

**SEAMICO SECURITIES PUBLIC COMPANY LIMITED**  
**NOTES TO THE INTERIM FINANCIAL STATEMENTS**  
**FOR THE QUARTERS AND NINE-MONTH PERIODS ENDED SEPTEMBER 30, 2008 AND 2007**  
**“UNAUDITED”**

**1. GENERAL INFORMATION**

Seamico Securities Public Company Limited (“the Company”) is a public limited company incorporated and resident in Thailand. The Company converted the status to be a Public Limited Company in accordance with the Public Limited Companies Act on August 8, 1994 and was listed on the Stock Exchange of Thailand (“SET”) on March 17, 1995. The address of its registered office is 8th - 9th, 15th - 17th, 20th - 21st Floor, 287 Liberty Square, Silom Road, Bangrak, Bangkok, 10500.

As at September 30, 2008 and December 31, 2007, the Company has 11 branches, total number of personnel of the Company and subsidiary are 501 and 492 persons, respectively, and the Company only total number of personnel are 484 and 461 persons, respectively.

The Company was granted 6 licenses to operate the following securities businesses:

1. Securities Brokerage
2. Securities Trading
3. Investment Advisory Service
4. Securities Underwriting
5. On-line Securities Trading
6. Derivatives Trading

**2. BASIS FOR PREPARATION OF THE INTERIM FINANCIAL STATEMENTS**

2.1 The interim financial statements have been prepared in accordance with the Regulation of the Stock Exchange of Thailand dated January 22, 2001, regarding the basis, conditions and procedures for the preparation and submission of financial statements and reports for the financial position and results of operations of listed companies B.E. 2544 and the format prescribed in the Notification of the Office of the Securities and Exchange Commission (“SEC”) No. Sor Tor/Nor. 26/2549, dated June 29, 2006, regarding “The Form of Financial Statements for Securities Companies”.

The Company prepares its interim financial statements in conformity with Thai Accounting Standard No. 41 (Revised 2007) “Interim Financial Reporting” and practices generally accepted in Thailand.

In 2007, Thai Accounting Standards No.25 (Revised 2007) “Cash Flow Statements” and No. 35 (Revised 2007) “Presentation of Financial Statements” are announced by Federation of Accounting Professions and applied for the financial statements of periods beginning on or after January 1, 2008. The revised standards have no material impact on the financial statements of the Company. However, the consolidated and separate financial statements for the quarters and nine-month periods ended September 30, 2008 and 2007 are still presented in accordance with the Notification of the Office of the Securities and Exchange Commission No. Sor Tor/Nor. 26/2549, dated June 29, 2006, regarding “The Form of Financial Statements for Securities Companies”.

The consolidated and separate balance sheets as at December 31, 2007, presented herein for comparison, have been derived from the consolidated and separate financial statements for the year then ended which have been audited. In addition, the consolidated and separate statements of income for the quarter and nine-month period ended September 30, 2007 and the consolidated and separate statements of changes in shareholders' equity and cash flows for the nine-month period ended September 30, 2007, presented herein for comparison, have also been reviewed.

The interim consolidated financial statements for the quarter and nine-month period ended September 30, 2007 include the accounts of the Company and three subsidiaries, which are, Seamico Asset Management Co., Ltd. (unaudited), Seamico Derivatives Co., Ltd. (unaudited) and Seamico Knight Fund Management Securities Co., Ltd. (unaudited), which the Company has a holding of 100%, 51% and 51% in their equity, respectively. Significant transactions and balances between the Company and the subsidiaries have been eliminated.

The consolidated balance sheet as at December 31, 2007 included the accounts of the Company and two subsidiaries, which are, Seamico Asset Management Co., Ltd. and Seamico Knight Fund Management Securities Co., Ltd., which the Company has a holding of 100% and 51% in their equity, respectively. Significant transactions and balances between the Company and the subsidiaries have been eliminated. Such consolidated balance sheet did not include the accounts of Seamico Derivatives Co., Ltd. as such subsidiary registered its liquidation with Ministry of Commerce on December 13, 2007.

The interim consolidated financial statements for the quarter and nine-month period ended September 30, 2008 include the accounts of the Company and Seamico Asset Management Co., Ltd. (unaudited), which the Company has a holding of 100% in its equity. Significant transactions and balances between the Company and the subsidiary have been eliminated. Such interim consolidated financial statements did not include the accounts of Seamico Knight Fund Management Securities Co., Ltd. as the Company has sold all investments in such subsidiary to a public limited company and two limited companies on May 26, 2008 (see Note 7).

The interim consolidated financial statements for the quarter and nine-month period ended September 30, 2008 include interest in associated company's equity which is determined from the unreviewed financial statements of such company, which is KTB Securities Co., Ltd. During the quarter ended September 30, 2008, the Company has invested in KTB Securities Co., Ltd.'s ordinary shares, equivalent to 48.81% of issued and paid-up share capital, resulting to that KTB Securities Co., Ltd. has become the Company's associate (see Note 7).

- 2.2 Certain financial information which is normally included in financial statements prepared in accordance with generally accepted accounting principles, but not required for interim reporting purposes, has been omitted. In addition, the interim financial statements should be read in conjunction with the audited financial statements for the year ended December 31, 2007.

The results of operations for the quarters and nine-month periods ended September 30, 2008 and 2007 are not indicative of the operation results anticipated for the full years.

The preparation of financial statements in conformity with GAAP also requires the Company's management to exercise judgments in order to determine the accounting policies, estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expense during the reporting period. Although these estimates are based on management's reasonable consideration of current events, actual results may differ from these estimates.

### 2.3 Reclassifications

The consolidated and separate balance sheets as at December 31, 2007, presented for comparison, had been reclassified by separately presenting the premium on share capital - Treasury stock amounting to Baht 15.52 million, which was previously presented as part of premium on share capital, in the consolidated and separate balance sheets in order to conform to the classifications used in the balance sheet as at September 30, 2008.

The consolidated statement of cash flows for the nine-month period ended September 30, 2007, presented for comparison, had been reclassified by presenting the increase in short-term investments in available-for-sale securities amounting to Baht 80.89 million, which was previously presented as part of operating activities, as part of investing activities by separating into cash paid for purchase of investments of Baht 563.55 million and proceeds from disposal of investments of Baht 482.66 million in the consolidated statement of cash flows in order to conform to the classifications used in the consolidated statement of cash flows for the nine-month period ended September 30, 2008.

The separate statement of cash flows for the nine-month period ended September 30, 2007, presented for comparison, had been reclassified by presenting the increase in short-term investments in available-for-sale securities amounting to Baht 50 million, which was previously presented as part of operating activities, as part of investing activities by presenting such amount as cash paid for purchase of investments in the separate statement of cash flows in order to conform to the classifications used in the separate statement of cash flows for the nine-month period ended September 30, 2008.

### 3. CHANGE IN ACCOUNTING POLICY

According to Thai Accounting Standard No. 51 "Intangible Assets" announced by Federation of Accounting Professions and applied for the financial statements of periods beginning on or after January 1, 2008, it requires the indefinite useful life intangible assets to be tested for impairment annually and amortization is not permitted. The accounting standard requires such change in accounting policy to be applied prospectively. Therefore, the Company has changed the accounting policy by ceasing amortization of the indefinite useful life intangible assets since January 1, 2008. However, such change in accounting policy has no significant effect to the Company's financial statements.

### 4. SIGNIFICANT ACCOUNTING POLICIES

The interim financial statements have been prepared based on the basis, accounting policies and method of computation consistent with those used in the annual financial statements for the year ended December 31, 2007, except for ceasing of amortization of the indefinite useful life intangible assets (see Note 3).

## 5. CASH AND CASH EQUIVALENTS

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	As at	As at	As at	As at
	September 30,	December 31,	September 30,	December 31,
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
Cash on hand	408,254	529,022	403,254	514,022
Current, savings and fixed deposits	425,808,125	563,694,806	424,576,300	562,265,683
Promissory notes with maturity less than 3 months	27,500,000	422,400,000	-	410,000,000
<u>Less</u> Cash deposits held for customers*	<u>(180,400,784)</u>	<u>(269,774,472)</u>	<u>(180,400,784)</u>	<u>(269,334,472)</u>
Total cash and cash equivalents	<u>273,315,595</u>	<u>716,849,356</u>	<u>244,578,770</u>	<u>703,445,233</u>

(\* According to the announcement of the SEC, deposit accounts for the customers are not required to present as assets and liabilities in financial statements.)

As at September 30, 2008 and December 31, 2007, the Company had long-term deposits in terms of promissory notes at financial institutions of Baht 350 million and Baht 240 million, respectively, belonging to customers. The balances are netted and presented at a value of zero in the balance sheets.

## 6. INVESTMENTS IN DEBT AND EQUITY SECURITIES - NET

### 6.1 Cost / Book value and fair value

	CONSOLIDATED			
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	As at September 30, 2008		As at December 31, 2007	
	Cost/ Book value	Fair value	Cost/ Book value	Fair value
	Baht	Baht	Baht	Baht
<b>Short-term investments</b>				
<u>Trading securities</u>				
Equity securities - Listed securities	16,657,391	13,170,816	6,375,368	4,653,286
Equity securities - Foreign securities	20,910	20,264	-	-
Debt securities - Government bonds	11,907,178	11,960,269	99,975,371	99,974,253
Debt securities - Bill of exchange	223,027,700	225,679,928	-	-
Debt securities - Promissory notes	686,154	692,609	-	-
Debt securities - Corporate bonds	32,939,943	32,869,305	-	-
Total trading securities	<u>285,239,276</u>	<u>284,393,191</u>	<u>106,350,739</u>	<u>104,627,539</u>
<u>Available-for-sale securities</u>				
Equity securities - Listed securities	17,940,000	10,140,000	-	-
Debt securities - Government bonds	20,001,735	20,006,179	51,265,542	51,160,991
Equity securities - Unit trust	40,000,000	37,431,028	150,000,000	155,113,592
Total available-for-sale securities	<u>77,941,735</u>	<u>67,577,207</u>	<u>201,265,542</u>	<u>206,274,583</u>
Total	363,181,011	351,970,398	307,616,281	310,902,122
(Less) <u>Add</u> Revaluation adjustments	<u>(11,210,613)</u>	<u>-</u>	<u>3,285,841</u>	<u>-</u>
Total short-term investments - net	<u>351,970,398</u>	<u>351,970,398</u>	<u>310,902,122</u>	<u>310,902,122</u>



**CONSOLIDATED  
FINANCIAL STATEMENTS**

	As at September 30, 2008		As at December 31, 2007	
	Cost/		Cost/	
	Book value	Fair value	Book value	Fair value
	Baht	Baht	Baht	Baht
<b>Long-term investments</b>				
<u>Available-for-sale securities</u>				
Debt securities - Corporate bonds	19,461,795	19,412,842	29,882,862	29,882,862
Total available-for-sale-securities	19,461,795	19,412,842	29,882,862	29,882,862
<u>General investments</u>				
Ordinary shares	29,609,274	12,262,723	29,609,274	16,649,293
Preference shares	4,524,500	7,184,393	4,524,500	7,184,393
Total general investments	34,133,774	19,447,116	34,133,774	23,833,686
Total	53,595,569	38,859,958	64,016,636	53,716,548
<u>Less</u> Revaluation adjustments	(48,953)	-	-	-
<u>Less</u> Allowance for loss on impairment	(26,048,538)	-	(23,380,330)	-
Total long-term investments - net	27,498,078	38,859,958	40,636,306	53,716,548
Total investments in debt and equity securities - net	379,468,476	390,830,356	351,538,428	364,618,670

**SEPARATE  
FINANCIAL STATEMENTS**

	As at September 30, 2008		As at December 31, 2007	
	Cost/		Cost/	
	Book value	Fair value	Book value	Fair value
	Baht	Baht	Baht	Baht
<b>Short-term investments</b>				
<u>Trading securities</u>				
Equity securities - Listed securities	16,657,391	13,170,816	6,375,368	4,653,286
Equity securities - Foreign securities	20,910	20,264	-	-
Debt securities - Government bonds	11,907,178	11,960,269	99,975,371	99,974,253
Debt securities - Bill of exchange	223,027,700	225,679,928	-	-
Debt securities - Promissory notes	686,154	692,609	-	-
Debt securities - Corporate bonds	32,939,943	32,869,305	-	-
Total trading securities	285,239,276	284,393,191	106,350,739	104,627,539
<u>Available-for-sale securities</u>				
Equity securities - Listed securities	17,940,000	10,140,000	-	-
Equity securities - Unit trust	40,000,000	37,431,028	150,000,000	155,113,592
Total available-for-sale securities	57,940,000	47,571,028	150,000,000	155,113,592
Total	343,179,276	331,964,219	256,350,739	259,741,131
<u>(Less) Add</u> Revaluation adjustments	(11,215,057)	-	3,390,392	-
Total short-term investments - net	331,964,219	331,964,219	259,741,131	259,741,131

<b>SEPARATE FINANCIAL STATEMENTS</b>				
	<b>As at September 30, 2008</b>		<b>As at December 31, 2007</b>	
	<b>Cost/ Book value Baht</b>	<b>Fair value Baht</b>	<b>Cost/ Book value Baht</b>	<b>Fair value Baht</b>
<b>Long-term investments</b>				
<u>Available-for-sale securities</u>				
Debt securities - Corporate bonds	19,461,795	19,412,842	29,882,862	29,882,862
Total available-for-sale securities	19,461,795	19,412,842	29,882,862	29,882,862
<u>General investments</u>				
Ordinary shares	29,609,274	12,262,723	29,609,274	16,649,293
Preference shares	4,524,500	7,184,393	4,524,500	7,184,393
Total general investments	34,133,774	19,447,116	34,133,774	23,833,686
Total	53,595,569	38,859,958	64,016,636	53,716,548
<u>Less</u> Revaluation adjustments	(48,953)	-	-	-
<u>Less</u> Allowance for loss on impairment	(26,048,538)	-	(23,380,330)	-
Total long-term investments - net	27,498,078	38,859,958	40,636,306	53,716,548
Total investments in debt and equity securities - net	359,462,297	370,824,177	300,377,437	313,457,679

As at September 30, 2008 and December 31, 2007, the Company has debt securities in Government bonds of Baht 449 million and Baht 591 million, respectively, belonging to cash customers and margin customers, which the Company has to refund to such customers on demand. The balances are netted and presented at a value of zero in the balance sheets.

- 6.2 Short-term investments in trading and available-for-sale securities reconciliation in compliance with requirement of the Notification of the Office of the Securities and Exchange Commission No. Kor Jor. 1/2551 dated January 28, 2008 regarding “Rules, Conditions and Procedures Governing the Disclosure of Financial Position and Result of Operation by Issuing Securities Company (No. 23)”. It is effective for financial statements submitting to the Office of the Securities and Exchange Commission in year 2008 onward.

Short-term investments in trading and available-for-sale securities reconciliations of the consolidated and separate financial statements for the nine-month period ended September 30, 2008 and for the year ended December 31, 2007 are as follows:

<b>CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS</b>				
	<b>As at September 30, 2008</b>		<b>As at December 31, 2007</b>	
	<b>Short-term investments</b>		<b>Short-term investments</b>	
	<b>Trading securities Baht</b>	<b>Available-for-sale securities Baht</b>	<b>Trading securities Baht</b>	<b>Available-for-sale securities Baht</b>
Book value-beginning balance	6,375,368	-	201,009,735	-
Listed securities bought	40,618,072,722	33,147,600	206,512,543	-
Listed securities sold	(40,607,790,699)	(15,207,600)	(401,146,910)	-
Change in market value of securities	(3,486,575)	(7,800,000)	(1,722,082)	-
Book value-ending balance	13,170,816	10,140,000	4,653,286	-

6.3 Gain (loss) on trading in securities

	<b>CONSOLIDATED</b>		<b>SEPARATE</b>	
	<b>FINANCIAL STATEMENTS</b>		<b>FINANCIAL STATEMENTS</b>	
	<b>For the quarters ended</b>		<b>For the quarters ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
	<b>2008</b>	<b>2007</b>	<b>2008</b>	<b>2007</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Unrealized gain on trading securities	3,457,897	93,706	3,457,897	93,706
Realized gain (loss) on trading securities	12,830,466	(3,210,700)	12,830,466	(3,210,700)
Unrealized loss on impairment of general investments	-	(600,500)	-	(600,500)
Reversal of unrealized loss on change from available-for-sale securities to trading securities	-	3,358,352	-	3,358,352
Realized loss from derivatives contracts	(46,600)	(8,800)	(46,600)	(8,800)
<b>Total</b>	<b>16,241,763</b>	<b>(367,942)</b>	<b>16,241,763</b>	<b>(367,942)</b>

	<b>CONSOLIDATED</b>		<b>SEPARATE</b>	
	<b>FINANCIAL STATEMENTS</b>		<b>FINANCIAL STATEMENTS</b>	
	<b>For the nine-month periods</b>		<b>For the nine-month periods</b>	
	<b>ended September 30,</b>		<b>ended September 30,</b>	
	<b>2008</b>	<b>2007</b>	<b>2008</b>	<b>2007</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Unrealized gain on trading securities	877,116	32,512,995	877,116	32,512,995
Realized gain (loss) on trading securities	31,952,126	(58,993,283)	31,952,126	(58,993,283)
Realized gain on available-for-sale securities	6,532,377	520	5,520,136	-
Unrealized loss on impairment of general investments	(2,668,208)	(600,468)	(2,668,208)	(600,468)
Reversal of unrealized loss on change from available-for-sale securities to trading securities	-	18,841,199	-	18,841,199
Realized loss from derivatives contracts	(45,940)	(20,800)	(45,940)	(20,800)
Realized gain on sale of investment in subsidiary	1,608,513	-	-	-
<b>Total</b>	<b>38,255,984</b>	<b>(8,259,837)</b>	<b>35,635,230</b>	<b>(8,260,357)</b>

6.4 Interest and dividend from investments in debt and equity securities

	<b>CONSOLIDATED</b>		<b>SEPARATE</b>	
	<b>FINANCIAL STATEMENTS</b>		<b>FINANCIAL STATEMENTS</b>	
	<b>For the quarters ended</b>		<b>For the quarters ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
	<b>2008</b>	<b>2007</b>	<b>2008</b>	<b>2007</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Interest income	3,920,583	2,096,542	3,678,686	862,204
Dividend	528,880	73,280	528,880	73,280
Total	<u>4,449,463</u>	<u>2,169,822</u>	<u>4,207,566</u>	<u>935,484</u>

	<b>CONSOLIDATED</b>		<b>SEPARATE</b>	
	<b>FINANCIAL STATEMENTS</b>		<b>FINANCIAL STATEMENTS</b>	
	<b>For the nine-month</b>		<b>For the nine-month</b>	
	<b>periods ended</b>		<b>periods ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
<b>2008</b>	<b>2007</b>	<b>2008</b>	<b>2007</b>	
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Interest income	14,851,630	9,539,243	13,935,974	4,624,621
Dividend	2,923,740	4,985,368	2,923,740	4,985,368
Total	<u>17,775,370</u>	<u>14,524,611</u>	<u>16,859,714</u>	<u>9,609,989</u>

6.5 Unrealized gain (loss) on revaluation of investments in securities recognized in the shareholders' equity

	<b>CONSOLIDATED</b>		<b>SEPARATE</b>	
	<b>FINANCIAL STATEMENTS</b>		<b>FINANCIAL STATEMENTS</b>	
	<b>As at</b>	<b>As at</b>	<b>As at</b>	<b>As at</b>
	<b>September 30,</b>	<b>December 31,</b>	<b>September 30,</b>	<b>December 31,</b>
	<b>2008</b>	<b>2007</b>	<b>2008</b>	<b>2007</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Beginning balance of the period/year	3,474,963	(1,525,672)	3,579,514	(1,491,697)
Change on revaluation of investments in securities of the period/year	<u>(11,285,296)</u>	<u>5,000,635</u>	<u>(11,392,958)</u>	<u>5,071,211</u>
Ending balance of the period/year	<u>(7,810,333)</u>	<u>3,474,963</u>	<u>(7,813,444)</u>	<u>3,579,514</u>

6.6 As at September 30, 2008 and December 31, 2007, the Company has investments in companies that have financial position and performance problems as follows:

	As at September 30, 2008			As at December 31, 2007		
	Cost/ Book value	Fair value	Allowance for diminution in value	Cost/ Book value	Fair value	Allowance for diminution in value
	Baht	Baht	Baht	Baht	Baht	Baht
Ordinary shares	21,789,274	963	21,788,311	21,789,274	944	21,788,330
Preferred shares	<u>4,399,500</u>	<u>139,273</u>	<u>4,260,227</u>	<u>1,849,500</u>	<u>257,500</u>	<u>1,592,000</u>
	<u>26,188,774</u>	<u>140,236</u>	<u>26,048,538</u>	<u>23,638,774</u>	<u>258,444</u>	<u>23,380,330</u>

The following is the investment in other securities for which the Company's holding equals to or is more than 10% of the number of shares issued by the investee company.

CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS					
Company name	Type of business	As at September 30, 2008		As at December 31, 2007	
		Cost/ Book value Baht	% of holding	Cost/ Book value Baht	% of holding
<b>General investment</b>					
<u>Preference shares</u>					
Burda (Thailand) Co., Ltd.	Magazine Publisher	-	51	2,550,000	51

As at September 30, 2008 and December 31, 2007, the Company has invested in 255,000 non-cumulative preference shares of Burda (Thailand) Co., Ltd. representing 51% of its shares with 17% voting rights. The Company has not recorded such investment as an investment in subsidiary or associate as the Company has no control and significant influence over that company and has right to receive only declared dividends.

In addition, the Company has an option to sell and the investee company has an option to buy back all of shares, at any time, at a price equivalent to the aggregate par value of the shares. No dividend received during the nine-month period ended September 30, 2008 and during the year ended December 31, 2007. As at September 30, 2008, the Company has set fully allowance for impairment for such investment.

## 7. INVESTMENTS IN SUBSIDIARY AND ASSOCIATED COMPANIES

The Company's investments in its subsidiary and associate, which are companies registered under Thai laws and operating in Thailand, as at September 30, 2008 and December 31, 2007 are summarized below:

Company name	Type of business	Type of shares	Paid-up capital		% of holding		Cost method		Equity method	
			As at	As at	As at	As at	As at	As at	As at	As at
			September 30,	December 31,	September 30,	December 31,	September 30,	December 31,	September 30,	December 31,
			2008	2007	2008	2007	2008	2007	2008	2007
			Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht	Million Baht
<b>Subsidiary</b>										
Seamico Asset Management Co., Ltd.	Mutual and private fund	Ordinary share	100	100	100	100.0	100.0	100.0	58.9	75.1
Seamico Knight Fund Management Securities management Co., Ltd.	Private fund	Ordinary share	20	20	-	51.0	-	10.2	-	8.6
<b>Associate</b>										
KTB Securities Co., Ltd.	Securities business	Ordinary share	864	864	48.8	-	421.7	-	416.8	-
Total			984	984			521.7	110.2	475.7	83.7

In 2007, Seamico Derivatives Company Limited, a subsidiary, restructured its business operation by transferring the derivative business to Seamico Securities Public Company Limited. Since Seamico Derivatives Company Limited has not started its business operation, the company registered its liquidation with Ministry of Commerce on December 13, 2007. As at September 30, 2008 and December 31, 2007, this subsidiary is in the process of liquidation.

On May 26, 2008, the Company sold investment in Seamico Knight Fund Management Securities Company Limited, a subsidiary, to a public limited company and two limited companies. The Company disposed its own portion with a disposal value at cost of Baht 10.2 million. As at September 30, 2008, the Company received the entire amount from the buyer.

During the quarter ended September 30, 2008, the Company has invested in KTB Securities Co., Ltd.'s ordinary shares, equivalent to 48.81% of issued and paid-up share capital, resulting to that KTB Securities Co., Ltd.'s has become the Company's associate as at September 30, 2008.

**8. SECURITIES AND DERIVATIVES BUSINESS RECEIVABLES AND ACCRUED INTEREST RECEIVABLES**

As at September 30, 2008 and December 31, 2007, the Company had loans and receivables totalling Baht 8.3 million and Baht 9.2 million, respectively, for which recognition of interest income had been discontinued in accordance with the Office of the Securities and Exchange Commission's Notification No. Kor.Thor. 33/2543 dated August 25, 2000, which is updated by Notification No. Kor.Thor. 5/2544 dated February 15, 2001.

		<b>CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS</b>	
		<b>As at September 30, 2008 Baht</b>	<b>As at December 31, 2007 Baht</b>
Customers' cash accounts		551,572,850	565,107,411
Credit balance transactions		1,501,802,741	1,698,644,050
Other receivables			
Receivable under litigation		8,022,689	8,022,689
Installment receivable		54,025	55,025
Other receivable		206,081	1,162,886
Total securities business receivables		<u>2,061,658,386</u>	<u>2,272,992,061</u>
<u>Add</u> Accrued interest receivables		9,774,567	8,578,560
<u>Less</u> Allowance for doubtful accounts (Note 9)		(8,282,390)	(8,502,208)
Total securities business receivables and accrued interest receivables - net		<u>2,063,150,563</u>	<u>2,273,068,413</u>
Derivatives business receivables		-	183,696
Total derivatives business receivables		-	183,696
<b>Total</b>		<u><u>2,063,150,563</u></u>	<u><u>2,273,252,109</u></u>

The Company has classified securities and derivatives business receivables in accordance with the Notification of the Office of the Securities and Exchange Commission No. Kor.Thor. 33/2543 dated August 25, 2000, which is updated by Notification No. Kor.Thor. 5/2544 dated February 15, 2001 as follows:

<b>CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS</b>						
	<b>As at September 30, 2008</b>			<b>As at December 31, 2007</b>		
	<b>Securities and derivatives business receivables and accrued interest receivables</b>	<b>Allowance for doubtful accounts set up by the Company</b>	<b>Securities and derivatives business receivables and accrued interest receivables - net</b>	<b>Securities and derivatives business accrued interest receivables</b>	<b>Allowance for doubtful accounts set up by the Company</b>	<b>Securities and derivatives business receivables and accrued interest receivables - net</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Normal debts	2,063,150,159	-	2,063,150,159	2,272,513,717	-	2,272,513,717
Substandard debts	404	-	404	738,392	-	738,392
Doubtful debts	8,282,390	(8,282,390)	-	8,502,208	(8,502,208)	-
<b>Total</b>	<u>2,071,432,953</u>	<u>(8,282,390)</u>	<u>2,063,150,563</u>	<u>2,281,754,317</u>	<u>(8,502,208)</u>	<u>2,273,252,109</u>



The substandard and doubtful debts (securities and derivatives business receivables and accrued interest receivables) are classified by aging as follows:

	<b>CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS</b>	
	<b>As at September 30, 2008 Baht</b>	<b>As at December 31, 2007 Baht</b>
Up to 3 months	-	787,100
Over 3 months to 6 months	20,198	47,747
Over 6 months to 9 months	-	-
Over 9 months to 12 months	-	-
Over 1 year to 3 years	53,106	3,458,326
Over 3 years	8,209,490	4,947,427
<b>Total</b>	<b>8,282,794</b>	<b>9,240,600</b>

**9. ALLOWANCE FOR DOUBTFUL ACCOUNTS**

	<b>CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS</b>	
	<b>As at September 30, 2008 Baht</b>	<b>As at December 31, 2007 Baht</b>
Beginning balance of the period/year	8,502,208	8,407,381
<u>Add</u> Doubtful accounts (reversal)	(219,818)	94,827
Ending balance of the period/year	<b>8,282,390</b>	<b>8,502,208</b>

**10. DEFERRED INCOME TAX**

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	As at	As at	As at	As at
	September 30,	December 31,	September 30,	December 31,
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
<b>Deferred tax assets</b>				
Allowance for doubtful accounts	1,378,899	1,540,624	1,378,899	1,540,624
Allowance for loss on impairment of investments	7,873,476	8,647,709	7,873,476	8,647,709
Amortization of intangible assets	3,974,058	7,131,370	3,974,058	7,131,370
Unrealized loss on revaluation of investments				
- Trading securities	871,806	516,960	871,806	516,960
- Available-for-sale securities	2,604,481	-	2,604,481	-
Other assets	51,534	61,842	51,534	61,842
	<u>16,754,254</u>	<u>17,898,505</u>	<u>16,754,254</u>	<u>17,898,505</u>
<b>Deferred tax liabilities</b>				
Unrealized gain on revaluation of investments				
- Trading securities	660,284	-	660,284	-
- Available-for-sale securities	1,333	1,534,078	-	1,534,078
	<u>661,617</u>	<u>1,534,078</u>	<u>660,284</u>	<u>1,534,078</u>
Deferred tax - net	<u>16,092,637</u>	<u>16,364,427</u>	<u>16,093,970</u>	<u>16,364,427</u>

The movements of deferred income tax are as follows:

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	As at	As at	As at	As at
	September 30,	December 31,	September 30,	December 31,
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
Beginning balance for the period/year	16,364,427	39,573,519	16,364,427	37,867,452
Charges to statements of income	(4,409,016)	(21,035,716)	(4,409,016)	(19,329,649)
Item in shareholders' equity	4,137,226	(2,173,376)	4,138,559	(2,173,376)
Ending balance for the period/year	<u>16,092,637</u>	<u>16,364,427</u>	<u>16,093,970</u>	<u>16,364,427</u>

## **11. DEBENTURES**

On January 8, 2008, the extraordinary shareholders' meeting No. 1/2008 had approved the issuance and offer of debentures with a limit not exceeding Baht 2,000 million, which maturity is within 7 years. The purposes of debentures are for managing fund and seeking for new business opportunity. The Board of Directors have authorization to consider types, timing and condition of debentures in accordance with the market condition and liquidity. The Board of Directors are also responsible for the process of getting the approval from the Securities and Exchange Commission.

Subsequently, on April 21, 2008, the ordinary shareholders' meeting No.1/2008 has the resolution to approve the reduction of the credit limit of debentures, which was previously approved by the extraordinary shareholders' meeting No.1/2008 dated January 8, 2008, to be not exceeding Baht 1,000 million. Any other conditions were unchanged.

As at September 30, 2008, the Company has not issued such debentures.

## **12. DERIVATIVES DEBENTURES**

On April 21, 2008, the ordinary shareholders' meeting No.1/2008 has passed a resolution to approve the issuance and offer of derivatives debentures with a limit not exceeding Baht 1,000 million, of which the maturity is within 5 years. The Board of Directors have authorization to determine details and conditions of the issuance and offering of the derivatives debentures, including obtaining approval from the relevant authorities and performing any other necessary actions relating to the issuance and offering of the derivatives debentures. The issuance and offering of derivatives debentures is subject to the approval of the Office of the Securities and Exchange Commission. As at September 30, 2008, the Company has not issued such derivatives debentures.

## **13. CONVERTIBLE BORROWINGS**

As at December 31, 2007, convertible borrowings in the consolidated balance sheet represented Thai Baht loans of the subsidiary from foreign related parties. The borrowings are due at call but not more than 5 years, maturing in August 2008, and carry interest at a rate of 5 percent per annum, payable quarterly. The lenders have the right but not the obligation to convert the borrowings to equity in the subsidiary at par value, up to a maximum of 500,000 ordinary shares, or not more than 20% of the capital of the subsidiary, from August 2005 until the maturity per the loan agreement. However, their shareholdings in that subsidiary must be in compliance with the law. In addition, the lenders have the right to receive additional interest payments from the subsidiary equivalent to what their entitlement to dividends would be if the outstanding loan balance had already been converted into ordinary shares. As at September 30, 2008, the consolidated balance sheet did not include such convertible borrowings as the Company has sold such subsidiary (see Notes 2 and 7).

#### 14. SHARE CAPITAL

Registered and paid-up capital

On September 27, 2007, the Extraordinary General Meeting of shareholders passed the following resolutions:

- (1) Approved the issuance of 27,000,000 units of warrants offering to the Company's employees.
- (2) Approved an increase of the registered capital amounting to Baht 27,000,000 equivalent to 27,000,000 shares at a par value of Baht 1 each. The purpose of issuing 27,000,000 new ordinary shares is to accommodate the exercise of warrants to the Company's employees.
- (3) Approved an increase of the registered capital amounting to Baht 19,675,971 equivalent to 19,675,971 shares at a par value of Baht 1 each. The purpose of issuing 19,675,971 new ordinary shares is to accommodate the exercise of ZMICO-W3, because the exercise ratio of such warrants were adjusted.
- (4) Approved an amendment of Clause 4 of the Memorandum of Association in order to comply with an increase of capital according to items (2) and (3) above. The registered capital of Baht 1,037,157,550 will be increased to Baht 1,083,833,521 equivalent to 1,083,833,521 shares at a par value of Baht 1 each.

The Company has registered the additional capital with the Ministry of Commerce on October 5, 2007.

As at September 30, 2008, the Company had a registered share capital of Baht 1,083,833,521, at a par value of Baht 1 each, and paid-up share capital of Baht 833,758,869 (as at December 31, 2007 : Baht 833,704,064, at a par value of Baht 1 each). The excess of the registered share capital over the paid-up share capital represents the shares reserved for future exercise of warrants.

Net asset value

As at September 30, 2008 and December 31, 2007, net asset value per share, which was determined by dividing shareholders' equity by the number of issued and paid up shares which net of the number of treasury stocks as at the balance sheet date, was Baht 3.39 per share and Baht 3.35 per share, respectively. Such net asset value per share does not reflect the dilutive effect of the shares which are to be issued for the conversion of warrants.

#### 15. TREASURY STOCK

The Executive Committee Meeting No. 5/2007, held on June 5, 2007, passed a resolution to approve the resale of treasury shares amounting to 53,872,000 shares by selling in the Stock Exchange of Thailand with the resale period from June 20, 2007 to September 13, 2009. The resale price should not be less than 85% of the average closing price of shares for the preceding 5 business days.

As at December 31, 2007, the Company had resold all treasury stocks, which were 53,872,000 shares, at Baht 215.51 million. The premium from disposing treasury stocks is Baht 15.52 million.

Subsequently, on August 26, 2008, the Board of Directors' meeting No. 5/2008 has passed a resolution on a project to repurchase 83,375,886 ordinary shares (representing 10% of the issued and paid-up share capital) for buying those shares trading in the Stock Exchange of Thailand at a price not exceeding the average closing price, of those shares for the preceding 5 business days, plus 15 percent of such average closing price at the amount not more than Baht 200 million with the repurchase period from September 15, 2008 to March 14, 2009. The process and timing for resale of those shares will be decided by the Company's Board of Directors at 6 months but not more than 3 years after the completion of the repurchase date and the resale will have to be at a price not less than 85 percent of the average closing prices of the preceding 5 business days prior to the resale date.

As at September 30, 2008, the Company had 8,691,900 treasury shares representing 1.04% of the issued and paid-up share capital on the date when the Board of Directors resolved the share repurchase. The total treasury stocks are Baht 19.39 million.

## 16 WARRANTS

### 16.1 Warrants offered to existing shareholders

In December 2003, the extraordinary shareholders' meeting had approved the issuance of 20,372,351 five-year warrants to existing shareholders and shareholders who subscribed to the new issue of ordinary shares, in a ratio of 4 existing ordinary shares to 1 warrant, free of charge. The exercise price of the warrants is Baht 60 per share (the par value is Baht 10 each) and they are exercisable in a ratio of 1 warrant to 1 ordinary share, commencing one year after the issue date (exercisable since September 30, 2005). Such warrants will be matured on May 6, 2009.

Due to the reduction in the par value of the shares from Baht 10 per share to Baht 1 per share, the warrant issue was amended to 203,723,510 warrants with an exercise ratio of 1 warrant to 1 ordinary share and an exercise price of Baht 6 per share.

Subsequently, the ordinary shareholders' meeting held on April 18, 2007 had approved dividend payment exceeding 70% of net income, and, therefore, the Company must adjust the exercise price and an exercise ratio to protect the interest of the warrant holders. The right of the outstanding warrants, which have been allotted but not exercised after the shareholders meeting on April 18, 2007, were amended to a ratio of 1 warrant to 1.09832 ordinary shares, with the exercise price of Baht 5.463 per share.

During the nine-month period ended September 30, 2008, no warrants were exercised. As at September 30, 2008, the outstanding warrants, which have been allotted but not exercised, are 201,214,034 units (As at December 31, 2007: 201,214,034 units).

### 16.2 Directors and employees' warrants III (ESOP warrant III)

In December 2003, the extraordinary shareholders' meeting had approved the issuance of 1,430,000 five-year warrants with a par value of Baht 10 each to the Company's directors and employees (other than directors or employees who received a prior allotment of warrants), free of charge. The warrants are exercisable at a price equal to the par value of the shares, in a ratio of 1 warrant to 1 ordinary share, throughout 5 years in accordance with certain stipulated conditions.

Due to the reduction of the par value of the shares from Baht 10 per share to Baht 1 per share, the number of warrants III issued to the directors and employees is adjusted to 14,300,000 units, with the exercise ratio adjusted to 1 warrant to 1 ordinary share while the exercise price remains at par value, or Baht 1 per share. At the ordinary shareholders' meeting held on April 18, 2007, the shareholders approved dividend payment exceeding 70% of net income and therefore, the Company must adjust the exercise ratio of the Directors and employees' warrants III to protect the interest of the warrant holders. The right of the outstanding warrants, which have been allotted but not exercised after the shareholders meeting on April 18, 2007, were amended to a ratio of warrant to 1.09832 ordinary shares with the exercise price at Baht 1 per share. During August 2004, 13,790,400 warrants were allotted to the directors and employees, and currently 509,600 warrants had not been allotted. The issue of such free warrants was not recorded as an accounting expense.

During the nine-month period ended September 30, 2008, the employees exercised their warrants amounting to 49,900 units, equivalent to 54,805 shares or the increase in share capital of the increase in share capital Baht 54,805 (For the nine-month period ended September 30, 2007 : 112,800 units, 113,419 shares, or Baht 113,419) In addition, as at September 30, 2008, there was no share subscription. (As at September 30, 2007 : 29,300 warrants were exercised equivalent to 32,180 shares or share subscription received in advance of Baht 32,180) As at September 30, 2008, the outstanding warrants, which have been allotted but not exercised, are 1,576,058 units. (As at December 31, 2007: 1,625,958 units)

### 16.3 ESOP Warrants offering to the Company's employees

On September 27, 2007, the extraordinary shareholders' meeting had approved the issuance of five-year 27,000,000 units of warrants with a par value of Baht 1 each to the Company's employees, free of charge. The warrants are exercisable at the exercise price of Baht 3.21 per share, which is equivalent to the audited book value per share as at June 30, 2007, at a ratio of 1 warrant to 1 ordinary share, throughout the five-year period, subject to certain stipulated conditions. Such warrants have been approved by the Securities and Exchange Commission on February 5, 2008. Subsequently, in March 2008, 16,432,100 warrants were allotted to employees and currently 10,567,900 warrants had not been allotted. The issue of such warrants was not recorded as an accounting expense.

During the nine-month period ended September 30, 2008, the employees did not exercise their warrants. As at September 30, 2008, the outstanding warrants, which have been allotted but not exercised, are 16,432,100 units. (As at December 31, 2007, the issuance of these warrants is under the consideration for approval by the Office of the Securities and Exchange Commission).

## 17. DIVIDEND

At the ordinary shareholders' meeting held on April 18, 2007, a dividend in respect of the operating result for the year ended December 31, 2006 and retained earnings of Baht 0.50 per share amounting to a total of Baht 389.71 million (net of 53.87 million shares of treasury stock) was approved to be payable to shareholders. Dividends were paid on April 27, 2007.

On April 21, 2008, the ordinary shareholders' meeting No.1/2008 has the resolution to approve not to pay dividend in respect of the operating result for the year ended December 31, 2007.

Subsequently, on August 26, 2008, the Board of Directors' meeting No. 5/2008 has passed a resolution to pay an interim dividend to the Company's shareholders in respect of the operating result for the six-month period ended June 30, 2008 of Baht 0.05 per share amounting to Baht 41.67 million. Interim dividends were paid on September 23, 2008.

## 18. CAPITAL RISK MANAGEMENT

18.1 Under the Notification of the Office of the Securities and Exchange Commission No. Kor Thor. 18/2549 regarding "Net Liquid Capital Ratio - NCR", the Company is required to maintain its net liquid capital at the end of working day at least Baht 15 million and at least 7% of general liabilities.

The Company was granted securities business licenses of derivatives agent under the Derivative Act. The Company has to maintain its net liquid capital at the end of working day at least Baht 25 million and at least 7% of general liabilities and assets held as collateral except in case the Company discontinued its derivatives agent business and notified to the Securities and Exchange Commission, the Company has to maintain its net liquid capital as mentioned in the above paragraph.

As at September 30, 2008 and December 31, 2007, the Company has net liquid capital ratio higher than the requirement of the Office of the Securities and Exchange Commission.

Additionally, in accordance with the regulation of Thailand Clearing House Co., Ltd. ("TCH") chapter 300 "Ordinary Members" regarding the "Qualification of Membership", the Ordinary Membership is required to have share capital at least Baht 100 million for membership operating especially in derivatives business.

In addition, the objectives of the capital management of the Company is to sustain the Company's ability to continue as a going concern in order to generate returns to the shareholders and benefits for other stakeholders and also to maintain an optimal capital structure.

### Subsidiary

Under the Notification of the Office of the Securities and Exchange Commission No. KorNor. 13/2548, regarding “Principle for Maintaining Capital Adequacy and Responsibility Insurance of Management Company”, the subsidiary has to maintain shareholders’ equity at least Baht 20 million with the warning level at Baht 30 million for mutual fund management business and at least Baht 10 million with the warning level at Baht 15 million for private fund management business without provident fund management. In case the subsidiary cannot maintain the capital adequacy over the warning level, the subsidiary has to report to the Office of the Securities and Exchange Commission including the plan to recover its shareholders’ equity to the warning level. As at September 30, 2008 and December 31, 2007, financial statements of the subsidiary shown shareholders’ equity higher than the requirement of the Office of the Securities and Exchange Commission.

In addition, the objectives of the capital management of the subsidiary is to sustain the subsidiary’s ability to continue as a going concern in order to generate returns to the shareholders and benefits for other stakeholders and also to maintain an optimal capital structure.

#### 18.2 Premium on share capital

The share premium account is set up under the provisions of Section 51 of the Public Companies Act B.E. 2535, which requires companies to set aside share subscription monies received in excess of the par value of the shares issued to a reserve account (“share premium”). Share premium is not available for dividend distribution.

#### 18.3 Statutory reserve

Under the Public Limited Company Act., B.E. 2535, section 116, the Company is required to set aside as a statutory reserve at least 5% of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10% of the registered capital. The statutory reserve is not available for dividend distribution.

As at September 30, 2008 and December 31, 2007, the statutory reserve has already reached 10% of registered capital.

#### 18.4 Reserve for treasury stock

According to the Federation of Accounting Professions’ announcement No. Sor.Sor.Vor.Bor.Chor. 016/2548 dated February 4, 2005, it requires public limited companies that treasury stocks to have retained earnings not less than the amount of the treasury stocks remaining in the account. In the event the retained earnings is used to pay dividends, the retained earnings after the dividend payment should not be less than the treasury stocks. This is to comply with the announcement of the Judicial Council, which deliberated the issue of treasury stock schemes under Section 66/1(2) of the Public Limited Companies Act B.E. 2535. As at September 30, 2008, the Company has appropriated the retained earnings as the treasury stock reserve for the whole amount.

**19. FEES AND SERVICE INCOME**

	<b>CONSOLIDATED</b>		<b>SEPARATE</b>	
	<b>FINANCIAL STATEMENTS</b>		<b>FINANCIAL STATEMENTS</b>	
	<b>For the quarters ended</b>		<b>For the quarters ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
	<b>2008</b>	<b>2007</b>	<b>2008</b>	<b>2007</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Financial advisory fees	56,306	5,998,385	56,306	5,998,385
Private fund management and mutual fund management	126,675	4,828,061	-	-
Others	85,585	73,925	85,585	73,925
<b>Total</b>	<b>268,566</b>	<b>10,900,371</b>	<b>141,891</b>	<b>6,072,310</b>

	<b>CONSOLIDATED</b>		<b>SEPARATE</b>	
	<b>FINANCIAL STATEMENTS</b>		<b>FINANCIAL STATEMENTS</b>	
	<b>For the nine-month periods</b>		<b>For the nine-month periods</b>	
	<b>ended September 30,</b>		<b>ended September 30,</b>	
	<b>2008</b>	<b>2007</b>	<b>2008</b>	<b>2007</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Underwriting fees	7,118,930	1,633,750	7,118,930	1,633,750
Financial advisory fees	3,021,569	18,093,435	3,021,569	18,093,435
Private fund management and mutual fund management	299,049	15,243,096	-	-
Others	255,631	801,079	255,631	801,079
<b>Total</b>	<b>10,695,179</b>	<b>35,771,360</b>	<b>10,396,130</b>	<b>20,528,264</b>

**20. FEES AND SERVICE EXPENSES**

	<b>CONSOLIDATED</b>		<b>SEPARATE</b>	
	<b>FINANCIAL STATEMENTS</b>		<b>FINANCIAL STATEMENTS</b>	
	<b>For the quarters ended</b>		<b>For the quarters ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
	<b>2008</b>	<b>2007</b>	<b>2008</b>	<b>2007</b>
	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>	<b>Baht</b>
Brokerage fees paid to the Stock Exchange of Thailand	6,978,510	6,543,260	6,978,510	6,543,260
Amortization of private fund, mutual fund and derivative licenses	125,680	565,290	-	252,050
Others	363,520	287,440	190,260	264,590
<b>Total</b>	<b>7,467,710</b>	<b>7,396,010</b>	<b>7,168,770</b>	<b>7,059,910</b>

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	For the nine-month periods		For the nine-month periods	
	ended September 30,		ended September 30,	
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
Brokerage fees paid to the Stock Exchange of Thailand	22,321,780	13,090,230	22,321,780	13,090,230
Amortization of private fund, mutual fund and derivative licenses	374,310	1,727,270	-	747,940
Others	1,424,750	1,162,980	1,304,030	1,429,310
Total	<u>24,120,850</u>	<u>15,980,500</u>	<u>23,625,820</u>	<u>15,267,490</u>

## 21. DIRECTORS' REMUNERATION

Directors' remuneration represents the benefits paid to the Company's directors in accordance with Section 90 of the Public Limited Companies Act, exclusive of salaries and related benefits payable to directors who hold executive position. Directors' remuneration for the year 2008 was approved by the ordinary shareholders' meeting of the Company held on April 21, 2008 and the ordinary shareholders' meeting of a subsidiary held on April 18, 2008.

## 22. OTHER EXPENSES

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	For the quarters ended		For the quarters ended	
	September 30,		September 30,	
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
Entertainment expenses	2,160,360	2,461,870	2,157,820	2,458,020
Publication and marketing expenses	1,284,110	1,207,540	1,019,320	572,440
Traveling expenses	3,046,290	1,960,390	3,023,960	1,806,460
SET Fee	1,053,250	614,280	1,053,250	614,280
Others	5,863,740	5,174,480	5,712,180	4,357,530
Total	<u>13,407,770</u>	<u>11,418,570</u>	<u>12,966,550</u>	<u>9,808,740</u>

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	For the nine-month periods		For the nine-month periods	
	ended September 30,		ended September 30,	
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
Entertainment expenses	6,984,730	5,830,540	6,982,180	5,808,700
Publication and marketing expenses	7,429,820	2,630,850	6,810,730	1,945,220
Traveling expenses	9,566,150	6,558,510	9,474,200	5,527,080
SET Fee	2,593,830	2,568,990	2,593,830	2,568,990
Others	18,169,540	15,249,370	17,604,540	13,052,310
Total	<u>44,744,090</u>	<u>32,838,270</u>	<u>43,465,500</u>	<u>28,902,310</u>

**23. PROVIDENT FUND**

The Company and the subsidiary set up a provident fund for those employees who elected to participate. The contributions from the employees are deducted from their monthly salaries, and the Company and its subsidiaries match the individuals' contributions. The provident funds are managed by MFC Asset Management Public Company Limited, which granted the license by Government to be an authorized fund manager in accordance with the Provident Fund Act B.E. 2530.

During the quarters ended September 30, 2008 and 2007, the Company has contributed Baht 2.55 million and Baht 1.17 million, respectively and the subsidiary has contributed Baht 0.10 million and Baht 0.23 million, respectively.

During the nine-month periods ended September 30, 2008 and 2007, the Company has contributed Baht 7.19 million and Baht 5.23 million, respectively and the subsidiary has contributed Baht 0.21 million and Baht 0.68 million, respectively.

**24. CORPORATE INCOME TAX**

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	For the quarters ended		For the quarters ended	
	September 30,		September 30,	
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
Corporate income tax paid	(539,552	8,347,501	(539,552	8,356,554
Deferred income tax	2,283,241	15,610,761	2,283,241	16,837,291
Total	<u>1,743,689</u>	<u>23,958,262</u>	<u>1,743,689</u>	<u>25,193,845</u>

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	For the nine-month periods		For the nine-month periods	
	ended September 30,		ended September 30,	
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
Corporate income tax paid	26,994,551	8,353,259	26,994,551	8,356,554
Deferred income tax	4,409,011	13,376,360	4,409,011	17,349,899
Total	<u>31,403,562</u>	<u>21,729,619</u>	<u>31,403,562</u>	<u>25,706,453</u>

Reconciliation of income tax expenses and the results of the accounting profit (loss) multiplied by the income tax rate are as follows:

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	For the quarters ended		For the quarters ended	
	September 30,		September 30,	
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
Net income (loss) before tax	(2,531,143)	73,929,864	8,341,753	80,731,045
Tax rate	25%, 30%	30%	25%	30%
The result of the account profit (loss) multiplied by the income tax rate	(955,532)	22,249,645	832,294	24,219,314
Effect of the non-deductible income and expense	2,699,224	1,708,626	911,398	974,537
Total	1,743,692	23,958,271	1,743,692	25,193,851

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	For the nine-month periods		For the nine-month periods	
	ended September 30,		ended September 30,	
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
Net income before tax	87,454,196	60,828,509	107,014,556	77,738,785
Tax rate	25%, 30%	30%	25%	30%
The result of the account profit multiplied by the income tax rate	21,877,020	18,610,682	26,753,639	23,321,636
Effect of the non-deductible income and expense	9,526,548	3,118,937	4,649,929	2,384,817
Total	31,403,568	21,729,619	31,403,568	25,706,453

## 25. RECONCILIATION OF DILUTED EARNINGS (LOSS) PER SHARE

	CONSOLIDATED FINANCIAL STATEMENTS					
	For the quarters ended September 30,					
	Net income (loss)		Weighted average		Earnings (loss) per share	
	2008	2007	number of ordinary shares	number of ordinary shares	2008	2007
Baht	Baht	shares	shares	Baht	Baht	
<b>Basic earnings (loss) per share</b>						
Net income (loss)	(4,274,835)	49,846,370	832,491,812	810,469,009	(0.005)	0.062
<b>Effect of dilutive potential ordinary shares</b>						
Warrants (see Note 16)	-	-	947,751	1,392,806	-	-
Convertible borrowings (see Note 13)	-	74,104	-	500,000	-	-
<b>Diluted earnings (loss) per share</b>						
Net income (loss) of ordinary shareholders assuming the conversion of dilutive potential ordinary shares	(4,274,835)	49,920,474	833,439,563	812,361,815	(0.005)	0.062

SEPARATE FINANCIAL STATEMENTS

For the quarters ended September 30,

	Net income		Weighted average number of ordinary shares		Earnings per share	
	2008	2007	2008	2007	2008	2007
	Baht	Baht	shares	shares	Baht	Baht
<b>Basic earnings per share</b>						
Net income	6,598,061	55,537,194	832,491,812	810,469,009	0.008	0.069
<b>Effect of dilutive potential ordinary shares</b>						
Warrants (see Note 16)	-	-	947,751	1,392,806	-	-
<b>Diluted earnings per share</b>						
Net income of ordinary shareholders assuming the conversion of dilutive potential ordinary shares	6,598,061	55,537,194	833,439,563	811,861,815	0.008	0.069

CONSOLIDATED FINANCIAL STATEMENTS

For the nine-month periods ended September 30,

	Net income		Weighted average number of ordinary shares		Earnings per share	
	2008	2007	2008	2007	2008	2007
	Baht	Baht	shares	shares	Baht	Baht
<b>Basic earnings per share</b>						
Net income	56,050,628	39,022,864	833,313,620	789,382,283	0.067	0.050
<b>Effect of dilutive potential ordinary shares</b>						
Warrants (see Note 16)	-	-	1,136,165	1,378,145	-	-
Convertible borrowings (see Note 13)	-	219,896	-	500,000	-	-
<b>Diluted earnings per share</b>						
Net income of ordinary shareholders assuming the conversion of dilutive potential ordinary shares	56,050,628	39,242,760	834,449,785	791,260,428	0.067	0.050

SEPARATE FINANCIAL STATEMENTS

For the nine-month periods ended September 30,

	Net income		Weighted average number of ordinary shares		Earnings per share	
	2008	2007	2008	2007	2008	2007
	Baht	Baht	shares	shares	Baht	Baht
<b>Basic earnings per share</b>						
Net income	75,610,988	52,032,332	833,313,620	789,382,283	0.091	0.066
<b>Effect of dilutive potential ordinary shares</b>						
Warrants (see Note 16)	-	-	1,136,165	1,378,145	-	-
<b>Diluted earnings per share</b>						
Net income of ordinary shareholders assuming the conversion of dilutive potential ordinary shares	75,610,988	52,032,332	834,449,785	790,760,428	0.091	0.066

## 26. RELATED PARTY TRANSACTIONS

The Company had significant business transactions with related persons and companies that related by way of common shareholders and/or common directors. The Company's management believes that the pricing policies the Company charged to related parties were the arm's length price applied in the normal course of business. These transactions can be summarized as follows:

Balances with related parties as at September 30, 2008 and December 31, 2007 are as follows:

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	As at	As at	As at	As at
	September 30,	December 31,	September 30,	December 31,
	2008	2007	2008	2007
	Baht	Baht	Baht	Baht
<b>Subsidiary</b>				
Seamico Knight Fund Management Securities Co., Ltd. (see Note 7)				
Investment in subsidiary	-	-	-	10,200,000
Other receivables	-	-	-	494,012
Seamico Asset Management Co., Ltd.				
Investment in subsidiary	-	-	100,000,000	100,000,000
Investment in mutual fund managed by subsidiary	37,431,028	50,593,000	37,431,028	50,593,000
Investment in private fund managed by subsidiary	149,644,573	-	149,644,573	-
Accrued private fund management fee expenses	-	-	51,704	-
Other receivables	-	-	48,433	45,481
Seamico Derivatives Co., Ltd.				
Investment pending for liquidation	1,000,000	1,000,000	1,000,000	1,000,000
<b>Associate</b>				
KTB Securities Co., Ltd. (see Note 7)				
Investment in associate	416,776,523	-	421,690,000	-
<b>Related companies</b>				
<b>Under common directors</b>				
Brooker Group Plc.				
Other payables	-	300,000	-	300,000
Burda (Thailand) Co., Ltd.				
Investment in preference shares	-	2,550,000	-	2,550,000
Advisory fee receivables	56,306	112,613	56,306	112,613
Quam Securities Nominee (Singapore) Pte. Ltd.				
Securities and derivatives business receivables	1,240,113	-	1,240,113	-
Securities and derivatives business payables	-	2,839,435	-	2,839,435
Deposit for securities business	5,900	-	5,900	-
<b>Under common directors with subsidiary</b>				
Knight Asset Management Ltd.				
Fee and service accounts receivables	-	4,988,699	-	-
Accrued expenses	-	517,370	-	-
Knight PF Management Ltd.				
Fee and service accounts receivables	-	15,146,464	-	-
Knight Thai Strategic Investment Ltd.				
Convertible borrowings	-	5,000,000	-	-
Accrued interest payable on borrowings	-	294,000	-	-
Knight Asset (Thailand) Co., Ltd.				
Fee and service accounts receivables	-	284	-	-
Perrasia Investment Co., Ltd.				
Fee and service accounts receivables	-	79	-	-
<b>Related persons</b>				
Securities and derivatives business receivables	206,198	713,102	206,198	713,102
Securities and derivatives business payables	17,612	249,758	17,612	249,758
Deposit for securities business	253,104	-	253,104	-
Deposit for derivatives business	248,887	-	248,887	-



Significant transactions with related parties for the quarters ended September 30, 2008 and 2007 are as follows:

Subsidiary	CONSOLIDATED		SEPARATE		Pricing policy
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS		
	For the quarters ended		For the quarters ended		
	September 30,		September 30,		
	2008	2007	2008	2007	
	Baht	Baht	Baht	Baht	
<b>Seamico Knight Fund Management Securities Co., Ltd. (see Note 7)</b>					
Commission received from private fund under management	-	318,978	-	318,978	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal rate charged to other customers
Private fund management fee expenses	-	-	-	61,673	At rate determined under the contract at 1 percent of net asset value of fund managed and 20 percent of excess asset value of fund compared with returns of SET
Withdrawal of cash from fund managed by subsidiary	-	23,000,000	-	23,000,000	
<b>Seamico Asset Management Co., Ltd.</b>					
Commission received from mutual fund under management	-	2,260	-	2,260	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal rate charged to other customers
Investment in mutual fund managed by subsidiary	-	50,000,000	-	50,000,000	1.95 million units at the price Baht 10.2432 per unit
Private fund management fee expenses	-	-	148,072	-	At rate determined under the contract at 0.4 percent per annum of net asset value of fund managed
Other income	-	-	75,000	75,000	At the rate determined under the contract of Baht 25,000 per month
<b>Seamico Derivatives Co., Ltd</b>					
Sale of Government bond	-	399,367,179	-	399,367,179	At market price

	CONSOLIDATED		SEPARATE		Pricing policy
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS		
	For the quarters ended		For the quarters ended		
	September 30,		September 30,		
	2008	2007	2008	2007	
	Baht	Baht	Baht	Baht	
<b>Related companies</b>					
<b>Under common directors</b>					
Brooker Group Public Co., Ltd.					
Commission expenses	-	150,000	-	150,000	At the rate of 30 percent of fee income as determined under the contract
Burda (Thailand) Co., Ltd.					
Financial advisory income	56,306	56,306	56,306	56,306	At the rate determined under the contract of Baht 225,000 per year
Mac Sharaf Securities (U.A.E) LLC					
Other expenses	140,600	-	140,600	-	At actual amount of expenses
Quam Securities Nominess (Singapore) Pte.					
Commission received	96,282	1,717,023	96,282	1,717,023	Commission charged at 0.25 percent of the value of trades by cash accounts and 0.15 - 0.20 percent of the value of trades via internet, which is normal rate charged to other customers
Quam Asset Management Limited					
Commission received	1,222	-	1,222	-	Commission charged at 0.25 percent of the value of trades by cash accounts and 0.15 - 0.20 percent of the value of trades via internet, which is normal rate charged to other customers
<b>Under common directors with subsidiary</b>					
Knight Thai Strategic Investment Ltd.					
Interest expenses on borrowings	-	74,104	-	-	Interest charged at the rate of 5 percent per annum under the contract
Knight Asian Investment Ltd.					
Commission received	-	22,960	-	22,960	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal rate charged to other customers
Knight Asset Management Ltd.					
Fees and service income	-	1,085,770	-	-	Commission charged at 1 percent for private fund management, which is normal rate charged to other customers. For the consulting fee, it is agreed on case by case.

	CONSOLIDATED		SEPARATE		Pricing policy
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS		
	For the quarters ended		For the quarters ended		
	September 30,		September 30,		
	2008	2007	2008	2007	
	Baht	Baht	Baht	Baht	
Knight Asset (Thailand) Co., Ltd.					
Fees and service income	-	655	-	-	At negotiated rate agreed by each party
Knight Pacific Fund Co., Ltd.					
Commission received	-	26,288	-	26,288	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal rate charged to other customers
Knight PF Management Ltd.					
Fees and service income	-	2,208,782	-	-	Commission charged at 1 percent for private fund management, which is normal rate charged to other customers. For the consulting fee, it is agreed on case by case.
Perrasia Investment Co., Ltd.					
Fees and service income	-	4	-	-	At negotiated rate agreed by each party
<b>Related persons</b>					
Commission received	45,709	56,774	45,709	56,774	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal
Commission received from derivatives trading	5,029	-	5,029	-	rate charged to other customers Commission charged at Baht 450 per contract

Significant transactions with related parties for the nine-month periods ended September 30, 2008 and 2007 are as follows:

Subsidiary	CONSOLIDATED		SEPARATE		Pricing policy
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS		
	For the nine-month periods		For the nine-month periods		
	ended September 30,		ended September 30,		
	2008	2007	2008	2007	
	Baht	Baht	Baht	Baht	
<b>Seamico Knight Fund Management Securities Co., Ltd. (see Note 7)</b>					
Commission received from private fund under management	-	816,006	-	816,006	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal rate charged to other customers
Private fund management fee expenses	-	-	-	440,825	At rate determine under the contract at 1 percent of net asset value of fund managed and 20 percent of excess asset value of fund compared with returns of SET
Withdrawal of cash from fund managed by subsidiary	-	93,000,000	-	93,000,000	
<b>Seamico Asset Management Co., Ltd.</b>					
Commission received from mutual fund under management	5,199	4,375	5,199	4,375	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal rate charged to other customers
Private fund management fee expenses	-	-	410,552	-	At rate determined under the contract at 0.4 percent per annum of net asset value of fund managed
Investment in ordinary shares	-	-	-	75,00,0000	10 million shares at the price Baht 7.5 per share

	CONSOLIDATED		SEPARATE		Pricing policy
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS		
	For the nine-month periods ended September 30,		For the nine-month periods ended September 30,		
	2008	2007	2008	2007	
	Baht	Baht	Baht	Baht	
Sale of equipment	-	1,167,254	-	1,167,254	At book value of assets on selling date
Purchase of equipment	48,271	-	48,271	-	At book value of assets on selling date
Sale of Government bond	-	10,703,442	-	10,703,442	At market price
Purchase of Government bond	22,381,651	20,380,316	22,381,651	20,380,316	At market price
Investment in mutual fund managed by subsidiary	40,000,000	50,000,000	40,000,000	50,000,000	2 million units at the price Baht 10 per unit and 1.95 million units at the price Baht 10.1279 per unit (2007 : 5 million units at the price Baht 10 per unit)
Withdrawal mutual fund managed by subsidiary	50,639,741	-	50,639,741	-	At net asset value 5 million units at the price Baht 10.1279 per unit
Investment in private fund managed by subsidiary	140,000,000	-	140,000,000	-	At investment cost Baht 140 million
Other income	-	-	225,000	225,000	At the rate determined under the contract of Baht 25,000 per month
Seamico Derivatives Co., Ltd.					
Sale of Government bond	-	399,367,179	-	399,367,179	At market price
<b>Related companies</b>					
<b>Under common directors</b>					
Brooker Group Plc.					
Commission expenses	727,688	269,517	727,688	269,517	At the rate of 15 - 30 percent of fee income as determined under the contract
Burda (Thailand) Co., Ltd.					
Financial advisory income	168,919	168,919	168,919	168,919	At the rate determined under the contract of Baht 225,000 per year
Syn Mun Kong Insurance Plc.					
Commission received	-	61,035	-	61,035	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal rate charged to other customers
Mac Sharaf Securities (U.A.E) LLC					
Other expenses	212,035	-	212,035	-	At actual amount of expenses

	CONSOLIDATED		SEPARATE		Pricing policy
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS		
	For the nine-month periods		For the nine-month periods		
	ended September 30,		ended September 30,		
	2008	2007	2008	2007	
	Baht	Baht	Baht	Baht	
<b>Srivisarvacha Foundation</b>					
Sale of Government bond	7,305,754	-	7,305,754	-	At market price
<b>G Steel Plc.</b>					
Financial advisory fee income	500,500	-	500,500	-	At the rate determined under the contract
<b>Quam Securities Nominess (Singapore) Pte.</b>					
Commission received	2,299,133	4,988,386	2,299,133	4,988,386	Commission charged at 0.25 percent of the value of trades by cash accounts and 0.15 - 0.20 percent of the value of trades via internet, which is normal rate charged to other customers
Interest received - credit balance	-	2,116,560	-	2,116,560	Interest charged at the rate of 6.00 - 8.50 percent per annum
Interest expense - credit balance	-	35	-	35	Interest charged at the rate of 0.75 percent per annum
<b>Quam Asset Management Limited</b>					
Commission received	108,327	-	108,327	-	Commission charged at 0.25 percent of the value of trades by cash accounts and 0.15 - 0.20 percent of the value of trades via internet, which is normal rate charged to other customers
<b>Under common directors with subsidiary</b>					
<b>Knight Thai Strategic Investment Ltd.</b>					
Interest expenses on borrowings	-	219,896	-	-	Interest charged at the rate of 5 percent per annum under the contract
<b>Knight Asian Investment Ltd.</b>					
Commission received	-	247,960	-	247,960	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal rate charged to other customers
<b>Knight Asset Management Ltd.</b>					
Fees and service income	-	3,243,918	-	-	Commission charged at 1 percent for private fund management, which is normal rate charged to other customers. For the consulting fee, it is agreed on case by case.

	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS		Pricing policy
	For the nine-month periods ended September 30,		For the nine-month periods ended September 30,		
	2008	2007	2008	2007	
	Baht	Baht	Baht	Baht	
Knight Asset (Thailand) Co., Ltd.					
Fees and service income	-	1,072	-	-	At negotiated rate agreed by each party
Knight Pacific Fund Co., Ltd.					
Commission received	-	292,819	-	292,819	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal rate charged to other customers
Knight PF Management Ltd.					
Fees and service income	-	8,625,208	-	-	Commission charged at 1 percent for private fund management, which is normal rate charged to other customers. For the consulting fee, it is agreed on case by case.
Perrasia Investment Co., Ltd.					
Fees and service income	-	24	-	-	At negotiated rate agreed by each party
<b>Related persons</b>					
Commission received	169,860	296,850	169,860	296,850	Commission charged at 0.25 percent of the value of trades by cash accounts, which is normal rate charged to other customers
Commission received from derivatives trading	14,829	-	14,829	-	Commission charged at Baht 450 per contract

On May 26, 2008, the Company has sold its own portion of investment in Seamico Knight Fund Management Securities Company Limited, a subsidiary (see Note 7), resulted in the changes in related company structure and the transactions with related companies from that date.

During the quarter ended September 30, 2008, the Company has invested in KTB Securities Co., Ltd.'s ordinary shares, equivalent to 48.81% of issued and paid-up share capital, resulting to that KTB Securities Co., Ltd.'s has become the Company's associate as at September 30, 2008.

## 27. COMMITMENTS

### Transactions with related parties

- 27.1 On December 16, 2002, the Company entered into a one-year fee allocation agreement with Brooker Group Plc., under which the Company agreed to appoint that company as the agent to introduce its clients to the Company as a financial advisor. Such agreement has been extended to until January 31, 2009. The Company must pay advisory fees to that company as a percentage of the fee income earned from the introduction of that company.
- 27.2 On January 30, 2007, the Company entered into a two-year fee allocation agreement with Mac Capital Advisors Limited, under which the Company agreed to appoint that company as the agent to introduce its clients to the Company as a financial advisor. The Company must pay advisory fees to that company as a percentage of the fee income earned from the introduction of that company.
- 27.3 On December 28, 2007, the Company entered into an agreement with Seamico Asset Management Co., Ltd., which is a subsidiary. The subsidiary will manage the Company's fund for one year. The contract, which will be expired on December 30, 2008, is automatically renewed for another year. Under the agreement, the Company agreed to pay a management fee at the rate of 0.4 percent per annum of the net asset value of the fund.
- 27.4 On August 26, 2008, the Company entered into an allocation agreement with Mac Capital Limited, under which the Company agreed to appoint that company as the agent to introduce its clients to the Company as a financial advisor. The agreement will be expired on December 31, 2009. The Company must pay advisory fees to that company as a percentage of the fee income earned from the introduction of that company.

### Transactions with other business parties

As at September 30, 2008 and December 31, 2007, the Company had outstanding capital commitments totalling approximately Baht 2.5 million and Baht 1.4 million, respectively, for purchase of computer and office equipment, and had the following outstanding rental and service commitments under long-term lease agreements for its offices building and equipment.

	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	As at	As at	As at	As at
	September 30,	December 31,	September 30,	December 31,
	2008	2007	2008	2007
	Million Baht	Million Baht	Million Baht	Million Baht
Within 1 year	56.9	55.6	55.2	52.2
Over 1 year to 5 years	38.3	60.4	37.7	57.2
Total	<u>95.2</u>	<u>116.0</u>	<u>92.9</u>	<u>109.4</u>

**28. COMMITMENTS AND CONTINGENT LIABILITIES**

During the quarter ended September 30, 2008, the Company has entered into a memorandum with Thanh Cong Securities Company J.S.C. (“TCSC”), the securities company in Vietnam, to invest in 25% of existing TCSC’s shares with the option for additional investment in aggregate for up to 49%. The objectives of this investment are to proceed securities brokerage, securities trading and investment advisory and other business which related to securities business. However, as at September 30, 2008, the Company has not yet invested in TCSC.

**29. BUSINESS/GEOGRAPHICAL SEGMENT INFORMATION**

The Company’s operation involves mainly in securities brokering and service provision and its subsidiary’s operation involves in securities and providing asset management services. They are operated only in Thailand, accordingly, no business/geographical area segmental information is presented.

**30. SUBSEQUENT EVENTS**

30.1 On October 15, 2008, the Office of Securities and Exchange Commission approved the Company to issue and offer the derivatives debentures mentioned in Note 12.

30.2 In October 2008, many countries around the world are facing financial crisis. This has affected share prices in the Stock Exchange of Thailand and the customer accounts - credit balance of the Company. The Company has been forced to sell out and/or raise additional collateral from customers which may affect the debtors’ repayment ability.

The Company has received repayment in the form of two year installment notes from some customer accounts who had the underlying collateral value less than the loan amount. The outstanding balance as at October 27, 2008 is Baht 261 million. In addition, the Company seeks repayment on Baht 120 million from other customer accounts after forced sales of the underlying collateral. The ultimate outcome, including the additional provision of the allowance for doubtful accounts as well as the value of the underlying collateral cannot be determined at this time but may be material to the Company’s financial statements in the future.

**31. APPROVAL OF INTERIM FINANCIAL STATEMENTS**

These interim financial statements have been approved for issuing by the audit committee and authorized director of the Company on October 27, 2008.