TISCO Financial Group Public Company Limited and its subsidiaries Report and interim financial statements For the three-month and nine-month periods ended 30 September 2011

## **Review Report of Independent Auditor**

To the Shareholders of TISCO Financial Group Public Company Limited

I have reviewed the accompanying consolidated statement of financial position of TISCO Financial Group Public Company Limited and its subsidiaries as at 30 September 2011, the related consolidated statements of comprehensive income for the three-month and nine-month periods ended 30 September 2011, the consolidated statements of changes in shareholders' equity and cash flows for the nine-month period ended 30 September 2011, and the separate financial statements of TISCO Financial Group Public Company Limited for the same periods. These financial statements are the responsibility of the Company's management as to their correctness and the completeness of the presentation. My responsibility is to issue a report on these financial statements based on my reviews.

I conducted my reviews in accordance with auditing standard applicable to review engagement. This standard requires that I plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. I have not performed an audit and, accordingly, I do not express an audit opinion.

Based on my reviews, nothing has come to my attention that causes me to believe that the accompanying financial statements are not presented fairly, in all material respects, in accordance with generally accepted accounting principles.

The consolidated financial statements of TISCO Financial Group Public Company Limited and its subsidiaries, and the separate financial statements of TISCO Financial Group Public Company Limited for the year ended 31 December 2010 were audited in accordance with generally accepted auditing standards by another auditor of our firm who expressed an unqualified audit opinion on those statements, under her report dated 4 February 2011. The consolidated and separate statements of financial position as at 31 December 2010, as presented herein for comparative purposes, formed an integral part of the financial statements which that auditor audited and reported on.

The consolidated statements of income for the three-month and nine-month periods ended

30 September 2010, the consolidated statements of changes in shareholders' equity and cash

flows for the nine-month period ended 30 September 2010 of TISCO Financial Group Public

Company Limited and its subsidiaries, and the separate financial statements of TISCO

Financial Group Public Company Limited for the same periods, as presented herein for

comparative purposes, formed an integral part of the interim financial statements which were

reviewed by the aforementioned auditor who reported, under her report dated 11 November

2010, that nothing had come to her attention that caused her to believe that those financial

statements were not presented fairly, in all material respects, in accordance with generally

accepted accounting principles.

As described in Note 1.3 to the financial statements, since the first quarter of the current

year, the Company adopted the revised and new accounting standards issued by the

Federation of Accounting Professions, and applied them in its preparation and presentation

of the interim financial statements.

Ratana Jala

Certified Public Accountant (Thailand) No. 3734

**Ernst & Young Office Limited** 

Bangkok: 1 November 2011

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### Statements of financial position

### As at 30 September 2011 and 31 December 2010

(Unit: Thousand Baht)

|   |          | Consolidated financial statements |                  | Separate financial statements |                  |  |
|---|----------|-----------------------------------|------------------|-------------------------------|------------------|--|
|   | Note     | 30 September 2011                 | 31 December 2010 | 30 September 2011             | 31 December 2010 |  |
|   |          | (Unaudited                        | (Audited)        | (Unaudited                    | (Audited)        |  |
|   |          | but reviewed)                     |                  | but reviewed)                 |                  |  |
| Assets  |          |                                   |                  |                               |                  |  |
| Cash  |          | 980,219                           | 903,306          | 50                            | 50               |  |
| Interbank and money market items - net                    | 5.1      | 18,749,194                        | 12,545,403       | 809,041                       | 393,554          |  |
| Derivatives assets  | 5.2      | 11,852                            | 12,800           | -                             | -                |  |
| Investments - net   | 5.3, 5.7 | 4,481,573                         | 6,481,004        | -                             | -                |  |
| Investments in subsidiaries - net                         | 5.4      | -                                 | -                | 15,020,918                    | 14,879,285       |  |
| Loans to customers and accrued interest receivables - net | 5.5, 5.7 |                                   |                  |                               |                  |  |
| Loans to customers  |          | 199,713,669                       | 164,980,877      | 883,000                       | 1,281,000        |  |
| Accrued interest receivable                               |          | 175,721                           | 133,879          | -                             | -                |  |
| Total loans to customers and accrued interest receivables |          | 199,889,390                       | 165,114,756      | 883,000                       | 1,281,000        |  |
| Less: Deferred revenue                                    |          | (17,975,296)                      | (15,248,648)     | -                             | -                |  |
| Less: Allowance for doubtful accounts                     | 5.6      | (4,616,208)                       | (4,162,022)      | -                             | -                |  |
| Less: Allowance for loss on debt restructuring            |          | (3)                               | (3)              | -                             | -                |  |
| Loans to customers and accrued interest receivables - net |          | 177,297,883                       | 145,704,083      | 883,000                       | 1,281,000        |  |
| Property foreclosed - net                                 |          | 27,544                            | 21,397           | -                             | -                |  |
| Investment property                                       | 5.8      | 1,116                             | 76,999           | 335,420                       | 357,401          |  |
| Premises and equipment - net                              |          | 1,422,968                         | 1,389,875        | 381,617                       | 348,654          |  |
| Intangible assets - net                                   |          | 196,784                           | 243,719          | 68,085                        | 100,354          |  |
| Deferred tax assets                                       | 5.22     | 1,381,066                         | 1,242,503        | 187,697                       | 167,865          |  |
| Securities and derivatives business receivables - net     |          | 1,067,725                         | 1,292,529        | -                             | -                |  |
| Dividend receivable                                       | 5.26     | -                                 | -                | -                             | 1,589,242        |  |
| Other assets  | 5.9      | 1,244,611                         | 1,493,931        | 109,311                       | 118,377          |  |
| Total assets  |          | 206,862,535                       | 171,407,549      | 17,795,139                    | 19,235,782       |  |
|   |          |                                   |                  |                               |                  |  |

## Statements of financial position (continued)

As at 30 September 2011 and 31 December 2010

(Unit: Thousand Baht)

|  |             | Consolidated fina | ancial statements | Separate financial statements |                  |  |
|--|-------------|-------------------|-------------------|-------------------------------|------------------|--|
|  | <u>Note</u> | 30 September 2011 | 31 December 2010  | 30 September 2011             | 31 December 2010 |  |
|  |             | (Unaudited        | (Audited)         | (Unaudited                    | (Audited)        |  |
|  |             | but reviewed)     |                   | but reviewed)                 |                  |  |
| Liabilities and shareholders' equity         |             |                   |                   |                               |                  |  |
| Liabilities                                  |             |                   |                   |                               |                  |  |
| Deposits                                     |             | 37,913,952        | 48,533,223        | -                             | -                |  |
| Interbank and money market items - net       |             | 12,501,508        | 10,842,765        | -                             | -                |  |
| Liability payable on demand                  |             | 462,015           | 532,448           | -                             | -                |  |
| Derivatives liabilities                      | 5.2         | 142,793           | 9,363             | -                             | -                |  |
| Debts issued and borrowings                  | 5.10        | 134,290,208       | 90,776,223        | 2,450,971                     | 3,345,075        |  |
| Provision for long-term employee benefits    |             | 199,341           | -                 | 47,641                        | -                |  |
| Deferred tax liabilities                     | 5.22        | 44,361            | 156,347           | -                             | -                |  |
| Securities and derivatives business payables |             | 783,562           | 1,610,686         | -                             | -                |  |
| Accrued interest payable                     |             | 1,159,849         | 462,130           | 12,334                        | 8,654            |  |
| Income tax payable                           |             | 351,872           | 942,103           | 14,481                        | 108,574          |  |
| Other liabilities                            | 5.11        | 3,527,625         | 2,685,034         | 760,886                       | 499,716          |  |
| Total liabilities                            |             | 191,377,086       | 156,550,322       | 3,286,313                     | 3,962,019        |  |

(Group Chief Executive Officer)

## Statements of financial position (continued)

As at 30 September 2011 and 31 December 2010

(Unit: Thousand Baht)

(Director)

|  | Consolidated fina                          | ancial statements             | Separate finan                             | cial statements               |
|--|--|-------------------------------|--|-------------------------------|
| <u>Note</u>  | 30 September 2011 (Unaudited but reviewed) | 31 December 2010<br>(Audited) | 30 September 2011 (Unaudited but reviewed) | 31 December 2010<br>(Audited) |
| Shareholders' equity   |  |                               |  |                               |
| Share capital  |  |                               |  |                               |
| Registered 6.3   |  |                               |  |                               |
| 372,287,914 preference shares of Baht 10 each                            |  |                               |  |                               |
| (31 December 2010: 555,548,180 preference shares of Baht 10 each)        | 3,722,879                                  | 5,555,482                     | 3,722,879                                  | 5,555,482                     |
| 727,912,086 ordinary shares of Baht 10 each                              |  |                               |  |                               |
| (31 December 2010: 544,651,820 ordinary shares of Baht 10 each)          | 7,279,121                                  | 5,446,518                     | 7,279,121                                  | 5,446,518                     |
|  | 11,002,000                                 | 11,002,000                    | 11,002,000                                 | 11,002,000                    |
| Issued and fully paid-up   |  |                               |  |                               |
| 33,858 preference shares of Baht 10 each                                 |  |                               |  |                               |
| (31 December 2010: 35,358 preference shares of Baht 10 each)             | 339  | 354                           | 339  | 354                           |
| 727,878,228 ordinary shares of Baht 10 each                              |  |                               |  |                               |
| (31 December 2010: 727,876,728 shares of Baht 10 each)                   | 7,278,782                                  | 7,278,767                     | 7,278,782                                  | 7,278,767                     |
|  | 7,279,121                                  | 7,279,121                     | 7,279,121                                  | 7,279,121                     |
| Share premium  |  |                               |  |                               |
| Share premium on preference shares                                       | -  | -                             | 298  | 311                           |
| Share premium on ordinary shares   | -  | -                             | 6,012,817                                  | 6,012,804                     |
|  | -  | -                             | 6,013,115                                  | 6,013,115                     |
| Other components of shareholders' equity                                 | 845,243                                    | 1,049,546                     | -  | -                             |
| Retained earnings  |  |                               |  |                               |
| Appropriated-statutory reserve   | 212,600                                    | 212,600                       | 212,600                                    | 212,600                       |
| Unappropriated   | 7,061,865                                  | 6,235,417                     | 1,003,990                                  | 1,768,927                     |
| Equity attributable to owners of the Company                             | 15,398,829                                 | 14,776,684                    | 14,508,826                                 | 15,273,763                    |
| Non-controlling interest of the subsidiaries                             | 86,620                                     | 80,543                        | -  | -                             |
| Total shareholders' equity   | 15,485,449                                 | 14,857,227                    | 14,508,826                                 | 15,273,763                    |
| Total liabilities and shareholders' equity                               | 206,862,535                                | 171,407,549                   | 17,795,139                                 | 19,235,782                    |
| The accompanying notes are an integral part of the financial statements. | -  | 2                             |  |                               |
| Mrs. Oranuch Apisaksirikul   |  |                               | uthas Ruangmanamoi                         |                               |

### Statements of comprehensive income

For the three-month periods ended 30 September 2011 and 2010

(Unit: Thousand Baht, except earnings per share expressed in Baht)

|   |            | Consolidated finance | cial statements | Separate financial | statements |
|---|------------|----------------------|-----------------|--------------------|------------|
|   | Note       | <u>2011</u>          | 2010            | <u>2011</u>        | 2010       |
|   | -          |                      |                 |                    |            |
| Interest incomes  | 5.14       | 3,311,804            | 2,407,549       | 13,425             | 9,722      |
| Interest expenses                                       | 5.15       | -1,570,389           | -654,148        | -27,616            | -14,623    |
| Net interest incomes                                    | _          | 1,741,415            | 1,753,401       | (14,191)           | (4,901)    |
| Fees and service incomes                                |            | 782,970              | 805,435         | -                  | -          |
| Fees and service expenses                               |            | -54,825              | -51,835         | (2,588)            | (1,979)    |
| Net fees and service incomes                            | 5.16       | 728,145              | 753,600         | (2,588)            | (1,979)    |
| Gains on tradings and foreign exchange transactions     | 5.17       | 44,793               | 5,704           | -                  | -          |
| Gains (losses) on investments                           | 5.18       | (5,983)              | 138,287         | -                  | (5,333)    |
| Dividend income   |            | 25,149               | 22,756          | 669,790            | -          |
| Penalty fee income from loans                           |            | 54,959               | 47,655          | -                  | -          |
| Income from business promotion relating to the business |            | 198,721              | 64,963          | -                  | -          |
| Intercompany supporting fee income                      | 5.26       | -                    | -               | 343,277            | 334,420    |
| Other operating incomes                                 | 5.20, 5.26 | 46,572               | 76,460          | 15,250             | 43,875     |
| Total operating incomes                                 | -          | 2,833,771            | 2,862,826       | 1,011,538          | 366,082    |
| Other operating expenses                                | -          |                      |                 |                    |            |
| Employee's expenses                                     |            | 635,431              | 721,701         | 142,373            | 168,622    |
| Directors' remuneration                                 |            | 3,350                | 2,604           | 3,110              | 2,604      |
| Premises and equipment expenses                         |            | 190,366              | 170,072         | 70,432             | 56,433     |
| Taxes and duties  |            | 58,427               | 41,643          | 3                  | 1,970      |
| Expenses to business promotion relating to the business |            | 189,820              | 68,255          | -                  | -          |
| Others  | 5.21       | 180,395              | 151,962         | 27,048             | 24,717     |
| Total other operating expenses                          | -          | 1,257,789            | 1,156,237       | 242,966            | 254,346    |
| Bad debt and doubtful accounts and impairment loss      | _          |                      |                 |                    |            |
| of debt securities                                      | 5.19       | 301,788              | 604,482         | -                  | -          |
| Profit before income tax expense                        | -          | 1,274,194            | 1,102,107       | 768,572            | 111,736    |
| Income tax expense                                      | 5.22       | 370,429              | 368,047         | 24,336             | 64,066     |
| Profit for the periods                                  | _          | 903,765              | 734,060         | 744,236            | 47,670     |

## Statements of comprehensive income (continued)

For the three-month periods ended 30 September 2011 and 2010

(Unit: Thousand Baht, except earnings per share expressed in Baht)

|  |            | Consolidated financial statements |          | Separate financial statements |        |  |
|--|------------|-----------------------------------|----------|-------------------------------|--------|--|
|  | Note       | 2011                              | 2010     | <u>2011</u>                   | 2010   |  |
|  |            |                                   |          |                               |        |  |
| Other comprehensive income                                       | 5.23       |                                   |          |                               |        |  |
| Gains (losses) arising from translating the financial statements |            |                                   |          |                               |        |  |
| of a foreign operation   |            | 551                               | (3,224)  | -                             | -      |  |
| Investment in available-for-sale securities                      |            | (163,096)                         | 179,892  | -                             | -      |  |
| Actuarial gains or losses arising from post-employment benefits  |            | (23,545)                          | -        | (5,405)                       | -      |  |
| Cash flow hedges   |            | 71,746                            | 5,689    | -                             | -      |  |
| Income tax (charge)/credit relating to components of             |            |                                   |          |                               |        |  |
| other comprehensive income                                       | 5.22, 5.24 | 34,468                            | (45,184) | 1,621                         | -      |  |
| Other comprehensive income for the period - net                  | _          | (79,876)                          | 137,173  | (3,784)                       | -      |  |
| Total comprehensive income for the period                        | =          | 823,889                           | 871,233  | 740,452                       | 47,670 |  |
|  |            |                                   |          |                               |        |  |
| Profit attributable to:  |            |                                   |          |                               |        |  |
| Equity holders of the Company                                    | 5.25       | 898,926                           | 730,633  | 744,236                       | 47,670 |  |
| Non-controlling interests of the subsidiaries                    |            | 4,839                             | 3,427    |                               |        |  |
|  | _          | 903,765                           | 734,060  |                               |        |  |
| Total comprehensive income attributable to:                      | _          |                                   | _        |                               |        |  |
| Equity holders of the Company                                    |            | 825,842                           | 865,775  | 740,452                       | 47,670 |  |
| Non-controlling interests of the subsidiaries                    |            | (1,953)                           | 5,458    |                               |        |  |
|  | =          | 823,889                           | 871,233  |                               |        |  |
| Familian and about a maintain bands and a state of               | 5.25       |                                   |          |                               |        |  |
| Earnings per share - equity shareholds of the Company            | 5.25       | 4.0-                              |          | 4.05                          |        |  |
| Basic earnings per share   | =          | 1.23                              | 1.00     | 1.02                          | 0.07   |  |

### Statements of comprehensive income

For the nine-month periods ended 30 September 2011 and 2010

(Unit: Thousand Baht, except earnings per share expressed in Baht)

|   |              | Consolidated finance | cial statements | Separate financial | statements |
|---|--------------|----------------------|-----------------|--------------------|------------|
|   | Note         | <u>2011</u>          | 2010            | <u>2011</u>        | 2010       |
|   | -            |                      |                 |                    |            |
| Interest incomes  | 5.14         | 9,034,207            | 6,906,047       | 41,574             | 30,682     |
| Interest expenses                                       | 5.15         | -3,585,808           | -1,810,402      | -65,908            | -44,583    |
| Net interest incomes                                    | _            | 5,448,399            | 5,095,645       | (24,334)           | (13,901)   |
| Fees and service incomes                                |              | 2,342,313            | 2,141,016       | -                  | -          |
| Fees and service expenses                               |              | -162,556             | -161,125        | (7,594)            | (5,879)    |
| Net fees and service incomes                            | 5.16         | 2,179,757            | 1,979,891       | (7,594)            | (5,879)    |
| Gains on tradings and foreign exchange transactions     | 5.17         | 25,817               | 15,183          | -                  | -          |
| Gains (losses) on investments                           | 5.18         | 63,962               | 190,581         | (22)               | (5,357)    |
| Dividend income   |              | 83,249               | 80,584          | 671,995            | 1,470      |
| Penalty fee income from loans                           |              | 173,099              | 140,525         | -                  | -          |
| Income from business promotion relating to the business |              | 414,810              | 170,276         | -                  | -          |
| Intercompany supporting fee income                      | 5.26         | -                    | -               | 1,086,014          | 1,032,945  |
| Other operating incomes                                 | 5.20, 5.26   | 116,754              | 284,537         | 46,816             | 78,642     |
| Total operating incomes                                 | <del>-</del> | 8,505,847            | 7,957,222       | 1,772,875          | 1,087,920  |
| Other operating expenses                                | <del>-</del> |                      |                 |                    | •          |
| Employee's expenses                                     |              | 2,154,815            | 2,157,071       | 501,159            | 543,168    |
| Directors' remuneration                                 |              | 9,791                | 6,784           | 9,071              | 6,784      |
| Premises and equipment expenses                         |              | 556,291              | 511,993         | 201,329            | 165,942    |
| Taxes and duties  |              | 171,632              | 113,644         | 1,446              | 3,364      |
| Expenses to business promotion relating to the business |              | 437,578              | 194,897         | -                  | -          |
| Others  | 5.21         | 508,536              | 445,549         | 79,030             | 68,672     |
| Total other operating expenses                          | <del>-</del> | 3,838,643            | 3,429,938       | 792,035            | 787,930    |
| Bad debt and doubtful accounts and impairment loss      | _            |                      |                 |                    |            |
| of debt securities                                      | 5.19         | 981,481              | 1,340,076       | -                  | -          |
| Profit before income tax expense                        | -            | 3,685,723            | 3,187,208       | 980,840            | 299,990    |
| Income tax expense                                      | 5.22         | 1,081,437            | 969,528         | 76,485             | 104,088    |
| Profit for the period                                   | <del>-</del> | 2,604,286            | 2,217,680       | 904,355            | 195,902    |

### Statements of comprehensive income (continued)

For the nine-month periods ended 30 September 2011 and 2010

(Unit: Thousand Baht, except earnings per share expressed in Baht)

|  |            | Consolidated financial statements |           | Separate financial statements |         |
|--|------------|-----------------------------------|-----------|-------------------------------|---------|
|  | Note       | 2011                              | 2010      | <u>2011</u>                   | 2010    |
| Other comprehensive income                                       | 5.23       |                                   |           |                               |         |
| ·  | 5.23       |                                   |           |                               |         |
| Gains (losses) arising from translating the financial statements |            |                                   |           |                               |         |
| of a foreign operation   |            | 1,525                             | (5,075)   | -                             | -       |
| Investment in available-for-sale securities                      |            | (376,969)                         | 389,759   | -                             | -       |
| Actuarial gains or losses arising from post-employment benefits  |            | (23,545)                          | -         | (5,405)                       | -       |
| Cash flow hedges   |            | 79,479                            | 17,533    | -                             | -       |
| Income tax (charge)/credit relating to components of             |            |                                   |           |                               |         |
| other comprehensive income                                       | 5.22, 5.24 | 94,694                            | (111,119) | 1,621                         | -       |
| Other comprehensive income for the period - net                  | _          | (224,816)                         | 291,098   | (3,784)                       | -       |
| Total comprehensive income for the period                        | <u>-</u>   | 2,379,470                         | 2,508,778 | 900,571                       | 195,902 |
|  |            |                                   |           |                               |         |
| Profit attributable to:  |            |                                   |           |                               |         |
| Equity holders of the Company                                    | 5.25       | 2,590,721                         | 2,205,784 | 904,355                       | 195,902 |
| Non-controlling interests of the subsidiaries                    | _          | 13,565                            | 11,896    |                               |         |
|  | _          | 2,604,286                         | 2,217,680 |                               |         |
| Total comprehensive income attributable to:                      | _          |                                   | _         |                               |         |
| Equity holders of the Company                                    |            | 2,369,936                         | 2,490,622 | 900,571                       | 195,902 |
| Non-controlling interests of the subsidiaries                    | _          | 9,534                             | 18,156    |                               |         |
|  | -<br>-     | 2,379,470                         | 2,508,778 |                               |         |
| Familiary par chara aguity charabalds of the Comment             | 5.25       |                                   |           |                               |         |
| Earnings per share - equity shareholds of the Company            | 0.20       |                                   |           |                               |         |
| Basic earnings per share   | =          | 3.56                              | 3.03      | 1.24                          | 0.27    |

TISCO Financial Group Public Company Limited and its subsidiaries Statements of cash flows

## For the nine-month periods ended 30 September 2011 and 2010

(Unit: Thousand Baht)

|  | Consolidated financial statements |              | Separate financial statements |           |
|--|-----------------------------------|--------------|-------------------------------|-----------|
| <u>Note</u>  | <u>2011</u>                       | 2010         | <u>2011</u>                   | 2010      |
| Cash flows from operating activities                                     |                                   |              |                               |           |
| Profit before income tax   | 3,685,723                         | 3,187,208    | 980,840                       | 299,990   |
| Adjustments to reconcile profit before income tax                        |                                   |              |                               |           |
| to net cash provided by (paid from) operating activities:                |                                   |              |                               |           |
| Depreciation and amortisation  | 276,259                           | 258,176      | 111,714                       | 79,317    |
| Bad debts and doubtful accounts  | 1,521,547                         | 1,603,850    | -                             | =         |
| (Reversal) allowance for impairment of investments                       | (5,123)                           | 8,348        | 22                            | 5,357     |
| Allowance for impairment of property foreclosed                          | 152                               | 98           | -                             | -         |
| Gain on sale of investments  | (60,628)                          | (187,431)    | -                             | =         |
| Unrealised loss on foreign exchange transactions and trading derivatives | (30,152)                          | (445)        | -                             | =         |
| Gain on disposal of equipment  | (7,694)                           | (39,493)     | (23)                          | (26,686)  |
| Loss from written-off of equipment                                       | 279                               | 682          | -                             | -         |
| Unrealised loss (gain) from trading securities                           | 12,448                            | (7,505)      | -                             | -         |
| Gain on disposal of property foreclosed                                  | (55,085)                          | (189,240)    | -                             | -         |
| Provision for long-term employee benefits                                | 17,204                            | -            | 2,585                         | -         |
| Decrease (increase) in other accrued incomes                             | 14,062                            | (49,784)     | 6,145                         | (93,755)  |
| Increase in accrued expenses   | 629,496                           | 897,152      | 263,293                       | 336,782   |
| Net interest income  | (5,448,399)                       | (5,095,645)  | 24,335                        | 13,901    |
| Dividend income  | (83,249)                          | (80,584)     | (671,995)                     | (1,470)   |
| Cash received on interest income   | 8,800,393                         | 6,826,632    | 41,175                        | 30,669    |
| Cash paid on interest expenses   | (2,769,457)                       | (1,399,962)  | (62,228)                      | -42,599   |
| Cash received on dividend income   | 83,249                            | 80,584       | 2,261,238                     | 625,165   |
| Cash paid on income tax expense  | (1,777,468)                       | (1,522,970)  | (176,910)                     | -158,272  |
| Profit from operating activities before changes                          |                                   |              |                               |           |
| in operating assets and liabilities                                      | 4,803,557                         | 4,289,671    | 2,780,191                     | 1,068,399 |
| Decrease (increase) in operating assets                                  |                                   |              |                               |           |
| Interbank and money market items   | (6,029,012)                       | 5,534,311    | (415,487)                     | 243,938   |
| Investment in trading securities   | -                                 | -            | -                             | -         |
| Loans to customers   | (33,884,959)                      | (28,518,068) | 398,000                       | 19,000    |
| Securities and derivative business receivables                           | 226,236                           | (645,513)    | -                             | -         |
| Property foreclosed  | 923,080                           | 1,503,746    | -                             | -         |
| Intangible assets  | (36,496)                          | (71,543)     | (10,261)                      | (50,698)  |
| Other assets   | 253,372                           | 459,068      | 3,352                         | (42,605)  |

### Statements of cash flows (continued)

For the nine-month periods ended 30 September 2011 and 2010

(Unit: Thousand Baht)

|  |      | Consolidated financ | ial statements   | Separate financial | statements       |
|--|------|---------------------|------------------|--------------------|------------------|
| N  | lote | 2011                | 2010             | 2011               | 2010             |
| Increase (decrease) in operating liabilities   |      | <del></del>         |                  |                    |                  |
| Deposits   |      | (10,619,271)        | 1,662,787        | -                  | -                |
| Interbank and money market items   |      | 1,659,865           | 1,094,391        | -                  | (210,000)        |
| Liability payable on demand  |      | (70,433)            | 257,298          | -                  | -                |
| Payable to clearing house  |      | 310,285             | 135,580          | -                  | -                |
| Securities and derevative business payables  |      | (827,125)           | 488,502          | -                  | -                |
| Other liabilities  |      | (40,843)            | 92,510           | (2,122)            | 6,121            |
| Net cash flows from (used in) operating activities   |      | (43,331,744)        | (13,717,260)     | 2,753,673          | 1,034,155        |
| Cash flows from investing activities   |      | <u>-</u>            | <u> </u>         |                    | _                |
| Cash paid for purchase of investment in securities held for investment                               |      | (1,928,836)         | (3,043,577)      | -                  | (1)              |
| Cash received from disposal of investment in securities held for investment                          |      | 3,607,966           | 6,552,569        | -                  | -                |
| Cash paid for purchase of equipment  |      | (157,631)           | (170,574)        | (80,328)           | (74,051)         |
| Cash received from disposal of equipment   |      | 9,383               | 74,976           | 150                | 59,941           |
| Cash paid for acquisition of a subsidiaries  | 1.2  | -                   | (1)              | (141,655)          | -                |
| Cash received from share capital reduction of a subsidiaries   |      | -                   | -                | -                  | 500,000          |
| Net cash flows from (used in) investing activities   |      | 1,530,882           | 3,413,393        | (221,833)          | 485,889          |
| Cash flows from financing activities   |      |                     |                  |                    |                  |
| Borrowings   |      | 43,513,986          | 13,154,905       | (894,104)          | (617,565)        |
| Cash received from issuance of long-term debentures  |      | -                   | 1,000,000        | -                  | -                |
| Cash paid for the redemption of long-term debentures   |      | -                   | (3,000,000)      | -                  | -                |
| Dividend paid  |      | (1,637,736)         | (902,479)        | (1,637,736)        | (902,479)        |
| Net cash flows from (used in) financing activities   |      | 41,876,250          | 10,252,426       | (2,531,840)        | (1,520,044)      |
| Translation adjustment   |      | 1,525               | (5,075)          | -                  | -                |
| Net increase (decrease) in cash  |      | 76,913              | (56,516)         | -                  | -                |
| Cash at beginning of the period  |      | 903,306             | 826,526          | 50                 | 50               |
| Cash at end of the period  |      | 980,219             | 770,010          | 50                 | 50               |
| Supplemental cash flows information  |      | -                   |                  | -                  |                  |
| Non-cash transactions  |      |                     |                  |                    |                  |
| Conversion of preference shares to ordinary shares   |      |                     |                  |                    |                  |
| Issuance securities for swap ordinary shares of TISCO Bank   |      | 28                  | 12,324           | 28                 | 12,323           |
|  |      | 28                  | 12,324           | 28                 | 12,323           |
| under holding restructuring under common control   |      | 28                  | 12,324<br>14,008 | 28                 | 12,323<br>14,008 |
| under holding restructuring under common control  Transfer of properties foreclosed form receivables |      | 28                  |                  | 28                 |                  |
|  |      | 28<br>-<br>3,382    |                  |                    |                  |

TISCO Financial Group Public Company Limited and its subsidiaries

Statements of changes in shareholders' equity

For the nine-month periods ended 30 September 2011 and 2010

(Unit: Thousand Baht)

|   | Consolidated financial statements |   |                                      |                  |                        |                                      |                        |              |                |                              |  |             |
|---|-----------------------------------|---|--------------------------------------|------------------|------------------------|--------------------------------------|------------------------|--------------|----------------|------------------------------|--|-------------|
|   |                                   | Equity attributable to owner of the Company |                                      |                  |                        |                                      |                        |              |                |                              |  |             |
|   |                                   |   |                                      | Other components | of shareholders equity |                                      |                        |              |                |                              |  |             |
|   |                                   |   |                                      |                  |                        | Adjustment from business combination | 1                      |              |                |                              |  |             |
|   |                                   |   | Surplus (deficit) on change in value | e                |                        | of entities under common control     | Total other components |              |                | Total equity attributable to | Equity attributable to non-controlling |             |
|   | Issued and fully pa               | id-up share capital                         | of available-for-sal                 | е                | Translation            | under holding                        | of shareholders'       | Retained     | l earnings     | owner of                     | interests of                           |             |
|   | Preference shares                 | Ordinary shares                             | investments                          | Cash flow hedges | adjustment             | restructuring plan                   | equity                 | Appropriated | Unappropriated | the Company                  | the subsidiaries                       | Total       |
| Balance as at 31 December 2009                            | 6,986                             | 7,261,744                                   | (37,793)                             | (10,743)         | 86,441                 | 672,295                              | 710,200                | 119,800      | 4,342,447      | 12,441,177                   | 77,539                                 | 12,518,716  |
| Dividend paid   | -                                 | -   | -                                    | -                | -                      | -                                    | -                      | -            | (902,479)      | (902,479)                    | -                                      | (902,479)   |
| Total comprehensive income for the period                 | -                                 | -   | 283,899                              | 6,014            | (5,075)                | -                                    | 284,838                | -            | 2,205,784      | 2,490,622                    | 18,156                                 | 2,508,778   |
| Preference shares converted to ordinary shares            | (6,556)                           | 6,556                                       | -                                    | -                | -                      | -                                    | -                      | -            | -              | -                            | -                                      | -           |
| Adjustment from business combination of entities          |                                   |   |                                      |                  |                        |                                      |                        |              |                |                              |  |             |
| under common control under holding                        |                                   |   |                                      |                  |                        |                                      |                        |              |                |                              |  |             |
| restructuring plan  | -                                 | 9,555                                       | -                                    | -                | -                      | 4,453                                | 4,453                  | -            | -              | 14,008                       | (14,008)                               | -           |
| Decrease in non-controlling interests of the subsidairies |                                   |   |                                      |                  |                        |                                      |                        |              |                |                              | (1,530)                                | (1,530)     |
| Balance as at 30 September 2010                           | 430                               | 7,277,855                                   | 246,106                              | (4,729)          | 81,366                 | 676,748                              | 999,491                | 119,800      | 5,645,752      | 14,043,328                   | 80,157                                 | 14,123,485  |
| Balance as at 31 December 2010                            | 354                               | 7,278,767                                   | 292,656                              | (3,211)          | 80,835                 | 679,266                              | 1,049,546              | 212,600      | 6,235,417      | 14,776,684                   | 80,543                                 | 14,857,227  |
| Cumulative effect of the change in accounting policy      | 55.                               | 7,270,707                                   | 202,000                              | (0,2)            | 00,000                 | 0.0,200                              | 1,010,010              | 212,000      | 0,200,         | ,,                           | 30,010                                 | . 1,007,227 |
| for employee benefit (Note 2)                             | -                                 | _   | _                                    | _                | -                      | -                                    | _                      | -            | (110,039)      | (110,039)                    | (1,053)                                | (111,092)   |
| Dividend paid   | _                                 | -   | -                                    | _                | -                      | -                                    | -                      | -            | (1,637,752)    | (1,637,752)                  | -                                      | (1,637,752) |
| Total comprehensive income for the period                 | -                                 |   | (265,494)                            | 59,666           | 1,525                  | -                                    | (204,303)              | -            | 2,574,239      | 2,369,936                    | 9,534                                  | 2,379,470   |
| Preference shares converted to ordinary shares            | (15)                              | 15  | -                                    | · -              | -                      | -                                    |                        |              | -              | · · · · · ·                  | -                                      | -           |
| Decrease in non-controlling interests of the subsidairies | -                                 |   |                                      | _                | -                      | -                                    |                        |              | -              | -                            | (2,404)                                | (2,404)     |
| Balance as at 30 September 2011                           | 339                               | 7,278,782                                   | 27,162                               | 56,455           | 82,360                 | 679,266                              | 845,243                | 212,600      | 7,061,865      | 15,398,829                   | 86,620                                 | 15,485,449  |

Statements of changes in shareholders' equity (continued)

For the nine-month periods ended 30 September 2011 and 2010

(Unit: Thousand Baht)

|  |                                    |                                 |                         | Sepa                                | parate financial statements |                                   |          |                             |             |
|--|------------------------------------|---------------------------------|-------------------------|-------------------------------------|-----------------------------|-----------------------------------|----------|-----------------------------|-------------|
|  | Issued a                           | nd fully                        | Issued and fully pai    | d-up share capital                  |                             |                                   |          |                             |             |
|  | paid-up share capital - registered |                                 | awaiting for registered |                                     | Share p                     | remium                            | Retained |                             |             |
|  | Preference shares                  | erence shares Ordinary shares P |                         | Preference shares Ordinary shares P |                             | Preference shares Ordinary shares |          | Appropriated Unappropriated |             |
| Balance as at 31 December 2009                       | 6,986                              | 7,261,652                       | -                       | 92                                  | 6,147                       | 6,002,126                         | 119,800  | 908,746                     | 14,305,549  |
| Dividend paid  | -                                  | -                               | -                       | -                                   | -                           | -                                 | -        | (902,479)                   | (902,479)   |
| Total comprehensive income for the period            | -                                  | -                               | -                       | -                                   | -                           | -                                 | -        | 195,902                     | 195,902     |
| Preference shares converted to ordinary shares       | (6,556)                            | 6,556                           | -                       | -                                   | (5,768)                     | 5,768                             | -        | -                           | -           |
| Issuance of ordinary shares to the shareholders      |                                    |                                 |                         |                                     |                             |                                   |          |                             |             |
| under common control under holding                   |                                    |                                 |                         |                                     |                             |                                   |          |                             |             |
| restructuring plan                                   | -                                  | 9,555                           | -                       | -                                   | -                           | 4,453                             | -        | -                           | 14,008      |
| Registered the issuance of ordinary shares to        |                                    |                                 |                         |                                     |                             |                                   |          |                             |             |
| the shareholders under common control under          |                                    |                                 |                         |                                     |                             |                                   |          |                             |             |
| holding restructuring plan                           |                                    | 92                              |                         | (92)                                |                             |                                   |          |                             |             |
| Balance as at 30 September 2010                      | 430                                | 7,277,855                       |                         |                                     | 379                         | 6,012,347                         | 119,800  | 202,169                     | 13,612,980  |
|  |                                    |                                 |                         |                                     |                             |                                   |          |                             |             |
| Balance as at 31 December 2010                       | 354                                | 7,278,767                       | -                       | -                                   | 311                         | 6,012,804                         | 212,600  | 1,768,927                   | 15,273,763  |
| Cumulative effect of the change in accounting policy |                                    |                                 |                         |                                     |                             |                                   |          |                             |             |
| for employee benefit (Note 2)                        | -                                  | -                               | -                       | -                                   | -                           | -                                 | -        | (27,756)                    | (27,756)    |
| Dividend paid  | -                                  | -                               | -                       | -                                   | -                           | -                                 | -        | (1,637,752)                 | (1,637,752) |
| Total comprehensive income for the period            | -                                  | -                               | -                       | -                                   | -                           | -                                 | -        | 900,571                     | 900,571     |
| Preference shares converted to ordianry shares       | (15)                               | 15                              |                         |                                     | (13)                        | 13                                |          |                             |             |
| Balance as at 30 September 2011                      | 339                                | 7,278,782                       |                         |                                     | 298                         | 6,012,817                         | 212,600  | 1,003,990                   | 14,508,826  |

# TISCO Financial Group Public Company Limited and its subsidiaries Notes to interim financial statements

For the three-month and nine-month periods ended 30 September 2011 and 2010

# 1. Basis of preparation and presentation of financial statements and significant accounting policies

## 1.1 Basis of preparation of interim financial statements

These interim financial statements are prepared in accordance with Accounting Standard No. 34 (revised 2009) "Interim Financial Reporting", with the Company choosing to present condensed interim financial statements. However, the Company has presented the statements of financial position, comprehensive income, changes in shareholders' equity and cash flows in accordance with the Bank of Thailand ("BOT")'s Notification No. Sor Nor Sor. 11/2553 regarding "Preparation and Announcement of Financial Statements of Commercial Banks and Parent Companies of Financial Holding Groups", dated 3 December 2010, which is effective for fiscal years beginning on or after 1 January 2011.

The interim financial statements are intended to provide information additional to that included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances so as not to duplicate information previously reported. These interim financial statements should therefore be read in conjunction with the latest annual financial statements.

The interim financial statements in Thai language are the official statutory financial statements of the Company. The interim financial statements in English language have been translated from the Thai language interim financial statements.

### 1.2 Basis of preparation of consolidated financial statements

The basis of the interim consolidation is the same as that for the consolidated financial statements for the year ended 31 December 2010. During the period, there were the following changes in the composition of the subsidiaries:

- a) In February 2011, the Company invested in 49,997 ordinary shares of TISCO Learning Center Co., Ltd. at a price of Baht 100 per share, for a total of Baht 5 million. The Company holds 99.99 percent of shares. Such company registered its incorporations with the Ministry of Commerce on 1 February 2011.
- b) In March 2011, TISCO Securities Company Limited, the Company's subsidiary, invested in 9,997 ordinary shares of TISCO Investment Advisory Co., Ltd. at a price of Baht 100 per share, for a total of Baht 1 million. The Company's investment represents 99.9 percent of the registered capital of such company, which registered its incorporation with the Ministry of Commerce on 18 March 2011.

c) On June 2011, the Company acquired TISCO Leasing Company Limited from TISCO Bank Public Company Limited, as approved by the year 2011 Annual General Meeting of shareholders of the Company on 21 April 2011. Therefore, the Company's investment represents 99.99 percent of the registered capital of such company, invested in 999,965 ordinary shares at a price of Baht 136.66 per share, for a total of Baht 137 million.

## 1.3 Application of new accounting standards during the period

Since the first quarter of the current year, the Company adopted a number of revised and new accounting standards, issued by the Federation of Accounting Professions, as listed below.

## Accounting standards:

| TAS 1 (revised 2009)  | Presentation of Financial Statements                     |
|-----------------------|--|
| TAS 2 (revised 2009)  | Inventories  |
| TAS 7 (revised 2009)  | Statement of Cash Flows                                  |
| TAS 8 (revised 2009)  | Accounting Policies, Changes in Accounting Estimates     |
|                       | and Errors   |
| TAS 10 (revised 2009) | Events after the Reporting Period                        |
| TAS 11 (revised 2009) | Construction Contracts                                   |
| TAS 12                | Corporate Income Tax                                     |
| TAS 16 (revised 2009) | Property, Plant and Equipment                            |
| TAS 17 (revised 2009) | Leases   |
| TAS 18 (revised 2009) | Revenue  |
| TAS 19                | Employee Benefits  |
| TAS 23 (revised 2009) | Borrowing Costs  |
| TAS 24 (revised 2009) | Related Party Disclosures                                |
| TAS 26                | Accounting and Reporting by Retirement Benefit Plans     |
| TAS 27 (revised 2009) | Consolidated and Separate Financial Statements           |
| TAS 28 (revised 2009) | Investments in Associates                                |
| TAS 29                | Financial Reporting in Hyperinflationary Economies       |
| TAS 31 (revised 2009) | Interests in Joint Ventures                              |
| TAS 33 (revised 2009) | Earnings per Share                                       |
| TAS 34 (revised 2009) | Interim Financial Reporting                              |
| TAS 36 (revised 2009) | Impairment of Assets                                     |
| TAS 37 (revised 2009) | Provisions, Contingent Liabilities and Contingent Assets |
| TAS 38 (revised 2009) | Intangible Assets  |
| TAS 40 (revised 2009) | Investment Property                                      |
|                       |  |

Financial reporting standards:

TFRS 2 Share-Based Payment
TFRS 3 (revised 2009) Business Combinations

TFRS 5 (revised 2009) Non-current Assets Held for Sale and Discontinued

Operations

TFRS 6 Exploration for and Evaluation of Mineral Resources

Financial Reporting Standard Interpretations:

TFRIC 15 Agreements for the Construction of Real Estate

Accounting Standard Interpretations:

SIC 21 Income Taxes - Recovery of Revalued Non-Depreciable

Assets

SIC 25 Income Taxes - Changes in the Tax Status of an Entity or

its Shareholders

SIC 31 Revenue - Barter Transactions Involving Advertising

Services

These accounting standards do not have any significant impact on the financial statements for the current period. The effect of changes in significant accounting policies has been described in Note 2 to financial statements.

### 1.4 Significant accounting policies

The interim financial statements are prepared using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2010, except for the changes in the following accounting policies due to the adoption of revised and new accounting standards.

### Employee benefits

Post-employment benefits (Defined contribution plans)

The Company and its subsidiaries and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company and its subsidiaries. The fund's assets are held in a separate trust fund and the Company and its subsidiaries' contributions are recognised as expenses when incurred.

Post-employment benefits (Defined benefit plans)

The Company and its subsidiaries have obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Company and its subsidiaries treat these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by the Company and its subsidiaries based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, staff turnover rate, mortality rate, and inflation rates.

Actuarial gains and losses arising from post-employment benefits are recognised immediately in other comprehensive income.

For the first-time adoption of TAS 19 Employee Benefits, the Company and its subsidiaries elected to recognise the transitional liability, which exceeds the liability that would have been recognised at the same date under the previous accounting policy, through an adjustment to the beginning balance of retained earnings in the current period.

## Investment properties

The Company and its subsidiaries record initial value of investment properties at costs, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and allowance for loss on impairment.

Depreciation of investment properties is calculated by reference to their costs on the straight-line basis over estimated useful lives of 20 years. Depreciation of the investment properties is included in the income statement.

On disposal of investment properties, the Company and its subsidiaries record the difference between the net disposal proceeds and the carrying amount of the asset in profit or loss in the period when the asset is derecognised.

# 2. The effect of the change in accounting policies due to the adoption of new accounting standards

In the first quarter of the current year, the Company and its subsidiaries made the changes to its significant accounting policies described in Note 1.3 and 1.4 to the financial statements, as a result of the adoption of revised and new accounting standards.

## **TAS 19 Employee Benefits**

This accounting standard requires employee benefits to be recognised as expenses in the period in which service is performed by the employee. In particular, an entity has to evaluate and make provision for post-employment benefits using actuarial techniques. The Company and its subsidiaries previously accounted for such employee benefits when they were incurred.

The Company and its subsidiaries have changed this accounting policy since the beginning of the current year and have recognised the liability in the transitional period through an adjustment to the beginning balance of retained earnings in the current period. This resulted in the decreases in the balances of retained earnings brought forward as at 1 January 2011 in the consolidated and separate financial statements by Baht 111 million (long-term employee benefit obligations of Baht 159 million net of related deferred tax of Baht 48 million) and Baht 28 million (long-term employee benefit obligations of Baht 40 million net of related deferred tax of Baht 12 million), respectively. The cumulative effect of such change in accounting policy has already been presented as "Cumulative effect of the change in accounting policy for employee benefits" in the statements of changes in shareholders' equity.

In addition, the change in such accounting policy has the effect of decreasing the profit of the Company and its subsidiaries for the three-month and nine-month periods ended 30 September 2011 by Baht 6 million (0.008 Baht per share) and Baht 17 million. (0.024 Baht per share), respectively (The Company only: decreasing the profit by Baht 1 million (0.002 Baht per share)) and Baht 3 million (0.004 Baht per share), respectively.

# **TAS 40 Investment property**

The Company and its subsidiaries record initial value of investment properties at cost, including transaction cost. The amounts of adjustments affecting the statement of financial position as at 31 December 2010 are summarised below:

(Unit: Thousand Baht)

|                                    | 31 December 2010 |            |  |
|------------------------------------|------------------|------------|--|
|                                    | Consolidated     | Separate   |  |
|                                    | financial        | financial  |  |
|                                    | statements       | statements |  |
| Statements of financial position   |                  |            |  |
| Increase in investment properties  | 76,999           | 357,401    |  |
| Decrease in premises and equipment | (76,999)         | (357,401)  |  |

## 3. New accounting standards issued during the period not yet effective

During the current period, the Federation of Accounting Professions issued the below listed new accounting standards that are effective for fiscal years beginning on or after 1 January 2013.

Accounting Standard Interpretations:

SIC 10 Government Assistance - No Specific Relation to Operating Activities

### 4. General information

## 4.1 The Company's information

TISCO Financial Group Public Company Limited ("the Company") was incorporated as a holding company. Upon completion of the holding company restructuring plan on 9 January 2009, the Company became the parent company of TISCO Group in place of TISCO Bank Public Company Limited ("TISCO Bank"). On 15 January 2009, the securities of the Company were listed on the Stock Exchange of Thailand in place of those of TISCO Bank.

Its registered address is 48/49 TISCO Tower, 21st Floor, North Sathorn Road, Silom, Bangrak, Bangkok.

## 4.2 Related party transactions

Related parties comprise enterprises and individuals that control, or are controlled by, the Company, whether directly or indirectly, or which are under common control with the Company. They also include associated companies and individuals which directly or indirectly own a voting interest in the Company that gives them significant influence over the Company, key management personnel, directors and officers with authority in the planning and direction of the Company's operations.

The Company has significant business transactions with related parties. These transactions have been concluded on commercial terms and bases agreed upon in the ordinary course of business between the Company and those related parties, which are reference to the terms and price as charged to other customers.

The Company and its subsidiaries have neither granted credit, nor made any commitments to management-level employees (departmental managers upward), and have not granted credit to companies of which at least 10 percent of the common shares of paid up capital are held by the Company, the Company's directors or management-level employees, with the exception of loans to related party and loans to employees under the employee welfare scheme, as mentioned in Note 5.26 to the financial statements.

A subsidiary company operating banking business has neither provided any credit nor made any commitments to companies which have directors in common with such subsidiary in cases where such credit is unsecured or not fully collateralised and therefore would require approval from the Bank of Thailand.

The Company and its subsidiaries have no investments in related companies which are related by way of members of the management of the Company or of its subsidiaries being shareholders and/or authorised directors.

# 5. Supplemental information

# 5.1 Interbank and money market items - net (assets)

(Unit: Million Baht)

| Interbank and money market items (assets) which are pledged | Consolidated financial statements as at |                     | Type of pledge                                   |
|---|---|---------------------|--|
|   | 30 September<br>2011                    | 31 December<br>2010 |  |
| Cash at banks of local subsidiary                           | 10                                      | 10                  | To secure facilities provided for bank overdraft |

## 5.2 Derivatives

# 5.2.1 Trading derivative

(Unit: Thousand Baht)

|               | Consolidated financial statements |               |           |            |                |          |  |  |  |
|---------------|-----------------------------------|---------------|-----------|------------|----------------|----------|--|--|--|
|               | 30                                | September 201 | 11        | 3          | 1 December 201 | 0        |  |  |  |
|               | Fair value                        |               | Notional  | Fair value |                | Notional |  |  |  |
|               | Assets                            | Liabilities   | amount    | Assets     | Liabilities    | amount   |  |  |  |
| Type of risk  |                                   |               |           |            |                |          |  |  |  |
| Exchange rate | -                                 | 81,508        | 3,116,735 | 11,190     | -              | 180,908  |  |  |  |
| Interest rate | 7,075                             |               | 3,032,000 | 1,610      |                | 300,000  |  |  |  |
| Total         | 7,075                             | 81,508        | 6,148,735 | 12,800     |                | 480,908  |  |  |  |

All counter parties of these derivative transactions are financial institutions.

# 5.2.2 Hedging derivatives

(Unit: Thousand Baht)

|               | Consolidated financial statements as at |                 |           |                  |             |         |  |
|---------------|---|-----------------|-----------|------------------|-------------|---------|--|
|               | ;                                       | 30 September 20 | 011       | 31 December 2010 |             |         |  |
|               | Fair value                              |                 | Notional  | Fair             | Notional    |         |  |
| Type of risk  | Assets                                  | Liabilities     | amount    | Assets           | Liabilities | amount  |  |
|               |   |                 |           |                  |             |         |  |
| Exchange rate | 4,237                                   | 60,599          | 4,972,438 | -                | -           | -       |  |
| Interest rate | 540                                     | 686             | 375,625   |                  | 9,363       | 326,491 |  |
| Total         | 4,777                                   | 61,285          | 5,348,063 | -                | 9,363       | 326,491 |  |
|               |   |                 |           |                  |             |         |  |

All counter parties of these derivative transactions are financial institutions.

# 5.3 Investments

(Unit: Thousand Baht)

|  | Consolidated financial statements as at |                  |  |
|--|---|------------------|--|
|  | 30 September 2011                       | 31 December 2010 |  |
| Trading securities - fair value                        |   |                  |  |
| Domestic marketable equity securities                  | 3,752                                   | 3,752            |  |
| Add: Allowance for changes in value                    | 16,748                                  | 29,195           |  |
| Total trading securities                               | 20,500                                  | 32,947           |  |
| Available-for-sales securities - fair value            |   |                  |  |
| Government and state enterprise securities             | 1,079,373                               | 1,419,765        |  |
| Debt securities of private sector                      | 831,460                                 | 841,460          |  |
| Foreign debt securities                                | 195,917                                 | 196,430          |  |
| Domestic marketable equity securities                  | 809,401                                 | 872,709          |  |
| Other securities - unit trusts                         | 30,133                                  | 40,133           |  |
| Add: Allowance for changes in value                    | 107,301                                 | 476,545          |  |
| Less: Allowance for impairment                         | (1,460)                                 | (1,460)          |  |
| Total available-for-sales securities                   | 3,052,125                               | 3,845,582        |  |
| Held-to-maturity debt securities - cost/amortised cost |   |                  |  |
| Government and state enterprise securities             | -                                       | 87,975           |  |
| Debt securities of private sector                      | 2                                       | 2                |  |
| Investment in receivables                              | 886,363                                 | 1,906,753        |  |
| Less: Allowance for impairment                         | (21,467)                                | (23,256)         |  |
| Total held-to-maturity debt securities                 | 864,898                                 | 1,971,474        |  |
| Other investments - cost                               |   |                  |  |
| Domestic non-marketable equity securities              | 608,263                                 | 698,548          |  |
| Less: Allowance for impairment                         | (64,213)                                | (67,547)         |  |
| Total other investments                                | 544,050                                 | 631,001          |  |
| Investments - net                                      | 4,481,573                               | 6,481,004        |  |

# 5.3.1 Investments subject to restriction

| Consolidated financial statements |
|-----------------------------------|
|-----------------------------------|

| Type of investment         | as                | Type of restriction |                               |
|----------------------------|-------------------|---------------------|-------------------------------|
|                            | 30 September 2011 | 31 December 2010    |                               |
| Government debt securities | 2                 | 2                   | Pledged for electricity usage |
| Government debt securities | 501               | -                   | Pledged for the use of credit |
|                            |                   |                     | balance on clearing position  |

# 5.3.2 Investments in companies with weak financial positions and poor operating results of a subsidiary company operating banking business

(Unit: Thousand Baht)

Allowance for

Consolidated financial statements

as at 30 September 2011

|       |            | changes in           |
|-------|------------|----------------------|
| Cost  | Fair value | value <sup>(1)</sup> |
| 7.060 |            | 7.060                |

Companies having problems with debt repayment or in default

(Unit: Thousand Baht)

Consolidated financial statements

as at 31 December 2010

|   |       |            | Allowance for        |
|---|-------|------------|----------------------|
|   |       |            | changes in           |
|   | Cost  | Fair value | value <sup>(1)</sup> |
| Companies having problems with debt repayment or in default | 7,060 | -          | 7,060                |

<sup>(1)</sup> Allowance for changes in value of investment is calculated at cost less collateral value.

# 5.3.3 Investments where a subsidiary company operating banking business hold not less than 10 percent of the equity of the investees

Consolidated financial statements as at

(Unit: Thousand Baht)

|  | Consolidated financial statements as at |               |            |            |                 |            |
|--|---|---------------|------------|------------|-----------------|------------|
|  | 30                                      | September 201 | 1          | 3          | 1 December 2010 | )          |
|  |   | Unpaid        | Percentage |            | Unpaid          | Percentage |
| Securities' name                       | Book value                              | amounts       | of holding | Book value | amounts         | of holding |
|  |   | _             | %          |            |                 | %          |
| Insurance:                             |   |               |            |            |                 |            |
| AXA Insurance Plc.                     | 53,169                                  | -             | 10         | 53,169     | -               | 10         |
| Services:                              |   |               |            |            |                 |            |
| TISCO Securities Hong Kong Limited     | 47,127                                  | -             | 100        | 49,315     | -               | 100        |
| (in the process of liquidation)        |   |               |            |            |                 |            |
| Jiji Press (Thailand) Co., Ltd.        | 814                                     | 300           | 10         | 814        | 300             | 10         |
| K. Line (Thailand) Co., Ltd.           | 37,335                                  | -             | 10         | 37,335     | -               | 10         |
| Leasing and hire purchase:             |   |               |            |            |                 |            |
| TISCO Leasing Co., Ltd.                | -                                       | -             | -          | 85,998     | -               | 99.99      |
| Trading import and export:             |   |               |            |            |                 |            |
| Shin Thai Enterprises Co., Ltd.        | 4,019                                   | -             | 10         | 4,592      | -               | 10         |
| PDTL Trading Co., Ltd.                 | 8,703                                   | -             | 10         | 9,270      | -               | 10         |
| Wattana Inter-Trade Co., Ltd.          | 5,382                                   | -             | 10         | 3,957      | -               | 10         |
| Real estate:                           |   |               |            |            |                 |            |
| Prosperity Industrial Estate Co., Ltd. | 45,095                                  | -             | 10         | 45,095     | -               | 10         |
| UMI Property Co., Ltd.                 | 6,843                                   | -             | 10         | 7,454      | -               | 10         |
| Industrial:                            |   |               |            |            |                 |            |
| Siam Art Ceramic Co., Ltd.             | 17,028                                  | -             | 10         | 16,588     | -               | 10         |
|  |   |               |            |            |                 |            |

<sup>(1)</sup> Allowance for changes in value of investment is calculated at cost less collateral value.

# 5.4 Investments in subsidiaries

(Unit: Million Baht)

|  |               | Separate financial statements |             |              |                  |              |             |                          |                |
|--|---------------|-------------------------------|-------------|--------------|------------------|--------------|-------------|--------------------------|----------------|
|  |               |                               |             | Percentage o | f shares held by | Investm      | ent value   |                          |                |
|  | Nature of     |                               |             | the Co       | ompany           | - cost       | method      | Dividend re              | ceived for the |
| Company's name                         | Business      | Туре с                        | of shares   | а            | s at             | a            | s at        | nine-month periods ended |                |
|  |               | 30 September                  | 31 December | 30 September | 31 December      | 30 September | 31 December | 30 September             | 30 September   |
|  |               | 2011                          | 2010        | 2011         | 2010             | 2011         | 2010        | 2011                     | 2010           |
| Subsidiaries directly held by the Comp | <u>any</u>    |                               |             | %            | %                |              |             |                          |                |
| TISCO Bank Public Company Limited      | Banking       | Ordinary                      | Ordinary    | 99.98        | 99.98            | 13,294       | 13,294      | 670                      | -              |
|  |               | shares                        | shares      |              |                  |              |             |                          |                |
| TISCO Securities Co., Ltd.             | Securities    | Ordinary                      | Ordinary    | 99.99        | 99.99            | 1,075        | 1,075       | -                        | -              |
|  | business      | shares                        | shares      |              |                  |              |             |                          |                |
| TISCO Asset Management Co., Ltd.       | Asset         | Ordinary                      | Ordinary    | 99.99        | 99.99            | 110          | 110         | -                        | -              |
|  | management    | shares                        | shares      |              |                  |              |             |                          |                |
| Hi-Way Co., Ltd.                       | Hire purchase | Preference                    | Preference  | 99.99        | 99.99            | 3            | 3           | -                        | -              |
|  |               | shares                        | shares      |              |                  |              |             |                          |                |
|  |               | Ordinary                      | Ordinary    | 99.99        | 99.99            | 270          | 270         | -                        | -              |
|  |               | shares                        | shares      |              |                  |              |             |                          |                |
| TISCO Information Technology Co., Ltd. | Services      | Ordinary                      | Ordinary    | 99.99        | 99.99            | 22           | 22          | -                        | -              |
|  |               | shares                        | shares      |              |                  |              |             |                          |                |
| TISCO Leasing Co., Ltd.                | Leasing       | Ordinary                      | Ordinary    | 99.99        | -                | 137          | -           | -                        | -              |
|  |               | shares                        | shares      |              |                  |              |             |                          |                |
| TISCO Tokyo Leasing Co., Ltd.          | Leasing       | Ordinary                      | Ordinary    | 49.00        | 49.00            | 73           | 73          | 2                        | 1              |
|  |               | shares                        | shares      |              |                  |              |             |                          |                |
| Primus Leasing Co., Ltd.               | Hire purchase | Ordinary                      | Ordinary    | 99.99        | 99.99            | 142          | 142         | -                        | -              |
| (in the process of liquidation)        |               | shares                        | shares      |              |                  |              |             |                          |                |
| TISCO Learning Center Co., Ltd.        | Services      | Ordinary                      | Ordinary    | 99.99        | -                | 5            | -           | -                        | -              |
|  |               | shares                        | shares      |              |                  |              | -           |                          |                |
|  |               |                               |             |              |                  | 15,131       | 14,989      | 672                      | 1              |
| Less: Allowance for impairment         |               |                               |             |              |                  | (110)        | (110)       | _                        |                |
| Investment in subsidiaries - net       |               |                               |             |              |                  | 15,021       | 14,879      |                          |                |
|  |               |                               |             |              |                  |              | ·           | =:                       |                |

On 27 June 2011, the Company acquired TISCO Leasing Co., Ltd. from TISCO Bank Public Co., Ltd. as mentioned in Note 6.2 to financial statements.

# 5.5 Loans to customers and accrued interest receivable

# 5.5.1 Classified by loan type

(Unit: Thousand Baht)
Consolidated financial statements

|  | as at            |                       |  |
|--|------------------|-----------------------|--|
|  | 30 September     | 31 December           |  |
|  | 2011             | 2010                  |  |
| Loans to customers                                       |                  |                       |  |
| Loans  | 43,153,018       | 32,788,168            |  |
| Hire purchase receivables                                | 152,773,077      | 129,188,567           |  |
| Financial lease receivables                              | 3,990,569        | 3,112,688             |  |
| Less: Deferred revenue                                   | (17,975,296)     | (15,248,648)          |  |
| Advances received from financial lease receivables       | (202,995)        | (108,546)             |  |
| Total loans to customers                                 | 181,738,373      | 149,732,229           |  |
| Add: Accrued interest receivable                         | 175,721          | 133,879               |  |
| Less: Allowance for doubtful accounts                    |                  |                       |  |
| BOT's minimum requirement provision                      |                  |                       |  |
| - Individual   | (640,203)        | (682,402)             |  |
| - Collective   | (1,356,798)      | (1,128,795)           |  |
| Excess over BOT's minimum requirement provision          | (2,619,207)      | (2,350,825)           |  |
|  | (4,616,208)      | (4,162,022)           |  |
| Less: Allowance for loss on debt restructuring           | (3)              | (3)                   |  |
| Loans to customers and accrued interest receivable - net | 177,297,883      | 145,704,083           |  |
|  | (                | (Unit: Thousand Baht) |  |
|  | Separate finance | cial statements       |  |
|  | as at            |                       |  |
|  | 30 September     | 31 December           |  |
|  | 2011             | 2010                  |  |
| Loans to customers                                       |                  |                       |  |
| Loans  | 883,000          | 1,281,000             |  |
| Add: Accrued interest receivable                         | -                | -                     |  |
| Loans to customers and accrued interest receivable - net | 883,000          | 1,281,000             |  |

# 5.5.2 Classified by currency and residency of debtors

(Unit: Thousand Baht)

#### Consolidated financial statements as at

|                               | 30 September 2011 |           |             | 31 December 2010 |         |             |  |
|-------------------------------|-------------------|-----------|-------------|------------------|---------|-------------|--|
|                               | Domestic          | Foreign   | Total       | Domestic         | Foreign | Total       |  |
| Baht                          | 178,621,633       | -         | 178,621,633 | 149,732,229      | -       | 149,732,229 |  |
| US Dollars                    |                   | 3,116,740 | 3,116,740   | <u>-</u>         |         |             |  |
| Total loans to customers from |                   |           |             |                  |         |             |  |
| deferred revenue -net         | 178,621,633       | 3,116,740 | 181,738,373 | 149,732,229      |         | 149,732,229 |  |

(Unit: Thousand Baht)

### Separate financial statements as at

|                               | 30 September 2011 |          |         | 31 December 2010 |         |           |
|-------------------------------|-------------------|----------|---------|------------------|---------|-----------|
|                               | Domestic          | Foreign  | Total   | Domestic         | Foreign | Total     |
| Baht                          | 883,000           | <u> </u> | 883,000 | 1,281,000        |         | 1,281,000 |
| Total loans to customers from |                   |          |         |                  |         |           |
| deferred revenue -net         | 883,000           | -        | 883,000 | 1,281,000        | -       | 1,281,000 |

# 5.5.3 Classified by loan classification of a subsidiary company operating banking business

|  | 30 September 2011 |               |             | 31 December 2010 |               |             |
|--|-------------------|---------------|-------------|------------------|---------------|-------------|
|  | Loans to          |               |             | Loans to         |               |             |
|  | customers         |               | Allowance   | customers        |               | Allowance   |
|  | and accrued       |               | provided in | and accrued      |               | provided in |
|  | interest          | Balance net   | the         | interest         | Balance net   | the         |
|  | receivable        | of collateral | accounts(1) | receivable       | of collateral | accounts(1) |
| BOT's minimum requirement provision        |                   |               |             |                  |               |             |
| Pass                                       | 167,480           | 153,774       | 1,069       | 136,253          | 122,958       | 794         |
| Special mention                            | 7,086             | 6,967         | 66          | 6,692            | 6,547         | 59          |
| Sub-standard                               | 903               | 894           | 222         | 788              | 768           | 178         |
| Doubtful                                   | 207               | 178           | 54          | 267              | 239           | 51          |
| Doubtful of loss                           | 899               | 532           | 316         | 1,304            | 789           | 426         |
| Provision in excess of BOT's minimum rates |                   |               |             |                  |               |             |
| required (2)                               |                   | -             | 2,619       |                  | -             | 2,351       |
| Total                                      | 176,575           | 162,345       | 4,346       | 145,304          | 131,301       | 3,859       |

<sup>(1)</sup> Allowance for doubtful accounts for loans to customers is determined based on debt balance less collateral value in accordance with the BOT's guidelines (except for hire purchase and financial lease receivables, for which the Bank does not deduct the collateral value from the outstanding loan balance).

<sup>(2)</sup> Allowance for doubtful accounts is determined based on long-term average value of business risk in order to provide a reserve for counter cyclical business factors including economic factors, and other risk that may affect the quality of assets.

Percentage of allowance for doubtful accounts set up

|                  | Hire purchase | e receivables <sup>(1)</sup> | Other loans |             |  |
|------------------|---------------|------------------------------|-------------|-------------|--|
|                  | 30 September  | 30 September 31 December     |             | 31 December |  |
|                  | 2011          | 2010                         | 2011        | 2010        |  |
| Pass             | 0.64          | 0.60                         | 1           | 1           |  |
| Special mention  | 0.64          | 0.60                         | 2           | 2           |  |
| Sub-standard     | 20.44         | 20.31                        | 100         | 100         |  |
| Doubtful         | 20.44         | 20.31                        | 100         | 100         |  |
| Doubtful of loss | 20.44         | 20.31                        | 100         | 100         |  |

<sup>(1)</sup> These percentages of allowance for doubtful accounts are average percentages used in setting up allowance for doubtful accounts.

## 5.5.4 Hire purchase and financial lease receivables

As at 30 September 2011, net receivables of the subsidiaries under hire purchase and financial lease agreements amount to Baht 138,775 million (31 December 2010: Baht 117,133 million) and mostly comprise hire purchase agreements for cars, machine and equipment for business operation. The terms of the agreements are generally between 1 to 7 years and under most agreements interest is charged at a fixed rate as specified in agreements.

| _                                  | Consolidated financial statements as at 30 September 2011        |             |                |         |          |  |
|------------------------------------|--|-------------|----------------|---------|----------|--|
| _                                  | Amounts of installments due under the long-term lease agreements |             |                |         |          |  |
|                                    | Less than  |             | Non performing |         |          |  |
| <u>-</u>                           | 1 year   | 1 - 5 years | Over 5 years   | loans   | Total    |  |
| Gross investment in the agreements | 49,168   | 101,448     | 3,356          | 2,792   | 156,764  |  |
| Less: Deferred revenue*            | (7,167)  | (9,297)     | (92)           | (1,230) | (17,786) |  |

| Less: Deferred revenue*                  | (7,167)   | (9,297) | (92)  | (1,230)  | (17,786) |
|--|-----------|---------|-------|----------|----------|
| Advances received from                   |           |         |       |          |          |
| financial lease receivables              | (15)      | (187)   | (1)   |          | (203)    |
| Present value of minimum lease           |           |         |       |          |          |
| pay from agreements                      | 41,986    | 91,964  | 3,263 | 1,562    | 138,775  |
| Allowance for doubtful accounts          |           |         |       | <u>-</u> | (1,392)  |
| Net hire nurchase and financial lease re | ceivables |         |       |          | 137,383  |

<sup>\*</sup> Net of commissions and direct expenses incurred at the initiation of hire purchase.

(Unit: Million Baht)

Consolidated financial statements as at 31 December 2010

| _  | Amounts of installments due under the long-term lease agreements |             |              |                |          |  |  |
|--|--|-------------|--------------|----------------|----------|--|--|
|  | Less than  |             |              | Non performing |          |  |  |
|  | 1 year   | 1 - 5 years | Over 5 years | loans          | Total    |  |  |
| Gross investment in the agreements       | 42,534   | 84,437      | 2,318        | 3,012          | 132,301  |  |  |
| Less: Deferred revenue*                  | (6,293)  | (7,453)     | (56)         | (1,258)        | (15,060) |  |  |
| Advances received from                   |  |             |              |                |          |  |  |
| financial lease receivables              | (5)  | (103)       |              |                | (108)    |  |  |
| Present value of minimum lease           |  |             |              |                |          |  |  |
| pay from agreements                      | 36,236   | 76,881      | 2,262        | 1,754          | 117,133  |  |  |
| Allowance for doubtful accounts          |  |             |              | _              | (1,253)  |  |  |
| Net hire purchase and financial lease re | eceivables   |             |              | =              | 115,880  |  |  |

<sup>\*</sup> Net of commissions and direct expenses incurred at the initiation of hire purchase.

# 5.5.5 Loans to customers of subsidiary companies for which the recognition of interest income has ceased

(Unit: Million Baht) Amounts calculated Amounts calculated under BOT's guidelines(2) under TISCO Bank's policy **TISCO Bank** as at as at 30 September 31 December 30 September 31 December 2011 2011 2010 2010 Loans to customers for which the recognition of interest income has ceased<sup>(1)</sup> 2,440 3,941 2,000 3,618

| Other subsidiaries  | As at        |             |  |
|---|--------------|-------------|--|
|   | 30 September | 31 December |  |
|   | 2011         | 2010        |  |
| Hire purchase receivables, financial lease receivables and other loans  |              |             |  |
| and receivables for which the recognition of interest income has ceased | 265          | 294         |  |

<sup>&</sup>lt;sup>(1)</sup> These amounts are calculated on an account by account basis.

<sup>(2)</sup> Accrual of interest ceases when interest payments have been defaulted on for more than three months, counting from the due date.

# 5.5.6 Deferred revenue which is presented as a deduction against loans to customers of subsidiaries

(Unit: Million Baht)

Consolidated financial statements

| as           | at          |
|--------------|-------------|
| 30 September | 31 December |
| 2011         | 2010        |
| 17,975       | 15,248      |

<sup>(1)</sup> These amounts included deferred revenue of hire purchase and finance lease contracts which is stated net of commissions and direct expenses incurred at the initiation of hire purchase.

## 5.5.7 Troubled debt restructuring of a subsidiary company operating banking business

For the nine-month periods

|   | ended 30 September |      |  |
|---|--------------------|------|--|
|   | 2011               | 2010 |  |
| Debtors restructured during the period                  |                    |      |  |
| Number of debtors restructured by modification of terms |                    |      |  |
| (number)  | 210                | 379  |  |
| Loan balances before restructuring (million Baht)       | 590                | 222  |  |
| Loan balances after restructuring (million Baht)        | 590                | 222  |  |
| Loss on troubled debt restructuring (million Baht)      | -                  | -    |  |
| Average contract period of debt restructuring (years)   |                    |      |  |
| Hire purchase receivables                               | 4                  | 4    |  |
| Mortgage loan receivables                               | 3                  | 3    |  |
| Corporate loan receivables                              | 2                  | -    |  |

Supplemental information for the nine-month periods end 30 September 2011 and 2010 relating to the restructured debts is as follows:

For the nine-month periods

|  | ended 30 S | September |
|--|------------|-----------|
|  | 2011       | 2010      |
| Interest income on restructured receivables (million Baht) | 48         | 45        |
| Receipt of principal and interest (million Baht)           | 509        | 297       |

As at 30 September 2011 and 31 December 2010, a subsidiary company operating banking business have the outstanding balance with troubled debt restructuring debtors, as follows:

(Unit: Million Baht)

|                                       | As at     |             |           |             |  |
|---------------------------------------|-----------|-------------|-----------|-------------|--|
|                                       | 30 Septe  | mber 2011   | 31 Decer  | mber 2010   |  |
|                                       | Number of | Outstanding | Number of | Outstanding |  |
|                                       | debts     | balance     | debts     | balance     |  |
| The balance of the restructured debts | 1,427     | 1,424       | 1,289     | 1,711       |  |

## 5.6 Allowance for doubtful accounts / allowance for loss on debt restructuring

## 5.6.1 Allowance for doubtful accounts – classified by the receivables classification

(Unit: Thousand Baht)

|   | Consolidated financial statements as at 30 September 2011 |           |              |           |             |                              |             |
|---|---|-----------|--------------|-----------|-------------|------------------------------|-------------|
|   |   |           |              |           |             | Reserve for counter cyclical |             |
|   |   | Special   |              |           | Doubtful of | business                     |             |
|   | Pass  | mentioned | Sub-Standard | Doubtful  | loss        | factors*                     | Total       |
| Balance - beginning of period<br>Increase (decrease) in<br>allowance for doubtful | 934,963   | 92,619    | 237,767      | 88,718    | 457,130     | 2,350,825                    | 4,162,022   |
| accounts during the period  Transfer from allowance for declining in value of     | 263,432   | 15,152    | 354,198      | 492,774   | 140,896     | 255,095                      | 1,521,547   |
| property foreclosed   | -   | -         | -            | -         | -           | 13,287                       | 13,287      |
| Bad debt written-off  | (1,851)   | (14,071)  | (314,350)    | (495,188) | (255,188)   | <u> </u>                     | (1,080,648) |
| Balance - end of period   | 1,196,544   | 93,700    | 277,615      | 86,304    | 342,838     | 2,619,207                    | 4,616,208   |

<sup>\*</sup> Allowance for doubtful accounts is determined based on long-term average value of business risk in order to provide a reserve for counter cyclical business including economic factors, and other risk that may affect the quality of assets.

(Unit: Thousand Baht)

|                             |  |           |              |           |             | (Unit: I    | nousand Bant) |
|-----------------------------|--|-----------|--------------|-----------|-------------|-------------|---------------|
| _                           | Consolidated financial statements as at 31 December 2010 |           |              |           |             |             |               |
|                             |  |           |              |           |             | Reserve for |               |
|                             |  |           |              |           |             | counter     |               |
|                             |  |           |              |           |             | cyclical    |               |
|                             |  | Special   |              |           | Doubtful of | business    |               |
| _                           | Pass   | mentioned | Sub-Standard | Doubtful  | loss        | factors*    | Total         |
| Balance - beginning of year | 732,736  | 97,122    | 229,552      | 113,804   | 524,204     | 727,847     | 2,425,265     |
| Increase (decrease) in      |  |           |              |           |             |             |               |
| allowance for doubtful      |  |           |              |           |             |             |               |
| accounts during the year    | 203,127  | 13,790    | 334,714      | 497,205   | 125,883     | 1,411,876   | 2,586,595     |
| Transfer from allowance for |  |           |              |           |             |             |               |
| declining in value of       |  |           |              |           |             |             |               |
| property foreclosed         | -  | -         | -            | -         | -           | 211,125     | 211,125       |
| Bad debt written-off        | (900)  | (18,293)  | (326,499)    | (522,291) | (192,957)   | (23)        | (1,060,963)   |
| Balance - end of year       | 934,963  | 92,619    | 237,767      | 88,718    | 457,130     | 2,350,825   | 4,162,022     |
| -                           |  |           |              |           |             |             |               |

<sup>\*</sup> Allowance for doubtful accounts is determined based on long-term average value of business risk in order to provide a reserve for counter cyclical business including economic factors, and other risk that may affect the quality of assets.

# 5.6.2 Allowance for doubtful accounts - classified by loan loss provisioning method

(Unit: Thousand Baht)

| Consolidated fi | nancial atata | manta aa at | 20 Cantan | ahar 2011 |
|-----------------|---------------|-------------|-----------|-----------|
| CONSONGATEGI    | nanciai siale | mems as ar  | ാധ ാലവല   | 100 / 011 |

|  |            |             | Reserve for       |             |  |  |  |
|--|------------|-------------|-------------------|-------------|--|--|--|
|  | Individual | Collective  | counter cyclical  |             |  |  |  |
|  | impairment | impairment  | business factors* | Total       |  |  |  |
| Balance - beginning of period                  | 565,586    | 1,245,611   | 2,350,825         | 4,162,022   |  |  |  |
| Increase (decrease) in allowance for doubtful  |            |             |                   |             |  |  |  |
| accounts during the period                     | 75,603     | 1,190,849   | 255,095           | 1,521,547   |  |  |  |
| Transfer from allowance for declining in value |            |             |                   |             |  |  |  |
| of property foreclosed                         | -          | -           | 13,287            | 13,287      |  |  |  |
| Bad debt written-off                           | (986)      | (1,079,662) |                   | (1,080,648) |  |  |  |
| Balance - end of period                        | 640,203    | 1,356,798   | 2,619,207         | 4,616,208   |  |  |  |

<sup>\*</sup> Allowance for doubtful accounts is determined based on long-term average value of business risk in order to provide a reserve for counter cyclical business including economic factors, and other risk that may affect the quality of assets.

(Unit: Thousand Baht)

### Consolidated financial statements as at 31 December 2010

|  | Odrisolidated imandal statements as at 51 December 2010 |             |                   |             |  |  |  |
|--|---|-------------|-------------------|-------------|--|--|--|
|  |   | Reserve for |                   |             |  |  |  |
|  | Individual  | Collective  | counter cyclical  |             |  |  |  |
|  | impairment  | impairment  | business factors* | Total       |  |  |  |
| Balance - beginning of year                    | 520,672   | 1,176,746   | 727,847           | 2,425,265   |  |  |  |
| Increase (decrease) in allowance for doubtful  |   |             |                   |             |  |  |  |
| accounts during the year                       | 84,717  | 1,090,002   | 1,411,876         | 2,586,595   |  |  |  |
| Transfer from allowance for declining in value |   |             |                   |             |  |  |  |
| of property foreclosed                         | -   | -           | 211,125           | 211,125     |  |  |  |
| Bad debt written-off                           | (39,803)  | (1,021,137) | (23)              | (1,060,963) |  |  |  |
| Balance - end of year                          | 565,586   | 1,245,611   | 2,350,825         | 4,162,022   |  |  |  |

<sup>\*</sup> Allowance for doubtful accounts is determined based on long-term average value of business risk in order to provide a reserve for counter cyclical business including economic factors, and other risk that may affect the quality of assets.

# 5.6.3 Allowance for doubtful accounts / allowance for loss on debt restructuring of a subsidiary company operating banking business

(Unit: Million Baht)

Allowance for doubtful accounts /

As at 30 September 31 December 2011 2010

Amount to be provided under BOT's guidelines 1,704 1,485

Amount already recorded by TISCO Bank 4,346 3,859

Amount in excess of the required amount under BOT's guidelines 2,619 2,351

# 5.6.4 Non-performing loans to customers of a subsidiary company operating banking business

(Unit: Million Baht)

|                                   | As           | at          |
|-----------------------------------|--------------|-------------|
|                                   | 30 September | 31 December |
|                                   | 2011         | 2010        |
| Non-performing loans to customers | 2,009        | 2,359       |
| Allowance for doubtful accounts   | 593          | 655         |

## 5.7 Classification of assets

# 5.7.1 Investments in companies with weak financial position and poor operating results of a subsidiary company operating banking business

(Unit: Million Baht) Allowance for possible loss Fair value provided in the accounts(1) Cost as at as at as at 30 31 30 31 30 31 September December September December September December 2011 2010 2011 2010 2011 2010 Debt instruments - debentures (2) 1 1 1 1 Equity instruments - ordinary shares (3) 6 6 6 6

<sup>(1)</sup> Include allowance for doubtful accounts for credit granted to financial institutions (which is presented as part of interbank and money market items - assets in the statements of financial position).

<sup>(1)</sup> Allowance for possible loss is determined based on the investment cost less collateral value.

<sup>(2)</sup> Investments in subordinated debentures issued by financial institutions which the Bank of Thailand ordered closed on 8 December 1997.

Investments in securities of companies which are vulnerable to delisting, of companies of which the auditors have expressed opinions citing the going concern issue, or of companies which have defaulted on interest payment.

5.7.2 Classification of assets under the Bank of Thailand's guidelines of a subsidiary company operating banking business

As at 30 September 2011 and 31 December 2010, the quality of the Bank's assets is classified in accordance with the Bank of Thailand's guidelines are as follows:

(Unit: Million Baht)

|                   | Investments in transferred |                           |                           |          |           |               |           |                     |           |          |  |
|-------------------|----------------------------|---------------------------|---------------------------|----------|-----------|---------------|-----------|---------------------|-----------|----------|--|
|                   | Loans and r                | eceivables <sup>(1)</sup> | Investments in securities |          | recei     | ceivables Pro |           | Property foreclosed |           | Total    |  |
|                   | 30                         | 31                        | 30                        | 31       | 30        | 31            | 30        | 31                  | 30        | 31       |  |
|                   | September                  | December                  | September                 | December | September | December      | September | December            | September | December |  |
|                   | 2011                       | 2010                      | 2011                      | 2010     | 2011      | 2010          | 2011      | 2010                | 2011      | 2010     |  |
| Pass              | 180,206                    | 139,279                   | -                         | -        | -         | -             | -         | -                   | 180,206   | 139,279  |  |
| Special mentioned | 7,002                      | 6,611                     | -                         | -        | -         | -             | -         | -                   | 7,002     | 6,611    |  |
| Sub-standard      | 903                        | 788                       | -                         | -        | -         | -             | -         | -                   | 903       | 788      |  |
| Doubtful          | 207                        | 267                       | -                         | -        | -         | -             | -         | -                   | 207       | 267      |  |
| Doubtful of loss  | 899                        | 1,304                     | 88                        | 87       | 21        | 23            | 50        | 61                  | 1,058     | 1,475    |  |
| Total             | 189,217                    | 148,249                   | 88                        | 87       | 21        | 23            | 50        | 61                  | 189,376   | 148,420  |  |

<sup>(1)</sup> Loans and receivable include investment in debt securities under resale agreements of other commercial banks and loan to financial institutions (which presented as part of interbank and money market items-asset in the statement of financial position).

5.7.3 Classification of assets under the Bank of Thailand's guidelines for hire purchase receivables on which a subsidiary company operating banking business sets aside provision using a collective approach

| Debt balance                  |           |          |                 |                 |  |                            |                                 |          |  |
|-------------------------------|-----------|----------|-----------------|-----------------|--|----------------------------|---------------------------------|----------|--|
|                               | Debt b    | alance   | after net of co | ollateral value | eral value Percentage of allowance for |                            | Allowance for doubtful accounts |          |  |
|                               | as        | at       | as at           |                 | doubtful acc                           | doubtful account set up(2) |                                 | as at    |  |
|                               | 30        | 31       | 30 31           |                 | 30                                     | 31                         | 30                              | 31       |  |
|                               | September | December | September       | December        | September                              | December                   | September                       | December |  |
|                               | 2011      | 2010     | 2011            | 2010            | 2011                                   | 2010                       | 2011                            | 2010     |  |
| Hire purchase receivables (1) |           |          |                 |                 |  |                            |                                 |          |  |
| Pass                          | 125,249   | 104,568  | 125,249         | 104,568         | 0.64                                   | 0.60                       | 783                             | 610      |  |
| Special mentioned             | 6,660     | 6,360    | 6,660           | 6,360           | 0.64                                   | 0.60                       | 59                              | 55       |  |
| Sub-standard                  | 846       | 747      | 846             | 747             | 20.44                                  | 20.31                      | 174                             | 157      |  |
| Doubtful                      | 158       | 234      | 158             | 234             | 20.44                                  | 20.31                      | 34                              | 46       |  |
| Doubtful of loss              | 295       | 479      | 295             | 479             | 20.44                                  | 20.31                      | 57                              | 94       |  |
| Total                         | 133,208   | 112,388  | 133,208         | 112,388         |  |                            | 1,107                           | 962      |  |

<sup>(1)</sup> The subsidiary company operating banking business does not deduct the collateral value from the outstanding loan balance for calculation allowance for doubtful accounts for hire purchase receivables.

<sup>&</sup>lt;sup>(2)</sup> These percentages of allowance for doubtful accounts are average percentages used in setting up allowance for doubtful accounts.

Allowance for doubtful

5.7.4 Loans and receivables includes debts due from companies with weak financial position and operating results of a subsidiary company operating banking business

|                         |              |             |              |                               |              |              | accounts        | provided     |
|-------------------------|--------------|-------------|--------------|-------------------------------|--------------|--------------|-----------------|--------------|
|                         | Number o     |             |              | Debt balance Collateral value |              |              | in the accounts |              |
|                         | as           | at          | as           | at                            | as           | at           | as at           |              |
|                         | 30 September | 31 December | 30 September | 31 December                   | 30 September | 31 December  | 30 September    | 31 December  |
|                         | 2011         | 2010        | 2011         | 2010                          | 2011         | 2010         | 2011            | 2010         |
|                         |              |             | Million Baht | Million Baht                  | Million Baht | Million Baht | Million Baht    | Million Baht |
| 1. Listed companies     |              |             |              |                               |              |              |                 |              |
| vulnerable to delisting |              |             |              |                               |              |              |                 |              |
| from the SET            | -            | -           | -            | -                             | -            | -            | -               | -            |
| 2. Non-listed companies |              |             |              |                               |              |              |                 |              |
| with similar operating  |              |             |              |                               |              |              |                 |              |
| results and financial   |              |             |              |                               |              |              |                 |              |
| positions to listed     |              |             |              |                               |              |              |                 |              |
| companies vulnerable    |              |             |              |                               |              |              |                 |              |
| to delisting from the   |              |             |              |                               |              |              |                 |              |
| SET                     | 1            | 1           | 249          | 254                           | 145          | 148          | 124             | 127          |
| 3. Listed companies     |              |             |              |                               |              |              |                 |              |
| under rehabilitation    | -            | -           | -            | -                             | -            | -            | -               | -            |
| 4. Companies which      |              |             |              |                               |              |              |                 |              |
| have loan settlement    |              |             |              |                               |              |              |                 |              |
| problems or have        |              |             |              |                               |              |              |                 |              |
| defaulted on payment    |              |             |              |                               |              |              |                 |              |
| of debts                | 2            | 2           | 138          | 349                           | 125          | 269          | 13              | 80           |
| 5. Companies whose      |              |             |              |                               |              |              |                 |              |
| auditor's report cited  |              |             |              |                               |              |              |                 |              |
| going concern issues    | 3            | 3           | 468          | 506                           | 415          | 453          | 53              | 53           |
| Total                   | 6            | 6           | 855          | 1,109                         | 685          | 870          | 190             | 260          |

5.7.5 Classification of assets of the securities business of a local subsidiary in accordance with the Notification of the Office of the Securities and Exchange Commission

|          |                     |          |             |            | (Un         | it: Million Baht) |  |
|----------|---------------------|----------|-------------|------------|-------------|-------------------|--|
|          | Securities business |          | Allow       | ance       | Allowance t | for doubtful      |  |
|          | receivables and     |          | for doubtfu | l accounts | accounts    | provided          |  |
|          | accrued interest    |          | as require  | d by SEC   | in the a    | ccounts           |  |
|          | as at               |          | as          | at         | as at       |                   |  |
|          | 30                  | 31       | 30          | 31         | 30          | 31                |  |
|          | September           | December | September   | December   | September   | December          |  |
|          | 2011                | 2010     | 2011        | 2010       | 2011        | 2010              |  |
| Doubtful | 1                   | 1        | 1           | 1          | 1           | 1                 |  |

5.7.6 Hire purchase receivables / financial lease receivables and other loan receivables of the other subsidiaries classified by the due date of the contracts

(Unit: Million Baht)

|                          | Allowance for |             |                          |           |                    |             |  |  |
|--------------------------|---------------|-------------|--------------------------|-----------|--------------------|-------------|--|--|
|                          | Debt b        | alance      | doubtful                 | account   | Debt balance - net |             |  |  |
|                          | as at         |             | as                       | at        | as at              |             |  |  |
|                          | 30 September  | 31 December | 30 September 31 December |           | 30 September       | 31 December |  |  |
|                          | 2011          | 2010        | 2011                     | 2011 2010 |                    | 2010        |  |  |
| Current                  | 4,457         | 3,740       | 105                      | 113       | 4,352              | 3,627       |  |  |
| Overdue                  |               |             |                          |           |                    |             |  |  |
| 1 month                  | 279           | 274         | 24                       | 27        | 255                | 247         |  |  |
| 2 - 3 months             | 325           | 334         | 27                       | 33        | 298                | 301         |  |  |
| 4 - 6 months             | 137           | 146         | 55                       | 60        | 82                 | 86          |  |  |
| 7 - 12 months            | 81            | 92          | 32                       | 38        | 49                 | 54          |  |  |
| Over 12 months           | 27            | 37          | 11                       | 15        | 16                 | 22          |  |  |
| Debtors under litigation | 18            | 19          | 14                       | 14        | 4                  | 5           |  |  |
| Total                    | 5,324         | 4,642       | 268                      | 300       | 5,056              | 4,342       |  |  |

# 5.8 Investment property

|   |                      | (Unit: Thousand Baht) |
|---|----------------------|-----------------------|
|   | Consolidated         | Separate financial    |
|   | financial statements | statements            |
|   | Building and office  | Building and office   |
|   | condominium          | condominium           |
| Cost:   |                      |                       |
| 31 December 2010                              | 97,699               | 416,177               |
| Transfer to operating assets                  | (84,841)             |                       |
| 30 September 2011                             | 12,858               | 416,177               |
| Accumulated depreciation:                     |                      |                       |
| 31 December 2010                              | 20,700               | 58,776                |
| Depreciation for the period                   | 1,248                | 21,981                |
| Transfer to operating assets                  | (10,206)             |                       |
| 30 September 2011                             | 11,742               | 80,757                |
| Net book value:                               |                      |                       |
| 31 December 2010                              | 76,999               | 357,401               |
| 30 September 2011                             | 1,116                | 335,420               |
| Depreciation for the nine-month periods ended |                      |                       |
| 30 September                                  |                      |                       |
| 2010  | 4,016                | 21,845                |
| 2011  | 1,248                | 21,981                |
|   |                      |                       |

### 5.9 Other assets

(Unit: Thousand Baht) Consolidated financial statements Separate financial statements as at as at 30 September 31 December 30 September 31 December 2011 2010 2011 2010 Receivable from clearing house 41,976 342,549 1,410 Value added tax - net 395,900 353,181 1,076 Accrued interest receivable 21,108 18,370 Fee and charges receivable 157,197 171,259 68,688 74,834 15,031 34,690 Prepaid income tax 37,048 Deposits 34,978 4,259 4,075 Other receivables 297,176 228,758 8 Other assets 38,050 279,175 310,146 35,288 Total other assets 1,244,611 1,493,931 109,311 118,377

# 5.10 Debt issued and borrowings

|                                     |   |             | •                                   | ,           |
|-------------------------------------|---|-------------|-------------------------------------|-------------|
|                                     | Consolidated financial statements as at |             | Separate financial statements as at |             |
|                                     |   |             |                                     |             |
|                                     | 30 September                            | 31 December | 30 September                        | 31 December |
|                                     | 2011                                    | 2010        | 2011                                | 2010        |
| Domestic borrowings                 |   |             |                                     |             |
| Subordinated unsecured debentures   | 6,000,000                               | 6,000,000   | -                                   | -           |
| Unsubordinated unsecured debentures | 1,000,000                               | 1,000,000   | -                                   | -           |
| Bills of exchange                   | 127,289,174                             | 83,773,847  | 2,450,971                           | 3,345,075   |
| Promissory notes                    | 1,034                                   | 2,376       |                                     |             |
| Total                               | 134,290,208                             | 90,776,223  | 2,450,971                           | 3,345,075   |

(Unit: Thousand Baht)

#### 5.10.1 Subordinated unsecured debentures

| Year  | Issuer | Type of debenture   | Ur           | nits        | Face value<br>per unit<br>(Baht) | Balance in consolidated financial statements as at (Million Baht) |             | Maturity in the year | Interest rate         |
|-------|--------|---------------------|--------------|-------------|----------------------------------|---|-------------|----------------------|-----------------------|
|       |        |                     | 30 September | 31 December |                                  | 30 September  | 31 December |                      |                       |
|       |        |                     | 2011         | 2010        |                                  | 2011  | 2010        |                      |                       |
| 2009  | TISCO  | Subordinated and    | 2 million    | 2 million   | 1,000                            | 2,000   | 2,000       | 2019                 | 5.5 percent per       |
|       | Bank   | unsecured long-term |              |             |                                  |   |             |                      | annum in the first to |
|       |        | debentures          |              |             |                                  |   |             |                      | third years, 6.0      |
|       |        |                     |              |             |                                  |   |             |                      | percent per annum     |
|       |        |                     |              |             |                                  |   |             |                      | in the forth to       |
|       |        |                     |              |             |                                  |   |             |                      | seventh years and     |
|       |        |                     |              |             |                                  |   |             |                      | 6.5 percent per       |
|       |        |                     |              |             |                                  |   |             |                      | annum in the eighth   |
|       |        |                     |              |             |                                  |   |             |                      | to tenth years.       |
| 2009  | TISCO  | Subordinated and    | 2 million    | 2 million   | 1,000                            | 2,000   | 2,000       | 2019                 | 5.0 percent per       |
|       | Bank   | unsecured long-term |              |             |                                  |   |             |                      | annum in the first to |
|       |        | debentures          |              |             |                                  |   |             |                      | third years, 5.5      |
|       |        |                     |              |             |                                  |   |             |                      | percent per annum     |
|       |        |                     |              |             |                                  |   |             |                      | in the forth to       |
|       |        |                     |              |             |                                  |   |             |                      | seventh years and     |
|       |        |                     |              |             |                                  |   |             |                      | 6.0 percent per       |
|       |        |                     |              |             |                                  |   |             |                      | annum in the eighth   |
|       |        |                     |              |             |                                  |   |             |                      | to tenth years.       |
| 2010  | TISCO  | Subordinated and    | 1 million    | 1 million   | 1,000                            | 1,000   | 1,000       | 2020                 | 5.0 percent per       |
|       | Bank   | unsecured long-term |              |             |                                  |   |             |                      | annum in the first to |
|       |        | debentures          |              |             |                                  |   |             |                      | tenth years.          |
| 2010  | TISCO  | Subordinated and    | 1 million    | 1 million   | 1,000                            | 1,000   | 1,000       | 2020                 | 4.8 percent per       |
|       | Bank   | unsecured long-term |              |             |                                  |   |             |                      | annum in the first to |
|       |        | debentures          |              |             |                                  |   |             |                      | tenth years.          |
|       |        |                     |              |             |                                  |   |             |                      |                       |
| Total |        |                     |              |             |                                  | 6,000   | 6,000       |                      |                       |

## 5.10.2 Unsubordinated unsecured debentures

|       |        |                     |              |             | Face value            |              |             |             |                  |
|-------|--------|---------------------|--------------|-------------|-----------------------|--------------|-------------|-------------|------------------|
|       |        |                     |              |             | per unit              | Balanc       | e as at     | Maturity    |                  |
| Year  | Issuer | Type of debenture   | Ur           | nits        | (Baht) (Million Baht) |              | n Baht)     | in the year | Interest rate    |
|       |        |                     | 30 September | 31 December |                       | 30 September | 31 December |             |                  |
|       |        |                     | 2011         | 2010        |                       | 2011         | 2010        |             |                  |
| 2007  | TISCO  | Unsubordinated and  | 1 million    | 1 million   | 1,000                 | 1,000        | 1,000       | 2012        | 4.04 percent per |
|       | Bank   | unsecured long-term |              |             |                       |              |             |             | annum.           |
|       |        | debentures          |              |             |                       |              |             |             |                  |
| Total |        |                     |              |             |                       | 1,000        | 1,000       |             |                  |

## 5.10.3 Bills of exchange

Bills of exchange comprised of the fixed interest rates bearing and float interest rate bearing, which will gradually mature in 2011 to 2014. The interest rates of the fixed interest rates bearing bills of exchange are between 1.05 and 4.50 percent per annum.

#### 5.11 Other liabilities

(Unit: Thousand Baht)

Separate financial statements

|                                  | as           | at          | as at        |             |  |
|----------------------------------|--------------|-------------|--------------|-------------|--|
|                                  | 30 September | 31 December | 30 September | 31 December |  |
|                                  | 2011         | 2010        | 2011         | 2010        |  |
| Payable to clearing housing      | 328,900      | 18,615      | -            | -           |  |
| Withholding income tax and other |              |             |              |             |  |
| tax payable                      | 65,266       | 165,152     | 7,735        | 47,571      |  |
| Accrued insurance premium        | 328,224      | 373,622     | -            | -           |  |
| Deferred income                  | 503,451      | 235,537     | -            | -           |  |
| Accrued expenses                 | 1,877,345    | 1,148,128   | 739,895      | 436,766     |  |
| Other liabilities                | 424,439      | 743,980     | 13,256       | 15,379      |  |
| Total other liabilities          | 3,527,625    | 2,685,034   | 760,886      | 499,716     |  |

Consolidated financial statements

## 5.12 Capital funds

- 5.12.1 The primary objectives of the Group's capital management are to maintain its ability to continue as a going concern and to maintain capital adequacy ratio, cash liquidity and other in accordance with the regulations of Bank of Thailand or relevant regulatory agencies.
- 5.12.2 TISCO Bank maintains capital adequacy ratio in comply with Basel II principles which is implementing capital requirement based on Internal Ratings-Based Approach (IRB) for hire purchase receivables, equity exposure and other assets.

Regarding to Capital fund as of 30 September 2011 and 31 December 2010 under Basel II framework, TISCO Bank has allocated the additional reserve from classification as part of regulatory capital fund. The reserve has been classified to Tier 1 capital and Tier 2 capital based on pro rata method under BOT's regulation.

## Capital funds of TISCO Bank are as follows:

(Unit: Thousand Baht)

|  | As                | at               |
|--|-------------------|------------------|
|  | 30 September 2011 | 31 December 2010 |
| <u>Tier I</u>                          |                   |                  |
| Issued and fully paid up share capital | 7,281,522         | 7,281,522        |
| Premium on share capital               | 130,451           | 130,451          |
| Statutory reserve                      | 714,600           | 614,900          |
| Retained earnings - unappropriated     | 4,691,630         | 3,196,596        |
| Less: Deferred tax assets              | (1,078,013)       | (960,966)        |
| Total Tier I                           | 11,740,190        | 10,262,503       |
| <u>Tier II</u>                         |                   |                  |
| Subordinated long-term debentures      | 5,870,095         | 5,131,251        |
| Reserve for loans classified as pass   | 791,194           | 552,695          |
| Add: Excess provision according to IRB | 151,503           | 280,332          |
| Total Tier II                          | 6,812,792         | 5,964,278        |
| Total capital fund                     | 18,552,982        | 16,226,781       |
|  |                   |                  |

| Α | s | а | t |
|---|---|---|---|
|   |   |   |   |

|                               | 30 Septen  | nber 2011   | 31 December 2010      |             |  |
|-------------------------------|------------|-------------|-----------------------|-------------|--|
| Capital ratios                | TISCO Bank | Requirement | TISCO Bank            | Requirement |  |
| Tier I capital to risk assets | 9.88% (1)  | 4.25%       | 11.29% <sup>(1)</sup> | 4.25%       |  |
| Total capital to risk assets  | 14.00% (2) | 8.50%       | 15.23% <sup>(2)</sup> | 8.50%       |  |

<sup>(1)</sup> Before Capital Floor

5.12.3 To comply with the Notification of the Bank of Thailand No. Sor Nor Sor. 6/2553 regarding "Consolidated Supervision" dated 18 June 2010, the Company has disclosed capital maintenance information of financial business group as at 30 June 2011 on its website on 31 October 2011.

<sup>(2)</sup> After Capital Floor

## 5.13 Surplus on changes in the value of investments

(Unit: Thousand Baht)
Consolidated financial statements

|   | as at             |                  |  |
|---|-------------------|------------------|--|
|   | 30 September 2011 | 31 December 2010 |  |
| Balance - beginning of period                         | 439,655           | (16,602)         |  |
| Increase (decrease) from changes in the value of      |                   |                  |  |
| securities during the period                          | (376,969)         | 456,257          |  |
|   | 62,686            | 439,655          |  |
| Less: The effect of deferred tax assets / liabilities | (35,524)          | (146,999)        |  |
| Balance - end of period                               | 27,162            | 292,656          |  |

#### 5.14 Interest incomes

Interest incomes in the statements of comprehensive income for the three-month and nine-month periods ended 30 September 2011 and 2010 consisted of the following:

|                                   |               | (Unit. Thousand Bant)             |                    |               |  |  |
|-----------------------------------|---------------|-----------------------------------|--------------------|---------------|--|--|
|                                   |               | Consolidated financial statements |                    |               |  |  |
|                                   | For the thr   | For the three-month               |                    | ne-month      |  |  |
|                                   | periods ended | 30 September                      | periods ended      | 30 September  |  |  |
|                                   | 2011          | 2010                              | 2011               | 2010          |  |  |
| Interbank and money market items  | 178,961       | 47,855                            | 369,512            | 132,784       |  |  |
| Investments in debt securities    | 54,232        | 96,067                            | 182,172            | 356,533       |  |  |
| Loans to customers                | 923,437       | 437,256                           | 2,319,969          | 1,122,405     |  |  |
| Hire purchase and financial lease | 2,155,174     | 1,826,371                         | 6,162,554          | 5,294,325     |  |  |
| Total interest income             | 3,311,804     | 2,407,549                         | 9,034,207          | 6,906,047     |  |  |
|                                   |               |                                   | (Unit: T           | housand Baht) |  |  |
|                                   |               | Separate finan                    | cial statements    |               |  |  |
|                                   | For the thr   | ee-month                          | For the nine-month |               |  |  |
|                                   | periods ended | periods ended 30 September        |                    | 30 September  |  |  |
|                                   | 2011          | 2010                              | 2011               | 2010          |  |  |
| Interbank and money market items  | 3,173         | 640                               | 12,104             | 3,060         |  |  |
| Loans to customers                | 10,252        | 9,082                             | 29,470             | 27,622        |  |  |
| Total interest income             | 13,425        | 9,722                             | 41,574             | 30,682        |  |  |

## 5.15 Interest expenses

Interest expenses in the statements of comprehensive income for the three-month and nine-month periods ended 30 September 2011 and 2010 consisted of the following:

|  | (Onit. Mousand Bant)              |                |                    |               |  |
|--|-----------------------------------|----------------|--------------------|---------------|--|
|  | Consolidated financial statements |                |                    |               |  |
|  | For the three-month               |                | For the nine-month |               |  |
|  | periods ended                     | 30 September   | periods ended      | 30 September  |  |
|  | 2011                              | 2010           | 2011               | 2010          |  |
| Deposits                                   | 238,378                           | 209,440        | 581,779            | 627,720       |  |
| Interbank and money market items           | 90,008                            | 57,033         | 220,727            | 143,879       |  |
| Contribution fee to the Deposit Protection |                                   |                |                    |               |  |
| Agency                                     | 37,480                            | 65,390         | 124,005            | 201,950       |  |
| Issued debt instruments                    |                                   |                |                    |               |  |
| - Subordinated debentures                  | 77,633                            | 65,157         | 230,367            | 175,836       |  |
| - Unsubordinated debentures                | 10,183                            | 10,560         | 30,217             | 74,977        |  |
| Borrowings                                 | 1,116,707                         | 246,568        | 2,398,713          | 586,040       |  |
| Total interest expenses                    | 1,570,389                         | 654,148        | 3,585,808          | 1,810,402     |  |
|  |                                   |                | (Unit: T           | housand Baht) |  |
|  |                                   | Separate finan | cial statements    |               |  |
|  | For the thr                       | ee-month       | For the nine-month |               |  |
|  | periods ended                     | 30 September   | periods ended      | 30 September  |  |
|  | 2011                              | 2010           | 2011               | 2010          |  |
| Interbank and money market items           | -                                 | 34             | -                  | 189           |  |
| Borrowings                                 | 27,616                            | 14,589         | 65,908             | 44,394        |  |
| Total interest expenses                    | 27,616                            | 14,623         | 65,908             | 44,583        |  |

#### 5.16 Fees and services income - net

Fees and service incomes in the statements of comprehensive income for the threemonth and nine-month periods ended 30 September 2011 and 2010 consisted of the following:

(Unit: Thousand Baht)

|                                   | С                          | onsolidated fina | ancial statements          |               |  |
|-----------------------------------|----------------------------|------------------|----------------------------|---------------|--|
|                                   | For the three-month        |                  | For the nir                |               |  |
|                                   | periods ended 30 September |                  | periods ended 30 September |               |  |
|                                   | 2011                       | 2010             | 2011                       | 2010          |  |
| Fees and service incomes          |                            |                  |                            |               |  |
| - Acceptance, aval and guarantees | 9,538                      | 3,830            | 18,480                     | 7,979         |  |
| - Insurance service               | 288,174                    | 174,991          | 839,960                    | 540,377       |  |
| - Brokerage fees                  | 190,492                    | 212,769          | 545,959                    | 478,065       |  |
| - Fund management                 | 138,318                    | 197,849          | 414,036                    | 438,597       |  |
| - Financial advisory fees         | 7,750                      | 4,250            | 25,916                     | 162,026       |  |
| - Others                          | 148,698                    | 211,746          | 497,962                    | 513,972       |  |
| Total fees and service incomes    | 782,970                    | 805,435          | 2,342,313                  | 2,141,016     |  |
| Fees and service expenses         |                            |                  |                            |               |  |
| - Information service expense     | (19,554)                   | (18,521)         | (49,500)                   | (50,689)      |  |
| - Others                          | (35,271)                   | (33,314)         | (113,056)                  | (110,436)     |  |
| Total fees and service expense    | (54,825)                   | (51,835)         | (162,556)                  | (161,125)     |  |
| Fees and service income - net     | 728,145                    | 753,600          | 2,179,757                  | 1,979,891     |  |
|                                   |                            |                  | /Unit: Th                  | nousand Baht) |  |
|                                   |                            | Sanarata finan   | cial statements            | iousanu bani) |  |
|                                   | For the three              | •                | For the nir                | no month      |  |
|                                   | periods ended 3            |                  | periods ended              |               |  |
|                                   | _ <del>-</del>             |                  | -                          |               |  |
|                                   | 2011                       | 2010             | 2011                       | 2010          |  |
| Fees and service incomes          | -                          | -                | -                          | -             |  |
| Fees and service expenses         |                            |                  |                            |               |  |
| - Others                          | (2,588)                    | (1,979)          | (7,594)                    | (5,879)       |  |
| Total fees and service expenses   | (2,588)                    | (1,979)          | (7,594)                    | (5,879)       |  |
| Fees and service income - net     | (2,588)                    | (1,979)          | (7,594)                    | (5,879)       |  |

## 5.17 Gains on trading and foreign exchange transactions

Gains on trading and foreign exchange transactions in the statements of comprehensive income for the three-month and nine-month periods ended 30 September 2011 and 2010 consisted of the following:

(Unit: Thousand Baht)

|                                       | Consolidated financial statements |             |                    |             |  |
|---------------------------------------|-----------------------------------|-------------|--------------------|-------------|--|
|                                       | For the thre                      | e-month     | For the nine-month |             |  |
|                                       | periods ended 3                   | 0 September | periods ended 3    | 0 September |  |
|                                       | 2011                              | 2010        | 2011               | 2010        |  |
| Gains (losses) on trading and foreign |                                   | _           |                    |             |  |
| exchange transactions                 |                                   |             |                    |             |  |
| - Foreign currencies and derivatives  |                                   |             |                    |             |  |
| on foreign exchange                   | 9,036                             | 1,772       | 22,495             | 294         |  |
| - Derivatives on interest rates       | 40,616                            | (263)       | 7,657              | 151         |  |
| - Debt securities                     | 2,833                             | 2,731       | 8,124              | 7,248       |  |
| - Equity securities                   | (7,688)                           | 1,464       | (12,448)           | 7,505       |  |
| - Others                              | (4)                               | -           | (11)               | (15)        |  |
| Total                                 | 44,793                            | 5,704       | 25,817             | 15,183      |  |

## 5.18 Gains (losses) on investments

Gains (losses) on investments in the statements of comprehensive income for the three-month and nine-month periods ended 30 September 2011 and 2010 consisted of the following:

|                                   | Consolidated financial statements |             |                 |             |  |
|-----------------------------------|-----------------------------------|-------------|-----------------|-------------|--|
|                                   | For the thre                      | e-month     | For the nin     | e-month     |  |
|                                   | periods ended 3                   | 0 September | periods ended 3 | 0 September |  |
|                                   | 2011                              | 2010        | 2011            | 2010        |  |
| Gains (loss) on disposal          |                                   |             |                 |             |  |
| - Available-for-sale securities   | (61)                              | 126,020     | 55,500          | 154,641     |  |
| - Held-to-maturity securities     | 31                                | (122)       | 157             | (427)       |  |
| - General investments             | (9,904)                           | 7,051       | 4,971           | 33,217      |  |
| Total                             | (9,934)                           | 132,949     | 60,628          | 187,431     |  |
| Reversal from loss on impairment  |                                   |             |                 |             |  |
| - General investments             | 3,951                             | 5,338       | 3,334           | 3,150       |  |
| Total                             | 3,951                             | 5,338       | 3,334           | 3,150       |  |
| Gains (loss) on investments - net | (5,983)                           | 138,287     | 63,962          | 190,581     |  |

(Unit: Thousand Baht)

|                               | Separate financial statements |              |                            |         |  |  |
|-------------------------------|-------------------------------|--------------|----------------------------|---------|--|--|
|                               | For the thr                   | ee-month     | For the nine-month         |         |  |  |
|                               | periods ended                 | 30 September | periods ended 30 September |         |  |  |
|                               | 2011                          | 2010         | 2011                       | 2010    |  |  |
| Loss on impairment            |                               |              |                            |         |  |  |
| - Investments in subsidiaries |                               | (5,333)      | (22)                       | (5,357) |  |  |
| Losses on investments         | -                             | (5,333)      | (22)                       | (5,357) |  |  |

## 5.19 Bad debt, doubtful accounts and impairment loss of debt securities

Bad debt, doubtful accounts and impairment loss of debt securities in the statements of comprehensive income for the three-month and nine-month periods ended 30 September 2011 and 2010 consisted of the following:

(Unit: Thousand Baht)

|                                  | Consolidated financial statements |         |                           |           |  |
|----------------------------------|-----------------------------------|---------|---------------------------|-----------|--|
|                                  | For the thre                      | e-month | For the nine-month        |           |  |
|                                  | periods ended 30 September        |         | periods ended 30 Septembe |           |  |
|                                  | 2011                              | 2010    | 2011                      | 2010      |  |
| Interbank and money market items | -                                 | 11,000  | -                         | 15,000    |  |
| Held-to-maturity debt securities | (7,841)                           | 5,830   | (1,789)                   | 11,498    |  |
| Loans to customers               | 309,629                           | 587,652 | 983,270                   | 1,313,578 |  |
| Total                            | 301,788                           | 604,482 | 981,481                   | 1,340,076 |  |

## 5.20 Other operating incomes

Other operating incomes in the statements of comprehensive income for the three-month and nine-month periods ended 30 September 2011 and 2010 consisted of the following:

|  | Consolidated financial statements |          |                          |         |  |
|--|-----------------------------------|----------|--------------------------|---------|--|
|  | For the thre                      | ee-month | For the nine-month       |         |  |
|  | periods ended 30 September        |          | r periods ended 30 Septe |         |  |
|  | 2011                              | 2010     | 2011                     | 2010    |  |
| Gains on disposal of property foreclosed | 17,635                            | 21,984   | 55,085                   | 189,240 |  |
| Rental income                            | 14,294                            | 332      | 14,683                   | 1,550   |  |
| Others                                   | 14,643                            | 54,144   | 46,986                   | 93,747  |  |
| Total                                    | 46,572                            | 76,460   | 116,754                  | 284,537 |  |
|  |                                   |          |                          |         |  |

(Unit: Thousand Baht)

| Separate financial statements |              |                 |             |  |
|-------------------------------|--------------|-----------------|-------------|--|
| For the thre                  | e-month      | For the nine    | e-month     |  |
| eriods ended 3                | 30 September | periods ended 3 | 0 September |  |
| 2011                          | 2010         | 2011            | 2010        |  |
| 14,978                        | 17,030       | 45,855          | 51,458      |  |
| 272                           | 26,845       | 961             | 27,184      |  |
| 15.250                        | 43.875       | 46.816          | 78.642      |  |

# 5.21 Other operating expenses

Retal income

Others Total

Other operating expenses in the statements of comprehensive income for the three-month and nine-month periods ended 30 September 2011 and 2010 consisted of the following:

(Unit: Thousand Baht)

Consolidated financial statements

|                                | For the three-month                                 |              | For the nine-month         |              |  |
|--------------------------------|---|--------------|----------------------------|--------------|--|
|                                | periods ended 3                                     | 30 September | periods ended 3            | 30 September |  |
|                                | 2011  | 2010         | 2011                       | 2010         |  |
| Mailing expenses               | 12,137  | 10,161       | 36,887                     | 32,497       |  |
| Software amortisation expenses | 31,893  | 23,725       | 83,430                     | 69,424       |  |
| Legal expenses                 | 32,177  | 34,392       | 97,970                     | 105,181      |  |
| Transportation expenses        | 25,598  | 20,185       | 71,918                     | 59,839       |  |
| Others                         | 78,590  | 63,499       | 218,331                    | 178,608      |  |
| Total                          | 180,395   | 151,962      | 508,536                    | 445,549      |  |
|                                | (Unit: Thousand Baht) Separate financial statements |              |                            |              |  |
|                                | For the three                                       | ee-month     | For the nin                | e-month      |  |
|                                | periods ended 3                                     | 30 September | periods ended 30 September |              |  |
|                                | 2011  | 2010         | 2011                       | 2010         |  |
| Mailing expenses               | 15  | 15           | 288                        | 193          |  |
| Software amortisation expenses | 15,388  | 11,307       | 42,530                     | 32,659       |  |
| Transportation expenses        | 1,594   | 1,758        | 4,572                      | 4,496        |  |
| Others                         | 10,051  | 11,637       | 31,640                     | 31,324       |  |
| Total                          | 27,048  | 24,717       | 79,030                     | 68,672       |  |

# 5.22 Income tax expense

Income tax expense of the Company and its subsidiaries for the three-month and ninemonth periods ended 30 September 2011 and 2010 are as follows:

|   | (Unit: Thousand Baht)                               |                 |                    |                          |  |
|---|---|-----------------|--------------------|--------------------------|--|
|   | Co  | nsolidated fina | ncial statements   |                          |  |
|   | For the three                                       | e-month         | For the nine-month |                          |  |
|   | periods ended 30                                    | ) September     | periods ended 30   | 0 September              |  |
|   | 2011  | 2010            | 2011               | 2010                     |  |
| Income tax payable on taxable profit for the period   | 389,414   | 453,793         | 1,187,912          | 1,226,751                |  |
| Add (less): Net increase in deferred tax on temporary differences  Adjustment in respect of | (18,985)  | (85,746)        | (108,288)          | (255,527)                |  |
| income tax expenses of prior year   |   |                 | 1,813              | (1,696)                  |  |
| Income tax expense  | 370,429   | 368,047         | 1,081,437          | 969,528                  |  |
|   | (Unit: Thousand Baht) Separate financial statements |                 |                    |                          |  |
|   | For the three                                       | e-month         | For the nine       | e-month                  |  |
|   | periods ended 30                                    | ) September     | periods ended 30   | riods ended 30 September |  |
|   | 2011  | 2010            | 2011               | 2010                     |  |
| Income tax payable on taxable profit for the period  Add (less): Net decrease (increase) in | 26,572  | 30,923          | 82,692             | 111,188                  |  |
| deferred tax on temporary<br>differences<br>Adjustment in respect of                        | (2,236)   | 33,143          | (6,315)            | (7,184)                  |  |
| income tax expenses of prior year   | <u> </u>  |                 | 108                | 84                       |  |
| Income tax expense  | 24,336  | 64,066          | 76,485             | 104,088                  |  |

Deferred taxes are recorded directly to other comprehensive income during the threemonth and nine-month periods ended 30 September 2011 and 2010 as follows:

(Unit: Thousand Baht)

|   | (Onic. Modsand Bant) |                   |                            |               |  |
|---|----------------------|-------------------|----------------------------|---------------|--|
|   | (                    | Consolidated fina | ancial statements          | ;             |  |
|   | For the thi          | ee-month          | For the nine-month         |               |  |
|   | periods ended        | 30 September      | periods ended              | 30 September  |  |
|   | 2011                 | 2010              | 2011                       | 2010          |  |
| Decrease (increase) in surplus on       |                      |                   |                            |               |  |
| change in value of investments          | 48,928               | (43,477)          | 111,475                    | (105,859)     |  |
| Cash flow hedges                        | (21,524)             | (1,707)           | (23,845)                   | (5,260)       |  |
| Actuarial gains or losses arising from  |                      |                   |                            |               |  |
| post-employment benefits                | 7,064                |                   | 7,064                      |               |  |
| Deferred taxes are recorded directly to |                      |                   |                            |               |  |
| other comprehensive income              | 34,468               | (45,184)          | 94,694                     | (111,119)     |  |
|   |                      |                   | (Unit: T                   | housand Baht) |  |
|   |                      | Separate finan    | cial statements            |               |  |
|   | For the thi          | ee-month          | For the ni                 | ne-month      |  |
|   | periods ended        | 30 September      | periods ended 30 September |               |  |
|   | 2011                 | 2010              | 2011                       | 2010          |  |
| Actuarial gains or losses arising from  |                      |                   |                            |               |  |
| post-employment benefits                | 1,621                |                   | 1,621                      |               |  |
| Deferred taxes are recorded directly to |                      |                   |                            |               |  |
| other comprehensive income              | 1,621                |                   | 1,621                      |               |  |

A reconciliation between the income tax expense and the accounting profit multiplied by the applicable tax rate is presented as follows:

|  | Consolidated financial statements |              |                            |           |  |
|--|-----------------------------------|--------------|----------------------------|-----------|--|
|  | For the thr                       | ee-month     | For the nine-month         |           |  |
|  | periods ended                     | 30 September | periods ended 30 September |           |  |
|  | 2011                              | 2010         | 2011                       | 2010      |  |
| Accounting profit before income tax expenses                                 | 1,274,194                         | 1,102,107    | 3,685,723                  | 3,187,208 |  |
| Income tax rate of 25% and 30%   | 544,822                           | 333,748      | 1,278,219                  | 948,764   |  |
| Tax effect of net tax-exempt income and net disallowed expenses              | (173,510)                         | 31,733       | (197,033)                  | 26,609    |  |
| Utilisation of loss carry forwards   | -                                 | (3,175)      | -                          | (3,175)   |  |
| Effect of tax rate used for deferred tax Adjustment in respect of income tax | (883)                             | 5,746        | (1,562)                    | (974)     |  |
| expenses of prior year   |                                   | (5)          | 1,813                      | (1,696)   |  |
| Income tax expense   | 370,429                           | 368,047      | 1,081,437                  | 969,528   |  |

(Unit: Thousand Baht)

|  | Separate financial statements |             |                            |         |  |
|--|-------------------------------|-------------|----------------------------|---------|--|
|  | For the three                 | e-month     | For the nine-month         |         |  |
|  | periods ended 30              | O September | periods ended 30 September |         |  |
|  | 2011                          | 2010        | 2011                       | 2010    |  |
| Accounting profit before income tax expenses                                 | 768,572                       | 111,736     | 980,840                    | 299,990 |  |
| Income tax rate of 25% and 30%  Tax effect of net tax-exempt income and      | 192,143                       | 27,934      | 245,210                    | 74,997  |  |
| net disallowed expenses  | (167,434)                     | 30,386      | (167,781)                  | 29,980  |  |
| Effect of tax rate used for deferred tax Adjustment in respect of income tax | (373)                         | 5,746       | (1,052)                    | (974)   |  |
| expenses of prior year   |                               | _           | 108                        | 85      |  |
| Income tax expense   | 24,336                        | 64,066      | 76,485                     | 104,088 |  |

The following table shows consist of deferred tax assets and deferred tax liabilities.

(Unit: Thousand Baht)

Consolidated financial statements

|  |           |           | Change in o     | deferred tax      |
|--|-----------|-----------|-----------------|-------------------|
|  |           |           | assets/deferre  | d tax liabilities |
|  |           |           | reported in the | statements of     |
|  |           |           | comprehensive   | income for the    |
|  | As        | at        | nine-month p    | eriods ended      |
|  | 30        | 31        | 30              | 30                |
|  | September | December  | September       | September         |
|  | 2011      | 2010      | 2011            | 2010              |
| Allowance for doubtful accounts                      | 860,834   | 790,476   | 70,358          | 359,585           |
| Allowance for impairment of investments              | 74,027    | 74,806    | (779)           | 5,694             |
| Allowance for impairment of property foreclosed      | 89,474    | 97,923    | (8,449)         | (63,308)          |
| Non-accrual of interest income                       | 191,561   | 194,903   | (3,342)         | (5,265)           |
| Depreciation of assets                               | 43,812    | 39,194    | 4,618           | 5,468             |
| Financial leases                                     | 10,948    | 13,910    | (2,962)         | (2,702)           |
| Revaluation surplus on investments                   | (3,411)   | (6,133)   | -               | -                 |
| Unrealised gain or loss on derivatives               | (2,443)   | (147)     | (2,296)         | (45)              |
| Cash flow hedges                                     | (27,231)  | -         | -               | -                 |
| Deferred commissions and direct expenses of incurred |           |           |                 |                   |
| at the initiation of hire purchase                   | (365,061) | (306,473) | (58,588)        | (45,347)          |
| Loss on disposal of property foreclosed              | 16,339    | 17,202    | (863)           | (8,851)           |
| Deferred income                                      | 122,993   | 67,017    | 55,976          | 17,281            |
| Reduction of subsidiaries' share capital             | 26,794    | 26,794    | -               | -                 |
| Accrued expenses                                     | 223,465   | 223,465   | -               | -                 |
| Employee benefits                                    | 52,606    | -         | 4,270           | -                 |
| Others   | 66,359    | 9,566     | 56,793          | 4,503             |
| Deferred tax assets                                  | 1,381,066 | 1,242,503 | 114,736         | 267,013           |
|  |           |           |                 |                   |

(Unit: Thousand Baht)

#### Consolidated financial statements

Change in deferred tax assets/deferred tax liabilities reported in the statements of comprehensive income for the

|   | As at     |          | nine-month periods ended |           |
|---|-----------|----------|--------------------------|-----------|
|   | 30        | 31       | 30                       | 30        |
|   | September | December | September                | September |
|   | 2011      | 2010     | 2011                     | 2010      |
| Financial leases                                | 110,050   | 97,211   | 12,839                   | 39,046    |
| Allowance for doubtful accounts                 | (383)     | (457)    | 74                       | 49        |
| Loss carried forwards                           | (82,336)  | (74,220) | (8,116)                  | (30,497)  |
| Allowance for revaluation of other assets       | (270)     | (270)    | -                        | -         |
| Non-accrual of interest income                  | (6)       | (7)      | 1                        | -         |
| Deprecation of assets                           | (1,051)   | (1,593)  | 542                      | 516       |
| Revaluation surplus on investments              | 32,113    | 140,866  | -                        | -         |
| Cash flow hedges                                | (6,195)   | (2,809)  | -                        | -         |
| Gain from revaluation of investments in trading |           |          |                          |           |
| securities                                      | 4,347     | 8,081    | (3,734)                  | 2,251     |
| Accrued expenses                                | (8,618)   | (8,618)  | -                        | -         |
| Employee benefits                               | (6,875)   | -        | (580)                    | -         |
| Other   | 3,585     | (1,837)  | 5,422                    | 121       |
| Deferred tax liabilities                        | 44,361    | 156,347  | 6,448                    | 11,486    |

(Unit: Thousand Baht)

#### Separate financial statements

Change in deferred tax assets/deferred tax liabilities reported in the statements of comprehensive income for the

|  | As at     |          | nine-month periods ended |           |
|--|-----------|----------|--------------------------|-----------|
|  | 30        | 31       | 30                       | 30        |
|  | September | December | September                | September |
|  | 2011      | 2010     | 2011                     | 2010      |
| Allowance for impairment of investments  | 27,421    | 27,416   | 5                        | 1,339     |
| Depreciation of assets                   | 22,234    | 16,591   | 5,643                    | 5,954     |
| Reduction of subsidiaries' share capital | 26,794    | 26,794   | -                        | -         |
| Accrued expenses                         | 96,195    | 96,195   | -                        | -         |
| Employee benefits                        | 14,292    | -        | 775                      | -         |
| Other                                    | 761       | 869      | (108)                    | (109)     |
| Deferred tax assets                      | 187,697   | 167,865  | 6,315                    | 7,184     |

# 5.23 Components of other comprehensive income

|   | Consolidated financial statements |                 |                 |              |  |
|---|-----------------------------------|-----------------|-----------------|--------------|--|
|   | For the three-m                   | nonth periods   | For the nine-m  | onth periods |  |
|   | ended 30 S                        | eptember        | ended 30 S      | eptember     |  |
|   | 2011                              | 2010            | 2011            | 2010         |  |
| Other comprehensive income                    |                                   |                 |                 |              |  |
| Gain (loss) on translation adjustment in      |                                   |                 |                 |              |  |
| foreign operations                            | 551                               | (3,224)         | 1,525           | (5,075)      |  |
| Available-for-sale securities:                |                                   |                 |                 |              |  |
| Gain (loss) arising during the periods        | (163,096)                         | 305,911         | (321,469)       | 544,400      |  |
| Less: Reclassification adjustments for gain   |                                   |                 |                 |              |  |
| included in profit or loss                    | -                                 | (126,019)       | (55,500)        | (154,641)    |  |
|   | (163,096)                         | 179,892         | 376,969         | 384,759      |  |
| Actuarial gains or losses arising from        |                                   |                 |                 |              |  |
| post - employment benefits                    | (23,545)                          | _               | (23,545)        | _            |  |
| Cash flow hedges:                             | ( , ,                             |                 | , ,             |              |  |
| Gain (loss) arising during the periods        | 62,350                            | (275)           | 63,768          | (4,112)      |  |
| Add: Reclassification adjustments for loss    |                                   |                 |                 |              |  |
| included in profit or loss                    | 9,396                             | 5,964           | 15,711          | 21,645       |  |
|   | 71,746                            | 5,689           | 79,479          | 17,533       |  |
| Other comprehensive income                    | (114,344)                         | 182,357         | (319,510)       | 402,217      |  |
| Income tax relating to components of other    |                                   |                 |                 |              |  |
| comprehensive income                          | 34,468                            | (45,184)        | 94,694          | (111,119)    |  |
| Other comprehensive income for                |                                   |                 |                 |              |  |
| the periods - net                             | (79,876)                          | 137,173         | (224,816)       | 291,098      |  |
|   |                                   |                 | (Unit: The      | usand Baht)  |  |
|   |                                   | Separate financ | cial statements |              |  |
|   | For the three-m                   | nonth periods   | For the nine-m  | onth periods |  |
|   | ended 30 S                        | eptember        | ended 30 S      | eptember     |  |
|   | 2011                              | 2010            | 2011            | 2010         |  |
| Other comprehensive income                    |                                   |                 |                 |              |  |
| Actuarial gains or losses arising from post - |                                   |                 |                 |              |  |
| employment benefits                           | (5,405)                           | -               | (5,405)         | -            |  |
| Income tax relating to components of other    |                                   |                 |                 |              |  |
| comprehensive income                          | 1,621                             |                 | 1,621           |              |  |
| Other comprehensive income for                |                                   |                 |                 |              |  |
| the periods - net                             | (3,784)                           |                 | (3,784)         | -            |  |

# 5.24 Income tax effects relating to components of other comprehensive income

|                                   |            |           |                  |                              | ,         | ousand Baht) |  |
|-----------------------------------|------------|-----------|------------------|------------------------------|-----------|--------------|--|
|                                   |            |           |                  | incial statements            |           |              |  |
|                                   |            |           | ree-month perio  | ods ended 30 Se              |           | _            |  |
|                                   |            | 2011      |                  | 2010                         |           |              |  |
|                                   |            | Tax       |                  |                              | Tax       |              |  |
|                                   | Before tax | (expense) | Net of tax       | Before tax                   | (expense) | Net of tax   |  |
|                                   | amount     | benefit   | amount           | amount                       | benefit   | amount       |  |
| Surplus (deficit) on change in    |            |           |                  |                              |           |              |  |
| value of investments              | (163,096)  | 48,928    | (114,168)        | 179,892                      | (43,477)  | 136,415      |  |
| Actuarial gains or losses arising |            |           |                  |                              |           |              |  |
| from post - employment            |            |           |                  |                              |           |              |  |
| benefits                          | (23,545)   | 7,064     | (16,481)         | -                            | -         | -            |  |
| Cash flow hedges                  | 71,746     | (21,524)  | 50,222           | 5,689                        | (1,707)   | 3,982        |  |
|                                   | (114,895)  | 34,468    | (80,427)         | 185,581                      | (45,184)  | 140,397      |  |
|                                   |            | C         | onsolidated fina | ıncial statements            | ,         | ousand Baht) |  |
|                                   |            |           |                  | ds ended 30 Se               |           |              |  |
|                                   |            | 2011      | ine month pene   | do criaca do Co <sub>l</sub> | 2010      |              |  |
|                                   |            | Tax       |                  |                              | Tax       |              |  |
|                                   | Before tax | (expense) | Net of tax       | Before tax                   | (expense) | Net of tax   |  |
|                                   | amount     | benefit   | amount           | amount                       | benefit   | amount       |  |
| Surplus (deficit) on change in    |            | Donone    | <u>amount</u>    |                              | Donone    | amount       |  |
| value of investments              | (376,969)  | 111,475   | (265,494)        | 389,759                      | (105,859) | 283,900      |  |
| Actuarial gains or losses arising | (370,909)  | 111,475   | (203,434)        | 309,739                      | (105,059) | 200,900      |  |
| from post - employment            |            |           |                  |                              |           |              |  |
| benefits                          | (23,545)   | 7,064     | (16,481)         | _                            | _         | _            |  |
|                                   | 79,479     | (23,845)  | 55,634           | 17,533                       | (5,260)   | 12,273       |  |
| Cash flow hedges                  | (321,035)  | 94,694    | (226,341)        | 407,292                      | (111,119) | 296,173      |  |
|                                   | (021,000)  | 57,054    | (220,071)        | 701,232                      | (111,119) | 200,175      |  |

(Unit: Thousand Baht)

|  |  |                          | Separate finance  | cial statements   |                          |                   |  |
|--|--|--------------------------|-------------------|-------------------|--------------------------|-------------------|--|
|  | For the three-month periods ended 30 September |                          |                   |                   |                          |                   |  |
|  | 2011   |                          |                   | 2010              |                          |                   |  |
|  | Before tax amount                              | Tax (expense) benefit    | Net of tax amount | Before tax amount | Tax (expense) benefit    | Net of tax amount |  |
| Actuarial gains or losses arising from post - employment |  |                          |                   |                   |                          |                   |  |
| benefits   | (5,405)  | 1,621                    | (3,784)           | -                 | -                        | -                 |  |
|  | (5,405)  | 1,621                    | (3,784)           |                   | _                        | _                 |  |
|  |  |                          | Separate finance  | cial statements   | (Unit: T                 | housand Baht)     |  |
|  |  | For the r                | nine-month perio  | ds ended 30 Se    | ptember                  |                   |  |
|  |  | 2011                     |                   |                   | 2010                     |                   |  |
|  | Before tax amount                              | Tax (expense)<br>benefit | Net of tax amount | Before tax amount | Tax (expense)<br>benefit | Net of tax amount |  |
| Actuarial gains or                                       |  |                          |                   |                   |                          |                   |  |
| losses arising from                                      |  |                          |                   |                   |                          |                   |  |
| post - employment  |  |                          |                   |                   |                          |                   |  |
| benefits   | (5,405)  | 1,621                    | (3,784)           |                   | <u> </u>                 | -                 |  |
|  | (5,405)  | 1,621                    | (3,784)           | -                 | -                        | -                 |  |

## 5.25 Earnings per share

Basic earnings per share is calculated by dividing profit for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares and preference shares in issue during the period. The rights and benefits of the preference shareholders have been equal to those of the ordinary shareholders.

|   | Consolidated financial statements              |         |   |           |  |
|---|--|---------|---|-----------|--|
|   | For the three-month periods ended 30 September |         | For the nine-month periods ended 30 September |           |  |
|   | 2011   | 2010    | 2011  | 2010      |  |
|   | 2011   | 2010    | 2011  | 2010      |  |
| Profit for the periods attributable to equity   | 898,926  | 730,633 | 2,590,721                                     | 2,205,784 |  |
| holders of the Company (Thousand Baht)          |  |         |   |           |  |
| Weighted average number of shares               | 727,912  | 727,829 | 727,912                                       | 727,403   |  |
| (Thousand shares)                               |  |         |   |           |  |
| Earnings per share for the periods (Baht/share) | 1.23   | 1.00    | 3.56  | 3.03      |  |

|   | Separate financial statements |              |                     |                |  |  |
|---|-------------------------------|--------------|---------------------|----------------|--|--|
|   | For the thre                  | ee-month     | For the nine-month  |                |  |  |
| _   | periods ended 3               | 30 September | periods ende        | d 30 September |  |  |
| _   | 2011                          | 2010         | 2011                | 2010           |  |  |
| Profit for the periods attributable to equity     | 744,236                       | 47,670       | 904,355             | 195,902        |  |  |
| holders of the Company (Thousand Baht)            |                               |              |                     |                |  |  |
| Weighted average number of shares                 | 727,912                       | 727,829      | 727,912             | 727,403        |  |  |
| (Thousand shares)                                 | 4.00                          | 0.07         | 4.04                | 0.07           |  |  |
| Earnings per share for the periods (Baht/share)   | 1.02                          | 0.07         | 1.24                | 0.27           |  |  |
| 5.26 Related party transactions                   |                               |              |                     |                |  |  |
|   |                               |              | (Unit: <sup>-</sup> | Thousand Baht) |  |  |
|   | As at                         |              |                     | As at          |  |  |
|   | 31 December                   |              |                     | 30 September   |  |  |
|   | 2010                          | Increase     | Decrease            | 2011           |  |  |
| Outstanding balance                               |                               |              |                     |                |  |  |
| (Eliminated in consolidated financial statements) |                               |              |                     |                |  |  |
| Subsidiary companies                              |                               |              |                     |                |  |  |
| Interbank and money market items (assets):        |                               |              |                     |                |  |  |
| TISCO Bank Public Company Limited                 | 393,554                       | 1,098,870    | (683,443)           | 808,981        |  |  |
| Loans:  |                               |              |                     |                |  |  |
| Hi-Way Co., Ltd.                                  | 1,281,000                     | 143,000      | (541,000)           | 883,000        |  |  |
| Dividend receivable:                              |                               |              |                     |                |  |  |
| TISCO Bank Public Company Limited                 | 1,019,246                     | 669,900      | (1,689,146)         | -              |  |  |
| TISCO Securities Co., Ltd.                        | 250,000                       | -            | (250,000)           | -              |  |  |
| TISCO Asset Management Co., Ltd.                  | 219,998                       | -            | (219,998)           | -              |  |  |
| Hi-Way Co., Ltd.                                  | 99,998                        | -            | (99,998)            | -              |  |  |
| TISCO Tokyo Leasing Co., Ltd.                     | -                             | 2,205        | (2,205)             | -              |  |  |
| Other assets:                                     |                               |              |                     |                |  |  |
| TISCO Bank Public Company Limited                 | 74,588                        | 22,302       | (28,940)            | 67,950         |  |  |
| TISCO Learning Center Co., Ltd.                   | -                             | 7,784        | (7,131)             | 653            |  |  |
| Borrowings:                                       |                               |              |                     |                |  |  |
| TISCO Leasing Co., Ltd.                           | 118,000                       | -            | (118,000)           | -              |  |  |
| Interest payable:                                 |                               |              |                     |                |  |  |
| TISCO Leasing Co., Ltd.                           | 16                            | 121          | (137)               | -              |  |  |
| Other liabilities:                                |                               |              |                     |                |  |  |
| TISCO Bank Public Company Limited                 | 2,344                         | -            | -                   | 2,344          |  |  |
| TISCO Securities Co., Ltd.                        | 7,036                         | -            | -                   | 7,036          |  |  |
| TISCO Information Technology Co., Ltd.            | 3,823                         | -            | -                   | 3,823          |  |  |
| TISCO Learning Center Co., Ltd.                   | -                             | 115          | (10)                | 105            |  |  |

|                                       |             | Separate financial statements |             |             | (Unit: Thousand Baht)                     |  |
|---------------------------------------|-------------|-------------------------------|-------------|-------------|---|--|
|                                       | For the thi | ee-month                      | For the n   | ine-month   |   |  |
|                                       | periods e   | ended 30                      | periods     | ended 30    |   |  |
|                                       | Septe       | mber                          | Sept        | ember       | Terms and pricing policy                  |  |
|                                       | <u>2011</u> | <u>2010</u>                   | <u>2011</u> | <u>2010</u> | (For the period 2011)                     |  |
| Transactions occurred during the      |             |                               |             |             |   |  |
| three-month and nine-month            |             |                               |             |             |   |  |
| periods ended 30 September            |             |                               |             |             |   |  |
| (Eliminated in consolidated financial |             |                               |             |             |   |  |
| statements)                           |             |                               |             |             |   |  |
| Subsidiary companies                  |             |                               |             |             |   |  |
| Risk and financial management fee     | 343,277     | 334,420                       | 1,086,014   | 1,032,945   | Determined on the basis of market price   |  |
| income, human resources               |             |                               |             |             | and/or in compliance with the criteria    |  |
| management fee income and office      |             |                               |             |             | specified by the Bank of Thailand         |  |
| administration fee income             |             |                               |             |             |   |  |
| Interest income                       | 13,366      | 9,641                         | 41,449      | 30,600      | With reference to the terms and prices as |  |
|                                       |             |                               |             |             | offered to other customers                |  |
| Rental income                         | 14,748      | 13,203                        | 43,363      | 39,405      | With reference to the terms and prices as |  |
|                                       |             |                               |             |             | offered to other customers                |  |
| Computer system advisory services     | 34,250      | 33,500                        | 102,750     | 100,500     | Determined on the basis of market price   |  |
| expenses                              |             |                               |             |             | and/or in compliance with the criteria    |  |
|                                       |             |                               |             |             | specified by the Bank of Thailand         |  |
| Interest expenses                     | 795         | 12                            | 5,191       | 33          | With reference to the terms and prices as |  |
|                                       |             |                               |             |             | offered to other customers                |  |
| Training expenses                     | 452         | -                             | 1,870       | -           | With reference to the prices as offered   |  |
|                                       |             |                               |             |             | from other service provider               |  |

Loans to management-level employees (departmental manager upward)

(Unit: Thousand Baht)

|  | Consolidated financial statements as at |                       |  |  |
|--|---|-----------------------|--|--|
|  | 30 September 2011                       | 31 December 2010      |  |  |
| Loans                                  | 119                                     | 196                   |  |  |
| Liabilities payable to directors and m | anagement                               |                       |  |  |
|  |   | (Unit: Thousand Baht) |  |  |
|  |   | Consolidated          |  |  |
|  |   | financial statements  |  |  |
|  |   | as at 30 September    |  |  |
|  |   | 2011                  |  |  |
| Deposits                               |   | 71,132                |  |  |
| Debt issued and borrowings             |   | 72,023                |  |  |

Besides the above transactions, the Company has additional related party transaction with its subsidiary, which is presented in Note 6.2 to the financial statements.

#### Directors and management's remuneration

For the three-month and nine-month periods ended 30 September 2011, the Company and its subsidiaries paid directors and management's remuneration totaling Baht 51 million and Baht 145 million, respectively (The company only: Baht 31 million and Baht 92 million, respectively). This is composed of monthly remuneration, meeting allowances, salaries, bonus, provident fund contributions.

In addition, the Company and its subsidiaries recorded directors' and management's post-employment benefit expenses for the three-month and nine-month periods ended 30 September 2011 totaling Baht 1.1 million and Baht 3.3 million, respectively (The Company only: Baht 0.7 million and Baht 2.2 million, respectively).

#### 5.27 Financial information by segment

5.27.1 Financial position and results of operations classified by domestic and foreign operations, are as follow:

(Unit: Million Baht)

|  | Consolidated financial statements |            |             |         |  |  |
|--|-----------------------------------|------------|-------------|---------|--|--|
|  | 30 September 2011                 |            |             |         |  |  |
|  | Domestic                          | Foreign    |             |         |  |  |
|  | operations                        | operations | Elimination | Total   |  |  |
|  |                                   |            |             |         |  |  |
| Total assets                                   | 224,323                           | 57         | (17,518)    | 206,862 |  |  |
| Interbank and money market items (assets)      | 20,161                            | 56         | (1,468)     | 18,749  |  |  |
| Investments - net                              | 4,482                             | -          | -           | 4,482   |  |  |
| Loans to customers and accrued interest        |                                   |            |             |         |  |  |
| receivables - net                              | 178,186                           | -          | (888)       | 177,298 |  |  |
| Deposits                                       | 37,994                            | -          | (80)        | 37,914  |  |  |
| Interbank and money market items (liabilities) | 12,981                            | -          | (479)       | 12,502  |  |  |
| Debt issued and borrowings                     | 136,087                           | -          | (1,797)     | 134,290 |  |  |

(Unit: Million Baht)

| Consolidated financial | statements |
|------------------------|------------|
|------------------------|------------|

|  | 31 December 2010 |            |             |         |  |
|--|------------------|------------|-------------|---------|--|
|  | Domestic         | Foreign    |             |         |  |
|  | operations       | operations | Elimination | Total   |  |
|  |                  |            |             |         |  |
| Total assets                                   | 190,630          | 58         | (19,280)    | 171,408 |  |
| Interbank and money market items (assets)      | 13,559           | 56         | (1,070)     | 12,545  |  |
| Investments - net                              | 6,484            | -          | (3)         | 6,481   |  |
| Loans to customers and accrued interest        |                  |            |             |         |  |
| receivables - net                              | 147,203          | -          | (1,499)     | 145,704 |  |
| Deposits                                       | 48,606           | -          | (73)        | 48,533  |  |
| Interbank and money market items (liabilities) | 11,513           | -          | (670)       | 10,843  |  |
| Debt issued and borrowings                     | 92,602           | -          | (1,826)     | 90,776  |  |

(Unit: Million Baht)

# Consolidated financial statements For the three-month period ended

30 September 2011 Domestic Foreign operations operations Elimination Total (17)3,312 Interest income 3,329 17 (1,570)(1,587)Interest expenses 1,742 Interest income - net 1,742 Net fee and service income 825 (97)728 1,392 (1,028)364 Other operating income Total operating income 3,959 (1,125)2,834 Other operating expenses (1) 457 (1,714)(1,258)Bad debt, doubtful accounts and impairment loss of debt securities (302)(302)(370)(370)Income tax expense (5) (5) Non-controlling interest Profit for the period - equity holders 899 1,573 (1) (673)

of the Company

(Unit: Million Baht)

| Consolidated | financial | ctatamanta |
|--------------|-----------|------------|
| Consolidated | unanciai  | graiemenis |

|  | For the nine-month period ended 30 September 2011 |            |             |         |
|--|---|------------|-------------|---------|
|  | Domestic  | Foreign    |             |         |
|  | operations  | operations | Elimination | Total   |
|  |   |            |             |         |
| Interest income                            | 9,087   | -          | (53)        | 9,034   |
| Interest expenses                          | (3,638)   |            | 52          | (3,586) |
| Interest income - net                      | 5,449   | -          | (1)         | 5,448   |
| Net fee and service income                 | 2,471   | -          | (291)       | 2,180   |
| Other operating income                     | 2,744   |            | (1,866)     | 878     |
| Total operating income                     | 10,664  | -          | (2,158)     | 8,506   |
| Other operating expenses                   | (5,265)   | (4)        | 1,430       | (3,839) |
| Bad debt, doubtful accounts and impairment |   |            |             |         |
| loss of debt securities                    | (982)   | -          | 1           | (981)   |
| Income tax expense                         | (1,081)   | -          | -           | (1,081) |
| Non-controlling interest                   |   |            | (14)        | (14)    |
| Profit for the period - equity holders     |   |            |             |         |
| of the Company                             | 3,336   | (4)        | (741)       | 2,591   |

(Unit: Million Baht)

| Consolidated financial statements |
|-----------------------------------|
| For the three-month period ended  |

|  | 30 September 2010 |            |             |         |  |  |
|--|-------------------|------------|-------------|---------|--|--|
|  | Domestic          | Foreign    |             |         |  |  |
|  | operations        | operations | Elimination | Total   |  |  |
|  |                   |            |             |         |  |  |
| Interest income                            | 2,418             | -          | (10)        | 2,408   |  |  |
| Interest expenses                          | (664)             |            | 10          | (654)   |  |  |
| Interest income - net                      | 1,754             | -          | -           | 1,754   |  |  |
| Net fee and service income                 | 839               | -          | (86)        | 753     |  |  |
| Other operating income                     | 730               |            | (375)       | 355     |  |  |
| Total operating income                     | 3,323             | -          | (461)       | 2,862   |  |  |
| Other operating expenses                   | (1,593)           | (1)        | 438         | (1,156) |  |  |
| Bad debt, doubtful accounts and impairment |                   |            |             |         |  |  |
| loss of debt securities                    | (604)             | -          | -           | (604)   |  |  |
| Income tax expense                         | (368)             | -          | -           | (368)   |  |  |
| Non-controlling interest                   |                   |            | (3)         | (3)     |  |  |
| Profit for the period - equity holders     |                   |            |             |         |  |  |
| of the Company                             | 758               | (1)        | (26)        | 731     |  |  |

Consolidated financial statements

(Unit: Million Baht)

|  | For the nine-month period ended |            |             |         |  |  |  |  |
|--|---------------------------------|------------|-------------|---------|--|--|--|--|
|  | 30 September 2010               |            |             |         |  |  |  |  |
|  | Domestic                        | Foreign    |             |         |  |  |  |  |
|  | operations                      | operations | Elimination | Total   |  |  |  |  |
|  |                                 |            |             |         |  |  |  |  |
| Interest income                            | 6,937                           | -          | (31)        | 6,906   |  |  |  |  |
| Interest expenses                          | (1,844)                         |            | 33          | (1,811) |  |  |  |  |
| Interest income - net                      | 5,093                           | -          | 2           | 5,095   |  |  |  |  |
| Net fee and service income                 | 2,239                           | -          | (259)       | 1,980   |  |  |  |  |
| Other operating income                     | 1,980                           |            | (1,098)     | 882     |  |  |  |  |
| Total operating income                     | 9,312                           | -          | (1,355)     | 7,957   |  |  |  |  |
| Other operating expenses                   | (4,769)                         | (4)        | 1,343       | (3,430) |  |  |  |  |
| Bad debt, doubtful accounts and impairment |                                 |            |             |         |  |  |  |  |
| loss of debt securities                    | (1,337)                         | -          | (3)         | (1,340) |  |  |  |  |

(969)

2,237

# 5.27.2 Financial positions and results of operation classified by business type

Income tax expense

of the Company

Non-controlling interest

Profit for the period - equity holders

(Unit: Million Baht)

(969)

(12)

2,206

(12)

(27)

(4)

|                        | As at                   |          |            |            |                |          |             |          |           |          |
|------------------------|-------------------------|----------|------------|------------|----------------|----------|-------------|----------|-----------|----------|
|                        | Bank business/financial |          |            |            |                |          |             |          |           |          |
|                        | service                 | business | Securities | s business | Other business |          | Elimination |          | Total     |          |
|                        | 30                      | 31       | 30         | 31         | 30             | 31       | 30          | 31       | 30        | 31       |
|                        | September               | December | September  | December   | September      | December | September   | December | September | December |
|                        | 2011                    | 2010     | 2011       | 2010       | 2011           | 2010     | 2011        | 2010     | 2011      | 2010     |
| Total assets           | 203,332                 | 167,177  | 3,113      | 4,187      | 17,935         | 19,324   | (17,518)    | (19,280) | 206,862   | 171,408  |
| Interbank and money    |                         |          |            |            |                |          |             |          |           |          |
| market items (assets)  | 18,618                  | 12,478   | 697        | 706        | 902            | 431      | (1,468)     | (1,070)  | 18,749    | 12,545   |
| Investment - net       | 3,510                   | 4,972    | 972        | 1,512      | -              | -        | -           | (3)      | 4,482     | 6,481    |
| Loans to customers and |                         |          |            |            |                |          |             |          |           |          |
| accrued interest       |                         |          |            |            |                |          |             |          |           |          |
| receivable - net       | 177,303                 | 145,922  | -          | -          | 883            | 1,281    | (888)       | (1,499)  | 177,298   | 145,704  |
| Deposits               | 37,994                  | 48,606   | -          | -          | -              | -        | (80)        | (73)     | 37,914    | 48,533   |
| Interbank and money    |                         |          |            |            |                |          |             |          |           |          |
| market items           |                         |          |            |            |                |          |             |          |           |          |
| (liabilities)          | 12,981                  | 11,513   | -          | -          | -              | -        | (479)       | (670)    | 12,502    | 10,843   |
| Debt issued and        |                         |          |            |            |                |          |             |          |           |          |
| borrowings             | 133,636                 | 89,257   | -          | -          | 2,451          | 3,345    | (1,797)     | (1,826)  | 134,290   | 90,776   |

(Unit: Million Baht)

#### For the three-month periods ended 30 September

|                                | Bank busine | ss/financial |                     |       |          |         |             |       |         |         |
|--------------------------------|-------------|--------------|---------------------|-------|----------|---------|-------------|-------|---------|---------|
|                                | service b   | usiness      | Securities business |       | Other bu | usiness | Elimination |       | Total   |         |
|                                | 2011        | 2010         | 2011                | 2010  | 2011     | 2010    | 2011        | 2010  | 2011    | 2010    |
| Interest income                | 3,299       | 2,402        | 16                  | 6     | 14       | 10      | (17)        | (10)  | 3,312   | 2,408   |
| Interest expenses              | (1,552)     | (647)        | (7)                 | (2)   | (28)     | (15)    | 17          | 10    | (1,570) | (654)   |
| Interest income - net          | 1,747       | 1,755        | 9                   | 4     | (14)     | (5)     | -           | -     | 1,742   | 1,754   |
| Net fee and service expense    | 402         | 343          | 329                 | 412   | 94       | 84      | (97)        | (86)  | 728     | 753     |
| Other operating income         | 359         | 305          | 5                   | 52    | 1,028    | 373     | (1,028)     | (375) | 364     | 355     |
| Total operating income         | 2,508       | 2,403        | 343                 | 468   | 1,108    | 452     | (1,125)     | (461) | 2,834   | 2,862   |
| Other operating expenses       | (1,160)     | (1,024)      | (222)               | (237) | (334)    | (333)   | 458         | 438   | (1,258) | (1,156) |
| Bad debt, doubtful accounts    |             |              |                     |       |          |         |             |       |         |         |
| and impairment loss of         |             |              |                     |       |          |         |             |       |         |         |
| debt securities                | (302)       | (604)        | -                   | -     | -        | -       | -           | -     | (302)   | (604)   |
| Income tax expense             | (310)       | (234)        | (35)                | (68)  | (25)     | (66)    | -           | -     | (370)   | (368)   |
| Non-controlling interest       |             |              |                     |       |          |         | (5)         | (3)   | (5)     | (3)     |
| Profit for the period - equity |             |              |                     |       |          |         |             |       |         |         |
| holders of the Company         | 736         | 541          | 86                  | 163   | 749      | 53      | (672)       | (26)  | 899     | 731     |

(Unit: Million Baht)

#### For the nine-month periods ended 30 September

|                                | Bank busine | ss/financial |                     |       |                |         |             |         |         |         |
|--------------------------------|-------------|--------------|---------------------|-------|----------------|---------|-------------|---------|---------|---------|
|                                | service b   | usiness      | Securities business |       | Other business |         | Elimination |         | Total   |         |
|                                | 2011        | 2010         | 2011                | 2010  | 2011           | 2010    | 2011        | 2010    | 2011    | 2010    |
| Interest income                | 9,003       | 6,891        | 40                  | 15    | 44             | 31      | (53)        | (31)    | 9,034   | 6,906   |
| Interest expenses              | (3,556)     | (1,792)      | (16)                | (7)   | (66)           | (45)    | 52          | 33      | (3,586) | (1,811) |
| Interest income - net          | 5,447       | 5,099        | 24                  | 8     | (22)           | (14)    | (1)         | 2       | 5,448   | 5,095   |
| Net fee and service expense    | 1,189       | 919          | 999                 | 1,066 | 283            | 254     | (291)       | (259)   | 2,180   | 1,980   |
| Other operating income         | 867         | 771          | 72                  | 101   | 1,805          | 1,108   | (1,866)     | (1,098) | 878     | 882     |
| Total operating income         | 7,503       | 6,789        | 1,095               | 1,175 | 2,066          | 1,348   | (2,158)     | (1,355) | 8,506   | 7,957   |
| Other operating expenses       | (3,481)     | (3,069)      | (726)               | (679) | (1,062)        | (1,025) | 1,430       | 1,343   | (3,839) | (3,430) |
| Bad debt, doubtful accounts    |             |              |                     |       |                |         |             |         |         |         |
| and impairment loss of         |             |              |                     |       |                |         |             |         |         |         |
| debt securities                | (982)       | (1,337)      | -                   | -     | -              | -       | 1           | (3)     | (981)   | (1,340) |
| Income tax expense             | (892)       | (713)        | (108)               | (148) | (81)           | (108)   | -           | -       | (1,081) | (969)   |
| Non-controlling interest       |             |              |                     |       |                |         | (14)        | (12)    | (14)    | (12)    |
| Profit for the period - equity |             |              |                     |       |                |         |             |         |         |         |
| holders of the Company         | 2,148       | 1,670        | 261                 | 348   | 923            | 215     | (741)       | (27)    | 2,591   | 2,206   |

### 5.28 Commitments and contingent liabilities

#### 5.28.1 Avals, guarantees and commitments

(Unit: Thousand Baht)
Consolidated financial statements

|                                     | as at             |                  |  |  |  |
|-------------------------------------|-------------------|------------------|--|--|--|
|                                     | 30 September 2011 | 31 December 2010 |  |  |  |
| Avals                               | 11,880            | 194,136          |  |  |  |
| Other guarantees                    | 4,838,046         | 888,386          |  |  |  |
| Undrawn client overdraft facilities | 35,167            | 33,273           |  |  |  |
| Interest rate swap agreements       | 3,407,625         | 300,000          |  |  |  |
| Cross currency swap agreements      | 8,089,173         | 180,908          |  |  |  |
|                                     | 16,381,891        | 1,596,703        |  |  |  |

# 5.28.2 Litigation

As at 30 September 2011, the subsidiary has been sued for compensation totaling approximately Baht 146 million. Final judgments have not yet been reached in respect of these cases.

In December 2005, a foreign subsidiary received a letter from the solicitor of one of its clients, requesting payment of damages amounting to HKD 46.6 million (equivalent to Baht 184 million as at 30 September 2011). During the current period, this case is currently under consideration of the court.

The management of the Company and its subsidiaries believe that no material losses to the consolidated financial statements will be incurred as a result of the above mentioned lawsuits and damage claims.

#### 5.28.3 Other commitments

- a) The subsidiary company operating banking business has commitments in relation to computer service agreements, whereby it is to pay both fixed fees and service fees which vary according to the quantity and type of services, as stipulated in the agreements.
- b) The subsidiary companies have entered into several lease agreements in respect of the lease of office building and branch office. The terms of the agreements are generally between 3 and 10 years.

As at 30 September 2011, future minimum lease payments required under these non-cancellable operating leases contracts were as follows:

|                   | Million Baht |
|-------------------|--------------|
| Payable within:   |              |
| Less than 1 year  | 89           |
| 1 to 5 years      | 127          |
| More than 5 years | 1            |

## 6. Significant events during the period and other information

## 6.1 Registration of the establishment of a subsidiary company

A resolution passed by the Executive Board of TISCO Financial Group Public Company Limited No.10/2010, on 18 November 2010, approved the incorporation of TISCO Learning Center Company Limited, with a registered share capital of Baht 5 million (50,000 ordinary shares of Baht 100 each) and the Company to hold 100% of shares. On 1 February 2011, the Company registered the establishment of this company with the Ministry of Commerce.

A resolution passed by the Board of TISCO Securities Company Limited No.2/2011, on 28 February 2011, approved the incorporation of TISCO Investment Advisory Company Limited, with a registered share capital of Baht 1 million (10,000 ordinary shares of Baht 100 each) and the Company to hold 100% of shares. On 18 March 2011, the Company registered the establishment of this company with the Ministry of Commerce.

#### 6.2 Holding restructuring of the subsidiary

On 21 April 2011, the 2011 Annual General Meeting of Shareholders of the Company passed approved the acquisition of TISCO Leasing Company Limited from TISCO Bank Public Company Limited at a price equal to the book value as at 31 December 2010, net of the dividend payments made from the retained earnings of TISCO Leasing Company Limited up to the end of the year 2010. In this regard, the Company purchased investment in those company form TISCO Bank Public Company Limited and already paid amounting of Baht 137 million on 27 June 2011.

## 6.3 Change in the Company's registered capital

On 21 April 2011, the 2011 Annual General Meeting of Shareholders of the Company passed approved an amendment item No.4 "registered capital" in the Company's memorandum of association, to accord with the Company's fully paid-up registered capital. The Company's issued and fully paid-up registered capital is Baht 11,002 million, which consists of 727,912,086 ordinary shares of Baht 10 each and 372,287,914 preference shares of Baht 10 each. On 26 April 2011, the Company registered the amendment with the Ministry of Commerce.

# 7. Dividend payment

|                             |                     |                       |           | Amounts of     | Dividend       |
|-----------------------------|---------------------|-----------------------|-----------|----------------|----------------|
|                             | Approved by         | Dividend <sub>I</sub> | per share | dividend paid  | payment period |
|                             |                     | Preference            | Ordinary  |                |                |
|                             |                     | share                 | share     |                |                |
|                             |                     | (Baht per             | (Baht per | (Million Baht) |                |
|                             |                     | share)                | share)    |                |                |
| Final dividends for 2009    | The 2010 Annual     | 1.24                  | 1.24      | 902            | May 2010       |
|                             | General Meeting of  |                       |           |                |                |
|                             | the Shareholders on |                       |           |                |                |
|                             | 29 April 2010       |                       |           |                |                |
| Total dividend payment in y | ear 2010            |                       |           | 902            |                |
|                             |                     |                       |           |                |                |
| Annual dividends for 2010   | The 2011 Annual     | 2.25                  | 2.25      | 1,638          | May 2011       |
|                             | General Meeting of  |                       |           |                |                |
|                             | the Shareholders on |                       |           |                |                |
|                             | 21 April 2011       |                       |           |                |                |
| Total dividend payment in y | ear 2011            |                       |           | 1,638          |                |
|                             |                     |                       |           |                |                |

#### 8. Subsequent events

#### 8.1 The impact of the floods

In October 2011, there was severe and widespread flooding in Thailand which has impacted business plans, operating results and financial positions, including asset values, of entrepreneurs in the country. Despite government efforts to resolve these issues, it remains uncertain whether when the situation will return to normal. The Company and its subsidiaries are in the process of estimating the impact of the floods to the Company.

#### 8.2 Change in corporate income tax rate

As at 30 September 2011, the Company and its subsidiaries have deferred tax assets of Baht 1,381 million and deferred tax liabilities of Baht 44 million, which were recorded based on the applicable corporate income tax rate of 30% that was in effect at the end of the reporting period. However, on 11 October 2011, the cabinet passed a resolution to reduce the corporate income tax rate from 30% to 23% in 2012, and then to 20% from 2013. If the Company and its subsidiaries were to apply these new rates in its tax calculation, its deferred tax assets and deferred tax liabilities outstanding as at 30 September 2011 would be affected.

The Company and its subsidiaries will utilise tax benefit from some deferred tax assets within year 2011. The outstanding balance of deferred tax assets and deferred tax liabilities will be reduced in accordance with the new tax rates when effective. In this respect, deferred tax assets net of deferred tax liabilities of the Company and its subsidiaries is estimated to be reduced by approximately Baht 100 - 200 million (The Company only: Baht 30 - 50 million).

#### 9. Reclassification

The Company has reclassified certain amounts in the financial statements as at 31 December 2010 and for the three-month and nine-month periods ended 30 September 2010 to conform to the current period's classifications, which are in accordance with the format stipulated by the BOT under its Notification No. Sor Nor Sor. 11/2553 regarding "Preparation and Announcement of Financial Statements of Commercial Banks and Parent Companies of Financial Holding Groups", which is effective for fiscal years beginning on or after 1 January 2011, and comply with new accounting standards, as mentioned in Note 1.3 to the financial statements. These reclassifications have no effect to previously reported profit and shareholders' equity. Reclassifications are as follows:

(Unit: Million Baht)

As at 31 December 2010

|   | Consoli              | dated         | Separate         |               |  |
|---|----------------------|---------------|------------------|---------------|--|
|   | financial statements |               | financial st     | atements      |  |
|   | After                | As previously | After            | As previously |  |
|   | reclassification     | report        | reclassification | report        |  |
| Statements of financial position                  |                      |               |                  |               |  |
| Derivatives assets                                | 13                   | -             | -                | -             |  |
| Investments - net                                 | 6,481                | 6,481         | -                | 14,879        |  |
| Investments in subsidiaries - net                 | -                    | -             | 14,879           | -             |  |
| Receivable from clearing house                    | -                    | 343           | -                | -             |  |
| Loans to customers and accrued interest           |                      |               |                  |               |  |
| receivables - net                                 | 145,704              | 146,997       | 1,281            | 1,281         |  |
| Investment property                               | 77                   | -             | 357              | -             |  |
| Land, premises and equipment - net                | 1,390                | 1,467         | 349              | 706           |  |
| Intangible assets - net                           | 244                  | -             | 100              | -             |  |
| Securities and derivative business receivable     | 1,293                | -             | -                | -             |  |
| Other assets                                      | 1,494                | 1,408         | 119              | 219           |  |
| Derivatives liabilities                           | 9                    | -             | -                | -             |  |
| Payable to clearing house                         | -                    | 18            | -                | -             |  |
| Deferred tax liabilities                          | 156                  | -             | -                | -             |  |
| Accrued expense                                   | -                    | 1,148         | -                | 437           |  |
| Other liabilities                                 | 2,685                | 1,684         | 500              | 63            |  |
| Other components of shareholders' equity          | 1,049                | -             | -                | -             |  |
| Adjustment from business combination of           |                      |               |                  |               |  |
| entities under common control under holding       |                      |               |                  |               |  |
| restructuring plan                                | -                    | 679           | -                | -             |  |
| Revaluation surplus on investments                | -                    | 293           | -                | -             |  |
| Unrealised losses on cash flow hedges             | -                    | (7)           | -                | -             |  |
| Translation adjustment                            | -                    | 81            | -                | -             |  |
| Non-controlling interest                          | 81                   | -             | -                | -             |  |
| Non controlling interest - equity attributable to |                      |               |                  |               |  |
| minority shareholders of subsidiaries             | -                    | 84            | -                | -             |  |
|   |                      |               |                  |               |  |

(Unit: Million Baht)

| For the | three-month | period | ended 30 | September | · 2010 |
|---------|-------------|--------|----------|-----------|--------|

|   | Consoli              | dated         | Separate         |               |  |
|---|----------------------|---------------|------------------|---------------|--|
|   | financial statements |               | financial sta    | atements      |  |
|   | After                | As previously | After            | As previously |  |
|   | reclassification     | report        | reclassification | report        |  |
| Statements of comprehensive income          |                      |               |                  |               |  |
| Interest incomes                            | 2,408                | -             | 10               | -             |  |
| Interest and dividend incomes               | -                    | 2,430         | -                | 10            |  |
| Interest expenses                           | 654                  | 589           | 15               | 15            |  |
| Fee and service incomes                     | 805                  | 586           | -                | 335           |  |
| Brokerage fees                              | -                    | 213           | -                | -             |  |
| Fee and service expenses                    | 52                   | -             | 2                | -             |  |
| Gains on trading and foreign exchange       |                      |               |                  |               |  |
| transactions                                | 6                    | -             | -                | -             |  |
| Gains on exchange                           | -                    | 2             | -                | -             |  |
| Gains (losses) on investments               | 138                  | 137           | (5)              | (5)           |  |
| Dividend income                             | 23                   | -             | -                | -             |  |
| Penalty fee income from loans               | 48                   | -             | -                | -             |  |
| Income from business promotion relating to  | 65                   | -             | -                | -             |  |
| the business                                |                      |               |                  |               |  |
| Intercompany supporting fee incomes         | -                    | -             | 335              | -             |  |
| Other operating incomes                     | 76                   | -             | 44               | -             |  |
| Other incomes                               | -                    | 189           | -                | 44            |  |
| Other operating expenses                    | 1,156                | -             | 254              | -             |  |
| Non-interest expenses                       | -                    | 1,266         | -                | 256           |  |
| Bad debts, doubtful accounts and impairment | 604                  | -             | -                | -             |  |
| loss of debt securities                     |                      |               |                  |               |  |
| Bad debts and doubtful accounts             | -                    | 599           | -                | -             |  |

(Unit: Million Baht)

|         |            |        |          | •        |        |
|---------|------------|--------|----------|----------|--------|
| For the | nine-month | period | ended 30 | Septembe | r 2010 |

|   | Consolidated         |               | Separate             |               |
|---|----------------------|---------------|----------------------|---------------|
|   | financial statements |               | financial statements |               |
|   | After                | As previously | After                | As previously |
|   | reclassification     | report        | reclassification     | report        |
| Statements of comprehensive income          |                      |               |                      |               |
| Interest incomes                            | 6,906                | -             | 31                   | -             |
| Interest and dividend incomes               | -                    | 6,987         | -                    | 32            |
| Interest expenses                           | 1,810                | 1,608         | 45                   | 45            |
| Fee and service incomes                     | 2,141                | 1,663         | -                    | 1,033         |
| Brokerage fees                              | -                    | 478           | -                    | -             |
| Fee and service expenses                    | 161                  | -             | 6                    | =             |
| Gains on trading and foreign exchange       |                      |               |                      |               |
| transactions                                | 15                   | -             | -                    | -             |
| Gains (losses) on investments               | 191                  | 194           | (5)                  | (5)           |
| Dividend income                             | 80                   | -             | 1                    | =             |
| Penalty fee income from loans               | 140                  | -             | -                    | -             |
| Income from business promotion relating to  | 170                  | -             | -                    | -             |
| the business                                |                      |               |                      |               |
| Intercompany supporting fee incomes         | -                    | -             | 1,033                | -             |
| Other operating incomes                     | 285                  | -             | 79                   | -             |
| Other incomes                               | -                    | 595           | -                    | 78            |
| Other operating expenses                    | 3,430                | -             | 788                  | -             |
| Non-interest expenses                       | -                    | 3,793         | -                    | 794           |
| Bad debts, doubtful accounts and impairment | 1,340                | -             | -                    | =             |
| loss of debt securities                     |                      |               |                      |               |
| Bad debts and doubtful accounts             | -                    | 1,329         | -                    | -             |

# 10. Approval of interim financial statements

These interim financial statements were approved by the Company's Audit Committee on 1 November 2011.