

Sansiri Public Company Limited and its subsidiaries
Review report and interim financial statements
For the three-month period ended 31 March 2014

Independent Auditor's Report on Review of Interim Financial Information

To the Shareholders of Sansiri Public Company Limited

I have reviewed the accompanying consolidated statement of financial position of Sansiri Public Company Limited and its subsidiaries as at 31 March 2014, the related consolidated statements of comprehensive income, changes in shareholders' equity, and cash flows for the three-month period then ended, as well as the condensed notes to the consolidated financial statements. I have also reviewed the separate financial information of Sansiri Public Company Limited for the same period. Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*. My responsibility is to express a conclusion on this interim financial information based on my review.

Scope of Review

I conducted my review in accordance with Thai Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Thai Standards on Auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

Conclusion

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*.

Sophon Permsirivallop

Certified Public Accountant (Thailand) No. 3182

EY Office Limited

Bangkok: 14 May 2014

Sansiri Public Company Limited and its subsidiaries

Statement of financial position

As at 31 March 2014

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		31 March 2014	31 December 2013	31 March 2014	31 December 2013
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
Assets					
Current assets					
Cash and cash equivalents		2,500,465	2,119,573	784,483	975,337
Current investments		63,144	36,144	-	-
Trade accounts receivable	4	49,407	44,525	167,857	415,588
Prepaid expenses		54,179	69,341	27,148	49,681
Current portion of loans to related parties	2.3	-	-	4,165,130	5,080,413
Property development for sale	5	51,889,494	45,621,390	26,963,314	24,246,394
Advance payment to contractors		3,321,417	3,414,016	1,424,012	1,342,635
Deposits for land and purchase of assets		1,153,237	1,358,218	442,496	859,061
Other current assets		244,888	294,037	462,035	440,257
Total current assets		59,276,231	52,957,244	34,436,475	33,409,366
Non-current assets					
Restricted bank deposits	3	160	6,660	-	-
Loans to related parties - net of current portion	2.3	-	-	10,763,445	9,898,920
Investments in subsidiaries	6	-	-	907,527	907,527
Other investments		330	330	330	330
Investment properties	7	81,488	597,160	11,421	8,727
Land held for development	8	2,444,993	2,425,490	1,973,318	1,953,815
Land, building and equipment	9	2,490,667	2,699,543	1,190,072	1,197,116
Deferred tax asset		672,347	621,258	189,187	169,688
Goodwill		141,254	141,254	-	-
Other intangible assets	10	85,475	91,984	75,798	77,834
Leasehold rights	11	361,472	368,565	40,678	41,196
Other non-current assets		150,798	130,401	68,103	89,845
Total non-current assets		6,428,984	7,082,645	15,219,879	14,344,998
Total assets		65,705,215	60,039,889	49,656,354	47,754,364

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

Sansiri Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 March 2014

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		31 March 2014	31 December 2013	31 March 2014	31 December 2013
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
Liabilities and shareholders' equity					
Current liabilities					
Short-term loans from banks	12	3,420,000	3,550,000	3,260,000	3,550,000
Bills of exchange	12	2,485,507	2,483,285	2,485,507	2,483,285
Trade accounts payable		3,050,165	2,250,621	1,184,513	1,225,659
Current portion of long-term loans	13	9,069,188	5,820,287	4,912,101	3,133,366
Corporate income tax payable		365,321	184,412	73,481	54,740
Short-term provisions	16	95,790	98,314	58,753	63,297
Unearned income	5.5	3,303,191	3,001,588	1,250,820	1,212,794
Other current liabilities					
Rental fees received in advance		44,173	71,460	145	105
Construction retention		580,910	577,959	276,534	276,613
Accrued expenses		410,990	589,020	347,832	470,476
Accrued construction costs		407,810	463,477	217,860	236,334
Others		269,962	297,904	138,105	159,813
Total current liabilities		23,503,007	19,388,327	14,205,651	12,866,482
Non-current liabilities					
Deferred leasehold revenue		502,654	513,005	-	-
Long term loans - net of current portion	13	10,491,044	9,864,729	5,607,481	5,285,033
Unsecured debentures	14	12,954,572	12,950,877	12,954,572	12,950,877
Provision for long-term employee benefits	15	72,281	69,717	48,105	46,401
Long-term provisions	16	157,810	159,983	96,303	99,343
Provision for guarantee to property fund	7	71,399	-	-	-
Other non-current liabilities		20,791	25,650	13,401	13,595
Total non-current liabilities		24,270,551	23,583,961	18,719,862	18,395,249
Total liabilities		47,773,558	42,972,288	32,925,513	31,261,731

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

Sansiri Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 March 2014

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		31 March 2014 (Unaudited but reviewed)	31 December 2013 (Audited)	31 March 2014 (Unaudited but reviewed)	31 December 2013 (Audited)
Shareholders' equity					
Share capital	17				
Registered					
10,879,971,108 ordinary shares of Baht 1.07 each (31 December 2013: 10,879,971,108 ordinary shares of Baht 1.07 each)		11,641,569	11,641,569	11,641,569	11,641,569
Issued and paid-up					
9,562,524,885 ordinary shares of Baht 1.07 each (31 December 2013: 9,533,536,605 ordinary shares of Baht 1.07 each)		10,231,902	10,200,884	10,231,902	10,200,884
Share premium	17	657,900	656,624	657,900	656,624
Calls in arrears	17	37,207	32,293	37,207	32,293
Retained earnings					
Appropriated - statutory reserve		774,007	774,007	774,007	774,007
Unappropriated		6,229,176	5,399,191	5,029,825	4,828,825
Other components of shareholders' equity		1,277	4,415	-	-
Equity attributable to owners of the Company		17,931,469	17,067,414	16,730,841	16,492,633
Non-controlling interest of subsidiaries		188	187	-	-
Total shareholders' equity		17,931,657	17,067,601	16,730,841	16,492,633
Total liabilities and shareholders' equity		65,705,215	60,039,889	49,656,354	47,754,364
		0	0	0	0

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

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Directors
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(Unaudited but reviewed)

Sansiri Public Company Limited and its subsidiaries**Statement of comprehensive income****For the three-month period ended 31 March 2014**

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2014	2013	2014	2013
Revenues					
Revenues from project sales		4,151,951	4,873,248	2,182,757	3,481,146
Revenues from sales of construction materials		-	-	28,866	174,525
Revenues from projects for rent		22,165	39,221	347	334
Revenues from business management		124,765	125,160	6,591	8,754
Revenues from other services	19	56,135	73,088	6,813	7,214
Other revenues					
Gain from sales of property to the property fund	7	767,505	-	-	-
Gain from sale of land		304,202	-	304,202	-
Interest income		667	1,144	126,456	91,180
Dividend income		33	20	82,833	213,080
Others		74,153	68,589	24,583	32,325
Total revenues		5,501,576	5,180,470	2,763,448	4,008,558
Expenses					
Cost of project sales		2,763,310	3,313,285	1,480,405	2,451,488
Cost of construction materials sales		-	-	31,987	130,547
Cost of projects for rent		20,457	18,984	1,164	-
Cost of business management		97,250	78,441	4,428	4,373
Cost of other services	19	69,245	66,876	7,318	6,441
Selling expenses		593,597	1,006,489	302,420	634,392
Administrative expenses		785,866	654,511	573,488	389,319
Other expenses					
(Reverseal) loss on diminution in value of property development for sale	5.4	(14,228)	17,022	-	-
Reversal of loss on diminution in value of land held for development	8	-	(34,383)	-	-
Total expenses		4,315,497	5,121,225	2,401,210	3,616,560
Profit before finance cost and income tax expenses		1,186,079	59,245	362,238	391,998
Finance cost		(155,233)	(132,600)	(127,209)	(105,745)
Profit (loss) before income tax expenses		1,030,846	(73,355)	235,029	286,253
Income tax expenses	20	(200,860)	(13,076)	(34,029)	(20,417)
Profit (loss) for the period		829,986	(86,431)	201,000	265,836

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

(Unaudited but reviewed)

Sansiri Public Company Limited and its subsidiaries

Statement of comprehensive income (continued)

For the three-month period ended 31 March 2014

(Unit: Thousand Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2014	2013	2014	2013
Other comprehensive income:					
Exchange differences on translation of financial statements in					
foreign currency		(3,138)	(19,627)	-	-
Other comprehensive income for the period		(3,138)	(19,627)	-	-
Total comprehensive income for the period		826,848	(106,058)	201,000	265,836
Profit attributable to:					
Equity holders of the Company		829,985	(86,473)	201,000	265,836
Non-controlling interest of the subsidiaries		1	42		
		829,986	(86,431)		
Total comprehensive income attributable to:					
Equity holders of the Company		826,847	(106,100)	201,000	265,836
Non-controlling interest of the subsidiaries		1	42		
		826,848	(106,058)		
(Unit: Baht)					
Earnings per share	18				
Basic earnings per share					
Profit (loss) attributable to equity holders of the Company		0.087	(0.010)	0.021	0.032
Diluted earnings per share					
Profit (loss) attributable to equity holders of the Company		0.082	(0.010)	0.020	0.026

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

Sansiri Public Company Limited and its subsidiaries**Cash flow statement****For the three-month period ended 31 March 2014**

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Cash flows from operating activities				
Profit (loss) before tax	1,030,846	(73,355)	235,029	286,253
Adjustments to reconcile profit (loss) before tax to net cash provided by (paid from) operating activities				
Decrease in property development for sale from transferring to cost of project sales	2,763,310	3,313,285	1,480,405	2,451,488
Depreciation of investment properties	7,316	4,885	101	-
Depreciation of land, building and equipment	66,744	79,668	41,341	48,191
Amortisation of intangible assets	3,606	2,211	2,410	1,500
Amortisation of temporary sale offices	-	29,848	-	10,950
Amortisation of leasehold rights	7,093	6,575	518	-
Loss on sales of equipment	68	-	130	-
Gain on sale of property to the property fund	(767,505)	-	-	-
Allowance for doubtful accounts (reversal)	(251)	(1,565)	215	(458)
Leasehold revenue amortisation	(10,352)	(10,434)	-	-
Long-term employee benefits expenses	2,564	863	1,704	426
Unrealised (gain) loss on exchanges	-	-	(196)	30,973
Reversal of loss on diminution in value of land held for development	-	(34,383)	-	-
Loss on diminution in value of property development for sale (reversal)	(14,228)	17,022	-	-
Homecare warranty and housing estate juristic persons expenses	30,309	20,477	15,508	15,052
Dividend income	(33)	(20)	(82,833)	(213,080)
Interest income	(667)	(1,144)	(126,456)	(91,180)
Interest expense	155,233	132,600	127,209	105,745
Profit from operating activities before changes in operating assets and liabilities	3,274,053	3,486,533	1,695,085	2,645,860
(Increase) decrease in operating assets				
Trade accounts receivable	(4,631)	(15,622)	247,516	(183,008)
Property development for sale	(8,720,902)	(6,853,262)	(4,005,495)	(3,299,576)
Deposits for land	204,981	(351,187)	416,565	(196,718)
Other current assets	232,130	(496,556)	(45,815)	(184,273)
Other non-current assets	(20,397)	(8,854)	21,742	4,225
Increase (decrease) in operating liabilities				
Trade accounts payable	799,544	28,292	(41,146)	(125,298)
Advances received from customers and unearned income	274,316	515,047	38,066	109,916
Other current liabilities	(305,033)	(845,234)	(190,526)	(670,502)
Other liabilities	(3,750)	(5,119)	(192)	(4,548)
Cash flows used in operating activities	(4,269,689)	(4,545,962)	(1,864,200)	(1,903,922)
Cash paid for income tax	(146,259)	(59,514)	(69,575)	(38,333)
Net cash used in operating activities	(4,415,948)	(4,605,476)	(1,933,775)	(1,942,255)

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

Sansiri Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the three-month period ended 31 March 2014

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2014	2013	2014	2013
Cash flows from investing activities				
Increase in current investments	(27,000)	(138)	-	-
Decrease in restricted bank deposits	6,500	-	-	-
Decrease (increase) in loans to related parties	-	-	50,934	(2,536,550)
Payment on purchase of investment properties	(514)	(5)	-	-
Payment on purchase of equipment	(112,031)	(319,326)	(34,733)	(81,936)
Payment on purchase of intangible assets	(1,010)	(2,881)	(374)	(2,827)
Net proceed from sale of property to the fund	1,604,145	-	-	-
Proceeds from sales of equipment	143	46	70	24
Interest income	667	1,107	126,456	32,546
Dividend income	33	20	82,833	213,080
Net cash from (used in) investing activities	1,470,933	(321,177)	225,186	(2,375,663)
Cash flows from financing activities				
Increase (decrease) in short-term loans from banks	(130,000)	350,000	(290,000)	350,000
Increase in promissory notes	2,222	95,023	2,222	95,023
Increase in long-term loans	5,628,466	1,821,500	2,803,889	933,401
Repayment of long-term loans	(1,753,250)	(1,722,836)	(702,706)	(1,123,146)
Proceeds from debentures issuance	-	2,983,950	-	2,983,950
Payment of interest expenses	(454,733)	(219,712)	(332,010)	(224,699)
Payment of finance lease payables	(868)	(813)	(868)	(813)
Proceeds from capital increase	37,208	836,227	37,208	836,227
Net cash from financing activities	3,329,045	4,143,339	1,517,735	3,849,943
Translation adjustment	(3,138)	(35,167)	-	-
Net decrease in cash and cash equivalents	380,892	(818,481)	(190,854)	(467,975)
Cash and cash equivalents at beginning of the period	2,119,573	3,408,457	975,337	2,413,317
Cash and cash equivalents at end of the period	2,500,465	2,589,976	784,483	1,945,342
Supplementary cash flows information				
Non-cash item:				
Interest recorded as cost of projects	313,574	183,184	216,933	146,280

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

(Unaudited but reviewed)

Sansiri Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the three-month period ended 31 March 2014

(Unit: Thousand Baht)

Consolidated financial statements										
Equity attributable to the parent's shareholders										
	Equity attributable to the parent's shareholders					Other components of equity		Total equity attributable to shareholders of the Company	Equity attributable to non-controlling interest of the subsidiaries	Total shareholders' equity
						- Other comprehensive income				
	Issued and paid-up share capital	Share premium	Calls in arrears	Retained earnings		Exchange differences on translation of financial statements in foreign currency				
				Appropriated - statutory reserve	Unappropriated					
Balance as at 1 January 2013	8,434,258	584,193	518,929	677,553	5,026,843	(17,983)		15,223,793	780	15,224,573
Increase capital	537,094	21,871	277,262	-	-	-		836,227	-	836,227
Total comprehensive income for the period	-	-	-	-	(86,473)	(19,627)		(106,100)	42	(106,058)
Balance as at 31 March 2013	8,971,352	606,064	796,191	677,553	4,940,370	(37,610)		15,953,920	822	15,954,742
Balance as at 1 January 2014	10,200,884	656,624	32,293	774,007	5,399,191	4,415		17,067,414	187	17,067,601
Increase capital (Note 17)	31,018	1,276	4,914	-	-	-		37,208	-	37,208
Total comprehensive income for the period	-	-	-	-	829,985	(3,138)		826,847	1	826,848
Balance as at 31 March 2014	10,231,902	657,900	37,207	774,007	6,229,176	1,277		17,931,469	188	17,931,657
	-	-	-	-	-	-		-	-	-
	-	-	-	-	-	-		-	-	-

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

(Unaudited but reviewed)

Sansiri Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity (continued)

For the three-month period ended 31 March 2014

(Unit: Thousand Baht)

	Separate financial statements					
	Issued and paid-up			Retained earnings		Total shareholders' equity
	share capital	Share premium	Calls in arrears	Appropriated - statutory reserve	Unappropriated	
Balance as at 1 January 2013	8,434,258	584,193	518,929	677,553	4,490,231	14,705,164
Increase capital	537,094	21,871	277,262	-	-	836,227
Total comprehensive income for the period	-	-	-	-	265,836	265,836
Balance as at 31 March 2013	<u>8,971,352</u>	<u>606,064</u>	<u>796,191</u>	<u>677,553</u>	<u>4,756,067</u>	<u>15,807,227</u>
Balance as at 1 January 2014	10,200,884	656,624	32,293	774,007	4,828,825	16,492,633
Increase capital (Note 17)	31,018	1,276	4,914	-	-	37,208
Total comprehensive income for the period	-	-	-	-	201,000	201,000
Balance as at 31 March 2014	<u>10,231,902</u>	<u>657,900</u>	<u>37,207</u>	<u>774,007</u>	<u>5,029,825</u>	<u>16,730,841</u>
	-	-	-	-	-	-
	-	-	-	-	-	-

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

Sansiri Public Company Limited and its subsidiaries

Notes to interim financial statements

For the three-month period ended 31 March 2014

1. General information

Sansiri Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The Company operates in Thailand and is principally engaged in property development.

The Company’s top 5 major shareholders according to the latest registry of shareholders on 18 March 2014 (the closing date of the shares registered book for the right to attend the 2013 Annual General Meeting of Shareholders), are as follows:

	<u>Percentage of shareholding (base on paid-up capital)</u>
1. Viriyah Insurance Company Limited	6.58
2. Thai NVDR Company Limited	5.46
3. Littledown Nominees Limited 38	2.72
4. Mr. Wanchak Buranasiri	2.64
5. Finansia Life Assurance Company Limited	2.61

The registered office of the Company is at 475, Siripinyo Building, Sri Ayutthaya Road, Phayathai, Rajthevi, Bangkok.

1.1 Basis for the preparation of interim financial statements

These interim financial statements are prepared in accordance with Thai Accounting Standards No. 34 (revised 2012) “Interim Financial Reporting”, with the Company choosing to present condensed interim financial statements. However, the Company has presented the statements of financial position, comprehensive income, changes in shareholders’ equity, and cash flows in the same format as that used for the annual financial statements.

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

(Unaudited but reviewed)

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

1.2 Basis of consolidation

These consolidated interim financial statements are prepared on the same basis as that applied for the preparation of the consolidated financial statements for the year ended 31 December 2013, with there being no changes in the structure of shareholding in subsidiaries during the period.

Details of subsidiaries included in the consolidated financial statements of the Company are as follows:

Company's name	Nature of business	Country of incorporation	Percentage of shareholding	
			31 March <u>2014</u> Percent	31 December <u>2013</u> Percent
<u>Directly owned</u>				
Chanachai Ltd.	Property development	Thailand	100	100
Plus Property Co., Ltd.	Property development	Thailand	100	100
Sansiri Venture Co., Ltd.	Property development	Thailand	100	100
S.U.N. Management Co., Ltd.	Property development	Thailand	100	100
Arnawat Ltd.	Property development	Thailand	100	100
Piwattana Ltd.	Property development	Thailand	100	100
Red Lotus Properties Ltd.	Property development	Thailand	100	100
Pacific Challenge Holding Co., Ltd.	Property development	Thailand	85	85
Sansiri Global Investment Pte. Ltd.	Property development	Singapore	100	100
Plus Property Space Co., Ltd.	Property development	Thailand	100	100
Papanan Ltd.	Property development, provision of medical service, aesthetics, health care and medical spa	Thailand	100	100
NED Management Co., Ltd.	Property development and Holder of Satit Pattana School's license	Thailand	100	100
Satit Pattana Personnel Center Ltd.	Provision of administrative services to Satit Pattana School	Thailand	100	100
<u>Indirectly owned</u>				
Plus Property Venture Co., Ltd.	Property development	Thailand	100	100
Sansiri Land Ltd.	Property development	Thailand	100	100
Touch Property Co., Ltd.	Property development	Thailand	100	100
Sansiri Guernsey (2009) Limited	Property development	Guernsey	100	100

1.3 New accounting standards

(a) Accounting standards that became effective in the current accounting year

The Company disclosed the accounting standards, financial reporting standard, accounting standard interpretations and financial reporting standard interpretations that are effective for fiscal years beginning on or after 1 January 2014, in the notes to financial statements for the year ended 31 December 2013.

The Company's management has assessed the effects of the above accounting standards, financial reporting standard, accounting standard interpretations and financial reporting standard interpretations, and believes that they are not relevant to the business of the Company or do not have a significant impact to the financial statements.

(b) Accounting standards that will become effective in the future

The Company has disclosed the financial reporting standard that will be effective in the future in the notes to financial statements for the year ended 31 December 2013.

The Company's management has assessed the effect of this financial reporting standard and believes that it is not relevant to the business of the Company.

1.4 Significant accounting policies

The interim financial statements are prepared using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 December 2013.

2. Related party transactions

2.1 During the periods, the Company and its subsidiaries had significant business transactions with related parties. Such transactions, which are summarised below, were concluded on commercial terms and bases agreed upon between the Company and those related parties.

Details of subsidiaries are presented in Note 1.2 to the financial statements. Other related companies have common director with the Company.

(Unaudited but reviewed)

(Unit: Thousand Baht)

	For the three-month periods ended 31 March				Transfer Pricing Policy
	Consolidated financial statements		Separate financial statements		
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	
<u>Transactions with subsidiary companies</u>					
(eliminated from the consolidated financial statements)					
Sales of precast concrete	-	-	28,866	174,525	Cost plus certain margin at a rate of 5%
Revenues from business management and project management	-	-	2,075	2,238	Based on agreement (1)
Interest income	-	-	126,367	90,726	3.00 - 3.55 percent per annum
Commission income	-	-	4,302	6,063	Based on agreement (3)
Project management fee and other expenses	-	-	6,299	8,468	Based on agreement (2)
Commission expenses	-	-	5,496	30,202	Based on agreement (3)
<u>Transactions with related persons</u>					
Revenues from project sales	6,155	-	-	-	Cost plus certain margin at rates of 23% - 45%

Transactions, pricing policies and related contracts are as follows: -

- (1) Revenue from business service and project management fees are charged based on costs plus certain margin. Those charges are allocated to subsidiaries based on revenue and investment costs, respectively.
- (2) Project management fees are charged monthly, depended upon the size of the project.
- (3) Commission from sales of projects are charged at a rate of 1% of selling price per the contract, with payments divided between the time the customer executes the agreement and when the properties are transferred.

2.2 Directors and management's benefits

During the three-month periods ended 31 March 2014 and 2013, the Company and its subsidiaries had employee benefit expenses payable to their directors and management as below.

(Unit: Thousand Baht)

	Consolidated financial statements / Separate financial statements	
	<u>2014</u>	<u>2013</u>
Short-term employee benefits	70,896	27,384
Post-employment benefits	694	322
Total	<u>71,590</u>	<u>27,706</u>

(Unaudited but reviewed)

2.3 The balances of the accounts as at 31 March 2014 and 31 December 2013 between the Company and those related parties are as follows: -

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013
<u>Accounts receivable</u>				
Subsidiaries				
Chanachai Ltd.	-	-	609	2,804
Plus Property Co., Ltd.	-	-	45	483
Plus Property Space Co., Ltd.	-	-	75	25
Piwattana Ltd.	-	-	12,339	12,437
Sansiri Land Ltd.	-	-	-	50
Papanan Ltd.	-	-	4,487	51,112
Anawat Ltd.	-	-	149,229	346,226
NED Management Co., Ltd.	-	-	-	295
S.U.N. Management Co., Ltd.	-	-	-	15
Total	-	-	166,784	413,447
<u>Prepaid rental expenses</u>				
Subsidiaries				
Papanan Ltd.	-	-	-	65,225
Satit Pattana School	-	-	29	62
Total	-	-	29	65,287
<u>Loans to related parties</u>				
Subsidiaries				
Arnawat Ltd.	-	-	5,920,732	5,648,794
Piwattana Ltd.	-	-	2,279,013	1,813,836
Red Lotus Properties Ltd.	-	-	1,484,388	2,081,689
Plus Property Co., Ltd.	-	-	534,730	-
Sansiri Global Investment Pte. Ltd.	-	-	239,389	239,214
Plus Property Space Co., Ltd.	-	-	503,203	726,450
Papanan Ltd.	-	-	1,428,783	1,802,290
NED Management Co., Ltd.	-	-	3,204,037	3,332,760
Sansiri Venture Co., Ltd.	-	-	5,600	5,600
Related party				
Regency One Co., Ltd. (held by Chanachai Ltd.)	5,000	5,000	-	-
Total	5,000	5,000	15,599,875	15,650,633
Current portion	-	-	4,165,130	5,080,413
Less: Allowance for doubtful accounts	-	-	-	-
Net	-	-	4,165,130	5,080,413
Long-term portion	5,000	5,000	11,434,745	10,570,220
Less: Allowance for doubtful accounts	(5,000)	(5,000)	(671,300)	(671,300)
Net	-	-	10,763,445	9,898,920

(Unaudited but reviewed)

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	31 March	31 December	31 March	31 December
	2014	2013	2014	2013
<u>Interest receivables</u>				
Subsidiaries				
Arnawat Ltd.	-	-	15,360	14,895
Piwattana Ltd.	-	-	32,618	25,406
Red Lotus Properties Ltd.	-	-	100,561	94,518
Plus Property Co., Ltd.	-	-	357	-
Sansiri Global Investment Pte. Ltd.	-	-	41,896	40,096
Plus Property Space Co., Ltd.	-	-	18,432	16,013
Papanan Ltd.	-	-	100,196	98,524
NED Management Co., Ltd.	-	-	112,957	102,931
Sansiri Venture Co., Ltd.	-	-	145	100
Related party				
Regency One Co., Ltd. (held by Chanachai Ltd.)	333	333	-	-
Total	333	333	422,522	392,483
Less: Allowance for doubtful accounts	(333)	(333)	(4,076)	(4,076)
Net	-	-	418,446	388,407
<u>Unearned income</u>				
Related parties				
Related persons	13,563	4,512	9,647	8,472
Total	13,563	4,512	9,647	8,472
<u>Trade accounts payable</u>				
Subsidiaries				
Arnawat Ltd.	-	-	22	579
Plus Property Co., Ltd.	-	-	3,864	7,211
Piwattana Ltd.	-	-	1,621	1,954
Papanan Ltd.	-	-	608	5,460
Sansiri Land Ltd.	-	-	631	-
Total	-	-	6,746	15,204

2.4 During the period, movements of loans to related parties were as follows: -

(Unit: Million Baht)

	Consolidated financial statements			
	Balance as at	During the period		Balance as at
	1 January 2014	Increase	Decrease	31 March 2014
Related party				
Regency One Co., Ltd.	5.00	-	-	5.00

(Unaudited but reviewed)

(Unit: Million Baht)

	Separate financial statements			Balance as at 31 March 2014
	Balance as at	During the period		
	1 January 2014	Increase	Decrease	
Subsidiaries				
Arnawat Ltd.	5,648.79	1,059.49	(787.55)	5,920.73
Plus Property Co., Ltd.	-	571.73	(37.00)	534.73
Piwattana Ltd.	1,813.84	900.36	(435.19)	2,279.01
Red Lotus Properties Ltd.	2,081.69	303.54	(900.84)	1,484.39
Sansiri Global Investment Pte. Ltd.	239.21	0.18	-	239.39
Plus Property Space Co., Ltd.	726.45	165.69	(388.94)	503.20
Papanan Ltd.	1,802.29	326.07	(699.58)	1,428.78
NED Management Co., Ltd.	3,332.76	314.12	(442.84)	3,204.04
Sansiri Venture Co., Ltd.	5.60	93.50	(93.50)	5.60
Total	15,650.63	3,734.68	(3,785.44)	15,599.87

As at 31 March 2014, loans to related parties are clean loans, due for repayment at call, and carry interest at rates of 3.00 - 3.35 percent per annum (31 December 2013: 3.00 - 3.55 percent per annum).

As at 31 March 2014 and 31 December 2013, the Company and its subsidiaries have ceased recognition of interest on principal of loans to related parties amounting to Baht 5 million and Baht 5 million, respectively, because of default on interest payment for three consecutive installments.

2.5 Guarantees to related companies

As at 31 March 2014 and 31 December 2013, the Company has the following obligations in respect of guarantees provided to banks for loans facilities:-

(Unit: Million Baht)

Guarantor	Guarantee	31 March	31 December
		2014	2013
Sansiri Plc.	Arnawat Ltd.	395	395
Total		395	395

(Unaudited but reviewed)

3. Restricted bank deposits

As at 31 March 2014 and 31 December 2013, restricted bank deposits of the Company and its subsidiaries have been pledged as collateral for guarantees of facilities issued by banks on behalf of the Company and its subsidiaries.

4. Trade accounts receivable

Trade accounts receivable as at 31 March 2014 and 31 December 2013 are presented as follows: -

	(Unit: Million Baht)			
	Consolidated financial statements		Separate financial statements	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013
<u>Trade receivables - related parties</u>				
Aged on the basis of due dates				
Past due				
Up to 3 months	-	-	33.19	57.75
3 - 6 months	-	-	33.75	90.92
6 - 12 months	-	-	47.93	216.26
Over 12 months	-	-	51.92	48.52
Total trade receivables - related parties	-	-	166.79	413.45
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due				
	32.76	16.57	-	-
Past due				
Up to 3 months	14.52	24.11	1.07	2.14
3 - 6 months	1.57	1.42	0.12	0.09
6 - 12 months	1.21	6.32	0.16	0.24
Over 12 months	15.32	12.16	0.54	0.42
Total	65.38	60.58	1.89	2.89
Less: Allowance for doubtful debts	(15.97)	(16.06)	(0.82)	(0.75)
Total trade receivables - unrelated parties, net	49.41	44.52	1.07	2.14
Total trade receivables - net	49.41	44.52	167.86	415.59

(Unaudited but reviewed)

5. Property development for sale

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	31 March	31 December	31 March	31 December
	2014	2013	2014	2013
Construction materials	32.90	38.82	30.49	36.43
Land	38,188.15	35,947.98	22,384.73	21,088.91
Construction cost	42,282.53	36,752.14	23,277.83	21,108.81
Utility costs	12,170.40	11,204.22	6,923.98	6,398.48
Capitalised financial costs	3,117.14	2,830.87	2,514.81	2,301.94
Total	95,791.12	86,774.03	55,131.84	50,934.57
Less: Accumulated transfer to cost of project	(43,884.44)	(41,120.89)	(28,168.52)	(26,688.18)
Allowance for loss on diminution in value of project	(17.18)	(31.75)	-	-
Balance	51,889.50	45,621.39	26,963.32	24,246.39

- 5.1 As at 31 March 2014 and 31 December 2013, land and construction thereon of projects of the Company and its subsidiaries amounting Baht 40,384.64 million and Baht 33,289.10 million, respectively, were pledged as collateral for loans obtained from banks (Separate financial statements: Baht 21,002.08 million and Baht 18,134.31 million, respectively).
- 5.2 As at 31 March 2014 and 31 December 2013, the estimated expense to the Company and subsidiaries of development and construction for completion of the opened projects (excluding the costs of land and construction already recorded) are Baht 51,982.21 million and Baht 53,796.32 million, respectively (Separate financial statements: Baht 24,073.23 million and Baht 22,812.75 million, respectively).
- 5.3 During the three-month periods ended 31 March 2014 and 2013, the Company and its subsidiaries included borrowing costs in the cost of property development amounting to Baht 286.27 million and Baht 194.23 million, respectively (Separate financial statements: Baht 212.87 million and Baht 149.59 million, respectively). Capitalisation rates for the three-month periods ended 31 March 2014 and 2013 were 4.71% and 4.92%, respectively (Separate financial statements: 4.70% and 4.90%, respectively).
- 5.4 During the current period, the subsidiaries reverse allowance for diminution in value of property development for sale amount of Baht 14.23 million (For the three-month period ended 31 March 2013: the subsidiary set up allowance for diminution in value of property development for sale amount of Baht 17.02 million).

(Unaudited but reviewed)

5.5 Additional information of the Company's and its subsidiaries' projects are as follow: -

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	31	31	31	31
	March	December	March	December
	2014	2013	2014	2013
Sales with signed agreements	116,076.11	116,185.38	61,094.21	58,622.07
Total estimated project value	175,435.49	171,624.48	88,554.61	82,185.91
The ratio of sales with signed agreements				
to total estimated project sales	66.16%	67.70%	68.99%	71.33%
Unearned income	3,303.19	3,001.59	1,250.82	1,212.79

6. Investments in subsidiaries

As at 31 March 2014 and 31 December 2013, investments in subsidiaries presented in separate financial statements are as follows: -

(Unit: Million Baht)

	Paid-up capital		Percentage of shareholding		Investment at cost		Allowance for loss on diminution in value of investments		Net investment		Dividend received for the three-month periods ended 31 March	
	31	31	31	31	31	31	31	31	31	31	31	31
	March	December	March	December	March	December	March	December	March	December	March	December
	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013
			Percent	Percent								
Subsidiaries - Directly owned												
Chanachai Ltd.	90.00	90.00	100	100	101.52	101.52	-	-	101.52	101.52	82.83	39.06
Plus Property Co., Ltd.	600.00	600.00	100	100	610.52	610.52	-	-	610.52	610.52	-	174
Sansiri Venture Co., Ltd.	3.00	3.00	100	100	4.52	4.52	-	-	4.52	4.52	-	-
S.U.N. Management Co., Ltd.	10.00	10.00	100	100	20.08	20.08	-	-	20.08	20.08	-	-
Amawat Ltd.	2.50	2.50	100	100	2.50	2.50	-	-	2.50	2.50	-	-
Piwattana Ltd.	100.00	100.00	100	100	100.00	100.00	-	-	100.00	100.00	-	-
Red Lotus Properties Ltd.	20.00	20.00	100	100	20.00	20.00	-	-	20.00	20.00	-	-
Plus Propety Space Co., Ltd.	2.50	2.50	100	100	4.07	4.07	-	-	4.07	4.07	-	-
Pacific Challenge Holding Co., Ltd.	2.50	2.50	85	85	2.13	2.13	-	-	2.13	2.13	-	-
Papanan Ltd.	20.00	20.00	100	100	20.00	20.00	(20.00)	(20.00)	-	-	-	-
Satit Pattana Personnel Center Ltd.	1.00	1.00	100	100	1.00	1.00	-	-	1.00	1.00	-	-
NED Management Co., Ltd.	40.00	40.00	100	100	40.00	40.00	-	-	40.00	40.00	-	-
Sansiri Global Investment Pte. Ltd.	1.19	1.19	100	100	1.19	1.19	-	-	1.19	1.19	-	-
Total investment in subsidiaries					927.53	927.53	(20.00)	(20.00)	907.53	907.53	82.83	213.06

(Unaudited but reviewed)

7. Investment properties

Movements of the investment properties account during the three-month period ended 31 March 2014 are summarised below.

(Unit: Million Baht)

	Consolidated <u>financial statements</u>	<u>Separate</u> <u>financial</u> <u>statements</u>
Net book value as at 1 January 2014	597.16	8.73
Acquisition during period	0.51	-
Transfer from property development for sale	13.69	2.79
Disposal during period - net book value	(522.56)	-
Depreciation for period	(7.32)	(0.10)
Net book value as at 31 March 2014	<u>81.48</u>	<u>11.42</u>

On 28 March 2014, Papanan Limited (“the subsidiary”) entered into agreements to purchase and to sell, whereby it agreed to sell to Sansiri Prime Office Property Fund (“the Fund”) the assets of Siripinyo office building for a total consideration of Baht 1,699.44 million. These assets consisted of the land, building, related utility systems and equipment of that office building (“property”) and were recorded under investment property, and property, plant and equipment, with net book values of Baht 522.56 million and Baht 242.68 million, respectively. The Company registered the transfer of the ownership of the property to the Fund on 31 March 2014.

In addition, the subsidiary entered into an agreement to guarantee,

- (1) Tenants for vacant areas and rental of guaranteed areas for 3 years as from the date that transfer of the ownership of the property was registered
- (2) An increase in capital expenditures, which are expenditures incurred to improve and develop the property and increase its value other than on normal repair or maintenance, for a period of 1 year as from the date that transfer of the ownership of the property was registered
- (3) Payment of the difference in profit from operation of the properties in which the Fund initially invested, for a period of 1 year, if the Fund’s total operating profit is less than Baht 114.2 million

The subsidiary has estimated the expenses it expects to incur and pay to the Fund as a result of such guarantees at a total of Baht 71.40 million, and recorded this as a deduction from the gain from the sale of the property to the Fund in consolidated profit or loss for the three-month period ended 31 March 2014.

(Unaudited but reviewed)

The subsidiary recognised a gain from sale of the property to the Fund (net of related selling expenses and the guarantee expenses) of Baht 761.51 million in consolidated profit or loss for the three-month period ended 31 March 2014.

As at 31 December 2013, the subsidiary's investment properties of which the net book value amounted Baht 526.24 million, respectively, were mortgaged to secure loans from a bank (31 March 2014: Nil).

8. Land held for development

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013
Land held for development	2,497.48	2,477.98	1,973.32	1,953.81
Less: Allowance for loss on diminution in value of project	(52.49)	(52.49)	-	-
Net	<u>2,444.99</u>	<u>2,425.49</u>	<u>1,973.32</u>	<u>1,953.81</u>

As at 31 March 2014 and 31 December 2013, land held for development of the Company and its subsidiaries amounting Baht 2,060.45 million and Baht 2,040.95 million, were pledged as collateral for loans obtained from banks (Separate financial statements: Baht 1,959.04 million and Baht 1,939.54 million).

During the three-month period ended of 31 March 2013, the subsidiary reversed loss on diminution in value of land held for development amounting to Baht 34.38 million (2014: Nil).

9. Land, building and equipment

Movements of the land, building and equipment account during the three-month period ended 31 March 2014 are summarised below.

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements
Net book value as at 1 January 2014	2,699.54	1,197.12
Acquisitions during period	112.03	34.73
Disposals during period - net book value	(260.55)	(0.44)
Transfer during period - net book value	6.39	-
Depreciation for period	(66.75)	(41.34)
Net book value as at 31 March 2014	<u>2,490.66</u>	<u>1,190.07</u>

(Unaudited but reviewed)

As at 31 March 2014 and 31 December 2013, the Company and subsidiaries' land and construction thereon of which the net book value amounted Baht 996.70 million and Baht 973.71 million, respectively, were mortgaged to secure loans from banks (Separate financial statements: Baht 731.38 million and Baht 732.05 million, respectively).

10. Other intangible assets

Movements of intangible assets account during the three-month period ended 31 March 2014 are summarised below.

(Unit: Million Baht)

	Consolidated <u>financial statements</u>	Separate <u>financial statements</u>
Net book value as at 1 January 2014	91.98	77.83
Acquisitions during period	1.01	0.37
Transfer out during period - net book value	(3.91)	-
Amortisation for period	(3.61)	(2.41)
Net book value as at 31 March 2014	<u>85.47</u>	<u>75.79</u>

11. Leasehold rights

Movements of leasehold rights account during the three-month period ended 31 March 2014 are summarised below.

(Unit: Million Baht)

	Consolidated <u>financial statements</u>	Separate <u>financial statements</u>
Net book value as at 1 January 2014	368.57	41.20
Amortisation for period	(7.10)	(0.52)
Net book value as at 31 March 2014	<u>361.47</u>	<u>40.68</u>

(Unaudited but reviewed)

12. Short-term loans from banks/bills of exchange

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013
<u>Short-term loans from banks</u>				
Promissory notes	3,420.00	3,550.00	3,260.00	3,550.00

(Unit: Million Baht)

	Consolidated / Separate financial statements	
	31 March 2014	31 December 2013
<u>Bills of exchange</u>		
Face value	2,500.00	2,500.00
Less: Prepaid interest expense	(14.49)	(16.72)
Net	2,485.51	2,483.28

As at 31 March 2014, short-term loans from banks carried interest at rates of 3.35 - 4.77 percent per annum and were secured by land and constructions of projects of the Company and its subsidiaries (31 December 2013: 3.60 - 4.05 percent per annum). Bills of exchange carry interest at rates of 3.10 - 3.25 percent per annum (31 December 2013: 3.15 - 3.25 percent per annum).

13. Long-term loans

As at 31 March 2014 and 31 December 2013, long-term loans are presented below: -

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013
Loans from banks	19,560.23	15,685.02	10,519.58	8,418.40
Less: Current portion of long-term loans	(9,069.19)	(5,820.29)	(4,912.10)	(3,133.37)
Net	10,491.04	9,864.73	5,607.48	5,285.03

(Unaudited but reviewed)

Long-term loans of the Company and its subsidiaries carry interest at the rates of MLR - 2.62 percent per annum to MLR - 1 percent per annum and are due for repayment at a percentage of the value of property transferred to customers.

Land and constructions of projects of the Company and its subsidiaries are mortgaged as collaterals for loans obtained from banks.

Most of loans agreements contain certain covenants and restrictions, such as dividend payment, capital increase and decrease, loans guarantees, change in directors and maintenance of certain financial ratios.

Movements in the long-term loans account during the three-month period ended 31 March 2014 are summarised below.

(Unit: Million Baht)

	<u>Consolidated financi</u> <u>al statements</u>	Separate <u>financi</u> <u>al statements</u>
Balance as at 1 January 2014	15,685.02	8,418.40
Add: Additional borrowings	5,628.46	2,803.89
Less: Repayment	<u>(1,753.25)</u>	<u>(702.71)</u>
Balance as at 31 March 2014	<u>19,560.23</u>	<u>10,519.58</u>

During the three-month period ended 31 March 2014, the Company and its subsidiaries entered into new loan agreements with commercial banks. Details of the new loans are as follows: -

- a) The Company entered into agreements with local commercial banks granting new loans amounting to Baht 2,273 million, on which interest is charged at rates of the MLR - 2 percent per annum. Payments of principal are to be made at a percentage of the value of property transferred to customers and full payment is to be made within 2018. The loans are secured by land and construction of the projects.
- b) Piwattana Ltd. entered into agreement with local commercial bank granting new loans amounting to Baht 321 million, on which interest is charged at rates of MLR - 2 percent per annum. Payments of principal are to be made at a percentage of the value of property transferred to customers and full payment is to be made within 2020. The loans are secured by land and construction of the projects.

(Unaudited but reviewed)

14. Unsecured debentures

The Company has issued unsecured, unsubordinated, registered debentures, as detailed below:

(Unit: Million Baht)

Debentures	Interest rate	Terms	Due date	Consolidated / Separate financial statements	
				31 March 2014	31 December 2013
Debentures # 2/2010	5.60% p.a.	7 years	24 May 2017	2,000.00	2,000.00
Debentures # 1/2011	5.40% p.a. for 1st - 3rd year 6.00% p.a. for 4th - 5th year	5 years	21 July 2016	1,000.00	1,000.00
Debentures # 2/2011	5.40% p.a. for 1st - 3rd year 6.00% p.a. for 4th - 5th year	5 years	3 October 2016	1,000.00	1,000.00
Debentures # 1/2012	4.50% p.a. for 1st year 5.00% p.a. for 2nd year 5.50% p.a. for 3rd year	3 years	31 May 2015	1,000.00	1,000.00
Debentures # 2/2012	4.80% p.a.	3 years	19 October 2015	1,000.00	1,000.00
Debentures # 1/2013	4.99% p.a.	5 years	24 January 2018	3,000.00	3,000.00
Debentures # 2/2013	4.75% p.a. for 1st - 2nd year 5.00% p.a. for 3rd - 4th year 5.30% p.a. for 5th year	5 years	30 May 2018	1,000.00	1,000.00
Debentures # 3/2013	4.95% p.a.	5 years	23 August 2018	2,000.00	2,000.00
Debentures # 4/2013	5.20% p.a.	5 years 6 month	4 August 2019	1,000.00	1,000.00
Total debentures, at face value				13,000.00	13,000.00
Less: Unamortised portion of deferred transaction costs				(45.43)	(49.12)
Total debentures				12,954.57	12,950.88
Less: Debentures - due within one year				-	-
Debentures - due over one year				12,954.57	12,950.88

Under rights and responsibilities of debenture issuer, the Company has to comply with certain covenants and restrictions included maintenance of a debt to equity ratio of consolidated financial statements with no excess of 2.5:1 along with debentures' periods (debts mean interest bearing loans).

(Unaudited but reviewed)

15. Provision for long-term employee benefits

Movements in the provision for long-term employee benefits for the three-month period ended 31 March 2014 are summarized below:

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements
Balance beginning of the period	69.72	46.40
Expense for the period	2.56	1.70
Balance at the end of the period	72.28	48.10

16. Provisions

Provisions for liabilities on law suit, home care warranty and compensation for Housing Estate Juristic Persons for the three-month period ended 31 March 2014 had the following movements: -

Short-term provisions

(Unit: Million Baht)

	Consolidated financial statements			Separate financial statements		
	Law suits	Home care warranty	Total	Law suits	Home care warranty	Total
Beginning balance	2.95	95.36	98.31	2.95	60.34	63.29
Increase during the period	-	30.31	30.31	-	15.51	15.51
Paid during the period	-	(32.83)	(32.83)	-	(20.05)	(20.05)
Ending balance	2.95	92.84	95.79	2.95	55.80	58.75

Long-term provisions

(Unit: Million Baht)

	Consolidated financial statements	Separate financial statements
	Compensation for Housing Estate Juristic Persons	Compensation for Housing Estate Juristic Persons
Beginning balance	159.98	99.34
Increase during the period	3.99	0.04
Paid during the period	(2.89)	-
Reverse	(3.27)	(3.08)
Ending balance	157.81	96.30

17. Share capital

During the current period, the Company received payment for the exercise of ESOP#5 and ESOP#6 allocated to directors and employees of the Company and its subsidiaries, and of SIRI-W1. The detail is below.

Date of exercise	Quantity of exercised warrants (Units)	Ordinary shares		Exercise price (Baht)	Date of registration with the Ministry of Commerce	Date that the Stock Exchange of Thailand approved ordinary shares as listed securities
		issued for exercised warrants (Shares)	Exercise price (Baht)			
<u>SIRI-W1</u>						
31 March 2014	28,619,841	33,399,350	1.114	2 April 2014	8 April 2014	
	<u>28,619,841</u>	<u>33,399,350</u>				

The exercise of the warrants above resulted to increase in the registered and paid up share capital of the Company. The details are summarised below.

Reconciliation of number of ordinary shares

	Number of shares (Shares)	Face Value (Baht)	Paid up capital (Baht)	Share premium (Baht)
<u>Issued and paid-up ordinary shares</u>				
Number of ordinary shares as at 1 January 2014	9,533,536,605	1.07	10,200,884,167	656,624,039
Increase due to exercise of warrants	28,988,280	1.07	31,017,460	1,275,485
Number of ordinary shares as at 31 March 2014	<u>9,562,524,885</u>	<u>1.07</u>	<u>10,231,901,627</u>	<u>657,899,524</u>

Cash receipt amounting to Baht 37,206,876 from the exercise of right to purchase the Company's share on 31 March 2014 was recorded as call in arrear in shareholders' equity because the Company registered its paid-up capital increase with the Ministry of Commerce on 2 April 2014.

18. Warrants/Earnings per share

The Company's warrants are as follows: -

Type of warrant	Exercise price per share	Exercise ratio per 1 warrant	Number of warrants outstanding as at 1 January 2014	Number of warrants exercised during the period	Number of warrants outstanding as at 31 March 2014
ESOP# 5	1.072	1:1.167	23,029,131	-	23,029,131
ESOP# 6	1.114	1:1.167	59,141,621	-	59,141,621
SIRI-W1	1.114	1:1.167	1,046,746,178	28,619,841	1,018,126,337

(Unaudited but reviewed)

Basic earnings per share is determined by dividing profit for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period.

Diluted earnings per share is calculated by dividing profit for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period plus the weighted average number of ordinary shares which might need to be issued for the conversion of all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the period or on the date the potential ordinary shares were issued.

The following table sets forth the computation of basic earnings per share and diluted earnings per share.

Consolidated financial statements						
For the three-month periods ended 31 March						
Profit for the period		Weighted average		Earnings per share		
		number of				
2014	2013	2014	2013	2014	2013	
(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)	
Basic earnings per share						
Profit (loss) attributable to equity holders of the Company						
829,985	(86,473)	9,562,896	8,390,019	0.087	(0.010)	
Effect of dilutive potential ordinary shares						
ESOP#5	-	11,804	21,694			
ESOP#6	-	51,654	81,039			
SIRI-W1	-	492,641	1,776,425			
Diluted earnings per share						
Profit (loss) of ordinary shareholders assuming the conversion of warrant to ordinary shares						
829,985	(86,473)	10,118,995	10,269,177	0.082	(0.010)	

(Unaudited but reviewed)

Separate financial statements						
For the three-month periods ended 31 March						
Profit for the period		Weighted average number of ordinary shares		Earnings per share		
2014	2013	2014	2013	2014	2013	
(Thousand Baht)	(Thousand Baht)	(Thousand shares)	(Thousand shares)	(Baht)	(Baht)	
Basic earnings per share						
Profit attributable to equity holders of the Company						
201,000	265,836	9,562,896	8,390,019	0.021	0.032	
Effect of dilutive potential ordinary shares						
ESOP#5	-	-	11,804	21,694		
ESOP#6	-	-	51,654	81,039		
SIRI-W1	-	-	492,641	1,776,425		
Diluted earnings per share						
Profit of ordinary shareholders assuming the conversion of warrant to ordinary shares						
201,000	265,836	10,118,995	10,269,177	0.020	0.026	

19. Revenues from other services/Cost of other services

(Unit: Million Baht)

For the three-month periods ended 31 March			
Consolidated financial statements		Separate financial statements	
2014	2013	2014	2013
<u>Revenues from other services</u>			
Revenues from medical spa business	-	23.26	-
Revenues from hotel business	10.08	7.21	6.81
Revenues from education business	46.06	42.61	-
Total	56.14	73.08	7.21
<u>Cost of other services</u>			
Cost of medical spa business	-	12.64	-
Cost of hotel business	9.49	3.74	7.32
Cost of education business	59.76	50.49	-
Total	69.25	66.87	7.32

20. Income tax

Interim corporate income tax was calculated on profit before income tax for the period, using the estimated effective tax rate for the year.

Income tax expenses for the three-month periods ended 31 March 2014 and 2013 are made up as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Current income tax:				
Interim corporate income tax charge	251,949	34,350	53,528	15,840
Deferred tax:				
Relating to origination and reversal of temporary differences	(51,089)	(21,274)	(19,499)	4,577
Income tax expense reported in the statements of comprehensive income	<u>200,860</u>	<u>13,076</u>	<u>34,029</u>	<u>20,417</u>

21. Commitments and contingent liabilities**21.1 Capital commitments**

As at 31 March 2014 and 31 December 2013, the Company and its subsidiaries have the following capital commitments: -

- a) The Company and its subsidiaries had commitments of Baht 19,256.76 million and Baht 20,549.71 million, respectively, under project construction agreements, decoration agreements, advisory service agreements and system development agreements (Separate financial statements: Baht 7,452.23 million and Baht 8,825.60 million, respectively).
- b) The Company and its subsidiaries had commitments of Baht 3,748.54 million and Baht 4,509.16 million, respectively, under land, condominium and machinery purchase agreements (Separate financial statements: Baht 558.65 million and Baht 1,421.38 million, respectively).

21.2 Operating lease commitments and service agreements

- a) The Company and the subsidiaries have entered into several lease agreements in respect of the lease of office building space, motor vehicles and equipment. The terms of the agreements are generally between 3 and 4 years.

(Unaudited but reviewed)

As at 31 March 2014 and 31 December 2013, future minimum lease payments required under non-cancellable operating lease contracts were as follows.

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	31 March <u>2014</u>	31 December <u>2013</u>	31 March <u>2014</u>	31 December <u>2013</u>
Payable:				
In up to 1 year	87.60	4.80	79.44	0.63
In over 1 and up to 5 years	383.14	26.50	364.84	22.05
Total	<u>470.74</u>	<u>31.30</u>	<u>444.28</u>	<u>22.68</u>

- b) As at 31 March 2014 and 31 December 2013, the Company and its subsidiaries had commitments of Baht 55.37 million and Baht 72.08 million in relation to advertising and public relations for the projects (Separate financial statements: Baht 28.08 million and Baht 32.04 million, respectively).
- c) As at 31 March 2014 and 31 December 2013, the Company and subsidiaries have servitude over land of approximately 19 rai and 19 rai, respectively, of which the cost is included in the cost of projects.
- d) The significant long-term lease agreements are as follows: -
- Sansiri Public Company Limited entered into a 30-year land rental agreement at Sukhumvit 77 alley for construction of a community mall for the Habito Project, covering the period from 16 August 2013 to 15 August 2043. Total amounts to Baht 42.11 million are to be paid, divided into by 3 installments. In August 2013, the Company made an initial payment of Baht 21.05 million and the remainder is to be paid Baht 10.53 million each over the period of 10 and 20 years of rental agreement.
 - Chanachai Limited entered into a 30-year land rental agreement with the Bureau of the Royal Household for construction of a condominium for the Baan Sansiri Project, covering the period from 1 November 1993 to 31 October 2023. Total amounts are Baht 117.70 million. On the agreement date, Chanachai Limited made an initial payment of Baht 30 million and the remainder is to be paid over the period of 30 years as stipulated in the agreement.

(Unaudited but reviewed)

- S.U.N. Management Company Limited entered into a land rental agreement with the Crown Property Bureau in order to construct buildings and structures on such land. The agreement is for 30 years, from 16 September 2002, and the total rental payable is approximately Baht 88.04 million. The subsidiary paid this rental in full in July 2004.

21.3 Bank guarantees

As at 31 March 2014 and 31 December 2013, there were the outstanding bank guarantees for Baht 2,005.47 million and Baht 2,121.91 million, respectively, issued by the banks on behalf of the Company and subsidiaries in respect of certain performance bonds as required in the normal course of business. These included letters of guarantee to guarantee contractual performance regarding preparation and maintenance of public utilities, public services and land improvement and to guarantee electricity use (Separate financial statements: Baht 1,329.73 million and Baht 1,356.47 million, respectively).

21.4 Litigations

As at 31 March 2014 and 31 December 2013, the Company and its subsidiaries have various outstanding litigation cases, relating to allegations of breaches of agreements to purchase and to sell and torts. Total damages claimed amounted to Baht 283.83 million and Baht 280.27 million, respectively. However, the Company and its subsidiaries are defending the lawsuits, and since the Company's lawyers and management believe that the Company and its subsidiaries will not incur any losses from the litigation, no additional entries have been made in respect of these cases beyond provision already recorded (Separate financial statements: Baht 241.75 million and Baht 241.14 million, respectively).

21.5 Other commitments

The Company has commitments regarding contribution to the United Nations International Emergency Children's Fund (UNICEF) at a minimum of USD 1 million per year for the three-year period between 2011 and 2013. This is in accordance with memorandum of understanding between the Company and UNICEF dated 28 December 2010. However, the board of director considered and approved extension of the Commitments for 3 years from 2014 to 2016.

22. Segment information

The Company and its subsidiaries are organised into business units based on its products and services. During the current period, the Company and its subsidiaries have not changed the organisation of their reportable segments.

(Unaudited but reviewed)

The following tables present revenue and profit information regarding the Company and its subsidiaries' operating segments for the three months ended 31 March 2014 and 2013, respectively.

(Unit: Million Baht)

For the three-month period ended 31 March 2014						
	Real estate	Building management and real estate brokerage	Other business	Total Segments	Eliminated	Consolidated
Revenues						
External customers	5,232.90	124.76	56.14	5,413.80	-	5,413.80
Inter-segment	41.38	39.17	13.95	94.50	(94.50)	-
Interest revenue	126.92	3.18	1.45	131.55	(130.88)	0.67
Interest expense	(164.68)	(0.97)	(10.59)	(176.24)	21.01	(155.23)
Depreciation and amortisation	(38.15)	(3.64)	(1.42)	(43.21)	-	(43.21)
Reversal of loss on diminution in value of property development for sale	14.23	-	-	14.23	-	14.23
Total revenues						
Segment profit	1,058.90	65.25	(9.72)	1,114.43	(204.37)	910.06
Other income						841.69
Common expense						(720.90)
Profit before income tax expense						1,030.85
Income tax expense						(200.86)
Profit for the period						829.99

(Unit: Million Baht)

For the three-month period ended 31 March 2013						
	Real estate	Building management and real estate brokerage	Other business	Total Segments	Eliminated	Consolidated
Revenues						
External customers	4,912.47	125.16	73.08	5,110.71	-	5,110.71
Inter-segment	191.01	102.51	-	293.52	(293.52)	-
Interest revenue	91.79	3.14	1.36	96.29	(95.15)	1.14
Interest expense	(139.85)	(1.06)	(10.25)	(151.16)	18.56	(132.60)
Depreciation and amortisation	(72.44)	(3.62)	(5.73)	(81.79)	11.61	(70.18)
Loss on diminution in value of property development for sale	(17.02)	-	-	(17.02)	-	(17.02)
Reversal of loss on diminution in value of land held for development	34.38	-	-	34.38	-	34.38
Total revenues	953.33	147.69	(8.41)	1,092.61	(358.50)	734.11
Segment profit						68.61
Other income						(30.98)
Common expense						(845.10)
Loss before income tax expense						(73.36)
Income tax expense						(13.07)
Loss for the period						(86.43)

(Unaudited but reviewed)

The following table presents segment assets of the Company and its subsidiaries' operating segments as at 31 March 2014 and 31 December 2013:

(Unit: Million Baht)

	Real estate	Building management and real estate brokerage	Other business	Total Segments	Unallocated Assets	Consolidated
Segment assets						
At 31 March 2014	64,118.92	154.85	1,431.45	65,705.22	-	65,705.22
At 31 December 2013	58,486.38	194.95	1,358.56	60,039.89	-	60,039.89

23. Events after reporting period

23.1 On 29 April 2014 the Annual General Meeting of the Company's shareholders passed the following resolutions: -

- a) Approval to pay annual dividend for the year 2013 to the Company's shareholders of 9,562,232,572 shares (total paid-up shares of the Company as at the share register book closing date on which shareholders have the right to receive dividend) at the rate of Baht 0.10 per share, totaling Baht 956,223,257.20
- b) Approval the issuance and offering of not more than Baht 5,000 million of debentures, or the equivalent in other currencies. The debentures to be issued may be of any type and in any form (secured or unsecured debentures), depending on prevailing market conditions at the time the debentures are issued and offered, and they are to have a term of not over 10 years.

24. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 14 May 2014.