

Group Lease 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 Group Lease Public Company Limited

I have reviewed the accompanying consolidated statement of financial position of Group Lease 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 and have also reviewed the separate financial information of Group Lease 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*.

Rungnapa Lertsuwankul

Certified Public Accountant (Thailand) No. 3516

EY Office Limited

Bangkok: 14 May 2014

Group Lease Public Company Limited and its subsidiaries

Statement of financial position

As at 31 March 2014

(Unit: Thousand Baht)

	Note	Consolidated		Separate	
		financial statements		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	437,365	320,545	174,195	86,164
Current portion of hire purchase and installment sales receivables	3	2,276,456	2,208,369	2,172,299	2,145,484
Assets foreclosed	4	16,000	21,152	16,000	21,152
Short-term loan and interest receivable	5	23,604	23,366	-	-
Short-term loan to and interest receivable from related parties	14	33,065	55,162	282,491	203,882
Other current assets	6	126,699	133,132	115,272	123,573
Total current assets		<u>2,913,189</u>	<u>2,761,726</u>	<u>2,760,257</u>	<u>2,580,255</u>
Non-current assets					
Pledged fixed deposit at financial institution	7	324	318	324	318
Share subscription payment in advance	8, 14	-	-	-	330,815
Investment in subsidiary company	8	-	-	441,513	110,698
Hire purchase and installment sales receivables - long-term portion	3	2,351,512	2,323,226	2,224,477	2,275,917
Property, plant and equipment	9	73,343	70,875	62,124	61,017
Intangible assets	10	105,685	105,071	4,965	-
Goodwill		43,684	43,684	-	-
Deferred tax assets		78,968	60,978	78,968	60,978
Other non-current assets	12, 14	69,673	130,628	54,137	50,474
Total non-current assets		<u>2,723,189</u>	<u>2,734,780</u>	<u>2,866,508</u>	<u>2,890,217</u>
Total assets		<u><u>5,636,378</u></u>	<u><u>5,496,506</u></u>	<u><u>5,626,765</u></u>	<u><u>5,470,472</u></u>

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

Group Lease Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 March 2014

(Unit: Thousand Baht)

	Note	Consolidated		Separate	
		financial statements		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					
Bank overdraft	13	-	13,550	-	13,550
Trade accounts payable		9,313	4,317	6,339	3,219
Current portion of long-term loans	15	1,766,470	1,808,590	1,766,470	1,808,590
Income tax payable		74,654	49,445	70,706	45,481
Insurance premium payables		10,264	10,099	8,731	9,214
Accrued expenses		35,486	28,911	24,259	22,561
Other current liabilities		38,660	24,468	34,293	21,781
Total current liabilities		1,934,847	1,939,380	1,910,798	1,924,396
Non-current liabilities					
Long-term loans, net of current portion	15	939,780	1,288,930	939,780	1,288,930
Debentures	16	483,501	-	483,501	-
Provision for long-term liabilities					
Provision for long-term employee benefits		5,177	4,157	5,177	4,157
Cash guarantee for damage on hire purchase agreements		2,300	2,302	2,300	2,302
Deferred tax liabilities		-	653	-	-
Total non-current liabilities		1,430,758	1,296,042	1,430,758	1,295,389
Total liabilities		3,365,605	3,235,422	3,341,556	3,219,785

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

Group Lease Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 March 2014

(Unit: Thousand Baht)

	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 March 2014	31 December 2013	31 March 2014	31 December 2013
		(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)
Shareholders' equity					
Share capital	17				
Registered					
1,441,852,272 ordinary shares of Baht 0.50 each		720,926	720,926	720,926	720,926
Issued and paid-up					
1,025,043,100 ordinary shares of Baht 0.50 each					
(31 December 2013: 1,024,706,958 ordinary shares of Baht 0.50 each)		512,522	512,354	512,522	512,354
Share premium	17	934,509	933,680	934,509	933,680
Share subscription received in advance	17	5,626	997	5,626	997
Warrants	18	520	536	520	536
Capital reserve for share-based payment transactions	18	2,559	2,223	2,559	2,223
Retained earnings					
Appropriated - statutory reserve		72,093	72,093	72,093	72,093
Unappropriated		726,157	715,400	757,380	728,804
Exchange differences on translation of financial statements in foreign currency		16,787	23,801	-	-
Total shareholders' equity		2,270,773	2,261,084	2,285,209	2,250,687
Total liabilities and shareholders' equity		5,636,378	5,496,506	5,626,765	5,470,472
		0	0	0	0

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

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Directors
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Group Lease Public Company Limited and its subsidiaries

Statement of comprehensive income

For the three-month period ended 31 March 2014

(Unit: Thousand Baht)

	Note	Consolidated		Separate	
		financial statements		financial statements	
		2014	2013	2014	2013
Profit or loss:					
Revenues					
Hire purchase interest and installment sales income		353,279	273,868	340,990	273,868
Other income		31,104	46,937	31,078	47,231
Total revenues		384,383	320,805	372,068	321,099
Expenses					
Service and administrative expenses		106,262	67,227	77,604	66,849
Bad debts and doubtful accounts		120,980	60,818	118,900	60,818
Loss on disposals of foreclosed assets		93,659	50,119	93,659	50,119
Total expenses		320,901	178,164	290,163	177,786
Profit before finance cost and income tax expenses					
tax expenses		63,482	142,641	81,905	143,313
Finance cost		(46,068)	(29,064)	(46,068)	(29,064)
Profit before income tax expenses		17,414	113,577	35,837	114,249
Income tax expenses	11	(6,657)	(22,944)	(7,261)	(22,944)
Profit for the period		10,757	90,633	28,576	91,305
Other comprehensive income:					
Exchange differences on translation of financial statements in foreign currency		(7,014)	(2,591)	-	-
Total comprehensive income for the period		3,743	88,042	28,576	91,305
(Unit: Baht)					
Earnings per share					
Basic earnings per share					
Profit for the period	19	0.0105	0.1095	0.0279	0.1103
Weighted average number of ordinary shares (thousand shares)		1,025,064	827,849	1,025,064	827,849
Diluted earnings per share					
Profit for the period		0.0101	0.0941	0.0269	0.0948
Weighted average number of ordinary shares (thousand shares)		1,060,773	963,046	1,060,773	963,046

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

Group Lease Public Company Limited and its subsidiaries**Statement of cash flows****For the three-month period ended 31 March 2014**

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Cash flows from operating activities				
Profit before tax	17,414	113,577	35,837	114,249
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	8,227	2,178	2,233	2,178
Bad debts and doubtful accounts	120,980	60,818	118,900	60,818
Loss on disposals of assets foreclosed	93,659	50,119	93,659	50,119
Reversal of loss on diminution in value of foreclosed assets	(6,929)	(5,626)	(6,929)	(5,626)
Unrealised exchange (gain) loss	(355)	784	30	1,149
Provision for long-term employee benefits	1,020	799	1,020	799
Capital reserve for share-based payment transactions	336	336	336	336
Interest income	(1,173)	(437)	(3,762)	(731)
Interest expenses	45,586	29,064	45,586	29,064
Amortised transaction cost of debentures	482	-	482	-
Profit from operating activities before changes in operating assets and liabilities	<u>279,247</u>	<u>251,612</u>	<u>287,392</u>	<u>252,355</u>
Operating assets (increase) decrease				
Hire purchase and installment sales receivables	(217,353)	(562,397)	(94,275)	(562,397)
Assets foreclosed	(81,579)	(37,302)	(81,578)	(37,302)
Other current assets	6,433	(58,774)	8,301	(60,172)
Other non-current assets	60,898	(8,240)	(3,720)	(8,399)
Operating liabilities increase (decrease)				
Trade accounts payable	4,996	(4,045)	3,120	(4,045)
Insurance premium payable	165	(454)	(483)	(454)
Accrued expenses	5,044	545	181	683
Provision for long-term employee benefits	-	(360)	-	(360)
Other current liabilities	14,188	5,043	12,512	5,155
Guarantee for damage from hire purchase agreements	(2)	(2)	(2)	(2)
Cash flows from (used in) operating activities	<u>72,037</u>	<u>(414,374)</u>	<u>131,448</u>	<u>(414,938)</u>
Cash paid for interest expenses	(44,057)	(29,073)	(44,057)	(29,073)
Cash paid for corporate income tax	(183)	(14)	(26)	(14)
Net cash flows from (used in) operating activities	<u>27,797</u>	<u>(443,461)</u>	<u>87,365</u>	<u>(444,025)</u>

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

Group Lease Public Company Limited and its subsidiaries**Statement of cash flows (continued)****For the three-month period ended 31 March 2014**

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2014	2013	2014	2013
Cash flows from investing activities				
Increase in pledged fixed deposits at financial institution	(6)	(7)	(6)	(7)
(Increase) decrease in accounts receivable and loans to employees	53	(29)	53	(29)
Acquisitions of property, plant and equipment	(5,901)	(1,406)	(3,340)	(1,406)
Acquisitions of intangible assets	(6,670)	-	(4,965)	-
Cash paid for short-term loan to related parties	-	(7,584)	(75,000)	(8,500)
Cash receipt from short-term loan to related parties	22,661	-	-	-
Interest receipt	92	174	115	275
Net cash flows from (used in) investing activities	10,229	(8,852)	(83,143)	(9,667)
Cash flows from financing activities				
Decrease in bank overdrafts and short-term loans from financial institutions	(13,550)	(50,000)	(13,550)	(50,000)
Cash receipt from long-term loans	70,000	800,000	70,000	800,000
Repayment of long-term loans	(461,270)	(301,970)	(461,270)	(301,970)
Cash receipt from issuance of debentures	500,000	-	500,000	-
Cash payment for transaction costs of debentures	(16,981)	-	(16,981)	-
Cash receipt from share subscription received in advance	5,610	323,709	5,610	323,709
Net cash flows from financing activities	83,809	771,739	83,809	771,739
Exchange differences on translation of financial statements in foreign currency	(5,015)	(1,846)	-	-
Net increase in cash and cash equivalents	116,820	317,580	88,031	318,047
Cash and cash equivalents at beginning of period	320,545	14,361	86,164	10,892
Cash and cash equivalents at the end of period (Note 2)	437,365	331,941	174,195	328,939
	-	-	-	-
Supplemental cash flows information				
Non-cash item				
Transferred of share subscription received in advance during the period to ordinary shares and share premium	997	19,636	997	19,636
Transferred the exercise of warrants to share subscription received in advance	16	925	16	925
Dividend payable	-	69,532	-	69,532
Transferred share subscription payment in advance to investment in subsidiary	-	-	330,815	-

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

(Unaudited but reviewed)

Group Lease 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										
	Note	Issued and paid-up		Share subscription received		Capital reserve for share-based payment transactions	Retained earnings		Other comprehensive income	Total shareholders' equity
		share capital	Share premium	in advance	Warrants		Appropriated	Unappropriated	Exchange differences on translation of financial statements in foreign currency	
Balance as at 1 January 2013		344,864	414,924	19,636	2,222	861	57,039	749,509	(1,243)	1,587,812
Issuance of ordinary shares during period										
from the exercise of warrants		2,797	16,839	(19,636)	(925)	-	-	-	-	(925)
Share subscription received in advance										
from the exercise of warrants		-	-	324,634	-	-	-	-	-	324,634
Capital reserve for share-based payment transactions		-	-	-	-	336	-	-	-	336
Total comprehensive income for the period		-	-	-	-	-	-	90,633	(2,591)	88,042
Dividend paid	20	-	-	-	-	-	-	(69,532)	-	(69,532)
Balance as at 31 March 2013		<u>347,661</u>	<u>431,763</u>	<u>324,634</u>	<u>1,297</u>	<u>1,197</u>	<u>57,039</u>	<u>770,610</u>	<u>(3,834)</u>	<u>1,930,367</u>
Balance as at 1 January 2014		512,354	933,680	997	536	2,223	72,093	715,400	23,801	2,261,084
Issuance of ordinary shares during period										
from the exercise of warrants	17,18	168	829	(997)	-	-	-	-	-	-
Share subscription received in advance										
from the exercise of warrants	17	-	-	5,626	(16)	-	-	-	-	5,610
Capital reserve for share-based payment transactions	18	-	-	-	-	336	-	-	-	336
Total comprehensive income for the period		-	-	-	-	-	-	10,757	(7,014)	3,743
Balance as at 31 March 2014		<u>512,522</u>	<u>934,509</u>	<u>5,626</u>	<u>520</u>	<u>2,559</u>	<u>72,093</u>	<u>726,157</u>	<u>16,787</u>	<u>2,270,773</u>
		-	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-	-

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

(Unaudited but reviewed)

Group Lease Public Company Limited and its subsidiaries**Statement of changes in shareholders' equity****For the three-month period ended 31 March 2014**

(Unit: Thousand Baht)

Separate financial statements

	Note	Issued and	Share premium	Share subscription	Warrants	Capital reserve	Retained earnings		Total shareholders' equity
		paid-up share capital		received in advance		for share-based payment transactions	Appropriated	Unappropriated	
Balance as at 1 January 2013		344,864	414,924	19,636	2,222	861	57,039	745,370	1,584,916
Issuance of ordinary shares during period									
from the exercise of warrants		2,797	16,839	(19,636)	(925)	-	-	-	(925)
Share subscription received in advance									
from the exercise of warrants		-	-	324,634	-	-	-	-	324,634
Capital reserve for share-based payment transactions		-	-	-	-	336	-	-	336
Total comprehensive income for the period		-	-	-	-	-	-	91,305	91,305
Divident paid	20	-	-	-	-	-	-	(69,532)	(69,532)
Balance as at 31 March 2013		<u>347,661</u>	<u>431,763</u>	<u>324,634</u>	<u>1,297</u>	<u>1,197</u>	<u>57,039</u>	<u>767,143</u>	<u>1,930,734</u>
Balance as at 1 January 2014		512,354	933,680	997	536	2,223	72,093	728,804	2,250,687
Issuance of ordinary shares during period									
from the exercise of warrants	17, 18	168	829	(997)	-	-	-	-	-
Share subscription received in advance									
from the exercise of warrants	17	-	-	5,626	(16)	-	-	-	5,610
Capital reserve for share-based payment transactions	18	-	-	-	-	336	-	-	336
Total comprehensive income for the period		-	-	-	-	-	-	28,576	28,576
Balance as at 31 March 2014		<u>512,522</u>	<u>934,509</u>	<u>5,626</u>	<u>520</u>	<u>2,559</u>	<u>72,093</u>	<u>757,380</u>	<u>2,285,209</u>
		-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-

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

Group Lease Public Company Limited and its subsidiaries

Notes to interim financial statements

For the three-month period ended 31 March 2014

1. General information

1.1 Corporate information

Group Lease Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. The Company and a subsidiary are principally engaged in the hire purchase of motorcycles. Another, overseas subsidiary is principally a financial advisory and other investment holding company.

The Company’s registered address is 63 Soi 1, Tesabalnimitretai Road, Ladyao, Chatujak, Bangkok. The Company has 5 branches in Phra Nakhon Si Ayutthaya, Chon Buri (2 sub-branches), Rayong and Nakhon Ratchasima.

The major shareholders of the Company are Engine Holdings Asia Pte. Ltd. (incorporated in Singapore) and A.P.F Holding Company Limited (incorporated in Thailand), which owns 31.65% and 17.98% of the Company’s share capital, respectively. The parent company of the Group is Wedge Holdings Company Limited (incorporated in Japan).

1.2 Basis for the preparation of interim financial statements

These interim financial statements are prepared in accordance with Thai Accounting Standard 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.

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.

1.3 Basis of consolidation

The consolidated financial statements are prepared using the same basis as the consolidated financial statements for the year ended 31 December 2013 and include the interim financial statements for the three-month period ended 31 March 2014 of the Company and its subsidiaries.

The consolidated interim financial statements include the account balances of the Company and its subsidiaries. Material intercompany transactions and balances have been eliminated. The Company's holding in the subsidiaries is as follows:

Company's name	Country of incorporation	Percentage owned by the Company		Nature of business
		31 March 2014	31 December 2013	
Group Lease Holding Pte. Ltd.	Singapore	100	100	Financial advisory and other investment holding company
GL Finance Plc. (shares held by Group Lease Holding Pte. Ltd.)	Cambodia	100	100	Hire purchase services for motorcycles

1.4 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.

(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.

1.5 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. Cash and cash equivalents

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013
Cash	1,210	1,470	235	469
Bank deposits	436,155	319,075	173,960	85,695
Total	437,365	320,545	174,195	86,164

As at 31 March 2014, bank deposits in saving accounts carried interest 0.37-0.50% per annum (31 December 2013: 0.50% per annum).

3. Hire purchase and installment sales receivables

3.1 As at 31 March 2014 and 31 December 2013, the balances of hire purchase and installment sales receivables are as follows:

(Unit: Thousand Baht)

	Consolidated financial statements					
	Current portion of hire purchase and installment sales receivables		Long-term portion of hire purchase and installment sales receivables		Total	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013	31 March 2014	31 December 2013
Normal receivables						
Hire purchase and installment sales receivables	3,380,126	3,261,920	2,918,914	2,940,518	6,299,040	6,202,438
Accrued hire purchase and installment sales income	139,249	134,312	-	-	139,249	134,312
Less: Unearned hire purchase and installment sales income, net	(1,277,285)	(1,218,699)	(616,177)	(669,478)	(1,893,462)	(1,888,177)
Total normal receivable	2,242,090	2,177,533	2,302,737	2,271,040	4,544,827	4,448,573
Terminated agreements receivables						
Hire purchase and installment sales receivables	380,475	316,571	369,491	327,661	749,966	644,232
Accrued hire purchase and installment sales income	57,374	48,037	-	-	57,374	48,037
Less: Unearned hire purchase and installment sales income, net	(155,164)	(131,353)	(97,662)	(87,207)	(252,826)	(218,560)
Total terminated agreements receivables	282,685	233,255	271,829	240,454	554,514	473,709
Total receivables	2,524,775	2,410,788	2,574,566	2,511,494	5,099,341	4,922,282
Less: Allowance for doubtful accounts	(248,319)	(202,419)	(223,054)	(188,268)	(471,373)	(390,687)
Hire purchase and installment sales receivables, net	2,276,456	2,208,369	2,351,512	2,323,226	4,627,968	4,531,595

(Unaudited but reviewed)

(Unit: Thousand Baht)

	Separate financial statements					
	Current portion of hire purchase and installment sales receivables		Long-term portion of hire purchase and installment sales receivables		Total	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013	31 March 2014	31 December 2013
Normal receivables						
Hire purchase and installment sales receivables	3,217,662	3,183,459	2,753,364	2,863,467	5,971,026	6,046,926
Accrued hire purchase and installment sales income	134,605	132,083	-	-	134,605	132,083
Less: Unearned hire purchase and installment sales income, net	(1,217,796)	(1,202,291)	(577,663)	(639,736)	(1,795,459)	(1,842,027)
Total normal receivable	2,134,471	2,113,251	2,175,701	2,223,731	4,310,172	4,336,982
Terminated agreements receivables						
Hire purchase and installment sales receivables	380,475	316,571	369,492	327,661	749,967	644,232
Accrued hire purchase and installment sales income	57,374	48,037	-	-	57,374	48,037
Less: Unearned hire purchase and installment sales income, net	(155,164)	(131,353)	(97,662)	(87,207)	(252,826)	(218,560)
Total terminated agreements receivables	282,685	233,255	271,830	240,454	554,515	473,709
Total receivables	2,417,156	2,346,506	2,447,531	2,464,185	4,864,687	4,810,691
Less: Allowance for doubtful accounts	(244,857)	(201,022)	(223,054)	(188,268)	(467,911)	(389,290)
Hire purchase and installment sales receivables, net	2,172,299	2,145,484	2,224,477	2,275,917	4,396,776	4,421,401

3.2 As at 31 March 2014 and 31 December 2013, the balances of hire purchase and installment sales receivables (net of unearned hire purchase income) and allowance for doubtful accounts aged on the basis of due dates, are summarised below.

(Unit: Thousand Baht)

Aging	Consolidated financial statements							
	Hire purchase and installment sales receivables		Percentage of allowance set up by the Company		Allowance for doubtful accounts		Hire purchase and installment sales receivables, net	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013	31 March 2014	31 December 2013	31 March 2014	31 December 2013
Hire purchase and installment sales receivables								
Not yet due	3,934,882	3,854,884	1	1	38,334	37,479	3,896,548	3,817,405
Past due:								
1 month	306,209	300,868	10	10	30,037	29,454	276,172	271,414
2 - 3 months	301,970	295,720	20	20	59,371	58,047	242,599	237,673
4 - 6 months	204,253	207,533	40	40	80,432	81,661	123,821	125,872
7 - 9 months	149,655	142,983	60	60	88,570	84,554	61,085	58,429
10 - 12 months	128,821	97,591	80	80	101,892	77,108	26,929	20,483
Over 12 months	73,551	22,703	100	100	72,737	22,384	814	319
Total	5,099,341	4,922,282			471,373	390,687	4,627,968	4,531,595

(Unaudited but reviewed)

(Unit: Thousand Baht)

Separate financial statements								
Aging	Hire purchase and installment sales receivables		Percentage of allowance set up by the Company		Allowance for doubtful accounts		Hire purchase and installment sales receivables, net	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013	31 March 2014	31 December 2013	31 March 2014	31 December 2013
Hire purchase and installment sales receivables								
Not yet due	3,709,310	3,746,064	1	1	36,186	36,441	3,673,124	3,709,623
Past due:								
1 month	299,909	298,632	10	10	29,407	29,231	270,502	269,401
2 - 3 months	299,658	295,325	20	20	58,908	57,967	240,750	237,358
4 - 6 months	203,881	207,394	40	40	80,283	81,605	123,598	125,789
7 - 9 months	149,592	142,983	60	60	88,533	84,554	61,059	58,429
10 - 12 months	128,821	97,591	80	80	101,892	77,108	26,929	20,483
Over 12 months	73,516	22,702	100	100	72,702	22,384	814	318
Total	<u>4,864,687</u>	<u>4,810,691</u>			<u>467,911</u>	<u>389,290</u>	<u>4,396,776</u>	<u>4,421,401</u>

3.3 As at 31 March 2014 and 31 December 2013, the future minimum lease payments receivable under hire purchase agreements together with the present value of the net minimum lease payments receivable are as follows:

(Unit: Thousand Baht)

Consolidated financial statements				
	31 March 2014		31 December 2013	
	Minimum payments receivable	Present value of payments receivable	Minimum payments receivable	Present value of payments receivable
Within one year	3,957,224	2,524,775	3,760,840	2,410,788
After one year but not more than five years	3,288,405	2,574,566	3,268,179	2,511,494
Total minimum lease payments receivable	7,245,629	<u>5,099,341</u>	7,029,019	<u>4,922,282</u>
Less: Amounts representing finance charges	(2,146,288)		(2,106,737)	
Present value of minimum lease payments		<u>5,099,341</u>		<u>4,922,282</u>

(Unaudited but reviewed)

(Unit: Thousand Baht)

	Separate financial statements			
	31 March 2014		31 December 2013	
	Minimum payments receivable	Present value of payments receivable	Minimum payments receivable	Present value of payments receivable
Within one year	3,790,116	2,417,156	3,680,150	2,346,506
After one year but not more than five years	3,122,856	2,447,531	3,191,128	2,464,185
Total minimum lease payments receivable	6,912,972	<u>4,864,687</u>	6,871,278	<u>4,810,691</u>
Less: Amounts representing finance charges	<u>(2,048,285)</u>		<u>(2,060,587)</u>	
Present value of minimum lease payments	<u>4,864,687</u>		<u>4,810,691</u>	

3.4 On 30 April 2004, the Institute of Certified Accountants and Auditors of Thailand, with the approval of the Office of the Securities and Exchange Commission, stipulated an accounting guideline for the consumer finance business, whereby recognition of revenue is to cease for accounts receivable which are overdue by more than 3 installments. However, this accounting guideline provides an alternative whereby, in cases where a company believes that the guideline would not be appropriate, it is to disclose the method it uses. The Company has a policy to cease recognising revenue from hire purchase receivables which are overdue by more than 4 installments. As at 31 March 2014, there are outstanding hire purchase receivable amounting to approximately Baht 565.8 million (31 December 2013: Baht 497.4 million) for which installment payments are more than 3 installments overdue but for which revenue is still being recognised.

In addition, if the Company had followed this accounting guideline, the amount of revenue recognised for the three-month periods ended 31 March 2014 and 2013 would be reduced by Baht 5.9 million and Baht 3.1 million, respectively.

3.5 The Company's hire purchase agreements have terms of 1 - 3 years and require settlement in equal installments.

3.6 As at 31 March 2014, the Company had transferred rights of claim under hire purchase agreements with outstanding balances (before net of unearned hire purchase interest income) of Baht 4,557 million (31 December 2013: Baht 4,845 million), in order to secure credit facilities granted by commercial banks as discussed in Notes 13 and 15.

4. Assets foreclosed

As at 31 March 2014 and 31 December 2013, assets foreclosed are presented as follows:

	(Unit: Thousand Baht)	
	Consolidated / Separate financial statements	
	31 March 2014	31 December 2013
Reposessed assets	30,909	42,990
Less: Allowance for diminution in value of assets foreclosed	(14,909)	(21,838)
Assets foreclosed, net	<u>16,000</u>	<u>21,152</u>

5. Short-term loan and interest receivable

During the third quarter of 2013, the subsidiary company entered into JPY 10.3 million and USD 0.6 million short-term loan agreement with an overseas company. The loan has a term of 1 year and the interest charge are 7.5%, respectively. As at 31 March 2014, the outstanding balance of short-term loan and interest receivable amounted to JPY 10.8 million and USD 0.6 million (31 December 2013: JPY 10.6 million and USD 0.6 million).

6. Other current assets

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013
Accrued income	7,121	7,797	2,730	3,357
Prepaid expenses	96,205	98,323	91,689	96,191
Other receivable - sales of assets foreclosed	14,169	17,539	14,169	17,539
Undue input tax	2,740	2,272	2,740	2,272
Others	8,990	9,727	6,470	6,740
Total	<u>129,225</u>	<u>135,658</u>	<u>117,798</u>	<u>126,099</u>
Less: Allowance for doubtful accounts	(2,526)	(2,526)	(2,526)	(2,526)
Other current assets, net	<u>126,699</u>	<u>133,132</u>	<u>115,272</u>	<u>123,573</u>

7. Pledged fixed deposit at financial institution

This represents fixed deposit pledged with bank for the issuance of letter of bank guarantees for the Company, as discussed in Note 22.4.

8. Investments in subsidiaries

Details of investments in subsidiaries as presented in separate financial statements are as follows:

(Unit: Thousand Baht)

Company's name	Separate financial statements							Dividend received during the	
	Paid-up capital		Shareholdings		Cost		three-month periods ended		
	31 March	31 December	31 March	31 December	31 March	31 December	31 March		
	2014	2013	2014	2013	2014	2013	2014	2013	
			(%)	(%)					
Group Lease Holding Pte. Ltd. and its subsidiary.	441,513	110,698	100	100	441,513	110,698	-	-	

On 16 December 2013, a meeting of the Board of Directors of the Company approved an additional investments in Group Lease Holding Pte. Ltd. ("GLH") totaling 13.09 million ordinary shares (or 100% of the shares of the subsidiary in issue) at a price equal to the par value of SGD 1 per share, or a total of SGD 13.09 million (equivalent to Baht 330.82 million). The Company approved the conversion of the loan and interest payable, amounting to Baht 308.77 million and USD 0.79 million, to equity in GLH as stipulated in the loan capitalisation agreement. On 27 January 2014, GLH registered the increase in its paid up share capital with the Accounting and Corporate Regulatory Authority in Singapore.

As at 31 March 2014, investment in GLH in the separate financial statements amounted to SGD 17.69 million (31 December 2013: investment in GLH and share subscription payment in advance represented SGD 4.61 million and SGD 13.09 million).

During May 2013, GLH entered into an agreement to lend GLF USD 2.1 million, interest-free and due at call. On 19 June 2013, a meeting of the Board of Directors of GLH approved an additional investment in GLF, totaling USD 3.1 million (equivalent to Baht 96.49 million), and approved the conversion of the loan to equity in GLF, together with cash payment of the outstanding balance. Currently, GLF is still in the progress of registering the increase in its registered share capital with the Ministry of Commerce. The management of its subsidiary expects the transaction to be completed during the second quarter of 2014.

9. Property, plant and equipment

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

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statement	financial statement
Net book value as at 1 January 2014	70,875	61,017
Acquisitions during the period - at cost	5,901	3,340
Depreciation for the period	(3,323)	(2,233)
Exchange differences on translation of financial statements in foreign currency	(110)	-
Net book value as at 31 March 2014	<u>73,343</u>	<u>62,124</u>

As at 31 March 2014 and 31 December 2013, certain equipment items of the Company has been fully depreciated but are still in use. The original cost of those assets amounted to approximately Baht 33.1 million and Baht 32.9 million, respectively.

The Company has mortgaged land and construction thereon with a total net book value as at 31 March 2014 of Baht 21.4 million (31 December 2013: Baht 21.4 million) as collateral for long-term credit facilities as discussed in Note 15.

10. Intangible assets

	(Unit: Thousand Baht)			
	Consolidated financial statements			
	Exclusive Right	Computer	Software under	
	Agreement	Software	development	Total
Net book value as at				
1 January 2014	102,402	1,330	1,339	105,071
Acquisitions during the period - at cost	-	-	6,670	6,670
Amortisation for the period	(4,778)	(126)	-	(4,904)
Exchange differences on translation of financial statements in foreign currency	(1,123)	(14)	(15)	(1,152)
Net book value as at				
31 March 2014	<u>96,501</u>	<u>1,190</u>	<u>7,994</u>	<u>105,685</u>

(Unaudited but reviewed)

(Unit: Thousand Baht)

	Separate financial statements
	Software under development
Net book value as at 1 January 2014	-
Acquisitions during the period - at cost	4,965
Net book value as at 31 March 2014	<u>4,965</u>

Exclusive right agreement

A related party entered into a 5-year Exclusive Right Agreement (automatically renew for a further two years unless the parties mutually agree in writing not to renew the agreement within six months before the termination date) with a company which is the distributor of Honda motorcycles in Cambodia. The agreement grants the related party exclusive rights to act as finance agent arranging hire purchase finance for motorcycles branded "Honda". On 2 May 2012, the related party granted the exclusive rights to GLF for a fee of USD 100,000 and entered into a USD 2.9 million deposit agreement under which the related party is the representative agent to contact with such company. Conditions of the deposit agreement specify that if GLF fails to meet the minimum annual sales target set, the deposit will be forfeited in proportion to the period of six years as from 2013 to 2018.

As at 31 March 2014, the fair value of exclusive right in consolidated financial statement amounted to USD 2.97 million (31 December 2013: USD 3.12 million).

11. Corporate income tax/deferred tax

Interim corporate income tax was calculated on profit before income tax for the period, using the estimated effective 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)			
	For the three-month periods ended 31 March			
	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2014	2013	2014	2013
Current income tax:				
Interim corporate income tax charge	25,300	24,597	25,251	24,597
Deferred tax:				
Relating to origination of temporary differences	(18,643)	(1,653)	(17,990)	(1,653)
Income tax expense reported in profit or loss	<u>6,657</u>	<u>22,944</u>	<u>7,261</u>	<u>22,944</u>

12. Other non-current assets

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	31 March	31 December	31 March	31 December
	2014	2013	2014	2013
Income tax and value added tax				
refundable	52,752	48,995	52,752	48,995
Deposits	16,204	80,863	668	709
Others	717	770	717	770
Total other non-current assets	<u>69,673</u>	<u>130,628</u>	<u>54,137</u>	<u>50,474</u>

13. Bank overdraft

(Unit: Thousand Baht)

	Interest rate (% per annum)	Consolidated/Separate financial statements	
		31 March	31 December
		2014	2013
Bank overdraft	MOR	-	13,550
Total		<u>-</u>	<u>13,550</u>

As at 31 December 2013, bank overdraft from financial institutions are secured by the transfer of rights of claim under hire purchase agreements, the mortgage of land and the construction thereon and/or to be constructed thereon in the future and motorcycle registrations as requested by the lender.

14. Related party transactions

During the periods, the Company and its subsidiaries had significant business transactions with related parties, which have been concluded on commercial terms and bases agreed upon in the ordinary course of business between the Company, its subsidiaries and those related companies. Below is a summary of those transactions.

(Unaudited but reviewed)

(Unit: Thousand Baht)

	For the three-month periods ended 31 March				Pricing policy
	Consolidated financial statements		Separate financial statements		
	2014	2013	2014	2013	
Transactions with subsidiaries:					
(Eliminated from consolidated financial statements)					
Hire purchase interest and installment					
sales income	-	-	35	-	Contract rate
Interest income	-	-	3,762	680	7% per annum
Transactions with related parties:					
Interest income	750	437	-	51	6% - 9% per annum

The relationship between the Company and the related parties are summarised below.

Name of related parties	Relationship with the Company
Group Lease Holding Pte Ltd.	Subsidiary
GL Finance Plc.	Subsidiary (held by a subsidiary)
Asia Partnership Fund Pte., Ltd.	Company's director is major shareholders of that company / Common director
A.P.F. Group Co., Ltd.	Company's director is major shareholders of that company / Common director
Devenco Management and Consulting Co., Ltd.	Common director with GLF
Tennis Federation of Cambodia	GLF's director is general secretary of the Federation

As at 31 March 2014 and 31 December 2013, the Company and its subsidiaries had outstanding balances of significant assets and liabilities with the related parties as follows:

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	31 March 2014	31 December 2013	31 March 2014	31 December 2013
Hire purchase and installment sales receivables				
GL Finance Plc.	-	-	1,509	-
Short-term loans to and interest receivable from related parties				
Subsidiary companies				
Group Lease Holding Pte. Ltd.	-	-	279,205	200,499
GL Finance Plc.	-	-	3,286	3,383

(Unaudited but reviewed)

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	31 March	31 December	31 March	31 December
	2014	2013	2014	2013
Related parties				
Devenco Management and Consulting Co., Ltd.	29,310	51,341	-	-
Tennis Federation of Cambodia	3,755	3,821	-	-
Total	33,065	55,162	282,491	203,882
Share subscription payment in advance - subsidiary				
Group Lease Holding Pte. Ltd.	-	-	-	330,815
Total	-	-	-	330,815
Deposit - related party (presented as part of other non-current assets)				
A.P.F. Group Co., Ltd.	-	65,627	-	-
Total	-	65,627	-	-

As at 31 December 2013, deposits as presented under the caption of non-current assets in the consolidated financial statements, totaling USD 2.0 million, represented a deposit of GLH that has been pledged as collateral with a related party who assisted with procurement of loans from a financial institution. In the current period, GLH cancelled the loan arrangement and, as a result, the related party returned the deposit to GLH.

During the current period, short-term loans to and interest receivable from related parties have movement as below:

(Unit: Thousand Baht)

	Consolidated financial statements					Exchange differences on translation of financial statement in foreign currency	Balance as at 31 March 2014
	Balance as at 1 January 2014	During the period		Gain from exchange rate			
		Increase	Decrease				
Short-term loans to and interest receivable from related parties							
Devenco Management and Consulting Co., Ltd.	51,341	680	(22,661)	281	(331)	29,310	
Tennis Federation of Cambodia	3,821	70	(92)	-	(44)	3,755	
Total	55,162	750	(22,753)	281	(375)	33,065	

(Unit: Thousand Baht)

	Separate financial statements				
	Balance as at	During the period		Loss on	Balance as at
	1 January 2014	Increase	Decrease	exchange rate	31 March 2014
Short-term loans to and interest receivable from subsidiaries					
Group Lease Holding Pte. Ltd.	200,499	78,706	-	-	279,205
GL Finance Plc.	3,383	56	(115)	(38)	3,286
Total	203,882	78,762	(115)	(38)	282,491

Directors and management's benefits

During the three-month period 31 March 2014, the Company paid salaries, bonus, meeting allowance, gratuities, share-based payment and reserve for short-term and long-term employee benefits to its directors and management totaling of approximately Baht 10 million (2013: Baht 8.7 million).

Warrants for directors and management

On 10 May 2010, the Company issued 104,700 warrants (GL-WC) to subscribe to the Company's ordinary shares, to be allotted to 10 directors and management. This represents 20.9% of the Company's warrants.

On 15 May 2012, the Company issued 255,500 warrants (GL-WD) to subscribe to the Company's ordinary shares, to be allotted to 16 directors and management. This represents 25.55% of the Company's warrants.

On 1 November 2012, the Company issued 18,731 warrants (GL-W2) to subscribe to the Company's ordinary shares, to be allotted to 5 directors and management. This represents 0.04% of the Company's warrants.

On 2 December 2013, the Company issued 731,151 warrants (GL-W3) to subscribe to the Company's ordinary shares, to be allotted to 9 directors and management. This represents 0.22% of the Company's warrants.

As at 31 March 2014, there are outstanding warrants (GL-WD, GL-W2 and GL-W3) to subscribe to the Company's ordinary shares, to be allotted to existing directors and management totaling 219,500 units, 6,199 units and 731,151 units, respectively.

15. Long-term loans

The long-term loans, which the Company obtained from local financial institutions, are as detailed below.

(Unit: Thousand Baht)

	Consolidated/Separate financial statements			
	Balance		Interest rate	Repayment condition
	31 March 2014	31 December 2013	per annum	
<u>Loan agreement dated 26 May 2011</u>				
Credit facility No. 1	1,893,070	2,184,260	At the rate of MLR - 1.0% per annum	Thirty equal installments, with first installment due on the first interest payment date after drawing down loans under credit facility
<u>Loan agreement dates 21 June 2013</u>				
Credit facility No. 1	383,230	433,270	At the rate of THBFIX1M + 1.50% per annum	Thirty equal installment, with first installment due on the first interest payment date after drawing down loans under credit facility.
<u>Loan agreement dates 17 September 2013</u>				
Credit facility No. 1	429,950	479,990	At the rate of THBFIX1M + 1.50% per annum	Thirty equal installment, with first installment due on the first interest payment date after drawing down loans under credit facility.
Total	2,706,250	3,097,520		
Less: Current portion	(1,766,470)	(1,808,590)		
Long-term loans, net of current portion	939,780	1,288,930		

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

(Unit: Thousand Baht)

	Consolidated / Separate financial statements
Balance as at 1 January 2014	3,097,520
Add: Addition borrowings	70,000
Less: Repayment	(461,270)
Balance as at 31 March 2014	2,706,250

On 26 May 2011, the Company entered into a loan agreement with another commercial bank obtain long-term loan facilities of Baht 500 million. The purposes of such loan are to repay the existing short-term loan and for use in the expansion of business.

During the year 2012 upto the first quarter of 2013, the Company increase the long-term credit facilities with commercial banks of loan agreement on 26 May 2011 to Baht 2,500 million. The purposes of such loan are to repay the existing short-term loan and for use in the expansion of business.

On 21 June 2013, the Company entered into a loan agreement with another commercial bank to obtain long-term loan facilities of Baht 500 million. The purpose of such loans are to repay the existing short-term loan and for use in the expansion of business. In order to reduce the fluctuation of interest rate risk, the Company has entered into an interest rate swap agreement covering this loan amount, whereby a floating interest rate is to be swapped for a fixed interest rate at 6.00% per annum.

On 17 September 2013, the Company entered into a loan agreement with another commercial bank to obtain long-term loan facilities of Baht 500 million. The purpose of such loans are to repay the existing short-term loan and for use in the expansion of business. In order to reduce the fluctuation of interest rate risk, the Company has entered into an interest rate swap agreement covering this loan amount, whereby a floating interest rate is to be swapped for a fixed interest rate at 6.00% per annum.

The loan agreements contains covenants regarding, among other things, the maintenance of the proportion of shareholding of the major shareholders, dividend payment, and maintenance of a certain debt to equity ratio, ratio of hire purchase receivables more than three months' past due to total hire purchase receivables, ratio of total hire purchase receivables to loans, prohibition of disposal of assets or rights of claim under hire purchase agreements and prohibition of entering into new loan agreements.

The loans are secured by the transfer of rights of claim under hire purchase agreements, the mortgage of land and construction thereon and/or to be constructed thereon in the future, and motorcycle registrations as requested by the commercial banks.

As at 31 March 2014, the long-term credit facilities of the Company which have not yet drawn down amount to Baht 606.9 million (31 December 2013: Baht 315.7 million).

16. Debentures

The Company has issued partially secured, unsubordinated, registered debentures, as detailed below.

				(Unit: Thousand Baht)	
				Consolidated /	
				Separate financial statements	
Debentures	Interest rate	Terms	Due date	31 March 2014	31 December 2013
Debentures 1/2014	4.17% p.a.	3 years	27 February 2017	500,000	-
Less: Unamortised portion of deferred transaction costs				(16,499)	-
Debentures - net				<u>483,501</u>	<u>-</u>

Details of the Company's debentures are as follows:

1. The Unsubordinated and partially secured Debentures of Group Lease Public Company Limited. No. 1/2014, due 2017.

Name of debentures	“The Unsubordinated and partial secured Debentures of Group Lease Plc. No. 1/2014, due 2017”
Amount	Baht 500 million
Term	3 years, starting from date of issuance
Issued date	27 February 2014
Interest rate	4.17% per annum
Interest payment schedule	Twice a year on 27 February and 27 August, starting from 27 August 2014
Principal repayment	On the redemption date of 27 February 2017
Covenants	Maintenance of debt to equity ratio, hire purchase receivable ratio and restriction on dividend payment and disposal and transfer of assets

17. Share capital

17.1 Additional share subscription from the exercise of warrants

During the current period, the Company received additional share subscription totaling Baht 1.0 million from the exercise of warrants, as detailed below.

	Warrant	Ordinary share	Exercise price	Amount
	(units)	(shares)	(Baht/share)	(Million Baht)
GL-W2	28,400	336,142	2.95708	1.0

The Company registered the increase in its paid up share capital to Baht 512.52 million with the Ministry of Commerce on 3 January 2014. The Company also transferred of share subscription received in advance to share capital during current period.

As at 31 March 2014, the Company had share premium amounting to Baht 934.51 million as a result of the capital increases (31 December 2013: Baht 933.68 million).

As at 31 March 2014, the Company had share subscription received in advance amounting Baht 5.63 million in its paid up share capital from the exercise of GL-W2 totaling 160,298 units. The Company registered the increase in its paid up share capital from the exercise of such warrants with the Ministry of Commerce 2 April 2014.

17.2 Reconciliation of number of ordinary shares

During the current period, the movements of paid-up capital and premium on ordinary shares of the Company are as follows:

	Number of ordinary shares	Paid-up capital	Premium on ordinary shares
	(Thousand Shares)	(Thousand Baht)	(Thousand Baht)
<u>Issued and paid-up share capital</u>			
At the beginning of the period	1,024,707	512,354	933,680
Increase in capital from exercising of the rights of the warrants	336	168	829
At the end of the period	1,025,043	512,522	934,509

18. Warrants/Capital reserve for share-based payment transactions

As at 31 March 2014, details of outstanding warrants, which were issued by the Company, are as follows:

Type of warrant	Issue to	Issuance date of warrant	Number of warrants original issued	Warrant offer price	Period of warrant	Exercise price per share	Exercise ratio per 1 warrant
GL-W2	Existing shareholders	1 November 2012	22,775,694	Baht 0.10	2 years	Baht 2.95708	11.8360 ordinary share
GL-W3	Existing shareholders	2 December 2013	332,783,154	-	2 years	Baht 10	1 ordinary share
GL-WD	Directors and employees	15 May 2012	1,000,000	-	3 years	Baht 1.65766	11.8360 ordinary share

During the current period, the movements of warrants of the Company are as follows:

Type of warrant	Number of warrants outstanding as at 1 January 2014	Number of warrants exercised during the period	Number of warrant expired/cancelled during the period	Number of warrants outstanding as at 31 March 2014
GL-W2	5,356,893	(160,298)	-	5,196,595
GL-W3	332,783,154	-	-	332,783,154
GL-WD	872,400	-	(22,100)	850,300

Up to 31 March 2014, the Company cancelled a total of 158,700 warrants (GL-WD) to purchase ordinary shares of the Company that had been allocated to the directors and management of the Company, because the directors and management who held those warrants had resigned, thus breaching the conditions under which the warrants were received.

On 15 May 2012, the Company issued 1,000,000 warrants (GL-WD) to subscribe to the Company's ordinary shares, to be allotted to directors and employees of the Company free of charge. The warrants are to have an adjust exercise ratio of 1 warrant per 11.8360 ordinary shares, an adjust exercise price of Baht 1.65766 per share, and a term of 3 years from the first issue date. The estimated fair value of each share option granted is Baht 4.08. This was calculated by applying the Black-Scholes-Merton formula. The model inputs were the share price at price determination date of Baht 24.9, exercise price of Baht 19.62, expected volatility of 32.85%, expected dividend yield of 8.62%, contractual life of 3 years, and a risk-free interest rate of 3.44%.

The distribution of the stock dividend and the change in the par value of the shares in the year 2013 did not modify the terms and conditions of the plan, and did not change the fair value of the capital reserve for share-based payment transactions. As a result, there is no change in the fair value of the share options.

During the three-month period ended 31 March 2014, the Company recorded expenses of the GL-WD plan amounting to Baht 0.3 million as personnel expenses

(2013: Baht 0.3 million).

19. Earnings per share

Basic earnings per share is calculated by dividing profit for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares 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 as discussed in the above paragraph, plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the year 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 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 for the period	10,757	90,633	1,025,064	827,849	0.0105	0.1095
Effect of dilutive potential ordinary shares						
GL-W2	-	-	27,827	126,238		
GL-WC	-	-	-	1,754		
GL-WD	-	-	7,882	7,205		
Diluted earnings per share						
Profit of ordinary shareholders assuming the conversion of dilutive potential ordinary shares	10,757	90,633	1,060,773	963,046	0.0101	0.0941

(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 for the period	28,576	91,305	1,025,064	827,849	0.0279	0.1103
Effect of dilutive potential ordinary shares						
GL-W2	-	-	27,827	126,238		
GL-WC	-	-	-	1,754		
GL-WD	-	-	7,882	7,205		
Diluted earnings per share						
Profit of ordinary shareholders assuming the conversion of dilutive potential ordinary shares	28,576	91,305	1,060,773	963,046	0.0269	0.0948

However, no calculation of diluted earnings per share for the three-month period ended 31 March 2014 was required for warrant (GL-W3), as disclosed in Note 18, since the aggregated amounts of the exercise price and the fair value of the warrant were higher than the average market price of the Company's ordinary shares.

20. Dividends

Dividends declared in the first quarter of 2013 consist of the following:

Dividends	Approved by	Total dividend (Thousand Baht)	Dividend per share (Baht)
Outstanding balance of interim dividend on operating results during 1 January 2012 to 30 September 2012	Board of Directors meeting on 12 March 2013	69,532	1.00
		69,532	1.00

21. 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.

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

(Unaudited but reviewed)

(Unit: Thousand Baht)

For the three-month period ended 31 March 2014

	Financial advisory		Total	Adjustments	
	Hire	and	reportable	and	Consolidated
	Purchase	investment	segments	eliminations	
	service	holding			
Hire purchase interest income	353,314	-	353,314	(35)	353,279
Other income	29,930	1,174	31,104	-	31,104
Inter-segment	3,762	5,054	8,816	(8,816)	-
Total revenue	387,006	6,228	393,234	(8,851)	384,383
Finance expense	(51,212)	(3,704)	(54,916)	8,848	(46,068)
Bad debts and doubtful accounts	(120,980)	-	(120,980)	-	(120,980)
Loss on disposals of foreclosed assets	(93,659)	-	(93,659)	-	(93,659)
Services and administrative expenses	(96,256)	(8,372)	(104,628)	(1,634)	(106,262)
Income tax expense	(7,446)	-	(7,446)	789	(6,657)
Segment profit	17,453	(5,848)	11,605	(848)	10,757

(Unit: Thousand Baht)

For the three-month period ended 31 March 2013

	Financial advisory		Total	Adjustments	
	Hire	and	reportable	and	Consolidated
	Purchase	investment	segments	eliminations	
	service	holding			
Hire purchase interest income	273,868	-	273,868	-	273,868
Other income	46,551	386	46,937	-	46,937
Inter-segment	680	-	680	(680)	-
Total revenue	321,099	386	321,485	(680)	320,805
Finance expense	(29,064)	(686)	(29,750)	686	(29,064)
Bad debts and doubtful accounts	(60,818)	-	(60,818)	-	(60,818)
Loss on disposals of foreclosed assets	(50,119)	-	(50,119)	-	(50,119)
Services and administrative expenses	(66,849)	(2,058)	(68,907)	1,680	(67,227)
Income tax expense	(22,944)	-	(22,944)	-	(22,944)
Segment profit	91,305	(2,358)	88,947	1,686	90,633

(Unaudited but reviewed)

Segment assets of the Company and its subsidiaries as at 31 March 2014 and 31 December 2013 are as follows:

(Unit: Thousand Baht)

	Hire Purchase service	Financial advisory and investment holding	Total reportable segments	Unallocated assets	Consolidated
Segment assets					
At 31 March 2014	5,358,877	277,501	5,636,378	-	5,636,378
At 31 December 2013	5,129,081	367,425	5,496,506	-	5,496,506

Geographic information

Revenue from external customers is based on locations of the customers for the periods of three months ended 31 March 2014 and 2013, respectively.

(Unit: Thousand Baht)

For the three-month period
ended 31 March

	2014	2013
Revenue from external customers		
Thailand	368,271	320,419
Cambodia	14,938	-
Singapore	1,174	386
Total	384,383	320,805

22. Commitments

22.1 Capital commitments

As at 31 March 2014, the Company had capital commitments of approximately Baht 11.59 million, relating to the purchase of software license (31 December 2013: Baht 16.55 million).

22.2 Rental and service commitments

The Company has entered into several lease agreements in respect of the lease of land and office building space. The terms of the agreements are generally between

1 and 5 years.

Future minimum lease payments required under these non-cancellable operating leases contracts were as follows.

	31 March 2014		31 December 2013	
	<u>Thousand Baht</u>	<u>Thousand USD</u>	<u>Thousand Baht</u>	<u>Thousand USD</u>
Payable:				
In up to 1 year	2,880	4	3,586	11
In over 1 and up to 5 years	1,721	-	2,075	-

22.3 Service commitments

As at 31 March 2014, the Company is required to pay fees of USD 0.02 million, JPY 0.20 million and THB 1.10 million per month to individuals who are employees of related party, for consultancy relating to overseas investment (31 December 2013: USD 0.04 million, JPY 0.20 million and THB 0.90 million per month).

22.4 Guarantees

As at 31 March 2014 and 31 December 2013, there was outstanding bank guarantee of approximately Baht 0.3 million issued by the bank on behalf of the Company in respect of electricity and use of post services guarantees.

23. Contingent liabilities

Interest Rate Swap Transaction Agreements

The Company has entered into Interest Rate Swap Transaction Agreements with one bank of which the balance as at 31 March 2014 is amounting to Baht 813.18 million. The contracts are for a period of 30 periods, maturing in June 2016. At each of the maturity dates, the Company is required to pay interest to the bank based at fixed rate stipulated in the agreements (6.00% p.a.) and the bank is required to pay interest to the Company at the floating rate plus stipulated rate. The agreement contains other conditions. The Company would have had unrealised loss of approximately Baht 22.11 million, if it had recorded the above contracts at fair value.

24. Events after the reporting period

24.1 Resolutions of the Annual General Meeting of the shareholders

On 30 April 2014, the Annual General Meeting of the Company's shareholders passed the following significant resolutions:

- 1) Approved the following allocation of the Company's legal reserve and payment of dividend from the operating results of the year 2013:
 - Allocation of 10% of registered capital, amounting to Baht 15.05 million, to the legal reserve.
 - Payment of dividend totaling no more than Baht 167.91 million to the Company's shareholders. During the year 2013, the Company paid an interim dividend to the shareholders, in the form of a cash dividend totaling Baht 109.48 million, or Baht 0.11 per share. The interim dividend was paid on 27 August 2013 and, as a result, a dividend of Baht 0.0409 – 0.0570 per share, amounting to Baht 58.43 million, is to be paid to the shareholders from the 2013 operating results on 28 May 2014.
- 2) Approved the amendment of Article 12 of the Company's Articles of Association, to enable the Company to repurchase its shares.
- 3) Acknowledged a treasury stock program for the purpose of financial management. The details are as follows:
 - The repurchase period is to be set after a meeting of the shareholders has passed a resolution approving the amendment of the Articles of Association to enable the Company to repurchase its shares.
 - The maximum budget for the share repurchase is Baht 330 million.
 - A total of 51,252,115 shares are available for repurchase with a par value of Baht 0.50 per share, equivalent to 5% of the total paid-up capital.
 - These shares are to be repurchased through the Stock Exchange of Thailand, by means of offerings to general shareholders. The repurchase price must not exceed 115% of the weighted average closing price over the latest 5 trading days.
 - The Board of Directors will reconsider the procedures for share distribution after the share repurchase scheme is complete (more than 6 months but not more than 3 years after completion date of the scheme). The resale price will not be set at no less than 85% of the weighted average closing price over the 5 trading days before the sale.
 - The treasury stocks carry no rights to receive dividend.

24.2 Establishment of GL Leasing (Laos) Company Limited by the subsidiary of the Company

On 5 February 2014, Board of Directors meeting of the Company's subsidiary passed a resolution to establish GL Leasing (Laos) Company Limited, which is to be incorporated and domiciled in Laos. This company was incorporated with the Ministry of Industry and Commerce in Laos on 21 April 2014 and is currently in the process of applying for a license to operate a motorcycle leasing business in Laos.

25. Approval of interim financial statements

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