

AUDITOR'S REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

To the Shareholders and the Board of Directors of Major Cineplex Group Public Company Limited

I have reviewed the accompanying consolidated and company statements of financial position as at 31 March 2013, the related consolidated and company income statements, the related consolidated and company statements of comprehensive income, changes in shareholders' equity, and cash flows for the three-month period then ended, and condensed notes to interim financial information of Major Cineplex Group Public Company Limited and its subsidiaries, and of Major Cineplex Group Public Company Limited, respectively. 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 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 interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34, "Interim Financial Reporting".

Pisit Thangtanagul
Certified Public Accountant (Thailand) No. 4095
PricewaterhouseCoopers ABAS Ltd.

Bangkok
10 May 2013

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED

**INTERIM CONSOLIDATED AND COMPANY
FINANCIAL INFORMATION
(UNAUDITED)**

31 March 2013

Major Cineplex Group Public Company Limited
Statement of Financial Position
As at 31 March 2013

		Unit: Baht'000			
		Consolidated		Company	
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
		31 March	31 December	31 March	31 December
Notes		2013	2012	2013	2012
Assets					
Current assets					
		601,314	480,733	520,563	331,373
		601,314	480,733	520,563	331,373
	10	1,351,186	1,453,560	771,350	850,624
	23	-	-	489,439	462,148
	11	120,691	132,241	28,889	38,111
		58,994	38,426	-	-
	14	34,653	34,653	9,473	9,473
		156,662	163,255	29,838	26,826
		<u>2,323,500</u>	<u>2,302,868</u>	<u>1,849,552</u>	<u>1,718,555</u>
Total current assets					
Non-current assets					
	9	391,341	372,406	391,341	372,406
		7,949	7,932	-	-
		12,740	12,782	-	-
		15,213	20,133	15,213	20,133
	21	-	-	2,427,829	2,351,200
	21	1,877,741	1,776,500	1,811,115	1,716,422
	21	236,386	235,204	216,793	216,793
	23	5,443	6,612	1,020,638	1,006,613
	12	5,468,629	5,332,126	2,611,522	2,432,849
		287,065	287,065	-	-
	12	375,835	366,907	48,475	49,475
	13	269	253	-	-
	14	512,400	520,938	166,508	168,876
		143,994	150,173	112,929	118,112
		<u>9,335,005</u>	<u>9,089,031</u>	<u>8,822,363</u>	<u>8,452,879</u>
Total non-current assets					
Total assets		<u><u>11,658,505</u></u>	<u><u>11,391,899</u></u>	<u><u>10,671,915</u></u>	<u><u>10,171,434</u></u>

Director _____ Director _____

The accompanying condensed notes are an integral part of these interim financial information.

Major Cineplex Group Public Company Limited
Statement of Financial Position (Cont'd)
As at 31 March 2013

		Unit: Baht'000				
		Consolidated		Company		
		(Unaudited)	(Audited)	(Unaudited)	(Audited)	
		31 March	31 December	31 March	31 December	
Notes		2013	2012	2013	2012	
Liabilities and shareholders' equity						
Current liabilities						
Bank overdrafts and short-term						
	borrowings from financial institutions	16	841,700	801,468	300,000	200,000
	Trade and other payables	15	1,467,762	1,527,443	975,570	945,119
	Current portion of long-term borrowings	16	885,828	880,790	840,293	840,298
	Short-term loans from related parties	23	-	-	501,949	467,778
	Accrued income tax		195,367	126,244	152,608	93,896
	Other current liabilities		113,249	137,821	33,068	36,592
	Total current liabilities		<u>3,503,906</u>	<u>3,473,766</u>	<u>2,803,488</u>	<u>2,583,683</u>
Non-current liabilities						
	Long-term borrowings	16	1,173,730	1,169,696	1,111,331	1,121,402
	Deferred income tax liabilities	13	240,181	236,894	16,159	12,655
	Employee benefit obligations		19,449	18,870	10,764	10,432
	Other non-current liabilities		451,119	454,848	60,041	60,437
	Total non-current liabilities		<u>1,884,479</u>	<u>1,880,308</u>	<u>1,198,295</u>	<u>1,204,926</u>
	Total liabilities		<u>5,388,385</u>	<u>5,354,074</u>	<u>4,001,783</u>	<u>3,788,609</u>
Shareholders' equity						
	Share capital	17				
	Authorised share capital					
	Ordinary shares, 904,500,990 shares at par value of Baht 1 each		<u>904,501</u>	<u>904,501</u>	<u>904,501</u>	<u>904,501</u>
	Issued and fully paid-up share capital					
	Ordinary shares, 887,576,343 shares at paid-up of Baht 1 each		887,576	887,576	887,576	887,576
	Share premium	17	3,919,499	3,919,499	3,919,499	3,919,499
	Share premium - treasury shares		288,425	288,425	288,425	288,425
	Discount from business combination					
	under common control	21	(94,495)	(12,986)	-	-
	Warrants	18	12,157	9,191	11,261	8,900
	Retained earnings					
	Appropriated					
	Legal reserve		90,600	90,600	90,600	90,600
	Unappropriated		1,017,540	716,843	1,406,091	1,136,293
	Other components of shareholders' equity		66,680	51,532	66,680	51,532
	Equity attributable to owners of the parent		6,187,982	5,950,680	6,670,132	6,382,825
	Non-controlling interest	22	82,138	87,145	-	-
	Total shareholders' equity		<u>6,270,120</u>	<u>6,037,825</u>	<u>6,670,132</u>	<u>6,382,825</u>
	Total liabilities and shareholders' equity		<u>11,658,505</u>	<u>11,391,899</u>	<u>10,671,915</u>	<u>10,171,434</u>

The accompanying condensed notes are an integral part of these interim financial information.

Major Cineplex Group Public Company Limited
Income Statement (Unaudited)
For the three-month period ended 31 March 2013

		Unit: Baht'000			
		Consolidated		Company	
Notes		2013	2012	2013	2012
Revenues					
	Services income	1,286,969	1,203,916	763,202	687,317
	Sales	384,256	463,100	182,015	152,943
	Total revenues	1,671,225	1,667,016	945,217	840,260
Costs					
	Cost of services	(860,405)	(846,882)	(541,259)	(518,959)
	Cost of sales	(226,830)	(288,431)	(57,868)	(56,182)
	Total costs	(1,087,235)	(1,135,313)	(599,127)	(575,141)
	Gross profit	583,990	531,703	346,090	265,119
	Other income	182,075	134,394	224,913	185,354
	Selling expenses	(105,482)	(105,027)	(34,830)	(27,471)
	Administrative expenses	(295,623)	(283,243)	(177,093)	(142,886)
	Finance costs	(31,203)	(35,213)	(26,472)	(27,681)
	Share of result of investments - equity method	44,765	58,201	-	-
	Profit before income tax	378,522	300,815	332,608	252,435
	Income tax	(78,092)	(62,063)	(62,810)	(49,813)
	Profit for the period	300,430	238,752	269,798	202,622
Attributable profit to:					
	Shareholders of the parent	300,697	235,240	269,798	202,622
	Non-controlling interests	(267)	3,512	-	-
		300,430	238,752	269,798	202,622
		Baht	Baht	Baht	Baht
Earnings per share					
	Basic earnings per share	0.34	0.27	0.30	0.23
	Diluted earnings per share	0.34	0.27	0.30	0.23

The accompanying condensed notes are an integral part of these interim financial information.

Major Cineplex Group Public Company Limited
Statement of Comprehensive Income (Unaudited)
For the three-month period ended 31 March 2013

	Unit: Baht'000			
	Consolidated		Company	
	2013	2012	2013	2012
Profit for the period	300,430	238,752	269,798	202,622
Other comprehensive income:				
Gain on remeasuring of available-for-sale investments, net of income tax of Baht 3.79 million (Note 9)	15,148	25,784	15,148	25,784
Other comprehensive income for the period, net of income tax	15,148	25,784	15,148	25,784
Total comprehensive income for the period	<u>315,578</u>	<u>264,536</u>	<u>284,946</u>	<u>228,406</u>
Total comprehensive income attributable to:				
Shareholders of the parent	315,845	261,024	284,946	228,406
Non-controlling interests	(267)	3,512	-	-
	<u>315,578</u>	<u>264,536</u>	<u>284,946</u>	<u>228,406</u>

The accompanying condensed notes are an integral part of these interim financial information.

Major Cineplex Group Public Company Limited
Statement of Changes in Shareholders' Equity (Unaudited)
For the three-month period ended 31 March 2013

	Consolidated								Unit: Baht'000			
	Attributable to owners of the parent											
	Issued and paid-up share capital	Share premium	Share premium- Treasury share	Discount from business combination under common control	Warrants	Retained earnings		Other components of shareholders' equity		Total shareholders of the parent	Non- controlling interests	Total
						Appropriated Legal reserve	Unappropriated	Other comprehensive income (expense)				
								Available-for-sale investment				
Opening balance at 1 January 2012	881,897	3,839,673	288,425	-	-	90,600	928,700	(129,755)	5,899,540	156,876	6,056,416	
Retrospective adjustment from change in accounting policy (Note 4.1)	-	-	-	-	-	-	(418,270)	25,928	(392,342)	-	(392,342)	
Opening balance after adjustment	881,897	3,839,673	288,425	-	-	90,600	510,430	(103,827)	5,507,198	156,876	5,664,074	
Changes in equity for period												
Total comprehensive income for the period	-	-	-	-	-	-	235,240	25,784	261,024	3,512	264,536	
Closing balance at 31 March 2012	<u>881,897</u>	<u>3,839,673</u>	<u>288,425</u>	<u>-</u>	<u>-</u>	<u>90,600</u>	<u>745,670</u>	<u>(78,043)</u>	<u>5,768,222</u>	<u>160,388</u>	<u>5,928,610</u>	
Opening balance at 1 January 2013	887,576	3,919,499	288,425	(12,986)	9,191	90,600	1,050,947	64,416	6,297,668	87,145	6,384,813	
Retrospective adjustment from change in accounting policy (Note 4.1)	-	-	-	-	-	-	(334,104)	(12,884)	(346,988)	-	(346,988)	
Opening balance after adjustment	887,576	3,919,499	288,425	(12,986)	9,191	90,600	716,843	51,532	5,950,680	87,145	6,037,825	
Changes in equity for period												
Warrants (Note 18)	-	-	-	-	2,966	-	-	-	2,966	-	2,966	
Addition investment in subsidiary by purchasing shares from non-controlling interest (Note 21)	-	-	-	(81,509)	-	-	-	-	(81,509)	(4,740)	(86,249)	
Total comprehensive income for the period	-	-	-	-	-	-	300,697	15,148	315,845	(267)	315,578	
Closing balance at 31 March 2013	<u>887,576</u>	<u>3,919,499</u>	<u>288,425</u>	<u>(94,495)</u>	<u>12,157</u>	<u>90,600</u>	<u>1,017,540</u>	<u>66,680</u>	<u>6,187,982</u>	<u>82,138</u>	<u>6,270,120</u>	

The accompanying condensed notes are an integral part of these interim financial information.

Major Cineplex Group Public Company Limited
Statement of Changes in Shareholders' Equity (Unaudited)
For the three-month period ended 31 March 2013

	Company							Unit: Baht'000
	Issued and paid-up share capital	Share premium	Share premium-Treasury share	Warrants	Retained earnings		Other components of shareholders' equity	Total shareholders' equity
					Appropriated		Other comprehensive income	
					Legal reserve	Unappropriated	Available-for-sale investment	
Opening balance at 1 January 2012	881,897	3,839,673	288,425	-	90,600	1,074,926	(129,755)	6,045,766
Retrospective adjustment from change in accounting policy (Note 4.1)	-	-	-	-	-	(6,200)	25,928	19,728
Opening balance after adjustment	881,897	3,839,673	288,425	-	90,600	1,068,726	(103,827)	6,065,494
Changes in equity for period								
Total comprehensive income for the period	-	-	-	-	-	202,622	25,784	228,406
Closing balance at 31 March 2012	<u>881,897</u>	<u>3,839,673</u>	<u>288,425</u>	<u>-</u>	<u>90,600</u>	<u>1,271,348</u>	<u>(78,043)</u>	<u>6,293,900</u>
Opening balance at 1 January 2013	887,576	3,919,499	288,425	8,900	90,600	1,136,064	64,416	6,395,480
Retrospective adjustment from change in accounting policy (Note 4.1)	-	-	-	-	-	229	(12,884)	(12,655)
Opening balance after adjustment	887,576	3,919,499	288,425	8,900	90,600	1,136,293	51,532	6,382,825
Changes in equity for period								
Warrants (Note 18)	-	-	-	2,361	-	-	-	2,361
Total comprehensive income for the period	-	-	-	-	-	269,798	15,148	284,946
Closing balance at 31 March 2013	<u>887,576</u>	<u>3,919,499</u>	<u>288,425</u>	<u>11,261</u>	<u>90,600</u>	<u>1,406,091</u>	<u>66,680</u>	<u>6,670,132</u>

The accompanying condensed notes are an integral part of these interim financial information.

Major Cineplex Group Public Company Limited
Statement of Cash Flows (Unaudited)
For the three-month period ended 31 March 2013

	Notes	Unit: Baht'000			
		Consolidated		Company	
		2013	2012	2013	2012
Cash flows from operating activities					
Cash generated from operations	20	396,956	518,414	229,466	294,825
Interest paid		(36,672)	(41,375)	(32,766)	(33,938)
Income tax paid		(9,486)	(6,580)	(4,381)	(5,208)
Net cash generated from operating activities		<u>350,798</u>	<u>470,459</u>	<u>192,319</u>	<u>255,679</u>
Cash flows from investing activities					
Short-term loans made to related parties	23	-	(1,800)	(316,383)	(306,907)
Short-term loans repayment received from related parties	23	-	-	289,092	302,938
Loans repayment received from third parties		3,664	3,024	3,664	3,024
Long-term loans made to related parties	23	(16)	(714)	(205,016)	(547)
Proceeds from settlements of long-term loans to related parties	23	1,185	2,101	190,991	60,949
Payment for investment from non-controlling interest	21	(86,249)	-	-	-
Payments for investment in subsidiary and associate	21	(143,659)	-	(230,908)	-
Proceeds from shares reduction of subsidiaries	21	-	-	10,620	-
Proceeds from disposals of investment in associate	21	181,441	74,992	181,441	74,992
Payments for investment in joint venture		-	(26,003)	-	(26,003)
Acquisitions of property, plant and equipment		(133,876)	(25,224)	(91,291)	(19,213)
Proceeds from disposals of property, plant and equipment		106	-	644	-
Acquisitions of intangible assets		(131,644)	(145,472)	(2,644)	(121)
Interest received		3,357	4,939	16,308	14,185
Dividends received from associates	21	<u>26,680</u>	<u>26,136</u>	<u>26,680</u>	<u>26,136</u>
Net cash (used in) received from investing activities		<u>(279,011)</u>	<u>(88,021)</u>	<u>(126,802)</u>	<u>129,433</u>
Cash flows from financing activities					
Increase in restricted cash		(17)	(19)	-	-
Proceeds from short-term loans from related parties	23	-	-	255,381	188,360
Repayments for short-term loans from related parties	23	-	-	(221,210)	(205,592)
(Decrease) increase in bank overdrafts		(36,668)	(25,853)	-	668
Proceeds from short-term borrowings		541,500	56,000	500,000	-
Payments for short-term borrowings		(464,600)	(25,800)	(400,000)	-
Repayments of finance lease liabilities		(846)	(1,791)	(498)	(499)
Repayments of long-term borrowings	16	30,400	12,000	-	-
Proceeds from long-term borrowings	16	<u>(20,975)</u>	<u>(10,125)</u>	<u>(10,000)</u>	<u>(10,000)</u>
Net cash received from (used in) financing activities		<u>48,794</u>	<u>4,412</u>	<u>123,673</u>	<u>(27,063)</u>
Net increase in cash and cash equivalents		<u>120,581</u>	<u>386,850</u>	<u>189,190</u>	<u>358,049</u>
Opening balance of cash and cash equivalents		<u>480,733</u>	<u>460,800</u>	<u>331,373</u>	<u>358,313</u>
Closing balance of cash and cash equivalents		<u><u>601,314</u></u>	<u><u>847,650</u></u>	<u><u>520,563</u></u>	<u><u>716,362</u></u>

The accompanying condensed notes are an integral part of these interim financial information.

Major Cineplex Group Public Company Limited
Statements of Cash Flows (Unaudited) (Cont'd)
For the three-month period ended 31 March 2013

		Unit: Baht'000	
Consolidated		Company	
2013	2012	2013	2012

Non-cash transactions

Significant non-cash transactions for the three-month periods ended 31 March 2013 and 2012 are as follows:

Investment in property, plant and equipment, not yet paid	146,820	165,342	149,279	93,117
Acquisition of film rights, not yet paid	3,567	42,045	-	-
Disposal of investment in associate, not yet received	34,320	32,020	34,320	32,020
Acquisition of property, plant and equipment under finance leases	-	1,942	-	1,015
Disposals of equipment, not yet received	47	-	-	-
Offsetting amounts due from related parties with loans from related parties	-	130	-	-

The accompanying condensed notes are an integral part of these interim financial information.

Major Cineplex Group Public Company Limited
Condensed Notes to the Interim Consolidated and Company Financial Information (Unaudited)
For the three-month period ended 31 March 2013

1 General information

Major Cineplex Group Public Company Limited (“the Company”) is a public limited company incorporated and resident in Thailand. The address of the Company’s registered office is as follows:

1839, 1839/1-6 Phaholyothin Road, Ladyao, Jatujak, Bangkok.

The Company is listed on the Stock Exchange of Thailand. For reporting purposes, the Company and its subsidiaries are referred to as “the Group”.

These group interim consolidated and company financial information have been authorised for issue by the Board of Directors on 10 May 2013.

These group interim consolidated and company financial information have been reviewed, not audited.

2 Basis of preparation

All amounts shown in the financial information and its notes are in thousands Thai Baht unless otherwise stated.

These interim consolidated and company financial information are prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543, being those Thai Accounting Standards issued under the Accounting Professions Act B.E. 2547, and the financial reporting requirements of the Securities and Exchange Commission. The primary financial statements (i.e. statement of financial position, income statement, statements of comprehensive income, changes in shareholders’ equity and cash flows) are prepared in the full format as required by the Securities and Exchange Commission. The notes to the financial information are prepared in a condensed format according to Thai Accounting Standard 34 “Interim Financial Reporting” and additional notes are presented as required by the Securities and Exchange Commission under the Securities and Exchange Act.

The interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2012.

An English version of the interim consolidated and company financial information have been prepared from the interim financial information that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language interim financial information shall prevail.

3 Summary of significant accounting policies

The accounting policies used in the preparation of the interim financial information are consistent with those used in the annual financial statements for the year ended 31 December 2012 except as described below.

The new/revised accounting standards, and related interpretation which are effective on 1 January 2013 are as follows:

TAS 12	Income Taxes
TAS 20 (Revised 2009)	Accounting for Government Grants and Disclosures of Government Assistance
TAS 21 (Revised 2009)	The Effect of Changes in Foreign Exchange Rates
TFRS 8	Operating Segments
TSIC 10	Government Assistance - No Specific Relation to Operating Activities
TSIC 21	Income Taxes - Recovery of Revalued Non-Depreciable Assets
TSIC 25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders

New accounting policies resulting from new/revised accounting standards and related interpretations that have material impacts to the Group are disclosed in Note 4.

3 Summary of significant accounting policies (Cont'd)

New interpretations which are effective on 1 January 2014 are as follows:

TFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities
TFRIC 4	Determining whether an Arrangement contains a Lease
TFRIC 5	Right to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
TFRIC 7	Applying the Restatement Approach under TAS 29 Financial Reporting in Hyperinflationary Economics
TFRIC 10	Interim Financial Reporting and Impairment
TFRIC 12	Service Concession Arrangements
TFRIC 13	Customer Loyalty Programmes
TSIC 29	Service Concession Arrangements: Disclosure

The new interpretations that are relevant to the Group are TFRIC 1 and TFRIC 13 as detailed below.

TFRIC 1 provides guidance on accounting for changes in the measurement of an existing decommissioning, restoration and similar liability that result from changes in estimated timing or amount of the outflow of resources embodying economic benefits required to settle the obligation, or a change in the discount rate. This interpretation has no impact to the Group.

TFRIC 13 clarifies that where goods or services are sold together with a customer loyalty incentive (for example, loyalty points or free products), the arrangement is a multiple-element arrangement, and the consideration received or receivable from the customer is allocated between the components of the arrangement using fair values. The Group applied this interpretation.

New accounting standard which is effective on 1 January 2016 and is not relevant to the Group:

TFRS 4	Insurance Contracts
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Costs that are incurred unevenly during the financial year are anticipated or deferred in the interim report only if it would be also appropriate to anticipate or defer such costs at the end of the financial year.

4 New accounting standards

4.1 Current and deferred income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in the countries where the company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised, using the liability method, on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred income tax is provided on temporary differences arising from investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

The Group restated prior year financial statements due to a change in accounting policy of income taxes.

The effects of change in accounting policy of the above to the statements of financial position of the Group as at 1 January 2012 and 31 December 2012 are as follows;

	Unit: Baht'000					
	Consolidated					
	At 1 January 2012			At 31 December 2012		
	Originally stated	Adjustments	Restated	Originally stated	Adjustments	Restated
Increase in deferred tax assets	-	19,923	19,923	-	253	253
Increase in deferred tax liabilities	-	(221,249)	(221,249)	-	(236,894)	(236,894)
Decrease in investment in associates and interest in joint ventures	2,090,396	(191,016)	1,899,380	2,122,050	(110,346)	2,011,704
Decrease in retained earnings	928,700	(418,270)	510,430	1,050,947	(334,104)	716,843
Decrease in other components of shareholders' equity	(129,755)	25,928	(103,827)	64,416	(12,884)	51,532

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4 New accounting standards (Cont'd)

4.1 Current and deferred income taxes (Cont'd)

Unit: Baht'000

	Company					
	At 1 January 2012			At 31 December 2012		
	Originally stated	Adjustments	Restated	Originally stated	Adjustments	Restated
Increase in deferred tax assets	-	19,728	19,728	-	-	-
Increase in deferred tax liabilities	-	-	-	-	(12,655)	(12,655)
(Decrease) increase in retained earnings	1,074,926	(6,200)	1,068,726	1,136,064	229	1,136,293
Decrease in other components of shareholders' equity	(129,755)	25,928	(103,827)	64,416	(12,884)	51,532

The effects to the income statements for the three-month period ended 31 March 2012 are as follows;

Unit: Baht'000

	Consolidated			Company		
	Originally stated	Adjustments	Restated	Originally stated	Adjustments	Restated
Increase in share of result of investments - equity method	55,688	2,513	58,201	-	-	-
Increase (decrease) in income tax	62,022	41	62,063	49,993	(180)	49,813
Increase in profit for the period	236,280	2,472	238,752	202,442	180	202,622
Decrease in other comprehensive income for the period	32,293	(6,509)	25,784	32,293	(6,509)	25,784
Basic earnings per share (Baht)	0.27	-	0.27	0.23	-	0.23
Diluted earnings per share (Baht)	0.26	0.1	0.27	0.23	-	0.23

4.2 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as chief executive officer that makes strategic decisions.

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5 Segment information

Financial information by business segments is as follows:

	Consolidated						Unit: Million Baht
	Cinema business	Advertising business	Bowling and Karaoke business	Rental and services business	VCD/DVD and film rights distribution	Film production	Consolidated
For the three-month period ended 31 March 2013							
Revenues							
Gross segment revenues	1,204	157	123	148	197	42	1,871
Inter-segment revenues	(65)	-	(19)	(25)	(72)	(19)	(200)
Net revenues	<u>1,139</u>	<u>157</u>	<u>104</u>	<u>123</u>	<u>125</u>	<u>23</u>	<u>1,671</u>
Segment results	<u>186</u>	<u>108</u>	<u>(15)</u>	<u>13</u>	<u>(42)</u>	<u>(16)</u>	<u>234</u>
Gain on disposal of investment							156
Unallocated costs							(25)
Operating profit							<u>365</u>
For the three-month period ended 31 March 2012							
Revenues							
Gross segment revenues	1,089	129	131	151	235	85	1,820
Inter-segment revenues	(61)	(5)	(20)	(22)	(10)	(35)	(153)
Net revenues	<u>1,028</u>	<u>124</u>	<u>111</u>	<u>129</u>	<u>225</u>	<u>50</u>	<u>1,667</u>
Segment results	<u>127</u>	<u>70</u>	<u>(13)</u>	<u>18</u>	<u>3</u>	<u>(4)</u>	<u>201</u>
Gain on disposal of investment							62
Unallocated income							15
Operating profit							<u>278</u>

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6 Operating profit

Non-operating transactions including in operating profit for the interim period are as follows:

For the three-month periods ended	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Impairment of assets	2,768	11,022	-	-
Doubtful debts (reversal)	(759)	(1,738)	-	-
Loss on inventory (Note 11)	1,204	2,917	-	-
Loss on goods returns (reversal)	(849)	(4,379)	-	-

7 Income tax

For the three-month periods ended	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 March 2012	31 March 2013	31 March 2012
Current tax	78,608	62,022	63,093	49,993
Deferred income tax (Note 13)	(516)	41	(283)	(180)
Income tax	78,092	62,063	62,810	49,813

8 Earnings per share

Earnings per share attributable to shareholders of the parent is calculated by dividing the profit attributable to shareholders of the parent by the weighted average number of paid-up ordinary shares in issue during the period.

The diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares.

For the three-month periods ended	Unit: Shares'000	
	Consolidated and Company	
	31 March 2013	31 March 2012
Number of weighted average shares:		
- basic	887,576	881,897
- diluted	889,517	894,637

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9 Investments

	Unit: Baht'000	
	Consolidated and Company	
	31 March 2013	31 March 2012
Current	-	-
Non-current	391,341	372,406
	<u>391,341</u>	<u>372,406</u>

9.1) Non-current

Movements of short-term investment are as follows:

	Unit: Baht'000
	Consolidated and Company
	31 March 2013
Opening book value	372,406
Change in fair value of investment	18,935
Closing book value	<u>391,341</u>

10 Trade and other receivables, net

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Third parties				
- Trade accounts receivable	756,107	828,289	56,826	65,915
- unbilled revenue	225,857	147,506	106,248	36,204
Total	981,964	975,795	163,074	102,119
<u>Less</u> Allowance for doubtful accounts	(50,104)	(50,437)	-	-
Trade accounts receivable - Third parties, net	931,860	925,358	163,074	102,119
Trade accounts receivable				
- Related parties (Note 23)	22,727	8,861	129,215	132,622
Amounts due from related parties (Note 23)	42,359	43,904	249,173	280,200
Other accounts receivable	284,906	397,502	176,881	283,912
Prepaid expenses	69,334	77,935	53,007	51,771
Trade account and other receivables	<u>1,351,186</u>	<u>1,453,560</u>	<u>771,350</u>	<u>850,624</u>

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10 Trade and other receivables, net (Cont'd)

Outstanding trade accounts receivable can be analysed as follows:

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Unbilled revenue	225,857	147,506	106,248	36,204
Trade accounts receivable				
Current	246,932	392,684	34,253	32,465
Overdue less than 3 months	234,148	220,244	20,768	31,110
3 - 6 months	52,546	75,603	357	545
Over 6 months	222,481	139,758	1,448	1,795
Total	981,964	975,795	163,074	102,119
<u>Less</u> Allowance for doubtful accounts	(50,104)	(50,437)	-	-
Trade accounts receivable, net	931,860	925,358	163,074	102,119

11 Inventories, net

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Foods and beverages	38,483	48,595	25,940	33,104
VCD and DVD, net of allowance	70,358	71,268	-	-
Supplies and others	11,172	11,650	2,949	5,007
Goods in transit	678	728	-	-
Inventories, net	120,691	132,241	28,889	38,111

The allowance for obsolescence amounting to Baht 1.20 million was recognised in the consolidated income statement for the three-month period ended 31 March 2013 (31 March 2012: amounting to Baht 2.92 million).

12 Property, plant, equipment and intangible assets, net

	Unit: Baht'000			
	Consolidated		Company	
	Property, plant and equipment, net	Intangible assets, net	Property, plant and equipment, net	Intangible assets, net
For the three-month period ended				
31 March 2013				
Opening net book amount	5,332,126	366,907	2,432,849	49,475
Additions	280,696	128,077	240,570	2,644
Disposals	(193)	-	(556)	-
Write-off	(12,774)	-	(350)	-
Depreciation/amortisation	(131,226)	(116,398)	(60,991)	(3,644)
Impairment of asset	-	(2,751)	-	-
Closing net book amount	5,468,629	375,835	2,611,522	48,475

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12 Property, plant, equipment and intangible assets, net (Cont'd)

Capital expenditure contracted for at the statement of financial position date, but not recognised in the financial statements is presented as follows:

	Currency	Consolidated		Company	
		31 March 2013	31 December 2012	31 March 2013	31 December 2012
		Thousand	Thousand	Thousand	Thousand
Property, plant and equipment	THB	60,432	67,286	60,432	45,207
Intangible assets	THB	43,500	43,500	-	-
	USD	6,712	6,671	-	-
	EURO	48	62	-	-
Total	THB	103,932	110,786	60,432	45,207
	USD	6,712	6,671	-	-
	EURO	48	62	-	-
Total in Thai Baht		303,418	318,650	60,432	45,207

13 Deferred income taxes

Deferred income taxes are calculated in full on temporary differences, using the liability method and using a principal tax rate of 20% for 2013 onwards (2012: 23%). The deferred taxation related to the temporary differences between the carrying amounts and the tax bases of assets and liabilities of the Group are summarised below:

	Unit: Baht'000			
	Consolidated			
	31 December 2012	Credit (debit) to income statement	Credit to other comprehensive income	31 March 2013
Deferred income tax assets				
Impairment loss of investment in subsidiary	600	-	-	600
Depreciation	2,295	(83)	-	2,212
Leased assets	40,009	(1,397)	-	38,612
Prepaid rents	422	(6)	-	416
Finance lease liabilities	4,805	11	-	4,816
Employee benefit obligations	2,914	95	-	3,009
Provision for customers loyalty program	3,374	(534)	-	2,840
Prepaid income	6,066	1,533	-	7,599
	60,485	(381)	-	60,104
Deferred income tax liabilities				
Available-for-sale investment	(12,883)	-	(3,787)	(16,670)
Investment in associates and interest in joint ventures	(12,318)	(434)	-	(12,752)
Amortisation	(675)	(70)	-	(745)
Finance lease receivables	(5,188)	51	-	(5,137)
Depreciation	(32,119)	(1,813)	-	(33,932)
Prepaid rental and services income	(233,943)	3,163	-	(230,780)
	(297,126)	897	(3,787)	(300,016)
Deferred income taxes, net	(236,641)	516	(3,787)	(239,912)

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13 Deferred income taxes (Cont'd)

	Unit: Baht'000		
	Company		
	31 December 2012	Credit (debit) to income statement	Credit to other comprehensive income
			31 March 2013
Deferred income tax assets			
Impairment loss of investment in subsidiary	600	-	-
Depreciation	769	(32)	-
Finance lease liabilities	4,084	11	-
Employee benefit obligations	2,086	67	-
Provision for customers loyalty program	3,374	(534)	-
Prepaid income	6,067	1,533	-
	<u>16,980</u>	<u>1,045</u>	<u>-</u>
Deferred income tax liabilities			
Available-for-sale investment	(12,883)	-	(3,787)
Amortisation	(407)	(130)	-
Depreciation	(16,345)	(632)	-
	<u>(29,635)</u>	<u>(762)</u>	<u>(3,787)</u>
Deferred income taxes, net	<u>(12,655)</u>	<u>283</u>	<u>(3,787)</u>

The presentation in the statements of financial position are as follows:

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Deferred income tax assets	269	253	-	-
Deferred income tax liabilities	(240,181)	(236,894)	(16,159)	(12,655)
Deferred income taxes, net	<u>(239,912)</u>	<u>(236,641)</u>	<u>(16,159)</u>	<u>(12,655)</u>

14 Prepaid rents

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Current portion	34,653	34,653	9,473	9,473
Long-term portion	512,400	520,938	166,508	168,876
Total	<u>547,053</u>	<u>555,591</u>	<u>175,981</u>	<u>178,349</u>

	Unit: Baht'000	
	Consolidated	Company
For the three-month period ended 31 March 2013		
Opening net book amount	555,591	178,349
Amortisation	(8,538)	(2,368)
Closing net book amount	<u>547,053</u>	<u>175,981</u>

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15 Trade and other payables

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Trade account and note payables	591,667	642,280	458,879	443,586
Amounts due to related parties (Note 23)	54,665	35,392	135,408	114,535
Other payables	250,979	275,803	129,549	128,694
Accrued expenses	322,211	334,916	105,001	120,694
Prepaid rental and service income	248,240	239,052	146,733	137,610
Trade account and other payables	<u>1,467,762</u>	<u>1,527,443</u>	<u>975,570</u>	<u>945,119</u>

Prepaid rental and service income included cash advanced from customers amounting to Baht 56.69 million (31 December 2012: Baht 58.41 million), which received from selling of cash cards, being deposited at banks. In order to comply with the Notification of the Bank of Thailand applicable to the electronic card business, the balance of the deposit has to be maintained at the outstanding value of the cash cards on hands of the customers as the minimum.

16 Borrowings

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Current				
Bank overdrafts	-	36,668	-	-
Short-term loans from financial institutions	841,700	764,800	300,000	200,000
Total bank overdrafts and short-term loans from financial institutions	<u>841,700</u>	<u>801,468</u>	<u>300,000</u>	<u>200,000</u>
Current portion of long-term borrowings:				
- Finance lease liabilities	1,221	1,336	293	298
- Bank borrowings	84,607	79,454	40,000	40,000
- Debenture	800,000	800,000	800,000	800,000
Total current portion of long-term borrowings	<u>885,828</u>	<u>880,790</u>	<u>840,293</u>	<u>840,298</u>
Non-current portion				
- Finance lease liabilities	23,798	24,036	21,331	21,402
- Bank borrowings	149,932	145,660	90,000	100,000
- Debenture	1,000,000	1,000,000	1,000,000	1,000,000
Total non-current portion of long-term borrowings	<u>1,173,730</u>	<u>1,169,696</u>	<u>1,111,331</u>	<u>1,121,402</u>
Total borrowings	<u>2,901,258</u>	<u>2,851,954</u>	<u>2,251,624</u>	<u>2,161,700</u>

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16 Borrowings (Cont'd)

The interest rate exposure on the borrowing of the Group and the Company (excluded finance leases liabilities) is as follows:

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Borrowings:				
- at fixed rates	2,771,700	2,704,800	2,230,000	2,140,000
- at floating rates	104,539	121,782	-	-
	<u>2,876,239</u>	<u>2,826,582</u>	<u>2,230,000</u>	<u>2,140,000</u>

The movements in long-term borrowings (excluding finance lease liabilities) can be analysed as follows:

	Unit: Baht'000	
	Consolidated	Company
For the three-month period ended 31 March 2013		
Opening amount	225,114	140,000
Additions	30,400	-
Repayments	(20,975)	(10,000)
Closing amount	<u>234,539</u>	<u>130,000</u>

Long-term bank borrowings bear interest at the rate at ranging from 4.00% to 4.60% per annum, and are secured by pledge of property, building, leasehold rights and operating lease contracts.

Debentures

	Unit: Baht'000	
	Consolidated	Company
For the three-month period ended 31 March 2013		
Opening amount	1,800,000	1,800,000
Closing amount	<u>1,800,000</u>	<u>1,800,000</u>

Borrowing facilities

As at 31 March 2013, the available credit facilities from financial institutions of the Group and the Company are Baht 4,773.76 million and Baht 4,275.00 million, respectively (31 December 2012: Baht 4,843.42 million and Baht 4,375.00 million, respectively). The facilities, mainly expiring within 3 years, are subject to review at various dates. The facilities have been arranged to mainly used for cinema construction and working capital.

17 Share capital and premium on share capital

	Authorised number of shares Shares'000	Issued and fully paid up shares		
		Number of shares Shares'000	Ordinary shares Baht'000	Shares premium Baht'000
At 1 January 2013	904,501	887,576	887,576	3,919,499
At 31 March 2013	<u>904,501</u>	<u>887,576</u>	<u>887,576</u>	<u>3,919,499</u>

As at 31 March 2013, the total authorised number of ordinary shares is 904.50 million shares (31 December 2012: 904.50 million shares) with a par value of Baht 1 per share (31 December 2012: Baht 1 per share).

18 Warrants

Warrants issued and offered to directors and employees (ESOP)

The Company and a subsidiary issued and offered warrants to directors and employees (ESOP-W4 and ESOP-W1, respectively) of the Company and its subsidiaries, which are in registered form and are non-transferable. The warrants have no offered price and their terms do not exceed 5 years from the issued date.

	Unit: Baht'000	
	Consolidated	Company
For the three-month period ended 31 March 2013		
Opening balance	9,191	8,900
Amortisation	2,966	2,361
Closing balance	<u>12,157</u>	<u>11,261</u>

During the three-month period ended 31 March 2013, warrants have not been exercised since the offered price exceeds the market price.

During the three-month period ended 31 March 2013, there is no change in the condition of warrants (ESOP - W4 and ESOP - W1).

19 Commitments and contingencies

i) Bank guarantees and letter of credits

As at 31 March 2013, there are outstanding bank guarantees and letter of credits given on behalf of the Group to third parties amounting to Baht 167.80 million (31 December 2012: Baht 183.57 million).

ii) Guarantees

As at 31 March 2013, the Company and a subsidiary have given guarantees for bank loans granted to subsidiaries and an associate for a total of Baht 646.24 million (31 December 2012: Baht 681.71 million).

iii) Operating lease commitments - where a Group is the lessee

The Company and its subsidiaries have commitment obligations in terms of long-term lease of land, buildings and service contracts. The future aggregate non-cancellable minimum lease and service payments under the contracts are as follows:

	Unit: Million Baht			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Not later than 1 year	796	766	504	499
Later than 1 year but not later than 5 years	3,088	3,093	2,020	2,032
Later than 5 years	5,081	5,235	2,411	2,503
	<u>8,965</u>	<u>9,094</u>	<u>4,935</u>	<u>5,034</u>

In addition to the minimum lease and service payments, the Group also has obligations in respect of lease of buildings and service contracts based on revenue sharing with the lessors.

iv) Commitment from film productions

As at 31 March 2013, the Group has commitments in respect of payments to film directors amounting to Baht 18.47 million (31 December 2012: Baht 10.79 million).

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20 Cash flows from operating activities

Reconciliation of profit before income tax to cash flows from operating activities:

For the three-month periods ended	Notes	Unit: Baht'000			
		Consolidated		Company	
		31 March 2013	31 March 2012	31 March 2013	31 March 2012
Profit before income tax		378,522	300,815	332,608	252,435
Adjustments for:					
Depreciation and amortisation	12, 14	256,162	292,905	67,003	72,011
Doubtful debts (reversal)	6	(759)	(1,738)	-	-
Loss on diminution in value of inventories	6	1,204	2,917	-	-
Provision for sales returns (reversal)	6	(849)	(4,379)	-	-
Impairment loss on assets	6	2,768	11,022	-	-
Loss (gain) on disposals of equipment		40	-	(46)	-
Loss from write-off of equipment	12	12,774	-	350	-
Gain on disposals of investments in associate	21	(156,440)	(62,432)	(166,795)	(74,409)
Shares of results of investments in associates and joint ventures	21	(44,765)	(58,201)	-	-
Provision for customers loyalty program		(2,670)	(1,190)	(2,670)	(1,190)
Employee benefit obligations		579	584	332	310
Warrants	18	2,966	-	2,361	-
Dividends income		-	-	(26,680)	(37,936)
Interest income		(2,679)	(6,293)	(16,629)	(22,505)
Finance costs		31,203	35,213	26,472	27,681
Changes in operating assets and liabilities:					
- trade and other receivables		136,824	56,357	113,915	74,679
- inventories		10,346	2,175	9,222	6,760
- movies under productions		(20,567)	5,787	-	-
- other current assets		6,575	(8,171)	(3,011)	(3,259)
- finance lease receivables		42	46	-	-
- long-term account receivable		4,920	4,544	4,920	4,544
- other non-current assets		2,515	(3,879)	1,518	(409)
- trade and other payables		(196,974)	(34,547)	(112,154)	7,224
- other current liabilities		(21,052)	(3,268)	(853)	(10,482)
- other non-current liabilities		(3,729)	(9,853)	(397)	(629)
Cash flows from operating activities		396,956	518,414	229,466	294,825

21 Investments in subsidiaries, associates and interest in joint ventures

21.1) Investment in subsidiaries

Movements of investment in subsidiaries can be analysed as follows:

	Unit: Baht'000
	Company
Opening net book amount	2,430,829
<u>Less</u> Impairment	<u>(3,000)</u>
Closing net book amount	<u><u>2,427,829</u></u>
For the three-month period ended 31 March 2013	
Opening net book amount	2,351,200
Investment	87,249
Share reduction	<u>(10,620)</u>
Closing net book amount	<u><u>2,427,829</u></u>

Additional of investment in subsidiaries

Major Holding International Co., Ltd. (“MHD”)

On 8 January 2013, the Company has made investment in MHD, a holding company, totalling Baht 1.00 million. The acquisition resulted in shareholding percentage of 99.96%.

M Picture Entertainment Public Company Limited (“MPIC”)

During the three-month period ended 31 March 2013, the Company has made additional investment in MPIC of 39.66 million shares totalling Baht 86.25 million. The acquisition resulted in the change in shareholding percentage from 67.86% to 74.05%. The difference from additional investment of Baht 81.51 million was recognised as “Discount from business combination under common control” in the consolidated shareholders’ equity.

Share reduction of subsidiaries

Chiangmai Cineplex Co., Ltd. (“CMC”)

The shareholders of CMC have approved to decrease the registered share capital from par value of Baht 25 per share to Baht 7 per share for 200,000 shares, totalling Baht 3.60 million. The Company received a share reduction totalling Baht 3.60 million on 2 January 2013.

Udorn Five Star Cineplex Co., Ltd. (“UDF”)

The shareholders of UDF have approved to decrease the registered share capital from par value of Baht 25 per share to Baht 7 per share for 390,000 shares, totalling Baht 7.02 million. The Company received a share reduction totalling Baht 7.02 million on 2 January 2013.

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21 Investments in subsidiaries, associates and interest in joint ventures (Cont'd)

21.2) Investment in associates

Movements of investment in associates can be analysed as follows:

	Unit: Baht'000	
	Consolidated	Company
For the three-month period ended 31 March 2013		
Opening net book amount	1,883,886	1,716,422
Effect from change in accounting policy (Note 4.1)	(107,386)	-
Balance after adjustment	1,776,500	1,716,422
Acquisitions	143,659	143,659
Disposals	(59,321)	(48,966)
Dividends received	(26,680)	-
Share of results	43,583	-
Closing net book amount	<u>1,877,741</u>	<u>1,811,115</u>

Gain on disposals of assets to the Property Fund will be realised on the straight-line basis over the lease contracts period of the buildings leased out to the Property Fund. During the three-month period ended 31 March 2013, the Group realised gain on disposals of Baht 4.08 million in the consolidated income statement.

During the three-month period ended 31 March 2013, the Company received dividends income from associates amounting to Baht 26.68 million (31 March 2012: Baht 37.94 million), which was recognised in "Other income" in the company income statement and recognised in "Investment in associates" in the consolidated statement of financial position.

Siam Future Development Public Company Limited ("SF")

Additional of investment in associate

During the three-month period ended 31 March 2013, the Company has made additional investment in SF of 16.48 million shares totalling Baht 143.60 million.

Disposal of investment in associate

During the three-month period ended 31 March 2013, the Company disposed its investment in SF of 20.34 million shares for the considerations of Baht 215.76 million and recognised gain from disposal amounting to Baht 156.44 million, and Baht 166.79 million, which included in "Other income" in the consolidated and company income statements, respectively.

The aforesaid additional and disposal of investment resulted in the change to shareholding percentage from 20.49% to 20.16%.

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21 Investments in subsidiaries, associates and interest in joint ventures (Cont'd)

21.3) Interest in joint ventures

Movements of interest in joint ventures can be analysed as follows:

	Unit: Baht'000	
	Consolidated	Company
For the three-month period ended 31 March 2013		
Opening net book amount	238,164	216,793
Effect from change in accounting policy (Note 4.1)	(2,960)	-
Balance after adjustment	235,204	216,793
Share of results	1,182	-
Closing net book amount	236,386	216,793

21.4) The details of investments in subsidiaries, associates and interest in joint ventures are as follows:

Subsidiaries	Nature of business	Nature of relationship	% Ownership interest
Major Cineplex Property Co., Ltd.	Building space for rent	Shareholder	99.99
Major Cineplex Services Co., Ltd.	Utilities services	Shareholder	99.99
Chiangmai Cineplex Co., Ltd.	Cinema services	Shareholder	99.99
Ratchayothin Management Co., Ltd.	Utilities services	Shareholder	99.99
Ratchayothin Cinema Co., Ltd.	Cinema services	Shareholder	99.99
Ratchayothin Realty Co., Ltd.	Building space for rent	Shareholder	99.99
Major Bowl Group Co., Ltd.	Bowling, Karaoke and entertainment services	Shareholder	99.99
Major Cinead Co., Ltd.	Advertising and advisory services	Shareholder	99.93
Bangkok Imax Theater Co., Ltd.	Cinema services	Shareholder	99.93
Udon Five Star Cineplex Co., Ltd.	Cinema services	Shareholder	99.99
Siam Cineplex Co., Ltd.	Cinema services	Shareholder	99.99
EGV Entertainment Public Company Limited ("EGV")		shareholding	
M Picture Entertainment Public Company Limited ("MPIC")	Publishing, advertising and distribution of film rights	Shareholder	74.05
Talent One Co., Ltd.	Film production and services for all forms of entertainment	Shareholder	80.00
Major Holding International Co., Ltd.*	Investing and holding	Shareholder	99.96

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21 Investments in subsidiaries, associates and interest in joint ventures (Cont'd)

21.4) The details of investments in subsidiaries, associates and interest in joint ventures are as follows:
(Cont'd)

Subsidiaries	Nature of business	Nature of relationship	% Ownership interest
Subsidiaries under EGV			
Entertain Golden Village Exhibition Co., Ltd.	Cinema services, advertising services	Indirect shareholding	99.96
EGV Exhibition Co., Ltd.	Cinema services, advertising services, area for rent	Indirect shareholding	99.96
EGV Five Star Co., Ltd.	Cinema services, advertising services	Indirect shareholding	99.96
Subsidiaries under MPIC			
TV Forum Co., Ltd.	Television media business	Indirect shareholding	74.05
M Picture Co., Ltd.	Distribution of film rights for cinema services, VCD/DVD production and TV broadcast	Indirect shareholding	74.05
M.V.D. Co., Ltd. (“MVD”)	Distribution of VCD/DVD and film rights	Indirect shareholding	74.05
M Thirtynine Co., Ltd.	Studio movie production	Indirect shareholding	74.05
Subsidiary under MVD			
Pacific Media Sale Co., Ltd.	Distribution of tape, CD, VDO, VCD and DVD	Indirect shareholding	73.60
* New company established in this quarter.			
Associates			
Siam Future Development Public Company Limited (“SF”)	Rental of building space and utilities services	Shareholder	20.16
Ratchayothin Avenue Co., Ltd.	Rental of building space and utilities services	Shareholder Indirect shareholding via SF	50.00 10.08
Major Cineplex Lifestyle Leasehold Property Fund	Rental of building and utilities services	Shareholder	33.00
Thaiticketmajor Co., Ltd.	Agent for selling of tickets	Shareholder	40.00
Joint ventures			
PVR blu-O Entertainment Limited (“PVR blu-O”)	Bowling, Karaoke and entertainment	Shareholder	49.00
Major Kantana Broadcasting Company Limited	Cable television services	Shareholder	44.99
K Arena Co.,Ltd.	Karaoke services	Shareholder	50.00

All subsidiaries and associates are incorporated in Thailand except PVR blu-O, which is incorporated in India. All holdings are investments in ordinary shares and investment unit in the Property Fund.

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22 Non-controlling interest

	Unit: Baht'000
	Consolidated
	31 March
	2013
Opening balance	87,145
Purchase of investment from non-controlling interest	(4,740)
Share of result	(267)
Closing balance	<u>82,138</u>

23 Related party transactions

The significant investments in subsidiaries, associates and joint ventures are set out in Note 21.

Other related companies are companies belonging to directors and directors' family of the Company and is therefore related parties.

The following significant transactions were carried out with related parties:

i) Sales of goods and services and others

	Unit: Baht'000			
	Consolidated		Company	
For the three-month periods ended 31 March	2013	2012	2013	2012
Sales of goods and services				
Subsidiaries	-	-	67,874	65,235
Associates	825	991	534	12,466
Leasehold Property Fund	14,603	15,098	35,438	35,347
Joint Ventures	1,221	281	126	120
Related parties	19,809	16,728	1,501	2,531
	<u>36,458</u>	<u>33,098</u>	<u>105,473</u>	<u>115,699</u>
Sale of equipment				
Subsidiaries	-	-	556	-

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23 Related party transactions (Cont'd)

ii) Purchases of goods and services and others

For the three-month periods ended 31 March	Unit: Baht'000			
	Consolidated		Company	
	2013	2012	2013	2012
Purchases of goods and services				
Subsidiaries	-	-	51,010	51,308
Associates	9,919	10,394	7,711	7,605
Leasehold Property Fund	36,086	34,986	26,271	25,525
Related parties	30,732	25,613	28,597	23,218
	<u>76,737</u>	<u>70,993</u>	<u>113,589</u>	<u>107,656</u>
Management's remunerations				
Management	10,414	12,918	5,599	7,521

iii) Outstanding balances arising from sales/purchases of goods/services and others

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Trade accounts receivable (included unbilled receivables)				
Subsidiaries	-	-	128,559	130,858
Associates	6,165	3,984	193	1,075
Joint venture	995	1,647	218	436
Related parties	15,567	3,230	245	253
	<u>22,727</u>	<u>8,861</u>	<u>129,215</u>	<u>132,622</u>
Amounts due from related parties				
Subsidiaries	-	-	228,232	258,704
Associates	20,170	22,812	6,309	6,945
Joint venture	5,900	10,173	3,963	4,110
Related parties	16,289	10,919	10,669	10,441
	<u>42,359</u>	<u>43,904</u>	<u>249,173</u>	<u>280,200</u>
Deposit (included in "Other non-current assets")				
Associates	8,979	8,979	3,460	3,460
Related parties	2,000	2,600	2,000	2,600
	<u>10,979</u>	<u>11,579</u>	<u>5,460</u>	<u>6,060</u>

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23 Related party transactions (Cont'd)

iii) Outstanding balances arising from sales/purchases of goods/services and others (Cont'd)

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Finance lease receivables				
Related parties	1,809	1,827	-	-
	<u>1,809</u>	<u>1,827</u>	<u>-</u>	<u>-</u>
Trade accounts payable (included in "Trade accounts and notes payable")				
Subsidiaries	-	-	109,701	86,435
Associates	16,297	9,130	15,444	7,723
Joint venture	89	-	36	-
Related parties	1,110	1,056	970	952
	<u>17,496</u>	<u>10,186</u>	<u>126,151</u>	<u>95,110</u>
Other payables (included in "Amounts due to related parties")				
Subsidiaries	-	-	87,221	83,396
Associates	34,646	22,404	33,719	21,286
Joint venture	1,804	2,186	-	139
Related parties	15,252	6,960	11,818	6,414
Board	2,963	3,842	2,650	3,300
	<u>54,665</u>	<u>35,392</u>	<u>135,408</u>	<u>114,535</u>
Advance received for rental And services (included in "Other non-current liabilities")				
Associate	28,888	29,150	-	-
Related parties	16,712	17,090	-	-
	<u>45,600</u>	<u>46,240</u>	<u>-</u>	<u>-</u>

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23 Related party transactions (Cont'd)

iii) Outstanding balances arising from sales/purchases of goods/services and others (Cont'd)

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Deposits received (included in "Other non-current liabilities")				
Subsidiaries	-	-	983	983
Associates	120,003	120,003	-	-
Related parties	5,243	5,796	135	135
	<u>125,246</u>	<u>125,799</u>	<u>1,118</u>	<u>1,118</u>
Finance lease liabilities (included in "Long-term borrowings")				
Associates	12,286	12,253	12,286	12,253
Related parties	8,191	8,169	8,191	8,169
	<u>20,477</u>	<u>20,422</u>	<u>20,477</u>	<u>20,422</u>

iv) Short-term loans to related parties

The short-term loans to related parties are loans to fellow subsidiaries of Major Cineplex Group Public Company Limited ("Major's Group") for the use of financing to other Major's Group companies. The short-term loans to related parties as at 31 March 2013 comprise unsecured loans repayable within 1 month which carry interest at the rate of 4.00% per annum.

The movements of short-term loans to related parties are shown below.

For the three-month period ended 31 March 2013	Unit: Baht'000
	Company
Opening balance	462,148
Loans borrowed during the period	316,383
Loans repaid during the period	(289,092)
Closing balance	<u>489,439</u>

The related interest income in the company income statement was Baht 4.41 million. As at 31 March 2013, the accrued interest income in the company statement of financial position was Baht 1.59 million.

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23 Related party transactions (Cont'd)

v) Long-term loans to related parties

For the three-month period ended 31 March 2013	Unit: Baht'000	
	Consolidated	Company
Subsidiaries and associates and employees		
Opening balance	6,612	1,006,613
Loans made during the period	16	205,016
Loans repayments during the period	(1,185)	(190,991)
Closing balance	5,443	1,020,638

The long-term loans to related parties are carrying interest at the rate of 4.00% per annum and there is no specific repayment date.

The interest income in the consolidated and company income statements were Baht 0.10 million and Baht 10.12 million, respectively. As at 31 March 2013, the accrued interest income in the company statements of financial position were Baht 166.09 million.

vi) Short-term loans from related parties

The short-term loans from related parties are loans from fellow subsidiaries of Major Cineplex Group Public Company Limited ("Major's Group") for the use of financing to other Major's Group companies. The short-term loans from related parties as at 31 March 2013 comprise unsecured loans repayable within 1 month which carry interest at the rate of 4.00% per annum.

The movements of short-term loans from related parties are shown below.

For the three-month period ended 31 March 2013	Unit: Baht'000
	Company
Opening balance	467,778
Loans borrowed during the period	255,381
Loans repaid during the period	(221,210)
Closing balance	501,949

The related interest expense in the company income statement was Baht 5.17 million. As at 31 March 2013, the accrued interest expense in the company statement of financial position was Baht 1.89 million.

24 Information on quality of assets

The quality of assets classified in accordance with the guidelines of the Securities Exchange Commission are as follows:

	Unit: Baht'000			
	Consolidated		Company	
	31 March 2013	31 December 2012	31 March 2013	31 December 2012
Trade account receivable				
Trade account receivable (net of deposit received from customer)	-	6,549	-	1,069
<u>Less</u> Allowance for doubtful account	-	(6,549)	-	(1,069)
Trade account receivable, net	-	-	-	-

25 Subsequent events

At the Annual General Shareholders Meeting held on 3 April 2013, the shareholders passed the following resolutions:

- 1) Approved dividends in respect of the operating results for the period from July to December 2012 at Baht 0.48 per share, totaling Baht 426 million. The dividend will be distributed to shareholders listed in the register on 4 March 2013. The dividends were distributed to the shareholders on 2 May 2013.
- 2) Approved to decrease the registered ordinary shares of the Company from Baht 904,500,990 to Baht 896,266,347 by reduction of 8,234,643 unissued ordinary shares at a par value of Baht 1 each totaling Baht 8,234,643 because of the expiration of warrant (ESOP-W3).

On 3 May 2013, the Company has invested in Digital Projector Management Co., Ltd., which engages in projector rental and system management amounting to Baht 4,999,700, representing 99.99% of its registered shares.

At the Board of Directors meeting No.2/2556 held on 10 May 2013, the meeting passed the resolution to dispose its investment in a subsidiary, Talent One Co., Ltd. and a joint venture, Major Kantana Boardcasting Co., Ltd. to another subsidiary, M Picture Entertainment Public Company Limited ("MPIC"), by swapping the newly issued ordinary shares of 16,580,000 shares of MPIC, at the considerations of Baht 44.99 million. However, the share swap transactions will be completed after the shareholders of MPIC approved the transactions and the Sales Purchase Agreements are signed and the precedent conditions as stipulated in the Sales Purchase Agreements have been fulfilled. The Company has received the newly issued ordinary shares of MPIC pursuant to the share swap. The management expects that the transactions will be completed within August 2013. The Company is currently in process of arrangements, and assessed the impact to the financial statements. As a result of share swap as above-mentioned, the Company may hold more than 75% of investment in MPIC (depend on the joint venture's decision whether to invest in MPIC or not) and trigger a tender offer as required by the announcement No. ๗๙. 12/2554 of the Securities Exchange Commission.