

(TRANSLATION)

REVIEW REPORT OF THE INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Shareholders and Board of Directors of MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED.

I have reviewed the accompanying consolidated and the Company balance sheets as of June 30, 2005, and the related consolidated and the Company statements of income for the quarters and for the six month period ended on June 30, 2005 and 2004, the related consolidated and the Company statement to changes in shareholders' equity and the related consolidated and the Company cash flow statements for the six month period ended on June 30, 2005 and 2004, of **MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED** and its subsidiaries, and of **MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED**, respectively. These financial statements are the responsibility of the company's management as to their correctness and completeness of the presentation. My responsibility is to report on these financial statements based on my reviews. I have not reviewed the interim financial statements of California Wow Xperience Public Co., Ltd. which is associated companies. The consolidated and the Company financial statements included investment in such associated companies in accordance with equity method as of June 30, 2005 by Baht 185.73 millions. Moreover, participating profit (loss) of associated companies for the quarter ended on June 30, 2005 and 2004 by Baht 6.30 millions and (1.06) millions, and for the six month period then ended by Baht 10.98 million and 0.69 million respectively. Apart from this, the consolidated and Company financial statements for the quarter and for the six month period ended on June 30, 2004, it combined participation profit of Siam Future Development Public Co., Ltd. by Baht 17.13 millions and Baht 27.50 millions respectively whereby I did not review interim financial statements of Siam Future Development Public Co., Ltd. which is associated company. The interim financial statements of such associated companies have been reviewed by other auditors. I have been furnished by the report of the other auditor. My report, insofar as it relates to the amount of various transactions of such associated company is based solely on the report of those auditor.

I conducted my reviews in accordance with the standards on auditing applicable to review engagements. These standards require that I plan and perform the reviews to obtain moderate assurance about whether the financial statements are free of significant misstatement. A review is limited primarily to inquiries to company personnel and analytical procedure applied to financial data and thus provides less assurance than an audit in accordance with generally accepted auditing standards, and accordingly, I do not express an opinion.

Based on my reviews and the reports of other auditor as discussed in the first paragraph, nothing has come to attention that cause me to believe that the financial statements are not presented fairly, in all material respects, in accordance with generally accepted accounting principles.

I have previously audited the consolidated and the Company financial statements for the year ended on December 31, 2004 of **MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED** and its subsidiary and of **MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED** respectively, in accordance with the generally accepted auditing standards. These financial statements included the investment in two associated companies at equity method which had been audited by other auditors. Based on my audit and the reports of the other auditors, I expressed an unqualified opinion in my report dated on February 23, 2005. The consolidated and the Company balance sheets as of December 31, 2004 which are comparative are an integral part of the Consolidated and the Company financial statements whereby I have audited and reported thereon. I have not performed any audit procedures subsequent to the date of that report.

S.K. ACCOUNTANT SERVICES COMPANY LIMITED

(Somchai Kurujitkosol)

Authorized Auditor No. 3277

Bangkok,

August 10, 2005

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY COMPANIES

BALANCE SHEETS

As of June 30, 2005 and December 31, 2004

	CONSOLIDATED		THE COMPANY ONLY	
	2005	2004	2005	2004
	'000 BAHT	'000 BAHT	'000 BAHT	'000 BAHT
	Unaudited	Audited	Unaudited	Audited
	Limited review only		Limited review only	
ASSETS				
CURRENT ASSETS				
Cash and Its Equivalent	221,179	320,848	64,463	109,066
Temporary Investments in Open Fund	101,221	1,236	100,150	172
Accounts and Notes Receivable-Net (Note 2.2,4)	143,480	151,026	35,762	21,208
Accounts Receivable-Advertisement-Net (Note 2.2,5)	244,317	225,619	27,989	5,243
Inventories (Note 6)	108,216	70,829	11,626	9,909
Other Current Assets				
Other Accounts Receivable-Subsidiary and Related Companies (Note 2.2)	-	-	164,861	149,613
Accrued Interest Receivable-Subsidiary and Related Companies (Note 2.2)	-	30	13,727	1,428
Accounts Receivable-Revenue Department	29,794	35,202	-	4,591
Prepaid Deposit of Share-Subscription (Note 7)	65,000	65,000	65,000	65,000
Suspended Input Tax	64,851	43,249	19,450	15,948
Other Accounts Receivable-Sale Promotion	23,073	18,953	12,363	18,953
Cash Guarantee (Note 8)	-	11,761	-	-
Others (Note 9)	113,502	70,993	52,336	21,501
TOTAL CURRENT ASSETS	1,114,633	1,014,746	567,727	422,632
NON-CURRENT ASSETS				
Investments in Subsidiary Companies (Note 10)	-	-	1,916,636	1,821,926
Investments in Associated Companies (Note 11)	438,073	455,629	437,364	454,302
Loans to Subsidiary and Related Companies (Note 2.2)	2,350	2,950	558,083	261,936
Loans to Employees	7,200	8,248	4,846	4,456
Property Plant and Equipment - Net (Note 12)	4,315,435	4,245,333	1,422,473	1,366,117
Other Non-Current Assets				
Lease and Services Contract Bond	73,254	65,444	42,968	37,660
Prepaid Leasehold Right Fee Repayable Instead of Subsidiary (Note 13)	-	200,000	-	200,000
Leasehold Rights and Services	318,788	54,000	68,788	54,000
Deferred Land Leasehold Rights	61,103	62,537	-	-
Deferred Building Area Leasehold Rights	168,446	173,559	9,165	9,797
Deferred Film Copy Rights (Note 14)	158,553	133,459	-	-
Assets Not Used for Operations-Net	-	-	-	-
Goodwill - Net	180,182	193,281	-	-
Negative Goodwill - Net	(3,790)	(3,961)	-	-
Others	44,138	56,220	2,591	5,189
TOTAL NON-CURRENT ASSETS	5,763,732	5,646,699	4,462,914	4,215,383
TOTAL ASSETS	6,878,365	6,661,445	5,030,641	4,638,015

Notes to financial statements are an integral part of these statements

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY COMPANIES

BALANCE SHEETS

As of June 30, 2005 and December 31, 2004

		CONSOLIDATED		THE COMPANY ONLY	
		2005	2004	2005	2004
		'000 BAHT	'000 BAHT	'000 BAHT	'000 BAHT
		Unaudited	Audited	Unaudited	Audited
		Limited review only		Limited review only	
LIABILITIES AND SHAREHOLDERS' EQUITY					
CURRENT LIABILITIES					
Bank Overdraft	(Note 15)	50,232	2,207	45,023	-
Short - Term Loans from Finance Institute	(Note 16)	938,000	1,173,067	400,000	400,000
Notes Payable		3,981	14,487	2,248	13,883
Accounts Payable	(Note 2.2)	406,566	380,965	213,134	132,818
Short-Term Loans from Other Company	(Note 17)	-	29,010	-	-
Current Portion of Long-Term Loans	(Note 18)	396,000	356,000	291,000	251,000
Current Portion of Liabilities under Financial Lease Agreement		56,410	41,337	55,321	40,318
Other Current Liabilities					
Accrued Expenses		128,158	97,526	32,821	43,040
Other Accounts Payable		140,129	85,777	17,794	13,452
Accrued Corporate Income Tax		92,359	46,304	32,358	14,838
Accounts Payable - Revenue Department		27,001	614	23,211	-
Accounts Payable for Assets Purchased and Construction Works		146,870	171,984	6,704	9,443
Others		111,540	83,640	55,405	34,423
TOTAL CURRENT LIABILITIES		2,497,246	2,482,918	1,175,019	953,215
NON-CURRENT LIABILITIES					
Loans from Subsidiary Companies	(Note 2.2)	-	-	29,700	122,679
Long-Term Loans	(Note 18)	1,139,438	1,097,438	969,500	875,000
Other Non-Current Liabilities					
Rental Bond		61,731	50,730	15,860	11,595
Deferred Leasehold Revenue		190,855	195,854	-	-
Deferred Service Revenue		128,399	131,716	-	-
Liabilities under Financial Lease Agreement-Net from Current Portion		16,208	57,130	14,939	55,742
Advance Received from Sales Promotion		15,000	20,000	15,000	20,000
Others		12,307	13,407	8,457	9,986
TOTAL NON-CURRENT LIABILITIES		1,563,938	1,566,275	1,053,456	1,095,002
TOTAL LIABILITIES		4,061,184	4,049,193	2,228,475	2,048,217

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY COMPANIES

BALANCE SHEETS

As of June 30, 2005 and December 31, 2004

	CONSOLIDATED		THE COMPANY ONLY	
	2005	2004	2005	2004
	<u>'000 BAHT</u>	<u>'000 BAHT</u>	<u>'000 BAHT</u>	<u>'000 BAHT</u>
	Unaudited	Audited	Unaudited	Audited
	Limited review only		Limited review only	
SHAREHOLDERS' EQUITY				
Share Capital				
Authorized Share Capital				
897,000,000 Ordinary Shares @ Baht 1.00	897,000	897,000	897,000	897,000
Issued and Paid-up Share Capital				
709,322,633 Ordinary Shares @ Baht 1.00	709,323	709,323	709,323	709,323
Premiums on Share Capital	1,840,200	1,840,200	1,840,200	1,840,200
Unrealized Gain on Temporary Investments in available for sale of Subsidiary and Associated Companies.	1	1	-	-
Retained Earnings				
Appropriated				
Legal Reserve (Note 20)	2,014	-	2,014	-
Unappropriated	250,629	40,275	250,629	40,275
Minority Shareholders' Interest	15,014	22,453	-	-
TOTAL SHAREHOLDERS' EQUITY	2,817,181	2,612,252	2,802,166	2,589,798
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	6,878,365	6,661,445	5,030,641	4,638,015

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY COMPANIES

STATEMENT OF INCOME

For the Quarters ended on June 30, 2005 and 2004

		CONSOLIDATED		THE COMPANY ONLY	
		2005	2004	2005	2004
		'000 BAHT	'000 BAHT (Restated)	'000 BAHT	'000 BAHT (Restated)
REVENUES FROM OPERATION					
Revenue from Cinema Business		638,801	415,421	329,369	300,073
Revenue from Bowling and Karaoke Business		115,004	65,533	30,915	50,477
Revenue from Rentals and Services Business		64,444	72,583	18,954	11,654
Revenue from Advertisement Business		136,611	53,336	40,880	14,700
Revenue from Sales VCD, DVD and Movie Copy Right Business		68,085	-	-	-
Revenue from Fitness Center Business		4,096	-	-	-
Other Incomes					
Sale Promotion Revenue		36,773	19,236	26,652	16,735
Administrative Revenue		3,700	1,200	42,958	41,994
Amortized Negative Goodwill		85	86	-	-
Others		25,681	6,752	16,876	5,444
Participating Profit in Subsidiary Companies		-	-	21,989	32,697
Participating Profit in Associated Companies	(Note 11)	9,591	15,306	10,062	15,306
TOTAL REVENUES		1,102,871	649,453	538,655	489,080
EXPENSES FROM OPERATION					
Cost of Cinema Business		504,226	303,796	256,377	237,768
Cost of Bowling and Karaoke Business		62,701	39,802	26,726	38,125
Cost of Rentals and Services Business		51,792	50,874	1,978	2,195
Cost of Advertisement Business		1,016	3,965	-	-
Cost of Sales VCD, DVD and Film Copy Right Business		72,180	-	-	-
Cost of Fitness Center Business		5,757	-	-	-
Amortized Good will		6,549	5,250	-	-
Selling and Administrative Expenses		219,520	103,286	94,270	87,386
Director's Remuneration		800	290	800	290
TOTAL EXPENSES		924,541	507,263	380,151	365,764
PROFIT(LOSS) FROM OPERATION BEFORE INTEREST EXPENSES AND					
CORPORATE INCOME TAX		178,330	142,190	158,504	123,316
INTEREST EXPENSES		(22,197)	(6,180)	(15,415)	(6,291)
CORPORATE INCOME TAX	(Note 21)	(46,419)	(31,281)	(26,164)	(12,534)
NET PROFIT(LOSS) BEFORE NET (PROFIT) LOSS OF MINORITY					
SHAREHOLDERS' INTEREST		109,714	104,729	116,925	104,491
NET (PROFIT) LOSS OF MINORITY SHAREHOLDERS' INTEREST		7,211	(238)	-	-
NET PROFIT(LOSS)		116,925	104,491	116,925	104,491
BASIC EARNING(LOSS) PER SHARE (Unit : Baht)	(Note 22)	0.16	0.18	0.16	0.18
DILUTED EARNING(LOSS) PER SHARE (Unit : Baht)	(Note 22)	-	0.17	-	0.17
WEIGHTED AVERAGE OF ORDINARY SHARES (Unit : '000 Share)	(Note 22)	709,323	587,710	709,323	587,710

Notes to financial statements are an integral part of these statements

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY COMPANIES

STATEMENT OF INCOME

For the Sixed month period ended on June 30, 2005 and 2004

		CONSOLIDATED		THE COMPANY ONLY	
		2005	2004	2005	2004
		'000 BAHT	'000 BAHT	'000 BAHT	'000 BAHT
			(Restated)		(Restated)
REVENUES FROM OPERATION					
Revenue from Cinema Business		1,237,124	796,003	610,822	585,685
Revenue from Bowling and Karaoke Business		205,448	133,053	79,558	104,909
Revenue from Rentals and Services Business		140,095	146,946	30,036	24,928
Revenue from Advertisement Business		305,705	92,905	82,392	29,566
Revenue from Sales VCD, DVD and Movie Copy Right Business		174,939	-	-	-
Revenue from Fitness Center Business		7,952	-	-	-
Other Incomes					
Sale Promotion Revenue		72,563	42,702	41,546	38,002
Administrative Revenue		7,900	2,400	86,816	73,446
Amortized Negative Goodwill		170	171	-	-
Others		38,233	13,050	26,290	8,551
Participating Profit in Subsidiary Companies		-	-	93,811	62,572
Participating Profit in Associated Companies	(Note 11)	14,442	27,427	15,061	27,427
TOTAL REVENUES		2,204,571	1,254,657	1,066,332	955,086
EXPENSES FROM OPERATION					
Cost of Cinema Business		969,737	559,484	483,653	442,498
Cost of Bowling and Karaoke Business		123,922	77,655	63,456	75,253
Cost of Rentals and Services Business		102,310	99,052	3,769	4,291
Cost of Advertisement Business		4,473	4,761	-	-
Cost of Sales VCD, DVD and Film Copy Right Business		132,444	-	-	-
Cost of Fitness Center Business		11,455	-	-	-
Amortized Good will		13,099	10,500	-	-
Selling and Administrative Expenses		443,830	214,776	195,170	180,505
Director's Remuneration		1,600	580	1,600	580
TOTAL EXPENSES		1,802,870	966,808	747,648	703,127
PROFIT(LOSS) FROM OPERATION BEFORE INTEREST EXPENSES AND					
CORPORATE INCOME TAX		401,701	287,849	318,684	251,959
INTEREST EXPENSES		(48,284)	(10,433)	(29,244)	(9,991)
CORPORATE INCOME TAX		(112,123)	(63,621)	(41,606)	(28,466)
NET PROFIT(LOSS) BEFORE NET (PROFIT) LOSS OF MINORITY					
SHAREHOLDERS' INTEREST	(Note 21)	241,294	213,795	247,834	213,502
NET (PROFIT) LOSS OF MINORITY SHAREHOLDERS' INTEREST		6,540	(293)	-	-
NET PROFIT(LOSS)		247,834	213,502	247,834	213,502
BASIC EARNING(LOSS) PER SHARE (Unit : Baht)	(Note 22)	0.34	0.36	0.34	0.36
DILUTED EARNING(LOSS) PER SHARE (Unit : Baht)	(Note 22)	-	0.35	-	0.35
WEIGHTED AVERAGE OF ORDINARY SHARES (Unit : '000 Share)	(Note 22)	709,323	587,710	709,323	587,710

Notes to financial statements are an integral part of these statements

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY COMPANIES

STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

For the Sixed month period ended on June 30, 2005 and 2004

Unaudited
Limited review only

CONSOLIDATED								
		Issued and Paid-up Share Capital	Premiums on Share Capital	Unrealized Gain in Securities Available for Sale	RETAINED EARNINGS		Minority Shareholders' Interest	Total
					Appropriated Legal Reserve	Unappropriated		
					'000 BAHT	'000 BAHT		
Balance as of December 31, 2003		587,710	661,861	225,843	37,451	557,852	75,747	2,146,464
Accumulated from the change of accounting policy of associated company	(Note 3)	-	-	-	-	(2,753)	-	(2,753)
Balance after Adjustment		587,710	661,861	225,843	37,451	555,099	75,747	2,143,711
Unrealized Gain in Securities Available for Sale		-	-	(225,843)	-	-	-	(225,843)
Minority Shareholder's Interest		-	-	-	-	-	(68,003)	(68,003)
Net Profit		-	-	-	-	213,502	293	213,795
Payment for Dividends	(Note 20)	-	-	-	-	(352,626)	-	(352,626)
Balance as of June 30, 2004		587,710	661,861	-	37,451	415,975	8,037	1,711,034
Balance as of December 31, 2004		709,323	1,840,200	1	-	40,275	22,453	2,612,252
Minority Shareholders' Interest		-	-	-	-	-	(899)	(899)
Appropriated Legal Reserve	(Note 20)	-	-	-	2,014	(2,014)	-	-
Net Profit		-	-	-	-	247,834	(6,540)	241,294
Payment for Dividends	(Note 20)	-	-	-	-	(35,466)	-	(35,466)
Balance as of June 30, 2005		709,323	1,840,200	1	2,014	250,629	15,014	2,817,181

THE COMPANY ONLY								
		Issued and Paid-up Share Capital	Premiums on Share Capital	Unrealized Gain in Securities Available for Sale	RETAINED EARNINGS		Minority Shareholders' Interest	Total
					Appropriated Legal Reserve	Unappropriated		
					'000 BAHT	'000 BAHT		
Balance as of December 31, 2003		587,710	661,861	225,843	37,451	557,852	-	2,070,717
Accumulated from the change of accounting policy of associated company	(Note 3)	-	-	-	-	(2,753)	-	(2,753)
Balance after Adjustment		587,710	661,861	225,843	37,451	555,099	-	2,067,964
Unrealized Gain in Securities Available for Sale		-	-	(225,843)	-	-	-	(225,843)
Net Profit		-	-	-	-	213,502	-	213,502
Payment for Dividends	(Note 20)	-	-	-	-	(352,626)	-	(352,626)
Balance as of June 30, 2004		587,710	661,861	-	37,451	415,975	-	1,702,997
Balance as of December 31, 2004		709,323	1,840,200	-	-	40,275	-	2,589,798
Appropriated Legal Reserve	(Note 20)	-	-	-	2,014	(2,014)	-	-
Net Profit		-	-	-	-	247,834	-	247,834
Payment for Dividends	(Note 20)	-	-	-	-	(35,466)	-	(35,466)
Balance as of June 30, 2005		709,323	1,840,200	-	2,014	250,629	-	2,802,166

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY COMPANIES
CASH FLOW STATEMENTS

For the six months period ended on June 30, 2005 and 2004

Unaudited
Limited review only

	CONSOLIDATED		THE COMPANY ONLY	
	2005	2004	2005	2004
	<u>'000 BAHT</u>	<u>'000 BAHT</u>	<u>'000 BAHT</u>	<u>'000 BAHT</u>
		(Restated)		(Restated)
CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit	247,834	213,502	247,834	213,502
Adjustments to Net Profit (Loss) for Cash provided (used) from Operations				
Depreciation	279,905	159,765	104,300	92,087
Participating Loss (Profit) in Subsidiary Companies	-	-	(93,811)	(62,572)
Participating Loss (Profit) in Associated Companies	(14,442)	(27,427)	(15,061)	(27,427)
Doubtful Debt-Accounts Receivable	6,759	-	-	-
Amortized Film Copy Right	87,702	-	-	-
Amortized Revenue Leasehold and Services	(8,316)	(8,330)	(518)	(521)
Amortized Revenue Sales Promotion	(5,000)	-	(5,000)	-
Amortized Expense Leasehold and Services	7,009	1,184	631	-
Amortized Interest Expenses of Financial Lease	1,153	-	1,081	-
(Loss) Gain of Minority Shareholders' Interest	(6,540)	293	-	-
Amortization of the Excess of Cost of Acquisition ordinary shares from minority shareholders Over Fair Value	954	-	954	-
Unrealized Loss (Gain) in Temporary Investment-Securities Available for Trade	(486)	(1)	(479)	(1)
Loss (Gain) from Sales of Temporary Investment-Securities Available for Trade	-	(261)	-	(261)
Amortized Goodwill	13,099	10,500	-	-
Amortized Negative Goodwill	(171)	(171)	-	-
Profit(Loss) from Operating Activities before Change in Operating Assets and Liabilities	609,460	349,054	239,931	214,807
Purchase of Temporary Investment	(280,000)	(100,000)	(280,000)	(100,000)
Sales of Temporary Investment	180,503	100,261	180,503	100,261
(Increase) Decrease in Accounts and Notes Receivable	1	(1,668)	(14,554)	(502)
(Increase) Decrease in Accounts Receivable - Advertisement	(20,550)	5,423	(22,746)	7,041
(Increase) Decrease in Inventories	(37,387)	(6,867)	(1,717)	(5,591)
(Increase) Decrease in Other Accounts Receivable - Subsidiary and Related Companies	30,613	4,720	15,492	23,121
(Increase) Decrease in Accrued Interest Receivable	47	-	(12,299)	(2,935)
(Increase) Decrease in Accounts Receivable - Revenue Department	5,408	1,608	4,591	-
(Increase) Decrease in Suspended Input Tax	(21,602)	1,548	(6,610)	1,709
(Increase) Decrease in Other Accounts Receivable - Sale Promotion	(4,120)	3,601	6,590	3,601
(Increase) Decrease in Other Current Assets	(54,375)	(10,003)	(30,835)	(20,151)
(Increase) Decrease in Accounts Receivable - Leasehold and Services	5,000	-	-	-
Increase (Decrease) in Notes Payable	(10,506)	20,731	(11,635)	17,252
Increase (Decrease) in Accounts Payable	(67,928)	10,402	80,316	4,642
Increase (Decrease) in Accrued Expenses	30,632	(543)	24,751	44,900
Increase (Decrease) in Other Accounts Payable	54,352	(3,153)	4,342	2,312
Increase (Decrease) in Accrued Corporate Income Tax	46,055	(17,923)	17,520	(19,998)
Increase (Decrease) in Deferred Incomes	-	-	9,079	-
Increase (Decrease) in Accounts Payable - Revenue Department	26,387	-	23,211	-
Increase (Decrease) in Other Current Liabilities	26,575	26,398	10,578	24,229
Increase (Decrease) in Rental Bond	11,001	517	4,265	320
Increase (Decrease) in Other Non-Current Liabilities	(1,100)	623	(1,011)	996
NET CASH PROVIDED (USED) FROM OPERATING ACTIVITIES	528,466	384,729	239,762	296,014

Notes to financial statements are an integral part of these statements

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY COMPANIES
CASH FLOW STATEMENTS

For the six months period ended on June 30, 2005 and 2004

Unaudited
Limited review only

	CONSOLIDATED		THE COMPANY ONLY	
	2005	2004	2005	2004
	<u>'000 BAHT</u>	<u>'000 BAHT</u>	<u>'000 BAHT</u>	<u>'000 BAHT</u>
		(Restated)		(Restated)
CASH FLOW FROM INVESTING ACTIVITIES				
Cash Purchase of Investment in Subsidiary Company	(1,853)	(150,110)	(1,853)	(150,110)
Cash Purchase of Investment in Associated Company	-	(46,660)	-	(46,660)
Dividend Received	31,998	6,000	31,998	50,499
(Increase) Decrease in Loans to Subsidiary and Related Companies	600	(40,000)	(131,117)	(153,851)
(Increase) Decrease in Loans to Employees	1,048	(59)	(390)	(158)
Purchase of Fixed Assets	(355,055)	(138,102)	(219,112)	(103,506)
Increase (Decrease) in Accounts Payable for Assets Purchased	(34,830)	(42,162)	(3,541)	(31,259)
Sales of Fixed Assets	-	-	32,989	-
(Increase) Decrease in Lease and Service Contract Bond	(7,810)	273	(5,308)	-
(Increase) Decrease in Prepaid for Leasehold Rights	(65,250)	(87,000)	(15,250)	(87,000)
(Increase) Decrease in Land Leasehold Rights	-	(20,000)	-	-
(Increase) Decrease in Deferred Film Copy Right	(19,267)	-	-	-
(Increase) Decrease in Prepaid Deposit	-	(4,148)	-	-
(Increase) Decrease in Other Non - Current Assets	7,083	1,691	3,060	1,128
NET CASH PROVIDED (USED) FROM INVESTING ACTIVITIES	(443,336)	(520,277)	(308,524)	(520,917)
CASH FLOW FROM FINANCING ACTIVITIES				
Increase (Decrease) in Bank Overdraft	48,025	10,887	45,023	10,887
Increase (Decrease) in Short - Term Loans from Finance Institute	(235,067)	220,963	-	300,000
(Increase) Decrease in Cash Guarantee	11,761	-	-	-
Increase (Decrease) in Accrued Dividends	(34,141)	(374,589)	(34,141)	(352,338)
Cash Payment in Liabilities under Financial Lease Agreement	(28,367)	(88,617)	(28,244)	(81,711)
Increase (Decrease) in Loans from Directors	-	2,500	-	-
Increase (Decrease) in Loan from Others Company	(29,010)	-	-	-
Increase (Decrease) in Loan from Subsidiaries and Related Companies	-	-	(92,979)	9,979
Increase (Decrease) in Long - Term Loans	82,000	300,000	134,500	300,000
NET CASH PROVIDED (USED) FROM FINANCING ACTIVITIES	(184,799)	71,144	24,159	186,817
Cash on Hand and Cash Equivalent Increase(Decrease)-Net	(99,669)	(64,404)	(44,603)	(38,086)
Cash on Hand and Cash Equivalent at Beginning of the Period	320,848	116,237	109,066	54,836
Cash on Hand and Cash Equivalent at Ending of the Period	221,179	51,833	64,463	16,750
Additional Disclosure :				
Cash Payment During The Year				
1. Interest Paid	44,190	11,544	18,996	9,660
2. Corporate Income Tax	65,626	81,544	24,086	48,464

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY COMPANIES
CASH FLOW STATEMENTS

For the six months period ended on June 30, 2005 and 2004

Unaudited
Limited review only

	CONSOLIDATED		THE COMPANY ONLY	
	2005	2004	2005	2004
	<u>'000 BAHT</u>	<u>'000 BAHT</u>	<u>'000 BAHT</u>	<u>'000 BAHT</u>
		(Restated)		(Restated)
3. Cash Payment to Purchase Investment in Subsidiary Companies Calculated as Follows:				
Fair Value of Asset over Book Value	-	138,376	-	138,376
Goodwill	-	113,621	-	113,621
Cost of Acquisition Ordinary Share from Minority Shareholder over Fair Value	954	-	954	-
Minority Shareholders' Interest	899	68,003	899	68,003
Total Cost of Business Acquisition	1,853	320,000	1,853	320,000
<u>Less</u> Shares Subscription Payable	-	(169,890)	-	(169,890)
Net Cash Purchase of Investment	1,853	150,110	1,853	150,110
4. Investments Activities which not affecting Cash Flow Statement				
Purchase of Fixed Assets in Aggregate Cost	366,133	158,356	221,277	111,443
Unpaid Liabilities Payable from Investment in Building and Equipment During this period				
Account Payable for Assets Purchased and Construction Works	9,715	18,649	802	6,331
Liabilities under Financial Lease Agreement	1,363	1,606	1,363	1,606
5. Transaction of Debt Receipt which not affect Cash Flow from debt offsetting	-	-	34,970	40,835
6. Cash on Hand and Cash Equivalent				
Cash on hand	21,802	17,277	4,010	13,795
Bank Deposit - Current Accounts	(4,308)	2,375	973	780
Bank Deposit - Saving Accounts	203,680	32,181	59,480	2,175
Bank Deposit - Fixed Accounts	5	-	-	-
Total	221,179	51,833	64,463	16,750

7. For the six months ended on June 30, 2004, the company invested investment in the 5 Ratchayothin Affiliated Companies in amount of Baht 320 millions which has not been repaid yet and such transaction non-effect cash flow of the company.

8. For the six months ended on June 30, 2005, the company sold bowling equipment to one subsidiary in the price of Baht 44.40 millions which there is no receipt of repayment.

MAJOR CINEPLEX GROUP PUBLIC COMPANY LIMITED AND ITS SUBSIDIARY COMPANIES**NOTES TO FINANCIAL STATEMENTS****June 30, 2005 and December 31, 2004****1. General Information****1.1 Basis of preparation of the interim financial statements.**

These interim consolidated financial statements and the interim financial statements of the Company only were prepared according to local generally accepted accounting principles and presented in the set abbreviated format as stipulated under accounting standard No. 41 concerning Interim Financial Statement with additional items in the basic financial statements such as the Balance Sheet, Profit and Loss Statement, the Changes in Shareholder's Equity and the Cash Flow Statement and set out in the manner proscribed under the announcement of the Commercial Registration Department concerning "Compulsory Sub-Entries for Financial Statement" (2001) in order to comply with the announcement of the Securities and Exchange Commission and the regulations of the Stock Exchange of Thailand.

In order to prepare the financial statements to comply with generally accepted accounting standards, the company's management had to make some estimates and suppositions which may have an effect on the amount shown for revenue, expense, assets and liabilities and also on the disclosures concerning assets and contingent liabilities, therefore the actual result may differ the estimated amount.

These interim financial statements were prepared to provide additional information over the latest previous financial statements therefore they emphasize the latest business information, new events and situations so as not to duplicate information already reported on and so they should be used in conjunction with the latest annual financial statements available.

1.2 Summary of Main Accounting Policy

These interim financial statements were prepared under the same accounting policy and calculation methods as used in the financial statements ending on December 31, 2004.

1.3 In accordance with the consolidated and the Company financial statements as of December 31, 2004, were reclassified accounting items in order to comparing the financial statements for the six month period ended on June 30, 2005, as follows:

<u>Balance Sheets</u>	<u>'000 BAHT</u>
Increase (Decrease) in Assets	
Cash and Its Equivalent	13,980
Increase (Decrease) in Liabilities	
Current Portion of Liabilities under	
Financial Lease Agreement	13,980

1.4 The interim consolidated financial statements include accounting transactions of the company and subsidiary companies after eliminated transaction. The Company holds shares in subsidiary in accordance with proportion as follows:

Company Name	Shareholding	Percentage	Ending of	Country
	As of	As of	Accounting Period	
	June 30, <u>2005</u>	December 31, <u>2004</u>		
Major Cineplex Property Co., Ltd.	99.99	99.99	December 31	Thailand
Major Cineplex Service Co., Ltd.	99.99	99.99	December 31	Thailand
Chiangmai Cineplex Co., Ltd.	99.99	99.99	December 31	Thailand
Ratchayothin Realty Co., Ltd.	99.99	66.67	December 31	Thailand
Ratchayothin Cinema Co., Ltd.	99.99	66.67	December 31	Thailand
Major Bowl Group Co., Ltd.	99.99	66.67	December 31	Thailand
Ratchayothin Management Co., Ltd.	99.99	66.67	December 31	Thailand
Major Cinead Co., Ltd.	99.93	99.93	December 31	Thailand
Bangkok Imax Theater Co., Ltd.	99.94	66.63	December 31	Thailand
Udon Five Star Cineplex Co., Ltd.	80.00	80.00	December 31	Thailand
Siam Cineplex Co., Ltd.	99.99	99.99	December 31	Thailand
EGV Entertainment Public Co., Ltd.	99.97	98.82	December 31	Thailand
Pacific Marketing and Entertainment Group Co., Ltd.	80.00	80.00	December 31	Thailand

1.5 The interim consolidated financial statements combine the subsidiaries which is under the control of EGV Entertainment Public Co., Ltd. which is holding share in subsidiary in accordance with the proportion as follows:

Company Name	Shareholding	Percentage	Ending of	Country
	As of	As of	Accounting Period	
	June 30, <u>2005</u>	December 31, <u>2004</u>		
EGV Entertain Golden Village Exhibition Co., Ltd.	99.82	99.82	December 31,	Thailand
EGV Exhibition Co., Ltd.	99.82	99.82	December 31,	Thailand
EGV Five Star Co., Ltd.	89.84	89.84	December 31,	Thailand
Exertainment Co., Ltd.	59.89	59.89	December 31,	Thailand

1.6 The interim consolidated financial statements combine the subsidiary which is under the control of Pacific Marketing and Entertainment Group Co., Ltd. which is holding share in subsidiary in accordance with the proportion as follows.

Company Name	Percentage Of Shareholding		Ending of Accounting Period	Country
	As of	As of		
	June 30, 2005	December 31, 2004		
Pacific Media Sale Co., Ltd.	79.52	79.52	December 31	Thailand

1.7 The interim consolidated financial statements were prepared with the same of standard as used in annual financial statement ending on December 31, 2004.

2. Inter-Transaction

During the period the Company had significant inter-transactions with the subsidiary companies, associated companies, related companies and directors which could be summarized as follows:

2.1 Inter-Income and Expenses

	Consolidated			
	For the Quarters		For the Six month period	
	Ended on June 30,		Ended on June 30,	
	2005	2004	2005	2004
	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>
<u>Revenue</u>				
Management Fee Income				
Wel Cineplex Co., Ltd.	1,200	1,200	2,400	2,400
<u>Expense</u>				
Expense Recorded as Capital Expenditure				
Wel Ad Co., Ltd.	5,850	5,850	11,700	11,700

	The Company Only			
	For the Quarters		For the Six month period	
	Ended on June 30,		Ended on June 30,	
	2005	2004	2005	2004
	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>
<u>Income</u>				
Management Fee Income				
Ratchayothin Cinema Co., Ltd.	8,058	7,024	16,116	13,847
Chiangmai Cineplex Co., Ltd.	4,500	8,093	9,000	11,997
Major Cinead Co., Ltd.	24,000	21,863	48,000	37,624
Major Bowl Group Co., Ltd.	1,500	1,500	3,000	3,000
Ratchayothin Management Co., Ltd.	1,200	1,234	2,400	2,430
Ratchayothin Realty Co. Ltd.	-	1,080	400	2,148
Wel Cineplex Co., Ltd.	1,200	1,200	2,400	2,400
Advertising Revenue				
Major Cinead Co., Ltd.	29,700	14,700	59,100	29,400
Equipment Bowling Rent Revenue				
Major Bowl Group Co., Ltd.	8,150	-	8,150	-
Interests Revenue				
Ratchayothin Cinema Co., Ltd.	359	1,262	1,001	1,262
Ratchayothin Management Co., Ltd.	664	39	1,599	39
Major Bowl Group Co., Ltd.	1,612	12	2,409	12
EGV Entertainment Public Co., Ltd.	3,205	-	3,677	-
Siam Cineplex Co., Ltd.	889	-	889	-
6 Subsidiary Companies	992	817	1,921	1,683
<u>Expense</u>				
Rentals Expense				
Major Cineplex Property Co., Ltd.	6,600	9,900	16,500	19,800
EGV Entertainment Public Co., Ltd.	9,000	-	9,000	-
Common Area Service Expense				
Major Cineplex Service Co. Ltd.	5,550	8,400	13,950	16,800
Electricity Expense				
Major Cineplex Service Co. Ltd.	1,551	1,875	3,311	3,777
Premises Tax				
Major Cineplex Property Co., Ltd.	825	1,237	2,063	2,475

	The Company Only			
	For the Quarters		For the Six month period	
	Ended on June 30,		Ended on June 30,	
	2005	2004	2005	2004
	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>
Expense Recorded as Capital Expenditure				
Wel Ad Co., Ltd.	5,850	5,850	11,700	11,700
Cost of Major Card				
Chiangmai Cineplex Co., Ltd.	-	-	578	-
Ratchayothin Cinema Co., Ltd.	-	-	3,571	-
Major Bowl Group Co., Ltd.	-	-	969	-
1 Subsidiary Companies	-	-	156	-
Cost of Gift Card				
Ratchayothin Cinema Co., Ltd.	2,308	-	2,308	-
Major Bowl Group Co., Ltd.	162	-	162	-
Interest Expense				
Siam Cineplex Co., Ltd.	1,286	-	3,318	-
3 Subsidiary Companies	277	485	485	935

Management Fee Revenue was received by the Company for acting as consultant and providing management services for several subsidiaries. Such services covered management, marketing, plus taking responsibility for various joint expenses and marketing overheads. The Management Fee was set at a fixed rate and/or to be a percentage of the subsidiaries revenue as monthly mutually agreement.

Inter - revenue, cost, selling and service expense comprise the price determination as follows :-

- Revenue from advertisement fee incurred by subsidiaries is determined by lum sum rate per month and equivalent to percentage rate of revenue in accordance with the inter-memorandum.
- Equipment Bowling Rent Revenue fee incurred by subsidiaries is determined by lum sum rate per month in accordance with the agreement.
- Space rental fee and central service fee is charged by lum sum rate per month pursuant to the mutually agreed-upon.
- Others in accordance with agreed-upon rate.

2.2 Inter-Assets and Liabilities

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Assets				
Accounts Receivable – Advertisement				
Major Cinead Co., Ltd.	-	-	14,939	5,243
Notes Receivable				
Major Cinead Co., Ltd.	-	-	7,435	1,338
Ratchayothin Management Co., Ltd.	-	-	-	1,091
	<u>-</u>	<u>-</u>	<u>7,435</u>	<u>2,429</u>
Accounts Receivable				
Ratchayothin Cinema Co., Ltd.	-	-	2,897	-
Udon Five Star Cineplex Co., Ltd.	-	-	642	-
2 Subsidiary Companies	-	-	21	-
	<u>-</u>	<u>-</u>	<u>3,560</u>	<u>-</u>
Accrued Interest Receivable				
Ratchayothin Management Co., Ltd.	-	-	1,535	352
EGV Entertainment Public Co., Ltd.	-	-	4,004	326
Major Bowl Group Co., Ltd.	-	-	2,867	43
Major Cineplex Property Co., Ltd.	-	-	848	180
Media Logistic Co., Ltd.	-	30	-	-
Siam Cineplex Co., Ltd.	-	-	2,399	-
Major Cineplex Service Co., Ltd.	-	-	786	193
Ratchayothin Cinema Co., Ltd.	-	-	806	198
2 Subsidiary Companies	-	-	482	136
	<u>-</u>	<u>30</u>	<u>13,727</u>	<u>1,428</u>
Other Accounts Receivable				
Chiangmai Cineplex Co., Ltd.	-	-	-	2,970
Major Bowl Group Co., Ltd.	-	-	94,039	55,151
Major Cinead Co., Ltd.	-	-	57,750	80,771
Udon Five Star Cineplex Co., Ltd.	-	-	6,686	10,721
Ratchayothin Cinema Co., Ltd.	-	-	5,945	-
1 Subsidiary Companies	-	-	441	-
	<u>-</u>	<u>-</u>	<u>164,861</u>	<u>149,613</u>

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Prepaid for Leasehold Rights				
Petchpinklao Co., Ltd.	-	54,000	-	54,000
Leasehold Rights and Services				
Petchpinklao Co., Ltd.	68,788	-	68,788	-
Accrued Income				
EGV Entertainment Public Co., Ltd.	-	-	956	-
Major Bowl Group Co., Ltd.	-	-	3,550	-
	<u>-</u>	<u>-</u>	<u>4,506</u>	<u>-</u>
Loans to				
EGV Entertainment Public Co., Ltd.	-	-	245,000	20,000
Ratchayothin Management Co., Ltd.	-	-	53,000	71,000
Ratchayothin Realty Co., Ltd.	-	-	4,400	16,000
Major Bowl Group Co., Ltd.	-	-	138,650	39,500
Major Cineplex Property Co., Ltd.	-	-	34,169	34,239
Ratchayothin Cinema Co., Ltd.	-	-	-	39,850
Bangkok Imax Theater Co., Ltd.	-	-	23,300	2,400
Major Cineplex Service Co., Ltd.	-	-	20,793	38,947
Media Logistic Co., Ltd.	2,350	2,950	-	-
Siam Cineplex Co., Ltd.	-	-	38,771	-
	<u>2,350</u>	<u>2,950</u>	<u>558,083</u>	<u>261,936</u>

During the period, there were movement transactions of the loan to the subsidiary and associated companies as follows:

				(Unit : '000 Baht)
	Balance	In the period		Balance
	As of	Increase	Decrease	As of
	December 31, 2004			June 30, 2005
<u>Consolidated</u>				
Media Logistic Co., Ltd.	2,950	-	(600)	2,350
<u>The Company Only</u>				
Ratchayothin Cinema Co., Ltd.	39,850	8,000	(47,850)	-
Ratchayothin Management Co., Ltd.	71,000	1,000	(19,000)	53,000
Ratchayothin Realty Co., Ltd.	16,000	-	(11,600)	4,400
Major Bowl Group Co., Ltd.	39,500	162,150	(63,000)	138,650
Major Cineplex Property Co., Ltd.	34,239	36,000	(36,070)	34,169
Major Cineplex Service Co., Ltd.	38,947	12,450	(30,604)	20,793
EGV Entertainment Public Co., Ltd.	20,000	225,000	-	245,000
Bangkok Imax Theater Co., Ltd.	2,400	40,000	(19,100)	23,300
Siam Cineplex Co., Ltd.	-	173,771	(135,000)	38,771

For the year ended on December 31, 2004 there were movement transactions of the loan to the subsidiary and associated companies as follows:

	(Unit : '000 Baht)			
	Balance	In the period		Balance
	As of	Increase	Decrease	As of
	December 31, 2003			December 31, 2004
<u>Consolidated</u>				
Media Logistic Co., Ltd.	2,950	-	-	2,950
<u>The Company Only</u>				
Ratchayothin Cinema Co., Ltd.	-	247,654	(207,804)	39,850
Ratchayothin Management Co., Ltd.	-	153,680	(82,680)	71,000
Ratchayothin Realty Co., Ltd.	-	36,000	(20,000)	16,000
Major Bowl Group Co., Ltd.	-	40,500	(1,000)	39,500
Major Cineplex Property Co., Ltd.	34,563	116,730	(117,054)	34,239
Major Cineplex Service Co., Ltd.	29,860	94,213	(85,126)	38,947
EGV Entertainment Public Co., Ltd.	-	30,000	(10,000)	20,000
Udorn Five Star Cineplex Co., Ltd.	-	10,751	(10,751)	-
Bangkok Imax Theater Co., Ltd.	-	4,400	(2,000)	2,400
	Consolidated	The Company Only		
	As of	As of		
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>
<u>Liabilities</u>				
Account Payable				
Major Bowl Group Co., Ltd.	-	-	1,952	-
Chiangmai Cineplex Co., Ltd.	-	-	652	46
EGV Entertainment Public Co., Ltd.	-	-	22,941	-
Ratchayothin Cinema Co., Ltd.	-	-	7,871	1,572
Siam Cineplex Co., Ltd.	-	-	2,000	-
4 Subsidiaries Companies	-	-	540	-
	-	-	35,956	1,618
Accrued Expense				
Major Cineplex Property Co., Ltd.	-	-	2,063	-
Major Cinead Co., Ltd.	-	-	-	629
Major Bowl Group Co., Ltd.	-	-	1,105	1,105
2 Subsidiaries Companies	-	-	24	205
	-	-	3,192	1,939

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Suspended Output Tax				
Major Cinead Co., Ltd.	-	-	-	5,628
Major Bowl Group Co., Ltd.	-	-	-	1,023
Wel Cineplex Co., Ltd.	-	308	-	-
2 Subsidiaries Companies	-	-	-	222
	<u>-</u>	<u>308</u>	<u>-</u>	<u>6,873</u>
Rental Revenue Received in Advance				
Ratchayothin Cinema Co., Ltd.	-	-	-	606
Accrued Interest Expense				
Siam Cineplex Co., Ltd.	-	-	3,583	266
3 Subsidiaries Companies	-	-	350	31
	<u>-</u>	<u>-</u>	<u>3,933</u>	<u>297</u>
Loans from				
Ratchayothin Realty Co., Ltd.	-	-	13,000	-
Chiangmai Cineplex Co., Ltd.	-	-	16,700	6,000
Siam Cineplex Co., Ltd.	-	-	-	116,679
	<u>-</u>	<u>-</u>	<u>29,700</u>	<u>122,679</u>

During the period, there were movement transactions of the loan from the subsidiary companies and director as follows:

	(Unit : '000 Baht)			
	Balance	In the period		Balance
	As of December 31, 2004	Increase	Decrease	As of June 30, 2005
<u>The Company Only</u>				
Bangkok Imax Theater Co., Ltd.	-	5,600	(5,600)	-
Ratchayothin Realty Co., Ltd.	-	13,000	-	13,000
Chiangmai Cineplex Co., Ltd.	6,000	14,000	(3,300)	16,700
Siam Cineplex Co., Ltd.	116,679	58,500	(175,179)	-

For the year ended on December 31, 2004, there were movement transactions of the loan from the subsidiary companies and director as follows :

				(Unit : '000 Baht)
	Balance	In the period		Balance
	As of December 31, 2003	<u>Increase</u>	<u>Decrease</u>	As of December 31, 2004
<u>Consolidated</u>				
Mr. Pornchai Ungthanaphisan	-	2,500	(2,500)	-
<u>The Company Only</u>				
Major Bowl Co., Ltd.	15,969	-	(15,969)	-
Chiangmai Cineplex Co., Ltd.	3,000	12,000	(9,000)	6,000
Major Cinema Co., Ltd.	8,750	-	(8,750)	-
Siam Cineplex Co., Ltd.	-	149,679	(33,000)	116,679

Consolidated/ The Company Only

As of June 30, 2005 and December 31, 2004, the whole amount of loan to subsidiary companies to make loan contract together with interest rate at 3.00%- 6.25 % per annum.

As of June 30, 2005 and December 31, 2004, the whole amount of loan from director were to make loan contract together carried interest rate at 1.00% per annum.

As of June 30, 2005 and December 31, 2004, the whole amount of loan from subsidiary and related companies to make loan contract together carried interest by the rate of 5.75%- 6.25 % per annum.

2.3 Relationship of Companies and Individuals

Consist of :

<u>Name of company / person</u>	<u>Relationship</u>
Major Cineplex Property Co., Ltd.	Subsidiary by shareholding
Major Cineplex Service Co., Ltd.	Subsidiary by shareholding
Chiangmai Cineplex Co., Ltd.	Subsidiary by shareholding
Major Bowl Co., Ltd.	Subsidiary by shareholding
Major Cinema Co., Ltd.	Subsidiary by shareholding
Ratchayothin Management Co., Ltd.	Subsidiary by shareholding
Ratchayothin Cinema Co., Ltd.	Subsidiary by shareholding
Ratchayothin Realty Co., Ltd.	Subsidiary by shareholding
Major Bowl Group Co., Ltd.	Subsidiary by shareholding
Major Cinead Co., Ltd.	Subsidiary by shareholding
Bangkok Imax Theater Co., Ltd.	Subsidiary by shareholding
Udom Five Star Cineplex Co., Ltd.	Subsidiary by shareholding
EGV Entertainment Public Co., Ltd.	Subsidiary by shareholding
Entertain Golden Village Exhibition Co., Ltd.	Subsidiary by indirect shareholding
EGV Exhibition Co., Ltd.	Subsidiary by indirect shareholding
EGV Five Star Co., Ltd.	Subsidiary by indirect shareholding
Exertainment Co., Ltd.	Subsidiary by indirect shareholding
Pacific Marketing and Entertainment Group Co., Ltd.	Subsidiary by shareholding
Pacific Media Sale Co., Ltd.	Subsidiary by indirect shareholding
California Wow Xperience Public Co., Ltd.	Associated by direct shareholding
Siam Future Development Public Co., Ltd.	Associated by direct shareholding
I-Major Co., Ltd.	Associated by direct shareholding
Media Logistic Co., Ltd.	Associated by indirect shareholding
Wel Ad Co., Ltd.	A related company with joint director
Wel Cineplex Co., Ltd.	A related company with related director
Petchpinklao Co., Ltd.	A related company with related director
Mr.Pornchai Ungthanaphisan	Director of subsidiary companies

3. Adjusted transaction from the change of accounting policy of associated company

In quarter 4 of 2004, California Wow Xperience Public Co., Ltd. which is an associated company constitutes the change of accounting policy in respect of the recognition of revenue and expense so as to comply with the general practice guidance for the companies in the same business group. The result of such change of accounting policy results in the investment value in California Wow Experience Public Co., Ltd. as of December 31, 2003 which is reflected by over-stated value of Baht 2.75 millions. However, the Company adjusted the correction of such result in year 2004, by adjusting the reduction of beginning retained earning of 2004 in Baht 2.75 millions and adjusting the reduction of investment value in such associated Companies by the same amount. The change of such accounting policy results in the participating profit in associated companies for the quarter 2 of 2004 changed to Baht (1.06) millions which former ever recorded as Baht 11.27 millions. And for the six month period of 2004 changed to Baht 0.69 millions which former ever recorded as Baht 12.02 millions

4. Accounts and Notes Receivable-Net

Consist of :

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>
Notes Receivable	21,037	19,241	19,217	3,123
Account Receivable - Cinema Business	35,457	64,125	13,970	15,456
Account Receivable - Bowling and Karaoke Business	2,230	1,538	539	1,006
Account Receivable - Rentals and Services Business	15,593	16,125	2,036	2,115
Account Receivable – Sales DVD and VCD Business	149,715	130,298	-	-
Total	224,032	231,327	35,762	21,700
<u>Less</u> Allowance for Doubtful Debt	(13,895)	(12,521)	-	(492)
Estimation of Account Receivable-Returned of Sales DVD and VCD Business	(66,657)	(67,780)	-	-
Net	143,480	151,026	35,762	21,208

Accounts Receivable can be separated pursuant to Accounts Receivable Aging as follows :

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>
Notes Receivable	21,037	19,241	19,217	3,123
Accounts Receivable				
Within credit term	65,084	112,876	6,215	16,297
Over Due				
1-30 Days	39,468	58,988	1,989	1,007
31-60 Days	12,908	17,497	3,256	563
61-90 Days	11,933	3,654	213	21
91-120 Days	6,939	2,229	100	16
Over 120 Days	66,663	16,842	4,772	673
Total	224,032	231,327	35,762	21,700
<u>Less</u> Allowance for Doubtful Debt	(13,895)	(12,521)	-	(492)
Estimation of Account Receivable-Returned of Sales DVD and VCD Business	(66,657)	(67,780)	-	-
Net	143,480	151,026	35,762	21,208

5. Accounts Receivable-Advertisement-Net

Consist of :

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>
Accounts Receivable				
Within credit term	109,936	97,926	210	5,243
Over Due				
1-30 Days	42,088	27,470	-	-
31-60 Days	46,612	75,365	-	-
61-90 Days	11,374	2,703	12,840	-
91-120 Days	15,154	1,144	14,939	-
121-150 Days	20,758	21,011	-	-
Over 150 Days	3,485	121	-	-
Total	249,407	225,740	27,989	5,243
<u>Less</u> Allowance for Doubtful Debt	(5,090)	(121)	-	-
Net	244,317	225,619	27,989	5,243

6. Inventories

Consist of :

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Inventories - Food and Beverage - Cinema Business	15,757	11,442	8,029	5,406
Inventories - Food and Beverage - Bowling and Karaoke Business	3,212	2,155	96	937
Inventories - Sales DVD and VCD Business	85,502	53,010	-	-
Supplies	3,745	4,222	3,501	3,566
Total	108,216	70,829	11,626	9,909

7. The Prepaid Deposit of Share-Subscription

In accordance with the Consolidated and the Company Only financial statements as of June 30, 2005 and as of December, 31, 2004, the whole amount of prepaid deposit of share-subscription was deposit for the investment in the Major Cinepictures Co., Ltd. (former name Nontanun Entertainment Co., Ltd.) which the Company plans to invest in the proportion of 80% of registered share capital by using investment not greater than Baht 80 millions. Such repayment is for confidence in the investment in Major Cinepictures Co., Ltd. which comply with the resolution of the Board of Directors Meeting no. 6/2547 held on June 22, 2004. However, As of February 25, 2005, in accordance with the resolution of the board of directors meeting no. 1/2005, the Company resolved to cancel investment in such Company. Presently, the Company negotiated with Major Cinepictures Co., Ltd. again in detail and various covenant in joint investment which the Company anticipated that it can be summarised within quarter 4 of 2005.

8. Cash Guarantee

In accordance with the consolidated financial statements as of December 31, 2004, the whole amount is guaranteed amount against short-term loan from finance institute of one subsidiary. As of March 31, 2005, a subsidiary repaid short term loan and fully redeem guaranteed amount of loan.

9. Other Current Assets

Consist of :

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Accrued Income	53,884	18,329	26,788	96
Prepaid Expenses	9,765	10,708	1,008	2,572
Prepaid Interest	4,116	7,821	1,206	7,821
Cash Advance	9,422	6,193	7,986	5,876
Other Accounts Receivable	33,982	19,453	5,297	2,186
Others	2,333	8,489	10,051	2,950
Total	113,502	70,993	52,336	21,501

10. Investments in Subsidiary Companies

Consist of :

Name of Company	Issued and Paid up Shares		Percentage of Holding		Cost Method		Equity Method		Dividends	
	2005	2004	2005	2004	2005	2004	2005	2004	2005	2004
	'000 Baht	'000 Baht	%	%	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Major Cineplex Property Co., Ltd.	78,000	78,000	99.99	99.99	77,999	77,999	223,908	208,727	-	-
Major Cineplex Service Co., Ltd.	23,000	23,000	99.99	99.99	22,999	22,999	51,975	42,302	-	-
Chiangmai Cineplex Co., Ltd.	20,000	20,000	99.99	99.99	20,000	20,000	40,643	37,583	-	-
Major Cinead Co., Ltd.	1,000	1,000	99.93	99.93	1,000	1,000	83,143	36,105	-	-
Major Bowl Group Co., Ltd.	36,000	36,000	99.99	99.99	62,610	62,610	75,892	65,633	-	-
Ratchayothin Realty Co., Ltd.	100,000	100,000	99.99	99.99	195,178	195,178	242,934	228,864	-	-
Ratchayothin Cinema Co., Ltd.	10,000	10,000	99.99	99.99	120,855	120,855	137,200	118,192	-	-
Ratchayothin Management Co., Ltd.	5,000	5,000	99.99	99.99	70,950	70,950	83,007	77,979	-	-
Bangkok Imax Theater Co., Ltd.	1,000	1,000	99.94	99.94	6,826	6,826	12,050	11,255	-	-
Udom Five Star Cineplex Co., Ltd.	39,000	39,000	80.00	80.00	31,200	31,200	36,114	34,156	-	-
Siam Cineplex Co., Ltd.	150,000	150,000	99.99	99.99	149,999	149,999	150,390	149,932	-	-
EGV Entertainment Public Co., Ltd.	260,000	260,000	99.97	99.82	1,558,004	1,557,105	709,810	727,058	-	-
Pacific marketing and Entertainment Group Co., Ltd.	15,000	15,000	80.00	80.00	80,000	80,000	69,570	84,140	-	-
					2,397,620	2,396,721	1,916,636	1,821,926	-	-

10.1 As of June 30, 2005 and December 31, 2004, the Company have Subsidiary Companies via the indirect shareholding by EGV Entertainment Pubic Co., Ltd.

Name of Company	Issued and Paid up Shares		Percentage of Holding		Cost Method		Equity Method		Dividends	
	2005	2004	2005	2004	2005	2004	2005	2004	2005	2004
	'000 Baht	'000 Baht	%	%	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht
EGV Entertain Golden Village Exhibition Co., Ltd.	1,000	1,000	99.97	99.82	1,000	1,000	26,348	26,667	-	-
EGV Exhibition Co., Ltd.	100,000	100,000	99.97	99.82	100,000	100,000	142,583	144,999	-	-
EGV Five Star Co., Ltd.	40,000	40,000	89.97	89.84	36,000	36,000	25,857	27,641	-	-
Exertainment Co., Ltd.	30,000	30,000	59.98	59.89	18,000	18,000	(4,435)	(8,623)	-	-
					155,000	155,000	190,353	190,684	-	-

As of June 30, 2005 and December 31, 2004, EGV Entertainment Public Co., Ltd. recognized participating loss from investment in Exertainment Co., Ltd., in excessive of investment value by reflected in the liability account from recognition of participating profit (loss) in subsidiaries since EGV Entertainment Public Co., Ltd. holds guarantee commitment and still provides financial support to such subsidiary in accordance with the shareholding proportion.

10.2 As of June 30, 2005 and December 31, 2004, the Company have Subsidiary Company via the indirect shareholding by Pacific Marketing and Entertainment Group Co., Ltd.

Name of Company	Issued and Paid up Shares		Percentage of Holding		Cost Method		Equity Method		Dividends	
	2005	2004	2005	2004	2005	2004	2005	2004	2005	2004
	'000 Baht	'000 Baht	%	%	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Pacific Media Sale Co., Ltd.	100	100	79.52	79.52	99	99	(18,215)	(1,095)	-	-
					<u>99</u>	<u>99</u>	<u>(18,215)</u>	<u>(1,095)</u>	<u>-</u>	<u>-</u>

As of June 30, 2005 and December 31, 2004, Pacific Marketing and Entertainment Group Co., Ltd. recognized participating loss from investment in Pacific Media Sale Co., Ltd., in excessive of investment value by reflected in the liability account from recognition of participating profit (loss) in subsidiaries since Pacific Marketing and Entertainment Group Co., Ltd. still provides financial support to such subsidiary.

10.3 As of September 27, 2004, the Company invested in ordinary shares of EGV Entertainment Public Co., Ltd. and its Subsidiaries by number of 259,522,559 shares, equivalent to 99.82% of share capital issued and called for paid-up of EGV Entertainment Public Co., Ltd. and its subsidiaries; as a result, EGV Entertainment Public Co., Ltd. and its subsidiaries become a subsidiary of the Company. Moreover, in quarter 1 of 2005, the Company accepted the shares purchase of EGV Entertainment Public Co., Ltd. from minor shareholders by number of 411,690 shares in the purchased price as cash of Baht 4.50 per share, equivalent to Baht 1,852,605.00. Therefore, presently, the Company holds shares in EGV by number of 259,934,249 shares, equivalent to 99.97% from the former 99.82% while the purchased share price is greater than net asset in accordance with book value by amount of Baht 953,587.61. Moreover, the Company fully recorded as expense in the statement of income.

11. Investments in Associated Companies

Consist of :

Name of Company	Issued and Paid up Shares		Percentage of Holding		Cost Method		Equity Method		Dividends	
	2005	2004	2005	2004	2005	2004	2005	2004	2005	2004
	'000 Baht	'000 Baht	%	%	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht
California Wow Xperience Public Co., Ltd.	150,000	150,000	49.00	49.00	182,571	182,571	185,732	174,750	-	-
Siam Future Development Public Company limited	422,416	402,225	25.27	26.43	227,179	227,179	244,042	271,860	31,998	6,000
I-Major Co., Ltd.	20,000	20,000	49.99	49.99	10,000	10,000	7,590	7,692	-	-
					<u>419,750</u>	<u>419,750</u>	<u>437,364</u>	<u>454,302</u>	<u>31,998</u>	<u>6,000</u>

As of June 30, 2005 and December 31, 2004, the Company constitutes the associated company whose shares are indirectly held by Pacific Marketing and Entertainment Group Co., Ltd. in the proportion as follows:

Name of Company	Issued and Paid up Shares		Percentage of Holding		Cost Method		Equity Method		Dividends	
	2005	2004	2005	2004	2005	2004	2005	2004	2005	2004
	'000 Baht	'000 Baht	%	%	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Media Logistic Co., Ltd.	1,000	1,000	39.18	39.18	500	500	709	1,327	-	-

11.1 However, investment in Siam Future Development Public Co., Ltd. is marketable security. As of June 30, 2005 and December 31, 2004, such security comprises fair value per share equivalent Baht 7.30 and Baht 6.20 respectively equivalent to the total amount of Baht 779.24 millions and Baht 661.29 millions respectively.

11.2 In the Consolidated and the Company financial statements for the quarters and for the six month period ending of June 30, 2004 investment in the California Wow Xperience Public Co., Ltd. and Media Logistic Co., Ltd. for the quarter and for the six month period ending of June 30, 2004, investment in Siam Future Development Public Co., Ltd. and California Wow Xperience Public Co., Ltd. the Company computes the investment amount from financial statements which were audited by other auditors. Moreover, regarding the investment in I-Major Co., Ltd. The Company computed investment value from the financial statements were prepared by management which were not yet reviewed by other auditors by recognizing the participating profit (loss) in the associated company as follows.

	('000 Baht)			
	For the Quarters		For the Six Month Period	
	Ended on June 30,		Ended on June 30,	
	2005	2004	2005	2004
California Wow Xperience Public Company Limited	6,297	(1,063)	10,981	690
Siam Future Development Public Company limited	3,682	17,128	4,181	27,497
I-Major Co., Ltd.	82	(760)	(102)	(760)
Media Logistic Co., Ltd.	(470)	-	(618)	-

However, In the Consolidated and the Company financial statements as of December 31, 2004, investment in the California Wow Xperience Public Co., Ltd. Siam Future Development Public Co., Ltd. and Media Logistic Co., Ltd. The Company computes the investment amount from financial statements which were audited by other auditors. Moreover, regarding the investment in I-Major Co., Ltd. the Company computed investment value from the financial statements were prepared by management which were not yet audited by other auditors.

11.3 In quarter 4 of 2004, California Wow Xperience Public Co., Ltd. constitutes the change of accounting policy in respect of the recognition of revenue and expense in accordance with the Note no. 3 The result of such change of accounting policy results in the participating profit(loss) in California Wow Xperience Public Co., Ltd. for the quarter and for the six month period ended on June 30, 2004 which ever recognized by Baht 11.27 millions and Baht 12.02 millions respectively, change to Baht (1.06) millions and Baht 0.69 millions respectively.

12. Property Plant and Equipment-Net

Consist of :

For the six month period ended on June 30, 2005 as follows:

	Consolidated	The Company Only
	<u>'000 Baht</u>	<u>'000 Baht</u>
Beginning Book Value-Net	4,245,333	1,366,117
Purchase	366,133	221,277
Transfer in	93,040	-
Sales/Transfer out	(109,166)	(60,621)
Depreciation for portion shown in Statement of Income	(279,905)	(104,300)
Ending Book Value-Net	<u>4,315,435</u>	<u>1,422,473</u>

In accordance with the consolidated financial statements, as of June 30, 2005 and December 31, 2004, the Company had assets with the depreciation fully calculated but still in use which had a cost value of Baht 438.15 million. The net book value of which was now Baht 5,051 equally for two period.

In accordance with the consolidated financial statements, as of June 30, 2005 and December 31, 2004, cost of theatre and bowling equipment for the amount of Baht 216.17 millions and cost of vehicle partly for the amount of Baht 8.69 millions and Baht 5.72 millions respectively was assets under financial lease agreement.

In accordance with the consolidated financial statements, as of June 30, 2005 and December 31, 2004, the film building, public utility system and other fixed assets of the parent and subsidiary companies are located on area of leased building and leased land carried the leased contract of approximately 10-30 years. In accordance with the contract, it is mainly specified that when the leased period is terminated, the entire ownership of property in the nature of fixture to leased place will be belonged to lesser or have to immediately remove so as that the leased place is in the former condition.

In accordance with the company financial statements, as of June 30, 2005 and December 31, 2004, the Company had assets with the depreciation fully calculated but still in use which had a cost value of Baht 45.75 million and Baht 44.43 million respectively. The net book value of which was now Baht 321 and Baht 257 respectively.

In accordance with the company financial statements, as of June 30, 2005 and December 31, 2004, cost of theatre and bowling equipment for the amount 200.0 millions and vehicle partly amount of 6.09 millions and 4.39 millions respectively was assets under financial lease agreement.

In accordance with the consolidated and the company financial statements, building and some equipment were pledged against credit facility received from bank and financial institute.

In accordance with the consolidated financial statements and the company financial statements for the six month period ended of June 30, 2005, the company included cost of loan which is specifically borrow so as to use in the project of Siam Paragon combined as cost price of such project by Baht 1.48 millions.

13. Prepaid Leasehold Right Fee Repayable Instead of Subsidiaries

Consist of:

	Consolidated		The Company Only	
	As of	As of	As of	As of
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>
Advance payment for leasehold right				
Repayable instead of subsidiary				
Siam Cineplex Co., Ltd.	-	135,000	-	135,000
Bangkok Imax Theater Co., Ltd.	-	20,000	-	20,000
Major Bowl Group Co., Ltd.	-	45,000	-	45,000
	<u>-</u>	<u>200,000</u>	<u>-</u>	<u>200,000</u>

In accordance with the consolidated financial statements and the Company financial statements as of December 31, 2004, the prepaid leasehold right fee repayable instead of subsidiaries is wholly the financial support of construction fee so as for leasehold right of the area of 7th and 8th floor of the Project of Siam Paragon Trading Center in accordance with the contract of leasehold right reservation dated March 27, 2003, while the Company agreed to repay the financial support of construction fee by the total amount of Baht 300.0 millions. Moreover, as of November 16, 2004 the Company performed the memorandum attached to the contract of leasehold right subscription on the subject of leasehold right transfer whereby the company will transfer the leasehold right to 3 subsidiaries which results in leasehold right fee the Company prepaid before the right transfer date is regarded as prepaid leasehold right fee repayable instead of subsidiaries. Moreover in 1st quarter, of 2005, the Company has performed the contract to transfer the leasehold right to such subsidiaries.

14. Deferred Film Copy Rights

Consist of:

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>
Deferred Film Copy Rights Beginning - Net	133,459	-	-	-
<u>Add</u> Increase Film Copy Right from				
Investment in Subsidiary Companies	-	67,288	-	-
Deferred Film Copy Right -				
Increase during period	112,796	91,719	-	-
<u>Less</u> Amortization of Film Copy Right	(87,702)	(25,548)	-	-
Deferred Film Copy Right Ending - Net	<u>158,553</u>	<u>133,459</u>	<u>-</u>	<u>-</u>

15. Credit and Obligations

Bank overdrawn account, loan due to merchant bank and finance institute of the parent company and subsidiary companies are guarantees by bank deposits, building and equipment, leasehold rights, land leasehold rights, company directors and personal land of one shareholder.

16. Short-Term Loans due to Finance Institute

Consist of :

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>	<u>'000 Baht</u>
Bill of Exchange	820,000	1,060,000	400,000	400,000
Promissory Notes	118,000	113,067	-	-
Total	<u>938,000</u>	<u>1,173,067</u>	<u>400,000</u>	<u>400,000</u>

In accordance with the consolidated financial statement and the company only as of June 30, 2005 and December 31, 2004, the whole amount was loan in form of bill of exchange and promissory notes with finance institute for the period of 3-6 months carried interest rates of 1.80 - 6.0 % per annum.

17. Short Term Loan from Other Company

In accordance with the consolidated financial statements as of June 30, 2005 and December 31, 2004, the whole amount of short term loan is loan in form of promissory note in type of at call on demand with one company carried interest rate of 5% per annum.

18. Long-Term Loans

Consist of:

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Loan from Commercial Bank	1,535,438	1,453,438	1,260,500	1,126,000
<u>Less</u> Current Portion	<u>(396,000)</u>	<u>(356,000)</u>	<u>(291,000)</u>	<u>(251,000)</u>
Net	<u>1,139,438</u>	<u>1,097,438</u>	<u>969,500</u>	<u>875,000</u>

In accordance with the consolidated and the Company financial statements as of June 30, 2005 and December 31, 2004, long term loan is loan due to several commercial banks which constitutes the detail of loan as follows:

Parent Company

- As of June 30, 2005 and December 31, 2004, the loan availment of Baht 300.0 millions while the amount of Baht 262.50 million and Baht 300.0 million is used respectively. It is loan due to one merchant bank for the period of 5 years, carried interest rate of 3.25 % per annum for the period of 2 years after which the interest rate of 3 months fixed deposit plus 2.5 % per annum is applied. The installment of 6 months is semi-annually repayable totally for 8 installments for the amount of Baht 37.50 millions per installment. The first installment is repayable on June 30, 2005.
- As of June 30, 2005 and December 31, 2004, the loan availment of Baht 600.0 millions while the amount of Baht 560.0 million and Baht 360.0 million respectively. It is the loan due to one merchant bank for the period of 4 years carried interest rate of 3 % per annum. In year and another year, interest rate of MLR% - 2% per annum is applied or interest rate of the first 12 months fixed deposit plus 2% per annum is applied whichever is quarter. The installment of 3 month is repayable totally 14 installments. For the Period 1 – 12 amount of Bath 40.0 million per period and period 13 – 14 amount of Bath 60.0 million per period. The first installment is repayment on May 31, 2005, with the collateral, i.e. title-deed of Rachayothin Cinema Co., Ltd., land leasehold right of Rachayothin Realty Co., Ltd. and property which is the building of Major Cineplex, Rachayothin Branch.

3. As of June 30, 2005 and December 31, 2004, the loan availment of Baht 280.0 millions while the amount of Baht 238.0 million and Baht 266.0 million are used respectively. It is loan due to one commercial bank for the period of 5 years, carried interest rate of year 1-3 of 2% per annum and year 4-5 of 1% per annum. The three-month installment is repayable, totally 20 installment for the amount of Baht 14.0 million per installment. The first installment is repayable on November 30, 2004.
4. As of June 30, 2005 and December 31, 2004, the loan availment of Baht 500.0 millions while the amount of Baht 200.0 millions is used. It is loan due to one merchant bank for the period of 7 years, carried interest rate of year 1 of 3 % per annum, year 2-3 of 3.50 % per annum and year 4 onwards carried interest rate of MLR % - 1.375 % per annum. The leasehold right of the project of Siam Paragon Trading Center is pledged against the repayment for the period of 84 months commenced from the first installment of loan withdrawal. For the month of 1-24, interest is monthly repayable. For the month of 25-84, the principle is repayable for every 6 months installment totalling 10 installments, equivalent to amount of Baht 50.00 millions per installment while interest is separately repayable every month.

Subsidiary Companies

1. As of June 30, 2005 and December 31, 2004, the amount of Baht 211.50 millions and Baht 256.5 millions respectively, is loan due to one merchant bank for the period of 6.5 years, carried interest rate of MLR% - 0.75% per annum but not below MLR % per annum of Thai Farmers Bank Public Co., Ltd. It is monthly repayable. For the installment of 1-18, amount of Baht 4.50 millions per installment is repayable. For the installment 19-77 amount of Baht 7.50 millions per installment is repayable and amount of Baht 6.50 millions for the final installment is repayable. The first installment is repayable in November, 2002. The right in accordance with the lease contract, right in accordance with the contract of service of public utility of EGV Entertainment Co., Ltd. and 3 Subsidiaries and directors are collateral.

As of June 30, 2005, such subsidiaries changed guarantors where by EGV Five Star Co., Ltd., Entertainment Golden Village Exhibition Co., Ltd., EGV Exhibition Co., Ltd., and Major Cineplex Group Public Co., Ltd. become the new guarantors in replacement of former guarantors.

2. As of June 30, 2005 and December 31, 2004, the amount of Baht 49.94 millions and Baht 55.94 million respectively is loan due to one merchant bank for the period of 5 years, carried interest rate of 5.5% per annum. It is monthly repayable for the amount of Baht 1.0 millions per installment. The first installment is repayable in September 2004, and EGV Entertainment Public Co., Ltd., Leasehold right in various branch and assets of Exertainment Co., Ltd. are collateral.
3. As of June 30, 2005 and December 31, 2004, loan by Baht 13.50 millions and Baht 15 million respectively is loan at one merchant bank caried interest rate of MLR% per annum. The term of repayment of principle is within 5 years. While the principle is gradually repayable by Baht 0.25 millions per month plus interest. The first installment is repayable in January 2005.

19. Warrants

ESOP-W2

As of July 6, 2004, the Company issued warrants to purchase the Company ordinary shares (ESOP-W2) to the directors and employees in number of 3,500,000 units the offered price per unit zero Baht. Such warrant not exceeding 4 years from issued date. The rate of right exercise is one unit of warrant is entitled to purchase 1 ordinary share in the exercised price of Baht 15.28 per one ordinary share.

As of June 30, 2005 and December 31, 2004, non warrants holders of ESOP-W2 exercised their right.

ESOP-W1

As of May 27, 2003, the Company issued warrants to purchase the Company ordinary shares (ESOP-W1) to the directors and employees in number of 19,500,000 units the offered price per unit zero Baht. Such warrant not exceeding 5 years from issued date. The rate of right exercise is one unit of warrant is entitled to purchase 1 ordinary share in the exercised price of Baht 13.16 per one ordinary share.

As of November 25, 2003, the company amended the price of right exercise and the rate of right exercise to purchase ordinary shares new warrants to one unit of warrant (ESOP-W1) which is entitled to purchase ordinary share of 1.051 shows in the exercise price of Baht 12.516 per one ordinary share.

As of February 24, 2004, the company amended the price of right exercise and the rate of right exercise to purchase ordinary shares new warrants to one unit of warrant (ESOP-W1) which is entitled to purchase ordinary share of 1.068 shows in the exercise price of Baht 12.320 per one ordinary share.

As of December 31, 2003 and September 30, 2004, the warrants-holders of ESOP-W1 exercised their rights to purchase ordinary shares in numbers of 710,000 units and numbers of 1,719,195 units respectively, remaining non-exercised warrants in number of 17,070,805 units. After such right exercise, the Company constitutes the paid-up share capital in number of 709.32 millions shares in par value of Baht 1 per share aggregating to Baht 709.32 millions. The Company has already amended the paid-up share capital with the Ministry of Commerce since October 8, 2004.

As of June 30, 2005. There is no additional Warrant holder of ESOP-W1 exercising its right.

MAJOR-W1

As of January 30, 2004, the Company issued warrants to purchase the Company ordinary shares (MAJOR-W1) to former shareholder in number of 146,926,992 units the offered price per unit zero Baht. Such warrant last for 3 years commenced from issued date. The rate of right exercise is one unit of warrant is entitled to purchase 1 ordinary share in the exercised price of Baht 13.00 per one ordinary share.

As of February 24, 2004, the company amended the price of right exercise and the rate of right exercise to purchase ordinary shares new warrants to one unit of warrant (MAJOR-W1) which is entitled to purchase ordinary share of 1.016 shows in the exercise price of Baht 12.796 per one ordinary share.

As of June 30, 2005 and December 31, 2004, non warrants holders of MAJOR-W1 exercised their right.

20. Dividends

In accordance with the resolution of the Company Board of Directors no. 1/2548 held on February 25, 2005 and in accordance with the minute of General Shareholders' Meeting no. 4/2548 held on April 5, 2005, it was unanimously resolved to approve the dividend payment for the operating result of 4th quarter, of 2004 in the rate of Baht 0.05 per share to the whole shareholders in number of 709.32 millions shares aggregating to total Baht 35.47 millions and appropriated legal reserve in amount of Baht 2.10 million. The dividend is repayable on April 20, 2005.

In accordance with the resolution of the Company Board of Directors no. 2/2547 on February 24, 2004, and in accordance with the minute of General Shareholders' Meeting no. 3/2547 held on April 22, 2004, it was unanimously resolved to approve the dividend payment for the operating result of year 2003 in the rate of Baht 0.60 per share to the whole shareholders in number of 587.71 millions shares aggregating to total Baht 352.63 millions. The dividend is repayable on May 11, 2004.

21. Corporate Income Tax

The parent company computed corporate income tax pursuant to the decree basis no. 387 which reduces corporate income tax from 30% to 25% for the 5 consecutively accounting periods commenced from the initial accounting period in or after the date the company constitutes securities listed in the Stock Exchange of Thailand (as of May 23, 2002), in accordance with the law of Securities and Security Market. Therefore, the company computed at the rate of 25% of accounting net profit before recognition of equity from investment in the subsidiary and associated companies, but after making adjust transaction in accordance with the Revenue Code respectively.

The subsidiary computed the corporate income tax rate of 30% and the rate for small to medium enterprises operator (SMEs) of the accounting net profit after adding back the adjusted transactions pursuant the Revenue Code.

22. Earnings per Share

For the quarter and six month period ended on June 30,2005. There is no computation of diluted earning per share since the fair value of ordinary shares are below the right exercised price.

For the quarter and six month period ended on June 30, 2004. The company calculated the earnings (loss) per share by dividing the Net Profit (Loss) of the period by the weighted average number of ordinary shares as follows:

	Number of ordinary shares (Share)	Net Profit ('000 Baht)		Baht/Share	
		For Quarter	For 6 months	For Quarter	For 6 months
Basic earnings per share					
Net Profit of common share holders	587,710,000	104,491	213,502	0.177	0.363
Effect of diluted potential common share warrants					
Warrants convertible into ordinary shares to Directors and employees (ESOP-W) 17,070,805 Unit Conversion Right 1 unit of warrant will be entitled to 1.068 ordinary share. The exercise price for ordinary shares will be Baht 12.320 per share.	26,002,000	-	-	-	-
Diluted earning per share					
Profit of Common Share holders assumed as conversion to common share	613,712,000	104,491	213,502	0.170	0.348

23. Disclosure of Sectoral Business Operation

Information on sectoral business operation is as follows:

	Consolidated							
	For the Six Month Period Ended on June 30, 2005							
	Cinema Business	Bowling and Karaoke	Rentals and Services	Services Advertising	Fitness Center	Sales VCD DVD and Film Copy Right	Written-off Items	Total
	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Revenue from sales and services	1,250,078	205,448	224,997	406,915	7,952	202,958	(227,085)	2,071,263
Profit(Loss)from operation	239,525	63,474	121,487	301,835	(3,503)	57,438	400,835	860,230
Common Expense								458,529
Interest Expense								48,284
Corporate Income Tax								112,123
Net Profit(Loss)								247,834
Fixed Assets	2,480,973	702,789	818,506	5,608	64,198	14,487	228,874	4,315,435
Common Assets								2,562,930
Total Assets								6,878,365

	Consolidated							
	For the Six month Period Ended on June 30, 2004							
	Cinema Business	Bowling and Karaoke	Rentals and Services	Services Advertising	Fitness Center	Sales VCD DVD and Film Copy Right	Written-off Items	Total
	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht	'000 Baht
Revenue from sales and services	799,632	133,983	213,924	130,643	-	-	(109,275)	1,168,907
Profit(Loss)from operation	198,192	44,109	115,349	89,368	-	-	(19,063)	427,955
Common Expense								225,856
Interest Expense								10,433
Corporate Income Tax								63,621
Net Profit(Loss)								213,502
Fixed Assets	1,326,999	321,642	809,975	3,920	-	-	121,578	2,584,114
Common Assets								1,264,081
Total Assets								3,848,195

The Company and its subsidiaries are engaged in 6 types of business namely cinema business which involves showing films and selling food and beverage business, bowling and karaoke Business, rentals and service business, advertising business, fitness center business and Sale VCD DVD and film copy right and profit on each type of business arises from total sales less cost of sales and administrative expenses of each business.

The fixed assets of each type of business are used for its operation whereas joint assets include other assets not classed as fixed assets.

Determination of transferred prices between sectors which is materialised as follows :

Basis in the determination of transferred prices between sectors of the Parent Company and its subsidiaries and related companies (see note to financial statements no. 2.1)

Basis in the determination of transferred prices between sectors of subsidiaries and related companies incurred between each other which is materialised as follows :

Policy of Price Determination

- | | |
|---|---|
| - Revenue/Cost from leased area and central service fee | Lumsum price monthly installment pursuant to contract |
| - Interest receivable/payable | Referred to interest rates of merchant banks plus spread or cost acquired plus price spread |
| - Revenue/Cost of advertising expense | In accordance with mutual memorandum/Lum Sum rate per month and to be a percentage of revenue |

24. Obligations and Contingent Liabilities

24.1 In accordance with the consolidated financial statements, the Ratchayothin Cinema Company Limited which is subsidiary company conducted the contract with Imax Corporation Co., Ltd. (Canada) so as to jointly appoint the Bangkok Imax Theatre Co., Ltd., a subsidiary company as an agent in running theater of Bangkok Imax Theater with the term and covenant as follows:

1. Ratchayothin Cinema Co., Ltd. is responsible for area appropriation of as theater including supervision of sales promotion, maintenance and quality control including standard of theater. In addition, it is responsible for expense of insurance and risk from assets.
2. Imax Corporation Co., Ltd. (Canada) is responsible for appropriation and supervision of instruments of film showing.

Under such contract, if the results of operation of Bangkok Imax Theater Co., Ltd. generated net profit or net loss, Ratchayothin Cinema Co., Ltd. and Imax Corporation Co., Ltd. (Canada) will jointly receive results of profit or loss at the rate of 50: 50. Moreover, if the results of operation incurred gross loss, Imax Corporation Co., Ltd., (Canada) will cancel the term of consideration receipt from Bangkok Imax Theater Co., Ltd. in the highest amount of US Dollars 0.10 millions. The contract maturity is terminated in December, 2010.

Presently, Ratchayothin Cinema Co., Ltd. and Imax Corporation Co., Ltd. (Canada) have not conducted any contract to appoint Bangkok Imax Theater Co., Ltd. as agent in management.

24.2 In accordance with the consolidated and the Company financial statements, the Company constitutes obligation commitment from guarantee loan to Pacific Marketing and Entertainment Group Co., Ltd. which is subsidiary, to one merchant bank by Baht 240.0 millions which constitutes one year commitment so as for financial support to subsidiary company.

24.3 The company holds commitment obligation and contingent liability as follows:

	Consolidated		The Company Only	
	As of		As of	
	June 30, 2005	December 31, 2004	June 30, 2005	December 31, 2004
	<u>Million Baht</u>	<u>Million Baht</u>	<u>Million Baht</u>	<u>Million Baht</u>
Letter of Credit	60.47	30.94	51.33	30.94
Letter of Guarantee	51.33	32.98	32.41	16.48
Check Payable to Guarantee	21.77	-	21.77	-

As of June 30, 2005, the check payable to guarantee the whole amount was a post-dated check for the period due made payable to another company in order to pay for common lease of equipment, space and joint service fees and as a deposit for lease and service agreements.

24.4 As of June 30, 2005 and December 31, 2004 that company and subsidiaries constitute obligation commitment in accordance with the contract of long term lease with outside party from the lease of land, lease of building area and contract of long term service with outside party in several contracts which the life contract of lease will be terminated within 2005-2029. The lease fee and service fee is computed as fixed rate and/or percentage over revenue of that branch. However, the leased fee and service fee for the six month period ended on June 30, 2005 as follows :

	Consolidated	The Company Only
	<u>Million Baht</u>	<u>Million Baht</u>
Rentals	120.81	47.70
Services	79.97	34.67

25. Approval of the Interim Financial Statements.

These interim financial statements have been approved by the company's directors.
