

SANSIRI PUBLIC COMPANY LIMITED AND SUBSIDIARIES

BALANCE SHEETS

AS AT DECEMBER 31, 2004 AND 2003

ASSETS

		Baht			
		Consolidated		The Company	
	Notes	2004	2003	2004	2003
CURRENT ASSETS					
Cash on hand and at banks	7	336,884,483	550,726,172	134,164,002	147,829,514
Short - term investments - fixed deposits	7	5,149,625	318,252	3,514,212	3,194,314
Promissory note - related parties	5	-	-	703,542,331	1,111,760,604
Notes receivable - financial institutions and promissory note		1,095,000	2,150,000	-	-
Investments in securities - net	8	330,400	330,400	330,400	330,400
Accounts, notes receivable and unbilled completed work - net	5, 9	1,689,102,775	749,629,136	1,146,098,447	257,392,211
Inventories - hotel business	10	7,421,562	9,607,137	137,899	231,444
Loans to related parties - net	5, 11	22,540,000	-	386,485,000	1,063,804,906
Construction in progress	12	411,334,678	387,101,882	398,084,562	276,662,644
Property development for sale - net	5, 13	12,457,200,150	8,335,060,509	9,036,054,780	5,751,592,525
Advance payment for land	14	130,000,000	130,000,000	130,000,000	130,000,000
Advance payment to contractors	5	256,401,536	349,156,526	151,696,528	292,577,191
Accrued interest	5, 11	383,137	-	12,684,970	8,674,811
Prepaid expenses	5	16,305,296	26,822,805	7,423,066	17,534,340
Deposits for land and condominium	5, 15	282,235,542	363,637,114	282,235,542	359,029,735
Advance receivables - net	5	4,877,137	12,391,491	2,358,779	6,173,448
Value added tax		1,375,470	17,608,114	575,777	1,027,867
Withholding tax		11,178,707	17,225,477	9,567,528	17,182,910
Other current assets		40,119,107	22,225,207	24,795,346	2,261,432
Total Current Assets		15,673,934,605	10,973,990,222	12,429,749,169	9,447,260,296
NON CURRENT ASSETS					
Cash at banks under commitment	7, 24.3	58,341,340	48,005,026	41,809,287	41,339,131
Investments in related parties - net	6	-	13,106,066	1,266,412,104	873,957,718
Property development for rent - net	5, 16, 28	999,872,302	600,929,195	373,156,088	110,107,388
Land, leasehold, building and equipment - net	17	2,530,200,254	2,596,639,421	487,016,435	451,465,087
Deposits for rent and others		32,806,779	29,868,503	28,034,508	24,725,094
Withholding tax		27,158,006	15,930,523	26,734,040	9,551,129
Deferred charge	5	-	31,336,624	-	51,948,724
Negative Goodwill	4.5	(48,717,468)	(76,431,870)	-	-
Total Non Current Assets		3,599,661,213	3,259,383,488	2,223,162,462	1,563,094,271
TOTAL ASSETS		19,273,595,818	14,233,373,710	14,652,911,631	11,010,354,567

The accompanying notes are an integral part of these financial statements.

SANSIRI PUBLIC COMPANY LIMITED AND SUBSIDIARIES

BALANCE SHEETS

AS AT DECEMBER 31, 2004 AND 2003

LIABILITIES AND SHAREHOLDERS' EQUITY

		Baht			
		Consolidated		The Company	
Notes		2004	2003	2004	2003
CURRENT LIABILITIES					
Bank overdrafts and loans from					
financial institutions					
		-	23,925,831	-	9,467,085
Bill of exchange and promissory note - financial					
institutions					
5, 18, 24		1,314,000,000	3,062,400,000	960,000,000	2,770,000,000
Bill of exchange and payable for land					
5, 13		138,805,499	115,708,249	175,160,499	110,708,249
Accounts payable - construction					
5		411,377,312	472,147,333	318,027,483	380,824,199
Accounts payable - trade					
5		110,877,572	78,593,635	57,860,494	17,550,798
Current portion of long-term liabilities					
22, 24		1,783,445,260	541,495,969	1,287,776,260	209,989,629
Construction retention					
5		245,931,783	145,203,195	197,226,747	125,250,444
Loan from related parties					
5, 19		102,238,000	209,584,000	36,210,000	-
Incentive fee payable					
28		47,248,894	64,208,169	-	-
Advances received from customers					
		33,349,847	17,626,232	34,738,026	16,160,234
Unearned income					
5, 9		783,661,397	761,333,659	408,570,538	575,910,500
Other payable					
		4,815,001	11,467,412	2,393,447	377,462
Interest payables					
5		7,115,552	13,516,463	242,620	289,452
Accrued expenses					
5		107,262,868	123,015,823	72,663,810	91,119,819
Provision for possible loss					
25		12,961,718	9,100,338	478,075	478,075
Accrued dividend					
		439,080	-	439,080	-
Income tax payable					
		23,502,063	42,142,877	-	-
Withholding tax					
		17,147,194	19,363,434	12,446,907	15,055,185
Value added taxes					
		11,854,408	5,588,400	2,679,115	667,872
Specific business tax payable					
		111,218,356	30,539,186	78,200,553	10,775,183
Other current liabilities					
		5,091,589	8,206,861	744,987	689,090
Total Current Liabilities		5,272,343,393	5,755,167,066	3,645,858,641	4,335,313,276
NON CURRENT LIABILITIES					
Deferred leasehold revenue					
		888,235,184	691,089,849	-	-
Bill of exchange - land					
5		-	133,805,499	-	133,805,499
Long term liabilities					
22, 24		5,943,782,388	3,616,257,500	3,587,037,368	2,291,457,500
Deposit for building rental					
5		40,961,361	28,160,862	40,295,261	28,160,862
Deficit on investments					
6		-	-	253,033,769	312,466,451
Other liabilities					
		-	4,306,714	-	3,600,614
Total Non Current Liabilities		6,872,978,933	4,473,620,424	3,880,366,398	2,769,490,926
Total Liabilities		12,145,322,326	10,228,787,490	7,526,225,039	7,104,804,202

The accompanying notes are an integral part of these financial statements.

SANSIRI PUBLIC COMPANY LIMITED AND SUBSIDIARIES

BALANCE SHEETS

AS AT DECEMBER 31, 2004 AND 2003

LIABILITIES AND SHAREHOLDERS' EQUITY

		Baht			
		Consolidated		The Company	
	Notes	2004	2003	2004	2003
SHAREHOLDERS' EQUITY					
Share capital	23				
Authorized share capital 1,550,955,630					
and 902,178,278 ordinary shares, Baht 5 par value					
and Baht 10 par value in 2004 and 2003, respectively		<u>7,754,778,150</u>	<u>7,713,624,277</u>	<u>7,754,778,150</u>	<u>7,713,624,277</u>
Issued and paid-up share capital 1,473,628,692					
and 883,827,711 ordinary shares,					
fully paid in 2004 and 2003, respectively		7,368,143,460	7,556,726,929	7,368,143,460	7,556,726,929
Discount on share capital		(1,068,616,965)	(4,206,205,339)	(1,068,616,965)	(4,206,205,339)
Unrealized gain on available for sales securities					
in associated company		-	5,579,332	-	5,579,332
Retained earnings (Deficit)		-	-	-	-
Appropriated - legal reserve	26	52,405,851	27,472,472	52,405,851	27,472,472
Unappropriated		<u>774,754,246</u>	<u>521,976,971</u>	<u>774,754,246</u>	<u>521,976,971</u>
Total Shareholders' Equity of Parent Company		<u>7,126,686,592</u>	<u>3,905,550,365</u>	<u>7,126,686,592</u>	<u>3,905,550,365</u>
Minority interest in subsidiaries		<u>1,586,900</u>	<u>99,035,855</u>	<u>-</u>	<u>-</u>
Total Shareholders' Equity		<u>7,128,273,492</u>	<u>4,004,586,220</u>	<u>7,126,686,592</u>	<u>3,905,550,365</u>
TOTAL LIABILITIES AND					
SHAREHOLDERS' EQUITY					
		<u>19,273,595,818</u>	<u>14,233,373,710</u>	<u>14,652,911,631</u>	<u>11,010,354,567</u>

The accompanying notes are an integral part of these financial statements.

SANSIRI PUBLIC COMPANY LIMITED AND SUBSIDIARIES
STATEMENTS OF INCOME
FOR THE YEARS ENDED DECEMBER 31, 2004 AND 2003

	Notes	Baht			
		Consolidated		The Company	
		2004	2003	2004	2003
REVENUES	5				
Revenues from project sales		5,690,829,328	2,858,399,717	4,187,943,803	2,598,187,957
Revenues from project for rent		108,978,165	126,556,497	101,539,364	120,626,868
Revenues from business management		202,921,940	220,407,141	11,559,589	18,846,052
Revenues - room		381,725,786	230,993,315	6,524,963	271,239
Revenues - food and beverage		149,557,299	111,822,777	2,760,035	107,747
Revenues from leasehold rights written off		34,911,707	31,918,081	-	-
Interest income and dividend		5,983,215	11,749,988	51,299,325	30,991,607
Gain on sale of investments in related party		6,607,907	43,384,269	6,607,907	43,384,269
Gain (loss) on investments		-	2,756,956	-	-
Gain on sales from project for rent	16	-	153,804,946	-	153,804,946
Net result from investments by equity method		(339,641)	1,652,667	83,715,133	154,626,214
Reversal of devaluation of leasehold right	17	29,998,539	-	29,998,539	-
Other income		33,917,640	20,469,377	18,646,504	9,431,124
Total Revenues		6,645,091,885	3,813,915,731	4,500,595,162	3,130,278,023
EXPENSES	5				
Cost of project sales		4,007,743,232	1,845,663,257	2,999,433,118	2,060,515,096
Cost of project for rent		65,910,256	70,465,915	57,589,833	65,650,631
Cost of business management		159,920,182	197,632,721	6,339,665	8,669,392
Cost - room		187,614,418	123,095,432	3,320,325	94,754
Cost - food and beverage		142,844,597	111,499,713	1,196,991	153,437
Leasehold and development costs written off		24,800,409	20,446,380	-	-
Selling and administrative expenses		1,187,370,321	601,221,545	889,998,171	411,071,578
Selling and administrative expenses - hotel		131,510,062	96,926,462	6,790,673	-
Loss from asset devaluation of property development	13.13	64,860,615	-	-	-
Directors' remuneration		3,247,000	3,603,400	3,247,000	3,603,400
Total Expenses		5,975,821,092	3,070,554,825	3,967,915,776	2,549,758,288
Profit before interest expense and income tax		669,270,793	743,360,906	532,679,386	580,519,735
Interest expenses		(120,521,859)	(76,760,126)	(34,011,804)	(911,093)
Income tax		(64,302,307)	(81,180,779)	-	-
Net profit after interest expenses and income tax		484,446,627	585,420,001	498,667,582	579,608,642
Add minority interest in net (profit) loss		14,220,955	(121,523,897)	-	-
Net profit before extraordinary items		498,667,582	463,896,104	498,667,582	579,608,642
Extraordinary items - Gain on settlement of debts of related party	21	-	115,712,538	-	-
Net profit		<u>498,667,582</u>	<u>579,608,642</u>	<u>498,667,582</u>	<u>579,608,642</u>
Basic earnings per share					
Net profit before extraordinary item		0.37	0.52	0.37	0.65
Extraordinary item		-	0.13	-	-
Basic earnings per share		<u>0.37</u>	<u>0.65</u>	<u>0.37</u>	<u>0.65</u>

The accompanying notes are an integral part of these financial statements.

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SANSIRI PUBLIC COMPANY LIMITED AND SUBSIDIARIES
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2004 AND 2003

	Baht			
	Consolidated		The Company	
Notes	2004	2003	2004	2003
CASH FLOWS FROM OPERATING ACTIVITIES :				
Net profit	498,667,582	579,608,642	498,667,582	579,608,642
Adjustments to reconcile net profit to net cash provided by (used in) operating activities :				
Depreciation and amortization	219,090,539	214,700,281	70,197,518	83,615,635
Negative goodwill	-4,101,652	-4,101,653	-	-
Allowance for doubtful debts	5,215,616	1,367,154	166,690,000	207,722
Leasehold revenue amortization	-34,911,706	-31,918,081	-	-
Gain on disposal of assets	-891,387	-706,875	-666,114	-345,681
Gain on sales of project for rent	-	-153,804,946	-	-153,804,946
Gain on sale of investment in subsidiary companies held by subsidiaries	-6,607,907	-43,384,269	(6,607,907)	-43,384,269
	-	-2,756,956	-	-
Gain on settlement of debts	-	-115,712,538	-	-
Share of net loss (profit) in subsidiary and associated companies	339,641	-671,851	-83,375,133	-153,645,399
Net (profit) loss of minority interest	-14,220,955	121,523,897	-	-
Reversal of devaluation	-29,998,538	-	(29,998,538)	
Loss from asset devaluation of property development	64,860,615	-	-	
Other expenses				
DECREASE (INCREASE) IN OPERATING ASSETS				
Cash at banks with commitment and fixed deposits due over 3 months	-10,336,314	113,436,167	-470,155	115,297,441
Accounts, notes receivable and unbilled completed work	-944,689,255	-556,475,573	-888,706,236	-106,012,478
Inventories - hotel	2,185,575	-1,620,882	93,545	-231,444
Construction in progress	-24,232,796	-387,101,882	-121,421,918	-276,662,644
Property development for sale	-4,187,000,256	-6,055,758,509	-2,876,243,982	-4,792,178,745
Advance payment for construction	92,754,990	-319,760,398	140,880,663	-292,203,003
Deposit for land	81,401,572	-276,930,296	76,794,193	-277,417,917
Other current assets	18,196,505	-57,194,097	-4,761,371	-35,932,996
Other non current assets	-6,825,021	-125,063,215	27,446,240	-96,198,387
INCREASE (DECREASE) IN OPERATING LIABILITIES :				
Bill of exchange and payable for land	-110,708,249	-	-69,353,249	-
Accounts payable - Construction	-60,770,021	423,349,710	-62,796,716	348,346,292
Accounts payable - trade	32,283,937	44,895,614	40,309,696	16,628,847
Construction retention	100,728,588	128,419,325	71,976,303	109,867,094
Advance received and unearned income from customers	38,051,352	664,497,609	-148,762,171	544,797,461
Other current liabilities	21,068,682	163,266,283	50,397,374	90,419,102
Deferred leasehold revenue	232,057,041	26,803,008	-	-
Other liabilities	8,493,377	-1,757,304	8,533,786	-2,179,085
Net cash used in operating activities	-4,019,898,445	-5,652,851,635	-3,141,176,590	-4,341,408,758

The accompanying notes are an integral part of these financial statements.

SANSIRI PUBLIC COMPANY LIMITED AND SUBSIDIARIES
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2004 AND 2003

		Baht			
		Consolidated		The Company	
	Notes	2004	2003	2004	2003
CASH FLOWS FROM INVESTING ACTIVITIES :					
Decrease in note receivable - financial institutions		1,055,000	52,862,239	-	5,012,239
Increase in investments in related parties		-	-	-457,778,407	-
(Increase) decrease in loans to related parties		-22,540,000	8,437,500	-1,476,085,000	-731,192,703
Received payment for loan from related parties		-	-	1,986,714,906	-
Cash paid for subsidiary		-	-	-	-124,996,507
(Increase) decrease in cost of property development for rent		-407,268,292	137,688,077	-271,373,885	205,574,718
Dividend income from subsidiary and associated companies		500,000	350,000	77,000,000	350,000
Cash received from sales on investment in related parties		13,295,046	49,707,411	13,295,047	49,707,411
Cash received from sales on investment in parent company held by subsidiaries		-	5,363,540	-	-
Proceeds from sales of equipment		1,139,108	1,824,278	807,476	909,327
Payment on purchase of equipment		-110,354,497	-123,197,415	-63,345,632	-30,850,611
Payment on purchase investment in subsidiary		-	-	-	-72,446,000
Net cash provided by (used in) investing activities		-524,173,635	133,035,630	-190,765,495	-697,932,126
CASH FLOWS FROM FINANCING ACTIVITIES :					
Increase (Decrease) in bank overdraft and loans from financial institutions		-23,925,831	2,657,377,335	-9,467,085	2,570,914,365
Decrease in bill of exchange and promissory note - financial institutions		-1,748,400,000	-	-1,810,000,000	-
Increase (Decrease) in loan from related parties		90,331,000	148,383,000	36,210,000	-
Repaid on loan from related parties		-197,677,000	-	-	-
Increase in loan from other company and person		-	44,725,353	-	-
Increase in long-term liabilities		5,987,213,660	1,794,868,332	4,277,414,000	1,444,436,992
Repaid on long-term liabilities		-2,417,739,481	-	-1,904,047,501	-
Decrease in minority interest		-83,228,000	-86,437,300	-	-
Cash paid for dividend		-220,517,848	-	-220,517,848	-
Cash received from increased share capital		2,949,004,905	95,993,598	2,949,004,905	95,993,598
Net cash provided by financing activities		4,335,061,405	4,654,910,318	3,318,596,471	4,111,344,955
Net decrease in cash and cash equivalents		-209,010,675	-864,905,687	-13,345,614	-927,995,929
Cash and cash equivalents as at January 1, 2004 and 2003	7	551,044,424	1,415,950,111	151,023,828	1,079,019,757
Cash and cash equivalents as at December 31, 2004 and 2003	7	342,033,749	551,044,424	137,678,214	151,023,828
SUPPLEMENTARY CASH FLOWS INFORMATION :					
Cash paid during the periods:					
Interest expenses		383,760,177	217,021,507	272,391,573	106,036,500
Income taxes		68,363,728	61,441,117	9,567,528	14,006,787

The accompanying notes are an integral part of these financial statements.

SANSIRI PUBLIC COMPANY LIMITED AND SUBSIDIARIES
STATEMENTS OF CHANGE IN SHAREHOLDERS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2004 AND 2003

	Baht						
	Consolidated						
	Issued and paid-up share capital	Premium (Discount) on share capital	Unrealized gain (loss) on available securities for sales in associated company	Minority interest	Retained earnings (deficit)		Equity in parent company held subsidiaries
					Appropriated	Unappropriated	Total
Beginning balance as at January 1, 2003	8,670,316,780	(3,170,729,776)	2,599,255	63,949,258	11,279,622	(2,286,497,833)	3,288,310,723
Decrease share capital	(1,257,195,933)	(987,863,079)	-	-	(11,279,622)	2,256,338,634	-
Increase share capital	143,606,082	(47,612,484)	-	-	-	-	95,993,598
Net profit	-	-	-	-	-	579,608,642	579,608,642
Legal reserve	-	-	-	-	27,472,472	(27,472,472)	-
Net result from minority interest	-	-	-	35,086,597	-	-	35,086,597
Adjust securities to be fair value	-	-	2,980,077	-	-	-	2,980,077
Sales share in parent company held by subsidiaries	-	-	-	-	-	-	2,606,583
Ending balance as at December 31, 2003	7,556,726,929	(4,206,205,339)	5,579,332	99,035,855	27,472,472	521,976,971	4,004,586,220
Decrease share capital	2,949,004,905	-	-	(9,728,000)	-	-	2,939,276,905
Increase share capital	(3,137,588,374)	3,137,588,374	-	-	-	-	-
Net profit	-	-	-	-	-	498,667,582	498,667,582
Dividend	-	-	-	(73,500,000)	-	(220,956,928)	(294,456,928)
Legal reserve	-	-	-	-	24,933,379	(24,933,379)	-
Net result from minority interest	-	-	-	(14,220,955)	-	-	(14,220,955)
Adjust securities to be fair value	-	-	-	-	-	-	-
Sales share in parent company held by subsidiaries	-	-	(5,579,332)	-	-	-	(5,579,332)
Ending balance as at December 31, 2004	<u>7,368,143,460</u>	<u>(1,068,616,965)</u>	<u>-</u>	<u>1,586,900</u>	<u>52,405,851</u>	<u>774,754,246</u>	<u>7,128,273,492</u>

The accompanying notes are an integral part of these financial statements.

SANSIRI PUBLIC COMPANY LIMITED AND SUBSIDIARIES
STATEMENTS OF CHANGE IN SHAREHOLDERS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2004 AND 2003

	Baht						
	The Company						
			Unrealized gain (loss) on available		Retained earnings (deficit)	Equity in	
	Issued and paid-up share capital	Premium on share capital	securities for sales in associated company	Minority interest	Appropriated	Unappropriated	Total
Beginning balance as at January 1, 2003	8,670,316,780	(3,170,729,776)	2,599,255	-	11,279,622	(2,286,497,833)	3,226,968,048
Decrease share capital	(1,257,195,933)	(987,863,079)	-	-	(11,279,622)	2,256,338,634	-
Increased share capital	143,606,082	(47,612,484)	-	-	-	-	95,993,598
Net profit	-	-	-	-	-	579,608,642	579,608,642
Legal reserve	-	-	-	-	27,472,472	(27,472,472)	-
Adjust securities to be fair value	-	-	2,980,077	-	-	-	2,980,077
Ending balance as at December 31, 2003	7,556,726,929	(4,206,205,339)	5,579,332	-	27,472,472	521,976,971	3,905,550,365
Decrease share capital	2,949,004,905	-	-	-	-	-	2,949,004,905
Increase share capital	(3,137,588,374)	3,137,588,374	-	-	-	-	-
Net profit	-	-	-	-	-	498,667,582	498,667,582
Dividend	-	-	-	-	-	(220,956,928)	(220,956,928)
Legal reserve	-	-	-	-	24,933,379	(24,933,379)	-
Adjust securities to be fair value	-	-	(5,579,332)	-	-	-	(5,579,332)
Ending balance as at December 31, 2004	<u>7,368,143,460</u>	<u>(1,068,616,965)</u>	<u>-</u>	<u>-</u>	<u>52,405,851</u>	<u>774,754,246</u>	<u>7,126,686,592</u>

The accompanying notes are an integral part of these financial statements.