office machinery and equipment	39,043,141	7,937,105	(15,210)	-	(2,097,336)	44,867,700
Vehicles	24,168,605	11,156,578	(5,439,260)	-	-	29,885,923
License software	2,997,609	553,219	-	-	-	3,550,828
Total Accumulated depreciation	<u>86,260,066</u>	<u>22,839,990</u>	<u>(5,454,470)</u>	<u>-</u>	<u>(2,097,336)</u>	<u>101,548,250</u>
Property, plant and equipment, net	<u>135,474,417</u>					<u>140,150,210</u>

Depreciation for the years ended December 31,

2004	<u>22,839,990</u>
2003	<u>19,281,317</u>

As at December 31, 2004, the Company has the assets, which are fully depreciated, but still in use, which cost of assets before fully depreciated amounted to Baht 39 million (December 31, 2003: Baht 41 million).

**15. BANK OVERDRAFTS AND SHORT - TERM LOANS FROM FINANCIAL INSTITUTIONS**

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

	2004	2003
	Baht	Baht
Bank overdrafts	18,081,789	63,921,921
Short-term loans from financial institutions	<u>10,377,891,893</u>	<u>9,410,277,444</u>
	<u>10,395,973,682</u>	<u>9,474,199,365</u>

As at December 31, 2004, the Company has credit lines for bank overdrafts totaling Baht 60 million (December 31, 2003: Baht 30 million), with no collateral.

As at December 31, 2004, the Company has Short term loans from financial institutions with the limits totaling Baht 15,857 million (December 31, 2003: Baht 7,547 million), with no collateral.

**16. OTHER CURRENT LIABILITIES**

Other current liabilities as at December 31, consist of the following:

	2004	2003
	Baht	Baht
Interest payable	64,064,539	58,247,530
Suspense cash received from customers	166,343,404	163,420,526
Accounts payable	180,610,494	127,369,932
Others	<u>153,431,458</u>	<u>147,770,872</u>
	<u>564,449,895</u>	<u>496,808,860</u>

**17. LONG - TERM LOANS**

Long-term loans as at December 31, are comprised of:

	2004	2003
	Baht	baht
Debenture	11,750,000,000	10,000,000,000
Loans from financial institutions	<u>8,756,179,192</u>	<u>4,315,139,097</u>
	<u>20,506,179,192</u>	<u>14,315,139,097</u>
<u>Less</u> Current portion of long-term loans		
Debenture	3,250,000,000	1,750,000,000
Loans from financial institutions	<u>898,433,271</u>	<u>1,575,050,129</u>
	<u>4,148,433,271</u>	<u>3,325,050,129</u>
	<u>16,357,745,921</u>	<u>10,990,088,968</u>

Debentures amounting to Baht 11,750 million comprise of debentures amounting to Baht 3,500 million, Baht 3,000 million, Baht 3,500 million and Baht 3,500 million issued on May 24, 2001, on March 6, 2002, on March 4, 2003, and on March 3, 2004 respectively, which have conditions as below:

Debentures issued on May 24, 2001

Unit and value	3,500,000 units of par value of Baht 1,000 each
Period and maturity date	4 years, will be matured in 2005
Interest rate	Fixed rate of 6.20% per annum
Repayment principal	The repayment will be in 2004 and 2005

Debentures issued on March 6, 2002

Unit and value	3,000,000 units of par value of Baht 1,000 each
Period and maturity date	4 years, will be matured in 2006
Interest rate	Fixed rate of 5.5% per annum
Repayment principal	The repayment will be in 2005 and 2006

Debentures issued on March 4, 2003

Unit and value	3,500,000 units of par value of Baht 1,000 each
Period and maturity date	4 years, will be matured in 2007
Interest rate	Fixed rate of 3.2% per annum

During the year ended December 31, 2004, the Company has issued debentures amounting to Baht 3,500 million, on March 3, 2004, which have conditions as follows:

Unit and value	3,500,000 units of par value of Baht 1,000 each
Period and maturity date	3 years, will be matured in 2007
Interest rate	Fixed rate of 3.85% per annum

During 2004, the Company redeemed debentures which were due of Baht 1,750 million (December 31, 2003: Baht 2,000 million).

The Company has to comply with certain conditions in the debenture prospectus. i.e. maintain dividend payout ratio in accordance with debenture agreements.

As at December 31, 2004, the Company has long-term loans with financial institutions, which credit facilities amounting to Baht 22,877 million (December 31, 2003: Baht 17,306 million), with no collateral.

At 31 December 2004 and 2003, the future payments to which the Company is committed under long-term borrowings and debentures agreement are as follows:

	2004	2003
	Baht	Baht
Not later than 1 year	4,148,433,271	3,325,050,129
Later than 1 year and not later than 2 years	7,552,422,832	4,054,443,977
Later than 2 years and not later than 3 years	8,585,106,150	3,335,865,191
Later than 3 years and not later than 4 years	<u>220,216,939</u>	<u>3,599,779,800</u>
	<u>20,506,179,192</u>	<u>14,315,139,097</u>

The interest rate exposures on the borrowings are as follows:

		2004	2003
Total borrowings:			
- At fixed interest rates	Baht	31,147,000,000	23,833,988,572
Weighted average effective interest rates (% per annum)			
- Loans from banks and finance institutions		2.77	2.43
- Debentures		4.43	4.94

## 18. SHARE CAPITAL AND SHARE PREMIUM

Share capital and share premium consist of the following:

	For the year ended December 31, 2004			
	Number Of ordinary Shares	Ordinary Shares	Share Premium	Total
		Baht	Baht	Baht
Balance as at January 1, 2004	199,230,897	1,992,308,970	1,905,058,530	3,897,367,500
Exercised warrant	<u>15,751,275</u>	<u>157,512,750</u>	<u>393,781,875</u>	<u>551,294,625</u>
Balance as at December 31, 2004	<u>214,982,172</u>	<u>2,149,821,720</u>	<u>2,298,840,405</u>	<u>4,448,662,125</u>

For the year ended December 31, 2004 there has been exercised 15,751,275 warrants.

For the year ended December 31, 2003, no warrant has been exercised and as at December 31, 2003 there are un-exercised warrants in the number of 63,961,415 warrants.

## 19. LEGAL RESERVE

According to the Public Companies Act B.E. 2535, the Company is required to set aside as a statutory reserve at least 5 percent of its net income after accumulate deficit brought forward (if any) until the reserve is not less than 10 percent of the registered share capital. Such reserve fund is not available for distribution as dividend.

**20. OTHER INCOME**

Other income for the years ended December 31, consist of the following:

	<b>2004</b>	<b>2003</b>
	<b>Baht</b>	<b>Baht</b>
Income from terminated debts	6,433,467	6,277,370
Income from note receivable	33,590,845	31,697,758
Recovery on bad debt	28,134,557	27,960,199
Other income	<u>20,086,348</u>	<u>40,824,615</u>
	<u>88,245,217</u>	<u>106,759,942</u>

**21. SELLING AND ADMINISTRATIVE EXPENSES**

Selling and administrative expenses for the years ended December 31, consist of the following:

	<b>2004</b>	<b>2003</b>
	<b>Baht</b>	<b>Baht</b>
Salaries, bonus and benefits	273,466,535	234,180,277
Fees and services	23,613,558	17,575,654
Taxes and duty stamp	36,007,238	31,201,846
Expenses on company premises and equipment	55,264,905	48,738,244
Transportation expenses	24,763,520	19,193,184
Direct collection costs	26,483,774	14,376,532
Loss on sale and loss on impairment of asset for sale	110,133,222	44,999,739
Others	<u>66,527,113</u>	<u>41,028,742</u>
	<u>616,259,865</u>	<u>451,294,218</u>

**22. EARNINGS PER SHARE**

Basic earnings per share are calculated by dividing the net income attributable to shareholders by the weighted average number of ordinary shares in issue during the period.

		<b>For the years ended December 31,</b>	
		<b>2004</b>	<b>2003</b>
Net income	<b>Baht</b>	848,720,506	780,029,503
Weighted average number of ordinary shares	<b>Share</b>	199,666,034	199,230,897
Basic earnings per share	<b>Baht</b>	4.25	3.92
<b>Effect of diluted ordinary shares</b>			
Diluted number of ordinary shares	<b>Share</b>	-	202,589,997
Diluted earnings per share	<b>Baht</b>	-	3.85

As at December 31, 2003, the Company had 63,961,415 warrants which have an exercise price of Baht 35 at the rate of one warrant per one ordinary share. The calculation of the diluted earning per share is based on the assumption the exercise of the warrant holders has been made, the average fair values of the common stock for calculating the diluted earning per share are Baht 36.94 for the year ended December 31, 2003.

For the year ended December 31, 2004, there is no diluted earnings per share because such warrants has been expired on December 17, 2004 and certain warrants have been exercised during 2004.

**23. DIVIDENDS PAID**

On March 29, 2004, the shareholders' meeting passed a resolution to pay dividends to the ordinary shareholders of 199,230,897 shares at Baht 2.50 per share, totaling Baht 498.04 million, and the Company paid such dividends to the shareholders on April 28, 2004.

On April 2, 2003, the shareholders' meeting passed a resolution to pay dividends to the ordinary shareholders of 199,230,897 shares at Baht 1.75 per share, totaling Baht 348.65 million, which the Company paid the interim dividend at Baht 0.75 per share, totaling Baht 149.40 million. The Company paid the remaining dividend at Baht 1 per share, totaling Baht 199.23 million to the shareholders in May 2003.

**24. RELATED PARTY TRANSACTIONS**

The Company is an associated company of Siam Commercial Bank Public Company Limited, incorporated in Thailand.

SPL Transport Co., Ltd. is an associated company of the Company. For Siam Administrative Management Co., Ltd., Siampress Management Co., Ltd., Dhanavat Insurance Co., Ltd., and InterLife John Hancock Assurance Public Company Limited, the Company has 1 director in common.

The Company provides financing services to related companies in accordance with a normal trade practice with other customers.

Loans from Siam Commercial Bank Public Company Limited are in accordance with a normal trade practice bearing interest at the market interest rate.

The company has transactions with related companies as follows:

24.1 Income from related parties

	For the years ended	
	December 31,	
	2004	2003
	Baht	Baht
Siam Commercial Bank Public Company Limited		
Interest received from deposits Held at call	235,206	173,313
Interest received from fixed deposits	1,033	-
Siam Administrative Management Co., Ltd.		
Income from lease contracts	8,973,858	7,787,856
Interest received	1,579,812	2,715,206
Siampress Management Co., Ltd.		
Income from lease contracts	-	39,100
Income from hire-purchase contract	4,025	-

24.2 Expenses with related parties

	For the years ended	
	December 31,	
	2004	2003
	Baht	Baht
Siam Commercial Bank Public Company Limited		
Interest expense for bank overdrafts	44,561	31,495
Interest expense for loans from bank	114,766,966	28,476,045
Bank charge	21,199,123	20,683,004
Dhanavat Insurance Co., Ltd.		
Interest expense for debentures	1,162,837	1,612,337
Interlife John Hancock Assurance Public Company Limited		
Interest expense for debentures	295,385	240,000

24.3 Outstanding balance with related parties

	As at	
	December 31,	
	2004	2003
	Baht	Baht
Siam Commercial Bank Plc.		
Deposits	77,365,111	83,595,927
Bank overdrafts	18,081,789	108,237,279
Short term loans	3,390,000,000	3,130,000,000
Long term loans	2,410,000,000	-
Interest payable	5,777,945	5,329,603
Prepaid loan arrangement fee	2,095,060	4,275,029
Dhanavat Insurance Co., Ltd.		
Debenture	29,000,000	29,000,000
Interest payable	92,832	185,663
Interlife John Hancock Assurance Plc.		
Debenture	10,000,000	10,000,000
Interest payable	24,889	24,615
Siam Administrative Management Co., Ltd.		
Lease accounts receivable	136,208,060	124,623,710
Loan receivable	44,519,320	-
Siampress Management Co., Ltd.		
Lease accounts receivable	-	35,880
Hire-purchase accounting receivable	1,123,395	-



As at December 31, 2004, the Company has unutilized credit line amounting to Baht 1,910 million (December 31, 2003 : Baht 322 million).

24.4 Letters of guarantee

As of December 31, there are bank guarantees issued by a related company as follows:

	2004	2003
	Baht	Baht
Factoring customers	15,468,107	36,833,517
Building rental	581,250	581,250
Electricity rental	20,000	20,000
Total	<u>16,069,357</u>	<u>37,434,767</u>

**25. COMMITMENTS**

As at December 31, the Company has commitments in respect of long-term property leases payable as follows:

	2004	2003
	Baht	Baht
Within 1 year	8,811,480	8,733,480
Later than 1 year but not more than 5 years	7,104,880	14,825,160
	<u>15,916,360</u>	<u>23,558,640</u>

**26. DISCLOSURE OF FINANCIAL INSTRUMENTS**

A financial instruments is any contract that gives rise to both a financial asset of one enterprise and a financial liability or equity instrument of another enterprise at the same time.

26.1 Interest rate risk

Interest rate risk in the financial statements arises from the potential change in interest rates which may have an adverse effect on the net interest earnings of the Company in the current reporting period, and in the future years. Interest rate risk arises from the structure and characteristics of the Company's assets and liabilities.

For interest rate risk, the Company has issued bonds or borrowed long-term loans with fixed interest rate rather than borrowed short-term loans or loans with floating interest rates.

26.2 Concentration of credit risk

Credit risk refers to the risk that a counter party may default on its contractual obligations resulting in a financial loss to the Company. The Company has policies in place to ensure that the contracts are made to customers with an appropriable credit history and cover in various business industries. In addition, the Company has adopted the policy of obtaining personnel guarantee and high down payment for high-risk debts.

In the case of recognized financial assets, the carrying amount of the assets recorded in the balance sheet, net of any applicable provision for loss, represents the Company's maximum exposure to credit risk.

26.3 Earning financial assets and interest-bearing financial liabilities

The following table presents the Company's average balance of financial assets and financial liabilities, income and expense, and average income and expenses rates for the years ended December 31, 2004 and 2003.

	Average Balance	(Million: Baht)	
		2004 Income and Expense	Interest Rate(%) Per Annum
<b>Earning Financial Assets</b>			
Hire- purchase accounts receivable	30,750	2,549	6-11
Lease accounts receivable	1,245	84	7-17
Factoring accounts receivable	686	65	9-12
Note receivables	265	33	7-15
<b>Interest-bearing Financial Liabilities</b>			
Bank overdrafts and short-term loans from financial institutions	9,935	156	2.05-2.70
Long - term loan	17,411	707	2.25-4.45

	(Million: Baht)		
	Average Balance	2003 Income and Expense	Interest Rate (%) Per Annum
<b>Earning Financial Assets</b>			
Hire - purchase accounts receivable	23,145	2,071	6-12
Lease accounts receivable	1,025	80	7-10
Factoring accounts receivable	603	63	9-12
Note receivables	242	32	9-15
<b>Interest-bearing Financial Liabilities</b>			
Bank overdrafts and short-term loans from financial institutions	7,827	144	1.65-2.00
Long - term loan	12,431	623	3.00-6.20

26.4 Earning financial assets and interest-bearing financial liabilities

The following table presents the Company's maturity profile of on-balance-sheet financial assets and financial liabilities as at December 31, 2004 and 2003:

	(Million: Baht)					
	2004					
	Within 1 year	Later than 1 year And not later than 2 years	Later than 2 years And not later than 3 years	Later than 3 years	Past due Amount	Total
Hire-purchase accounts receivable	14,074	11,485	7,929	5,030	393	38,911
Lease accounts receivable	596	448	299	134	107	1,584
Factoring accounts receivable	727	-	-	-	195	922
Note receivables	221	26	13	1	56	317
Long - term loan	4,149	7,552	8,585	220	-	20,506

	(Million: Baht)					
	2003					
	Within 1 year	Later than 1 year And not later than 2 years	Later than 2 years And not later than 3 years	Later than 3 years	Past due Amount	Total
Hire-purchase accounts receivable	11,346	8,949	6,086	3,827	287	30,495
Lease accounts receivable	484	394	262	112	91	1,343
Factoring accounts receivable	600	-	-	-	168	768
Note receivables	221	19	10	1	31	282
Long - term loan	3,325	4,054	3,336	3,600	-	14,315

26.5 Fair value of financial instruments

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. The Company uses different methodologies for determining the fair value of financial instruments. The methodology used is dependent upon the characteristics of the financial instrument and the financial market in which it operates.

Although the management uses its best judgement in estimating fair values of financial instruments, estimation methodologies and assumptions used to estimate fair values are inherently subjective. Accordingly, the use of different estimation methodologies and/or market assumptions may have a significant effect on the estimated fair values.

The following table presents the Company's carrying amount and estimated fair value of financial assets and financial liabilities which are different at December 31, 2004 and 2003:

	2004		2003	
	Carrying Amount Baht	Fair values Baht	Carrying Amount Baht	Fair values Baht
<b>Financial assets</b>				
General investment	38,750,001	57,953,314	50,931,277	67,550,327
<b>Financial liabilities</b>				
Debentures	11,750,000,000	11,800,865,000	10,000,000,000	10,046,645,000
Loans from local banks	8,472,576,599	8,446,273,960	3,930,107,471	3,946,970,115
Loans from mutual funds	283,602,594	283,157,111	385,031,626	385,544,598

The following methods and assumptions were used in estimating fair value of financial instruments as disclosed herein:

Cash, bank overdraft and short-term loans from financial institutions, accrued interest expense and long-term loans: the carrying amounts approximated fair value in the balance sheets.

Available for sale securities, fair-value is based on market value.

General investment consists of non-marketable equity securities, of which fair value is estimated based on discounted cash flow method or net book value amount.

Hire-purchase accounts receivable, lease accounts receivable, factoring accounts receivable, notes receivable and loans to employees, fair value is based on carrying value of loans net-of unearned income and net-of allowance for doubtful accounts.

The fair values of long-term borrowings-debentures are calculated by reference to Thai Bond Dealing Centre's quoted market prices at the close of business on the balance sheet date.

The fair values of other long-term borrowings are based on discounted cash flows using a discount rate based upon the borrowing rate, which is quoted by the Company's banker.

### 1. COMPANY INFORMATION

Siam Panich Leasing Public Company Limited - Register No. Bor. Mor. Jor. 465  
The Company's business operations are to provide hire purchase, leasing and factoring services.

The Company's head office is located at 3rd - 5th, 9th, 23rd Sino-Thai Tower, 32/24 - 26, 32/30, 32/53 Soi Sukhumvit 21 (Asoke), Sukhumvit Road, Klongtoeynua, Wattana, Bangkok 10110

Telephone : 0-2260-1200, 0-2661-7020 Fax : 0-2260-1209

Web Site : [www.spl.co.th](http://www.spl.co.th)

As at December 31, 2004, the Company's authorized number of ordinary shares totalled 347,000,000 shares, of which 214,982,172 shares were issued and paid-up share capital amounting to 2,149,821,720 baht.

### 2. SHAREHOLDING STRUCTURE

The Company's major shareholders as at April 5, 2004, which is the closing date in the shareholder's registry, are as follows.

Name	No. of Share	Portion of Shareholding
1. Siam Commercial Bank Pcl.	44,587,471	22.38%
2. Thai NVDR Co.,Ltd.	38,756,400	19.45%
3. HSBC (Singapore) Nominees PTE Ltd	12,548,000	6.30%
4. SOMERS (U.K.) Limited	8,789,400	4.41%
5. Chase Nominees Limited 15	7,232,000	3.63%
6. State Street Bank and Trust Company, for London	5,762,200	2.89%
7. State Street Bank and Trust Company	4,441,242	2.23%
8. The Bank of New York (Nominees) Limited	3,795,134	1.90%
9. Schroder Investment Management Limited	3,706,200	1.86%
10. American International Assurance Company, Ltd-AIA5E	3,200,000	1.61%

### 3. INVESTMENTS

As at December 31, 2004, the Company has invested 10% or more of its issued capital in these Companies.

Name ..... Dhanavat Insurance Co.,Ltd.  
 Telephone 0-2237-3620, 0-2233-5652  
 Fax 0-2238-5286

Head Office's Address ..... 877-879 New Road, Taladnoy,  
 Sampanwong, Bangkok 10100

Business Type ..... Non-Life Insurance

Type of Shares issued ..... Common Share

Number of Shares held ..... 30 million shares

Portion of Shareholding ..... 10.00%

Name ..... Siam Administrative Management Co.,Ltd.  
 Telephone 0-2933-6111  
 Fax 0-2933-8569

Head Office's Address ..... 109, 111 Soi Ladpraw 84, Wang Thong Lang,  
 Bangkapi, Bangkok 10310

Business Type ..... Document Express Service, Cleaning Service

Type of Shares issued ..... Common Share

Number of Shares held ..... 3 million shares

Portion of Shareholding ..... 12.67%

Name ..... SG Star Property Co.,Ltd.  
 Telephone 0-2814-0990-6  
 Fax 0-2814-0997

Head Office's Address ..... 12/90 Moo 6 Srinakarin Road, Bangbon,  
 Pravet, Bangkok 10250

Business Type ..... Real Estate

Type of Shares issued ..... Common Share

Number of Shares held ..... 76 million shares

Portion of Shareholding ..... 11.36%

### 4. OTHER REFERENCE PERSONS

#### 4.1 SECURITY REGISTRAR

Thailand Securities Depository Co.,Ltd.  
 62 The Stock Exchange of Thailand Building, 4, 6-7 th Fl.  
 Ratchadapisek Road, Klongtoey, Bangkok 10110  
 Telephone 0-2359-1200-1 Fax 0-2359-1259-63

#### 4.2 DEBENTURE REGISTRAR

Siam Commercial Bank Public Company Limited  
 Head office 9 Ratchadapisek Road, Ladyao, Jatujak,  
 Bangkok 10900  
 Telephone 0-2544-1111, 0-2937-7777

#### 4.3 BONDHOLDERS' REPRESENTATIVE

Amortizing Principal Repayment Debenture  
 No. 1/2002, which will mature in 2006  
 Thai Military Bank Public Company Limited  
 Head office 3000 Phahon Yothin Road, Chatuchak,  
 Bangkok 10900  
 Telephone 0-2299-1111 Fax 0-2617-9111

#### 4.4 AUDITORS

Mr. Niti Jungnitnirundr	CPA License No. 3809 or
Mr. Suphamit Techamontrikul	CPA License No. 3356 or
Miss Chongchitt Leekbhai	CPA License No. 2649 or
Mr. Permsak Jerajakwattana	CPA License No. 3427 or
Mrs. Nachalee Boonyakarnkul	CPA License No. 3126

Deloitte Touche Tohmatsu Jaiyos Co.,Ltd.  
 Rajanakarn Building, 25th Floor, 183 South Sathorn Road,  
 Yannawa, Sathorn, Bangkok 10120  
 Telephone 0-2676-5700, 0-2676-5757

## ADDRESS OF HEAD OFFICE AND BRANCH

### Head Office .....

3<sup>rd</sup>-5<sup>th</sup>, 9<sup>th</sup>, 23<sup>rd</sup> Sino-Thai Tower, 32/24-26, 32/30, 32/53 Soi Sukhumvit 21 (Asoke)  
Sukhumvit Road, Klongtoeytua, Wattana Bangkok 10110  
Tel. 02-260-1200, 02-661-7020, 02-661-7744 Fax. 02-260-1209

### Chiangmai .....

224/7 Mahidol Road, Tambol Pardad, Amphur Muang, Chiangmai 50100  
Tel. 053-203804-5, 053-277325-6, 053-277367-8, 053-203609 Fax. 053-277364

### Lampang .....

150 Highway Lampang-Ngao, Tambol Prabat, Amphur Muang, Lampang 52000  
Tel. 054-317613-4, 054-317720-1, 054-317757-8 Fax. 054-317665

### Chiangrai .....

139/6-7 Moo 9 Chiangrai-Wiangchai Road, Tambol Robwiang, Amphur Muang,  
Chiangrai 57000  
Tel. 053-711277, 053-713644, 053-747263-6 Fax. 053-713643

### Phitsanulok .....

459/1-3 Moo 7 Chinnalab Village, Phitsanulok-Wangthong Road, Tambol Samorkae,  
Amphur Muang, Phitsanulok 65000  
Tel. 055-223766-70 Fax. 055-223772

### Nakhonratchasima .....

751/20-21 Mitrapap Road, Tambol Naimuang, Amphur Muang, Nakhonratchasima 30000  
Tel. 044-262711, 044-263141, 044-263145, 044-248831-4 Fax. 044-262714

### Cholburi .....

53/127-128 Moo 3 Sukhumvit Road, Tambol Bansuan, Amphur Muang,  
Cholburi 20000  
Tel. 038-797424-6 Fax. 038-797427

### Nakhonsawan .....

282/3-4 Moo 10 Phaholyothin Road, Tambol Nakhonsawan-Tok, Amphur Muang,  
Nakhonsawan 60000  
Tel. 056-310891-4 Fax. 056-310895

### Lopburi .....

256/13-15 Moo 2 Phaholyothin Road, Tambol Tasala, Amphur Muang, Lopburi 15000  
Tel. 036-613934-9, 036-613966 Fax. 036-613967-8

### Khonkaen .....

177/15-17 Moo 17 Mitrapap Road, Tambol Naimuang Amphur Muang, Khonkaen 40000  
Tel. 043-271247-9, 043-228702-4 Fax. 043-228705