

S P V I Public Company Limited
Report and interim financial statements
For the three-month and six-month periods ended
30 June 2015

Independent Auditor's Report on Review of Interim Financial Information

To the Shareholders of S P V I Public Company Limited

I have reviewed the accompanying statement of financial position of S P V I Public Company Limited as at 30 June 2015, the related statements of comprehensive income for the three-month and six-month periods ended 30 June 2015, and the statements of changes in shareholders' equity and cash flows for the six-month period ended 30 June 2015, as well as the condensed notes to the financial statements. Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard No. 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 auditing standards 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.



Wichart Lokatekrawee

Certified Public Accountant (Thailand) No. 4451

EY Office Limited


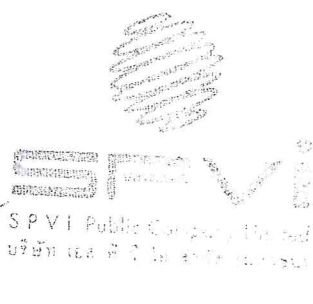
Bangkok: 4 August 2015

S P V I Public Company Limited
Statement of financial position

(Unit: Thousand Baht)

	Note	As at 30 June 2015 (Unaudited but reviewed)	As at 31 December 2014 (Audited)
Assets			
Current assets			
Cash and cash equivalents	4	90,297	127,987
Current investments	5	73,074	2,040
Trade and other receivables	6	42,995	33,087
Inventories	7	148,110	186,509
Other current assets	8	11,451	12,666
Total current assets		365,927	362,289
Non-current assets			
Restricted bank deposits	9	160	160
Equipment	10	47,734	33,337
Intangible asset - computer software		12,873	6,980
Leasehold right		7,366	7,595
Other non-current assets		14,330	12,540
Deferred tax assets		3,667	3,393
Total non-current assets		86,130	64,005
Total assets		452,057	426,294

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




S P V I Public Company Limited
Statement of financial position (continued)

(Unit: Thousand Baht)

	Note	As at	As at
		30 June 2015 (Unaudited but reviewed)	31 December 2014 (Audited)
Liabilities and shareholders' equity			
Current liabilities			
Trade and other payables	12	172,527	138,730
Dividend payable		39	-
Income tax payable		-	1,545
Other current liabilities		669	565
Total current liabilities		173,235	140,840
Non-current liabilities			
Provision for long-term employee benefits		6,761	6,388
Total non-current liabilities		6,761	6,388
Total liabilities		179,996	147,228
Shareholders' equity			
Share capital			
Registered			
400,000,000 ordinary shares of Baht 0.50 each		200,000	200,000
Issued and fully paid up			
400,000,000 ordinary shares of Baht 0.50 each		200,000	200,000
Share premium		39,810	39,810
Retained earnings			
Appropriated - statutory reserve	13	10,075	10,075
Unappropriated		22,176	29,181
Total shareholders' equity		272,061	279,066
Total liabilities and shareholders' equity		452,057	426,294

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





Directors



SPVI

S P V I Public Company Limited
บริษัท เอสพีวี จำกัด (มหาชน)

(Unaudited but reviewed)

S P V I Public Company Limited

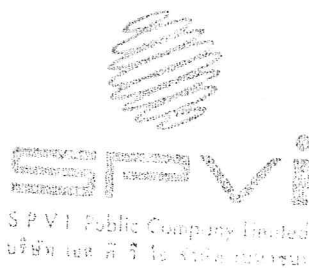
Statement of comprehensive income

For the three-month period ended 30 June 2015

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

	Note	2015	2014
Profit or loss			
Revenues			
Sales		409,734	442,947
Service income		2,767	1,569
Other income	14	2,986	1,323
Total revenues		<u>415,487</u>	<u>445,839</u>
Expenses			
Cost of sales		369,385	395,938
Cost of services		1,089	1,179
Selling expenses		28,651	24,990
Administrative expenses		20,661	20,591
Total expenses		<u>419,786</u>	<u>442,698</u>
Profit (loss) before finance cost and income tax revenues (expenses)		(4,299)	3,141
Finance cost		(998)	(852)
Profit (loss) before income tax revenues (expenses)		<u>(5,297)</u>	<u>2,289</u>
Income tax revenues (expenses)	11	1,056	(612)
Profit (loss) for the period		<u>(4,241)</u>	<u>1,677</u>
Other comprehensive income for the period		-	-
Total comprehensive income for the period		<u>(4,241)</u>	<u>1,677</u>
Basic earnings (loss) per share	16		
Profit (loss)		<u>(0.011)</u>	<u>0.004</u>
Weighted average number of ordinary shares (shares)		<u>400,000,000</u>	<u>400,000,000</u>

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



(Unaudited but reviewed)

S P V I Public Company Limited


Statement of comprehensive income

For the six-month period ended 30 June 2015

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

	Note	2015	2014
Profit or loss			
Revenues			
Sales		907,707	992,419
Service income		6,492	3,395
Other income	14	7,006	3,799
Total revenues		<u>921,205</u>	<u>999,613</u>
Expenses			
Cost of sales		816,360	892,278
Cost of services		2,165	2,325
Selling expenses		58,516	54,341
Administrative expenses		40,777	40,152
Total expenses		<u>917,818</u>	<u>989,096</u>
Profit before finance cost and income tax expenses		3,387	10,517
Finance cost		(2,117)	(1,770)
Profit before income tax expenses		1,270	8,747
Income tax expenses	11	(275)	(1,906)
Profit for the period		995	6,841
Other comprehensive income for the period		-	-
Total comprehensive income for the period		<u>995</u>	<u>6,841</u>
Basic earnings per share	16		
Profit		<u>0.002</u>	<u>0.017</u>
Weighted average number of ordinary shares (shares)		<u>400,000,000</u>	<u>400,000,000</u>

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



SPVI
S P V I Public Company Limited
บริษัท เอสพีวี จำกัด (มหาชน)





(Unaudited but reviewed)

S P V I Public Company Limited
Statement of changes in shareholders' equity
For the six-month period ended 30 June 2015

(Unit: Thousand Baht)

	Note	Issued and paid up share capital	Share premium	Retained earnings		Total
				Appropriated - statutory reserve	Unappropriated	
Balance as at 1 January 2014		200,000	39,810	9,289	20,770	269,869
Dividend paid	15	-	-	-	(6,520)	(6,520)
Total comprehensive income for the period		-	-	-	6,841	6,841
Balance as at 30 June 2014		<u>200,000</u>	<u>39,810</u>	<u>9,289</u>	<u>21,091</u>	<u>270,190</u>
Balance as at 1 January 2015		200,000	39,810	10,075	29,181	279,066
Dividend paid	15	-	-	-	(8,000)	(8,000)
Total comprehensive income for the period		-	-	-	995	995
Balance as at 30 June 2015		<u>200,000</u>	<u>39,810</u>	<u>10,075</u>	<u>22,176</u>	<u>272,061</u>

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



S P V I Public Company Limited
บริษัท ส.พี.วี. จำกัด (มหาชน)
เลขที่ ๑๑๑ ถนนวิภาวดีรังสิต แขวงจตุจักร เขตจตุจักร กรุงเทพมหานคร 10310





(Unaudited but reviewed)

S P V I Public Company Limited

Cash flow statement

For the six-month period ended 30 June 2015

(Unit: Thousand Baht)

	<u>2015</u>	<u>2014</u>
Cash flows from operating activities		
Profit before tax	1,270	8,747
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:		
Depreciation and amortisation	8,612	8,240
Decrease in allowance for doubtful accounts	(179)	(52)
Write-off bad debts	510	-
Increase (decrease) in reduction of inventory to net realisable value	1,184	(907)
Loss (gain) on disposals/write-off of equipment	(10)	587
Provision for long-term employee benefits	373	347
Gain on change in value of current investments in trading securities	(7)	-
Interest income	(268)	(417)
Interest expenses	5	13
Profit from operating activities before changes in operating assets and liabilities	11,490	16,558
Operating assets (increase) decrease:		
Trade and other receivables	(10,261)	6,907
Inventories	37,215	38,118
Other current assets	1,758	6,168
Other non-current assets	(1,790)	139
Operating liabilities increase (decrease):		
Trade and other payables	33,797	(2,470)
Other current liabilities	104	(1,058)
Cash flows from operating activities	72,313	64,362
Cash received from interest income	290	415
Cash paid for income tax	(2,637)	(1,021)
Net cash flows from operating activities	<u>69,966</u>	<u>63,756</u>

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

(Unaudited but reviewed)

S P V I Public Company Limited
Cash flow statement (continued)
For the six-month period ended 30 June 2015

(Unit: Thousand Baht)

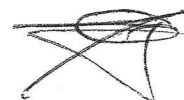
	<u>2015</u>	<u>2014</u>
Cash flows from investing activities		
Increase in current investments	(71,027)	(40)
Decrease in restricted bank deposits	-	(30,000)
Acquisitions of equipment	(21,860)	(1,456)
Cash received from disposal of equipment	86	-
Increase in intangible asset	(6,889)	(448)
Net cash flows used in investing activities	<u>(99,690)</u>	<u>(31,944)</u>
Cash flows from financing activities		
Cash paid for interest expenses	(5)	(13)
Dividend paid	(7,961)	(6,520)
Net cash flows used in financing activities	<u>(7,966)</u>	<u>(6,533)</u>
Net increase (decrease) in cash and cash equivalents	(37,690)	25,279
Cash and cash equivalents at beginning of period	<u>127,987</u>	<u>50,084</u>
Cash and cash equivalents at end of period	<u><u>90,297</u></u>	<u><u>75,363</u></u>

Supplemental disclosures of cash flows information:

Non-cash related transaction

Dividend payable	39	-
------------------	----	---

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



S P V I Public Company Limited

Notes to interim financial statements

For the three-month and six-month periods ended 30 June 2015

1. General information

1.1 Company information

S P V I Public Company Limited (“the Company”) is a limited company incorporated under Thai laws on 6 January 2011 and registered the change of its status to a public limited company under the Public Limited companies Act on 10 April 2013 and domiciled in Thailand. Its major shareholder is IT City Public Company Limited, a company incorporated in Thailand. The Company is principally engaged in the distribution of computers and related accessories. Its registered address is No. 1213/58-59 Soi Ladprao 94, Sriwara Road, Phlapphla, Wangthonglang, Bangkok.

1.2 Basis for the preparation of interim financial statements

These interim financial statements are prepared in accordance with Accounting Standard No. 34 (revised 2014) *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.



S P V I Public Company Limited
บริษัท ส.พี.วี. จำกัด



1.3 New financial reporting standards

During the period, the Company has adopted the revised and new financial reporting standards issued by the Federation of Accounting Professions which become effective for fiscal years beginning on or after 1 January 2015. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards, with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of standards. The adoption of these financial reporting standards does not have any significant impact on the Company's financial statements. However, some of these standards involve changes to key principles, which are summarised below:

TAS 19 (revised 2014) Employee Benefits

This revised standard requires that the entity recognise actuarial gains and losses immediately in other comprehensive income while the existing standard allows the entity to recognise such gains and losses immediately in either profit or loss or other comprehensive income, or to recognise them gradually in profit or loss.

This revised standard does not have any impact on the financial statements as the Company already recognises actuarial gains and losses immediately in other comprehensive income.

TFRS 13 Fair Value Measurement

This standard provides guidance on how to measure fair value and stipulates disclosures related to fair value measurements. Entities are to apply the guidance under this standard if they are required by other financial reporting standards to measure their assets or liabilities at fair value. The effects of the adoption of this standard are to be recognised prospectively.

This standard does not have any significant impact on the Company's financial statements.

2. 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 2014, except for the changes in accounting policies as a result of the adoption of new and revised standards, as discussed in note 1.3 to the financial statements. Moreover, the Company has applied the following accounting policy for additional business transaction occurred during the current period;

Current investments

Investments in securities held for trading are stated at fair value. Change in the fair value of these securities, which is determined from their net asset value, are recorded in profit or loss.

On disposal of an investment in securities held for trading, the difference between net disposal proceeds and the carrying amount of the investment in securities held for trading is recognised in profit or loss.



3. Related party transactions

During the periods, the Company had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and based agreed upon between the Company and those related parties.

(Unit: Thousand Baht)

	For the three-month periods		Pricing policy
	ended 30 June		
	<u>2015</u>	<u>2014</u>	
<u>Transactions with major shareholder</u>			
(IT City Public Company Limited)			
Sales of goods	40,652	38,836	Approximate wholesale market price
Service fee expenses	326	599	Prices agreed by the parties
Dividends	-	1,891	At the declared rate
<u>Transactions with related parties</u>			
Sales of goods	134	124	Market price
Purchases of goods	306	551	Market price
Purchases of fixed assets	17	13	Market price
Service expenses	2,726	1,647	Prices agreed by the parties
Logistics and distribution fee	1,492	1,449	Prices agreed by the parties

(Unit: Thousand Baht)

	For the six-month periods		Pricing policy
	ended 30 June		
	<u>2015</u>	<u>2014</u>	
<u>Transactions with major shareholder</u>			
(IT City Public Company Limited)			
Sales of goods	63,567	99,314	Approximate wholesale market price
Purchases of goods	38	142	Approximate market price
Service fee expenses	780	1,315	Prices agreed by the parties
Dividends	2,320	1,891	At the declared rate
<u>Transactions with related parties</u>			
Sales of goods	544	994	Market price
Purchases of goods	802	1,433	Market price
Purchases of fixed assets	170	13	Market price
Service expenses	4,458	3,475	Prices agreed by the parties
Logistics and distribution fee	2,912	2,840	Prices agreed by the parties



(Unaudited but reviewed)

The balances of the accounts as at 30 June 2015 and 31 December 2014 between the Company and those related companies are as follows:

(Unit: Thousand Baht)

	30 June 2015	31 December 2014
<u>Trade and other receivables - related parties (Note 6)</u>		
Major shareholder	11,834	4,186
Related companies (related by common shareholders and common directors)	138	98
Total trade and other receivables - related parties	<u>11,972</u>	<u>4,284</u>
<u>Trade and other payables - related parties (Note 12)</u>		
Major shareholder	359	575
Related companies (related by common shareholders and common directors)	2,492	1,854
Total trade and other payables - related parties	<u>2,851</u>	<u>2,429</u>

Directors and management's benefits

During the three-month and six-month periods ended 30 June 2015 and 2014, the Company had employee benefit expenses of their directors and management as below.

(Unit: Million Baht)


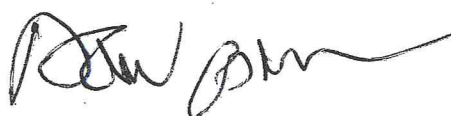
	For the three-month periods ended 30 June		For the six-month periods ended 30 June	
	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
	Short-term employee benefits	4.9	4.6	9.6
Post-employment benefits	0.1	0.1	0.2	0.2
Total	<u>5.0</u>	<u>4.7</u>	<u>9.8</u>	<u>9.4</u>

4. **Cash and cash equivalents**

(Unit: Thousand Baht)

	30 June 2015	31 December 2014
Cash	4,160	1,266
Bank deposits	86,137	126,721
Total	<u>90,297</u>	<u>127,987</u>

As at 30 June 2015, bank deposits in savings accounts and fixed deposits carried interests between 0.13 and 1.30 percent per annum (31 December 2014: between 0.13 and 1.13 percent per annum).



5. Current investments

	(Unit: Thousand Baht)	
	30 June 2015	31 December 2014
Investments in Krungsri Star Plus Fund - fair value	71,007	-
Fixed deposit	2,067	2,040
Total	73,074	2,040

As at 30 June 2015, the Company had current investments in the form of fixed deposit account with maturity over three months carried interest at the rate 1.35 percent per annum (31 December 2014: 1.70 percent per annum).

6. Trade and other receivables

	(Unit: Thousand Baht)	
	30 June 2015	31 December 2014
<u>Trade receivables - related parties</u>		
Aged on the basis of due dates		
Not yet due	11,972	4,284
Total trade receivables - related parties	11,972	4,284
<u>Trade receivables - unrelated parties</u>		
Aged on the basis of due dates		
Not yet due	25,768	24,338
Past due		
Up to 3 months	5,089	4,246
3 - 6 months	90	21
6 - 12 months	12	-
Over 12 months	378	642
Total	31,337	29,247
Less: Allowance for doubtful debts	(486)	(665)
Trade receivables - unrelated parties, net	30,851	28,582
Total trade receivable - net	42,823	32,866




(Unaudited but reviewed)

(Unit: Thousand Baht)

	30 June 2015	31 December 2014
<u>Other receivables</u>		
Other receivables - unrelated parties	172	221
Total other receivables	172	221
Total trade and other receivables - net	<u>42,995</u>	<u>33,087</u>

7. Allowance for diminution in value of inventory

Movements in the allowance for diminution in value of inventory account during the six-month period ended 30 June 2015 are summarised below.

(Unit: Thousand Baht)

Balance as at 1 January 2015	9,911
Add: Increase in allowance of diminution in value of inventory during the period	<u>1,184</u>
Balance as at 30 June 2015	<u>11,095</u>

8. Other current assets

The outstanding balance of other current assets as at 30 June 2015 and 31 December 2014 are as follows:

(Unit: Thousand Baht)

	30 June 2015	31 December 2014
Value added tax refundable	4,569	9,255
Others	6,882	3,411
Total other current liabilities	<u>11,451</u>	<u>12,666</u>

9. Restricted bank deposits

The Company pledged fixed deposits at bank totaling approximately Baht 0.2 million (31 December 2014: Baht 0.2 million) with a bank to secure the credit facilities of the Company.



10. Equipment

Movements of equipment account during the six-month period ended 30 June 2015 are summarised below.

	(Unit: Thousand Baht)
Net book value as at 1 January 2015	33,337
Acquisitions during the period - at cost	21,860
Disposals during the period	(76)
Depreciation for the period	(7,387)
Net book value as at 30 June 2015	<u>47,734</u>

11. Income tax

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

Income tax (revenues) expenses for the three-month and six-month periods ended 30 June 2015 and 2014 are made up as follows:

	(Unit: Thousand Baht)	
	For the three-month periods ended 30 June	
	<u>2015</u>	<u>2014</u>
Current income tax:		
Interim corporate income tax charge	(803)	422
Deferred tax:		
Relating to origination and reversal of temporary differences	(253)	190
Income tax (revenues) expenses reported in the statements of comprehensive income	<u>(1,056)</u>	<u>612</u>


 บริษัท ส.ป.ว. จำกัด (มหาชน)
 S P V I Public Company Limited
 บริษัท ส.ป.ว. จำกัด (มหาชน)





(Unaudited but reviewed)

(Unit: Thousand Baht)

For the six-month periods
ended 30 June

	<u>2015</u>	<u>2014</u>
Current income tax:		
Interim corporate income tax charge	549	1,783
Deferred tax:		
Relating to origination and reversal of temporary differences	(274)	123
Income tax expenses reported in the statements of comprehensive income	<u>275</u>	<u>1,906</u>

12. Trade and other payables

(Unit: Thousand Baht)

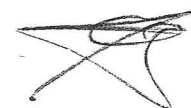
	<u>30 June 2015</u>	<u>31 December 2014</u>
Trade payables - related parties	316	313
Trade payables - unrelated parties	158,299	128,116
Other payables - related parties	2,535	2,116
Other payables - unrelated parties	11,377	8,185
Total trade and other payables	<u>172,527</u>	<u>138,730</u>

13. Statutory reserve

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside to a statutory reserve at least 5 percent of its net income after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered capital. The statutory reserve is not available for dividend distribution.



SPV
SPV Public Company Limited
บริษัท เอสพีวี จำกัด (มหาชน)



14. Other income

(Unit: Thousand Baht)

	For the three-month periods ended 30 June		For the six-month periods ended 30 June	
	<u>2015</u>	<u>2014</u>	<u>2015</u>	<u>2014</u>
Selling support income	1,530	131	4,222	1,460
Commission income	958	136	1,635	577
Gain on exchange	357	143	733	338
Interest income	141	245	268	417
Others	-	668	148	1,007
Total	2,986	1,323	7,006	3,799

15. Dividend

On 4 April 2014, the Annual General Meeting of Shareholders of the Company passed a resolution approving the payment of a dividend in respect of income for the year 2013 of Baht 0.0163 per share, or a total of Baht 6.52 million. The Company paid such dividend in April 2014.

On 31 March 2015, the Annual General Meeting of Shareholders of the Company passed a resolution approving the payment of a dividend in respect of income for the year 2014 of Baht 0.02 per share, or a total of Baht 8 million. The Company paid such dividend in April 2015.

16. Basic earnings (loss) per share


Basic earnings (loss) per share is calculated by dividing profit (loss) for the period (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period.

17. Commitments and contingent liabilities**17.1 Operating lease commitments**

17.1.1 The Company has entered into a logistics and distribution services agreement with a related company whereby the Company was obliged to pay for the service fee on a basis and at a rate as stipulated in the agreement. The term of agreement is 1 year and 3 months and shall be renewal for another year each time, unless cancelled by either party.




SPVI
 SPVI Public Company Limited
 เลขที่ ๒๒๓ ๒๕๖ ๒๕๖๖



17.1.2 The Company has entered into several operating lease agreements and service agreement in respect of the lease of office building, warehouse and branch areas. The terms of the agreements are generally between 1 and 21 years.

As at 30 June 2015, future minimum lease payments required under these non-cancellable operating lease contracts and service contracts were as follows:

	<u>Million Baht</u>
Payable within:	
Less than 1 year	30.9
1 to 5 years	35.5
More than 5 years	6.2

17.2 Guarantees

As at 30 June 2015, there were outstanding bank guarantees of approximately Baht 168.8 million (31 December 2014: Baht 277.8 million) issued by bank on behalf of the Company in respect of the purchase of goods and services as required in the ordinary course of business of the Company.


18. Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance. The chief operating decision maker has been identified as Managing Director.

The one main reportable operating segment of the Company is the distribution of computers and related accessories and the single geographical area of its operations is Thailand. Segment performance is measured based on operating profit or loss, on a basis consistent with that used to measure operating profit or loss in the financial statements. As a result, all of the revenues, operating profits and assets as reflected in these financial statements pertain to the aforementioned reportable operating segment and geographical area.

19. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 4 August 2015.

  
SPVI
S P V I Public Company Limited
บริษัท เอสพีวี จำกัด (มหาชน)

