TSFC Securities Public Company Limited Review report and interim financial statements For the three-month period ended 31 March 2017



EYOffice Limited

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Independent Auditor's Report on Review of Interim Financial Information

To the Shareholders of TSFC Securities Public Company Limited

I have reviewed the accompanying statement of financial position of TSFC Securities Public Company Limited as at 31 March 2017, the related statements of comprehensive income, changes in owners' equity and cash flows for the three-month period then ended, 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 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*.

Sumana Punpongsanon

Certified Public Accountant (Thailand) No. 5872

EY Office Limited

Bangkok: 22 May 2017

TSFC Securities Public Company Limited Statement of financial position As at 31 March 2017

			(Unit: Thousand Baht)
	<u>Note</u>	31 March 2017	31 December 2016
		(Unaudited but	(Audited)
		reviewed)	
Assets			
Cash and cash equivalents	3	3,802	647
Receivables from Clearing House	4	7,905	31,471
Securities business receivables	5	3,465,293	2,657,577
Investments	7	154,818	117,932
Loans	8	396,048	346,552
Equipment	9	5,008	5,356
Intangible assets	10	8,822	9,723
Deferred tax assets		10,697	10,937
Other assets		6,989	5,502
Total assets	_	4,059,382	3,185,697
	_		

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

Director

TSFC

Securitles Public Company Limited Assistant Vice President of วันทหลักทริพย์ เพื่อธุรกิจหลักทริพย์ จำกัด เมหาร

Finance and Budget Department

TSFC Securities Public Company Limited Statement of financial position (continued) As at 31 March 2017

			(Unit: Thousand Baht)
	<u>Note</u>	31 March 2017	31 December 2016
		(Unaudited but	(Audited)
		reviewed)	
Liabilities and owners' equity			
Liabilities			
Borrowings from financial institutions	11	2,222,256	1,257,684
Payables to Clearing House	12	30,668	98,859
Securities business payables	13	83,404	161,298
Current tax liabilities		10,051	5,345
Debt issued and borrowings	14	40,000	-
Provisions		13,355	12,699
Other liabilities		5,847	15,565
Total liabilities	_	2,405,581	1,551,450
Owners' equity	_		
Issued and paid-up share capital			
Ordinary shares	15	1,549,126	1,549,126
Retained earnings			, ,,,,,,,
Appropriated - statutory reserve		17,934	17,934
Unappropriated		86,738	67,190
Other components of owners' equity	7.3	3	(3)
Total owners' equity		1,653,801	1,634,247
Total liabilities and owners' equity	_	4,059,382	3,185,697
			

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

(Mrs.Araya Yommana)

Director

TSFC

Mrs. Areeva Turakitwankan

Securities Public Company Limited'
บริษัทหลักทรัพย์ เพื่อยูรกิรหลักทรัพย์ จำกือ เมพาชนะ

Assistant Vice President of

Finance and Budget Department

TSFC Securities Public Company Limited Statement of comprehensive income For the three-month period ended 31 March 2017

	•	(Unit	: Thousand Baht)
	<u>Note</u>	<u>2017</u>	<u>2016</u>
Revenues			
Fees and service income	16	252	224
Interest on margin loans		54,475	42,946
Gains and return on financial instruments	17	4,330	3,352
Other incomes		19	-
Total revenues	_	59,076	46,522
Expenses	_		
Employee benefits expenses		13,935	13,828
Fees and service expenses		467	471
Finance costs		10,727	7,887
Bad debt and doubtful accounts	6	580	1,246
Other expenses		8,875	9,211
Total expenses	_	34,584	32,643
Profit before income tax	_	24,492	13,879
Income tax expenses	19	(4,944)	(2,795)
Profit for the period		19,548	11,084
Other comprehensive income			
Items that will be reclassified subsequently to profit or loss			
Gains on remeasuring available-for-sale investments	7.3	8	78
Income tax relating to items that will not be reclassified			
subsequently to profit or loss	19	(2)	(15)
Items that will be reclassified subsequently to profit or loss	_		
- net of income tax		6	63
Other comprehensive income for the period			
- net of income tax		6	63
Total comprehensive income for the period	=	19,554	11,147
			(Unit: Baht)
Basic earnings per share	20		
Profit for the period		0.13	0.07
			

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

(Mrs. Araya Yommana)

Director

TSFC
Securities Public Company Limited
บริษัทหลักทรัทย์ เพื่อธุรกิจหลักทรัทย์ จำกัด เมหายม

(Mrs. Areeya Turakitwankan)

Assistant Vice President of

Finance and Budget Department

(Unit: Thousand Baht)

TSFC Securities Public Company Limited
Statement of changes in owners' equity
For the three-month period ended 31 March 2017

				Other components of	
				owner's equity	
				Gain (loss) on	
	Issued and			remeasuring	
	dn-pied	Retained	Retained earnings	available-for-sale	Total
	share capital	Appropriated	Unappropriated	investments	owners' equity
Balance as at 1 January 2016	1,549,126	15,633	100,922	(4)	1,665,677
Change during the period					
Profit for the period	ı	ı	11,084	ı	11,084
Other comprehensive income for the period	•	1	ı	63	63
Total comprehensive income for the period	-		11,084	63	11,147
Balance as at 31 March 2016	1,549,126	15,633	112,006	59	1,676,824
Balance as at 1 January 2017	1,549,126	17,934	67,190	(3)	1,634,247
Change during the period					
Profit for the period	•	•	19,548	ı	19,548
Other comprehensive income for the period	1	ı	•	ဖ	9
Total comprehensive income for the period	t	1	19,548	9	19,554
Balance as at 31 March 2017	1,549,126	17,934	86,738	e e	1,653,801

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

TSFC Securities Public Company Limited Statement of cash flows

For the three-month period ended 31 March 2017

(Unit: Thousand Baht)

	2017	<u>2016</u>
Cash flows from operating activities		
Profit before income tax	24,492	13,879
Adjustments to reconcile profit before tax to net cash		
provided by (paid for) operating activities:		
Depreciation and amortisation	1,292	1,931
Bad debts and doubtful accounts	580	1,246
Finance costs	10,727	7,887
Interest and dividend income	(4,330)	(3,352)
Interest on margin loans	(54,475)	(42,946)
Long-term employee benefits expenses	656	718
Loss from operating activities before changes in		
operating assets and liabilities	(21,058)	(20,637)
(Increase) decrease in operating assets		
Receivables from Clearing House	23,566	(8,508)
Securities business receivables	(753,322)	403,264
Loans to financial institutions	(50,000)	(164,587)
Other assets	(1,474)	(1,776)
Increase (decrease) in operating liabilities		
Borrowings from financial institutions	964,572	(223,599)
Payables to Clearing House	(68,191)	-
Securities business payables	(77,894)	21,198
Short-term debt issued and borrowings	40,000	•
Other liabilities	(6,783)	(7,346)
Net cash flows from (used in) operating activities	49,416	(1,991)
Cash received from interest income	3,404	3,005
Cash paid for interest expenses	(10,523)	(7,945)
Net cash flows from (used in) operating activities	42,297	(6,931)

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

TSFC Securities Public Company Limited Statement of cash flows (continued) For the three-month period ended 31 March 2017

(Unit: Thousand Baht)

	<u>2017</u>	<u> 2016</u>
Cash flows from investing activities		
Net cash received from (paid for) available-for-sale investments	(36,877)	5,311
Cash received from interest on investments	918	515
Cash paid for purchases of equipments	(26)	(987)
Cash paid for purchase of intangible assets	(3,067)	-
Net cash flows from (used in) investing activities	(39,052)	4,839
Cash flows from financial activities		
Cash paid for liabilities under finance lease agreement	(90)	-
Net cash flows used in financial activities	(90)	<u> </u>
Net increase (decrease) in cash and cash equivalents	3,155	(2,092)
Cash and cash equivalents at beginning of period	647	2,894
Cash and cash equivalents at end of period (Note 3)	3,802	802

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

TSFC Securities Public Company Limited
Notes to interim financial statements
For the three-month period ended 31 March 2017

1. General information

1.1 Corporate information

TSFC Securities Public Company Limited (hereinafter referred to as "the Company") is a public company incorporated and domiciled in Thailand. The Company is principally engaged in securities business and has two business licenses to engage in granting credits to securities business and securities borrowing and lending business. Its registered address is located at No. 898, Ploenchit Tower, 10th Floor, Ploenchit Road, Lumpini, Patumwan, Bangkok.

1.2 Basis for the preparation of interim financial statements

These interim financial statements are prepared in accordance with Thai Accounting Standard No. 34 (revised 2016) 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 owners' equity and cash flows in the same format as that used for the annual financial statements which has been made in compliance with the stipulations of the Notification of the Office of the Securities and Exchange Commission relating to the format of the financial statements of securities companies (No.2) No. Sor Thor. 22/2559 dated 2 June 2016.

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.

(Unit: Thousand Baht)

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1.3 New financial reporting standards

During the period, the Company has adopted the revised financial reporting standards and interpretations (revised 2016) and new accounting treatment guidance which is effective for fiscal years beginning on or after 1 January 2017. 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.

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 2016.

3. Cash and cash equivalents

investments

	(Unit:	i nousand Bant)
	31 March	31 December
	2017	2016
Cash	30	30
Saving and current deposits	7,633	20,931
Less: Deposits for customers' account	(3,861)	(20,314)
Total cash and cash equivalents	3,802	647
	•	Thousand Baht)
	For the three-	month periods
	ended 3	1 March
	2017	2016
Supplemental cash flows information		
Non-cash items		
Decrease in payable from purchases of intangible		
assets	3,050	-
Gain on remeasuring available-for-sale		

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4. Receivables from Clearing House

(Unit: Thousand Baht)

	31 March	31 December
	2017	2016
Receivables from Clearing House	7,905	31,471
Total receivables from Clearing House	7,905	31,471

5. Securities business receivables

	31 March	31 December
	2017	2016
Customers' accounts - credit balance	3,435,696	2,657,638
Collateral receivables	15,841	-
Securities borrowing and lending receivables	13,900	-
Other receivables	196,564	235,153
Total	3,662,001	2,892,791
Add: Accrued interest receivables	58	60
Less: Allowance for doubtful accounts	(196,766)	(235,274)
Securities business receivables	3,465,293	2,657,577

- 5.1 As at 31 March 2017, the Company had discontinued recognising income from securities business receivables with total outstanding balances of approximately Baht 196.6 million (31 December 2016: Baht 235.2 million).
- 5.2 As at 31 March 2017 and 31 December 2016, the Company has classified securities business receivables according with the Notification of the Office of the Securities and Exchange Commission governing accounting for doubtful debts of securities companies. The Company classified securities business receivables as follows:

							(1	Jπit: Million Baht)
	31 March 2017			31 Decer	nber 2016			
			Allowance	Net securities business receivables			Allowance	Net securities business receivables
	Number	Securities business receivables	for doubtful accounts set up by the Company	after allowance for doubtful accounts	Number	Securities business receivables	for doubtful accounts set up by the Company	after allowance for doubtful accounts
Normal debt Doubtful debt	217 4	3,465.5 196.6	(0.2) (196.6)	3,465.3	182	2,657.7 235.2	(0.1)	2,657.6
Total	221	3,662.1	(196.8)	3,465.3	187	2,892.9	(235.3)	2,657.6

6. Allowance for doubtful accounts

Movements of allowance for doubtful accounts for loans to financial institutions and securities business receivables for the three-month period ended 31 March 2017 and for the year ended 31 December 2016 are summarised below.

(Unit: Thousand Baht)

	31 March 2017	31 December 2016
Balance - beginning of the period/year	350,750	415,940
Provision for doubtful accounts	580	(220)
Bad debt recoverable	-	(428)
Bad debt write-off	(38,588)	(64,542)
Balance - end of the period/year	312,742	350,750

7. Investments

7.1 Cost and fair value

			(Unit: Thousand Baht	
	31 March 2017		31 December 2016	
	Cost/		Cost/	
	Amortised		Amortised	
	cost	Fair value	cost	Fair value
Available-for-sale securities		<u></u>		·
Debt securities				
Government and state enterprises bond	304,664	304,663	309,611	309,603
Less: Allowance for revaluation				
of securities	(1)	-	(8)	-
Government securities for				
customers' account	(149,860)	(149,860)	(191,685)	(191,685)
Total debt securities	154,803	154,803	117,918	117,918
Unit trusts			<u> </u>	
Equity fund	10	15	10	14
Add: Allowance for revaluation				
of securities	5	-	4	-
Total unit trusts	15	15	14	14
Total available-for-sale securities	154,818	154,818	117,932	117,932

(Unit: Thousand Baht)

	31 March 2017		31 December 2016		
	Cost/		Cost/		
	Amortised		Amortised		
	cost	Fair value	cost	Fair value	
Held-to-maturity investments					
Fixed deposits	_	-	30,000	30,000	
Less: Deposits for customers' account		-	(30,000)	(30,000)	
Total held-to-maturity investments		-	-		
Total investments	154,818	154,818	117,932	117,932	

7.2 Investments in financial institutions and debt securities classified by the remaining contracts

(Unit: Thousand Baht)

	31 March 2017				31 December 2016			
	Not over		Over		Not over		Over	
	1 year	1-5 years	5 years	Total	1 year	1-5 years	5 years	Total
Availlable-for-sale								
debt securities	304,663	•	•	304,663	309,603	-	_	309,603
Held-to-maturity								
investment	-				30,000	-	-	30,000
Total	304,663		_	304,663	339,603	-	-	339,603

7.3 Gain (loss) on remeasuring available-for-sale investments

	For the	
	three-month	For the year
	period ended	ended
	31 March	31 December
	2017	2016
Balance - beginning of the period/year		
(net of income tax)	(3)	(4)
Changes during the period/year		
 from revaluation (before net of income tax) 	8	1
- income tax	(2)	-
Balance - end of the period/year	3	(3)

8. Loans

(Unit: Thousand Baht)

	31 March	31 December
	2017	2016
At call	411,976	311,976
Not over 1 year	100,000	150,000
Total	511,976	461,976
Add: Accrued interest receivables	48	52
Less: Allowance for doubtful accounts	(115,976)	(115,476)
Total loans	396,048	346,552

As at 31 March 2017, the Company had discontinued recognising income from 4 debtors from loans to financial institutions of approximately Baht 112.0 million (31 December 2016: Baht 112.0 million). These comprise of transactions with problem financial institutions which were ordered to discontinue their operations by the Ministry of Finance on 8 December 1997.

9. Equipment

Movements of the equipment account during the three-month period ended 31 March 2017 are summarised below.

,069
26
,095
,713
374
,087
,356
,008

10. Intangible assets

(Unit: Thousand Baht) 9,723 17 (918)

Net book value as at 1 January 2017
Additions
Amortisation for the period
Net book value as at 31 March 2017

8,822

11. Borrowings from financial institutions

(Unit: Thousand Baht)

		31 March 2017				31 Decem	December 2016		
			Due period				Due period		
	Interest rate	Not over			Interest rate	Not over			
	(% per annum)	1 year	1-5 years	Total	(% per annum)	_ 1 year	1-5 years	Total	
Promissory notes	1.58 - 2.80	1,825,000	-	1,825,000	1.60 - 2.10	870,000	-	870,000	
Bills of exchange	2.125 - 2.30	397,256		397,256	2.125 - 2.25	387,684		387,684	
Total borrowings from				-					
financial institutions		2,222,256	-	2,222,256		1,257,684	-	1,257,684	

The borrowings from financial institutions are unsecured loan.

The loan agreements contain covenants that, among other things, require the Company to maintain net capital ratios in the agreements.

12. Payables to Clearing House

(Unit: Thousand Baht)

	31 March	31 December
	2017	2016
Payables to Clearing House	30,668	98,859
Total payables to Clearing House	30,668	98,859

13. Securities business payables

	31 March	31 December
	2017	2016
Securities business payables	52,824	161,298
Collateral payables	16,680	-
Securities borrowing and lending payables	13,900	
Total securities business payables	83,404	161,298

14. Debt issued and borrowings

(Unit: Thousand Baht)

		31 March 2017			31 December 2016			
			Due period				Due period	
	Interest rate	Not over			Interest rate	Not over		
	(% per annum)	1 year	1-5 years	Total	(% per annum)	1 year	1-5 years	Total
Borrowings from indi	ividual					· · · · · ·		
Promissory note	2.35	40,000		40,000	-	-	-	-
Total		40,000		40,000	_	-	-	

15. Share capital

	31 March 2017		31 December 2016		
	Number of share	Amount	Number of share	Amount	
	(Thousand share)	(Thousand Baht)	(Thousand share)	(Thousand Baht)	
Registered share capital (Par value at Baht 10 each) Issued and paid-up share capital	154,913	1,549,126	154,913	1,549,126	
(Par value at Baht 10 each)	154,913	1,549,126	154,913	1,549,126	

16. Fees and services income

(Unit: Thousand Baht)

For the three-month periods ended 31 March

		MICHOLI
	2017	2016
Securities borrowing and lending income	27	147
Front end fee income	225	77
Total	252	224

17. Gains and return on financial instruments

(Unit: Thousand Baht)

For the three-month periods

ended 31 March			
2017	2016		
4,330	3,352		
4,330	3,352		

Interest and dividend income Total

18. Directors and management's benefits

During the periods, the Company had salaries, bonuses, meeting allowances, postemployee benefits, gratuities of their directors and management, which were as follows:

(Unit: Thousand Baht)

For the three-month periods

	ended 31	ended 31 March		
	2017	2016		
Short-term employee benefits	6,212	5,855		
Post-employment benefits	710	856		
Total	6,922	6,711		

19. 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 2017 and 2016 are made up as follows:

	(Unit: Thousand Baht)		
	2017	2016	
Current income tax:			
Interim corporate income tax charge	4,706	2,742	
Deferred tax:		·	
Relating to origination and reversal of temporary			
differences	238	53	
Income tax expenses reported in the statements			
of comprehensive income	4,944	2,795	

The amounts of income tax relating to each component of other comprehensive income for the three-month periods ended 31 March 2017 and 2016 are as follows:

	(Unit:	(Unit: Thousand Baht)		
	2017	2016		
Deferred tax relating to gain on changes in				
value of available-for-sale investments	(2)	(15)		

20. 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.

21. Commitments

21.1 Capital commitments

As at 31 March 2017, the Company had capital commitments of approximately Baht 0.3 million (31 December 2016: Baht 0.4 million) relating to systems development and maintenance.

21.2 Operating lease commitments

The Company had entered into several lease agreements in respect of the lease of area in the building, equipment and vehicles. The terms of the agreements are generally between 1 year and 4 years.

Future minimum lease payments required under operating leases contracts were as follows:

(Unit: Million Baht)

	31 March 2017	31 December 2016
Payable:		
In up to 1 year	11.8	11.1
In over 1 and up to 3 years	9.1	12.0

22. Fair value of financial instruments

The Company uses the market approach to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards, except that the cost approach or income approach is used when there is no active market or when a quoted market price is not available.

Fair value hierarchy

In applying the above-mentioned valuation techniques, the Company endeavors to use relevant observable inputs as much as possible. TFRS 13 Fair Value Measurement establishes a fair value hierarchy categorising such inputs into three levels as follows:

Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

As of 31 March 2017 and 31 December 2016, the Company had the following assets that were measured at fair value using different levels of inputs as follows:

(Unit: Thousand Baht)

	As at 31 March 2017			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Available-for-sale investments				
Debt securities*	-	304,663	•	304,663
Unit trusts	-	15	_	15

^{*} Included government securities for customers' account amounting to Baht 150 million.

(Unit: Thousand Baht)

	As at 31 December 2016			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Available-for-sale investments				
Debt securities*	-	309,603	-	309,603
Unit trusts	-	14	-	14
Fixed deposits**	30,000	-	-	30,000

^{*} Included government securities for customers' account amounting to Baht 192 million.

Valuation techniques and inputs to Level 2 valuations

- a) For debts securities, their fair values are generally derived from quoted market prices or determined by using the yield curve as announced by the Thai Bond Market Association or by other relevant bodies.
- b) The fair value of unit trusts is determined from the net assets value (NAV) published by the mutual fund management companies acting as the fund managers.

During the current period, there were no transfers within the fair value level.

^{**} Included fixed deposits for customers' account amounting to Baht 30 million.

23. Events after the reporting period

On 20 April 2017, the Annual General Meeting of the Company's shareholders for the year 2017 passed resolution as follows:

- A dividend payment of Baht 0.15 per share from profit for the year 2016, or a total payment of Baht 23.2 million. The dividend payment will be made on 19 May 2017 and will be recorded in the financial statements of the second quarter of the year 2017.
- 2) Issuance and offering of up to Baht 5,000 million of debentures with terms not over 10 years from the issued date, by way of domestic public offering and/or limit offering and/or institutional investors and/or all or partial major investors. The debentures may be issued in one tranche or offered for sales from time to time.

24. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 22 May 2017.