



REVIEW REPORT OF THE INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

TO THE BOARD OF DIRECTORS THE AYUDHYA INSURANCE PUBLIC COMPANY LIMITED

We have reviewed the balance sheet of The Ayudhya Insurance Public Company Limited as at March 31, 2010, and the related statements of income, changes in shareholders' equity and cash flows for the quarters ended March 31, 2010 and 2009 (as restated). These financial statements are the responsibility of the Company's management as to their correctness and completeness of the presentation. Our responsibility is to report on these financial statements based on our reviews.

We conducted our reviews in accordance with the Standard on Auditing applicable to review engagements. The Standard requires that we plan and perform our review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit in accordance with generally accepted auditing standards, and accordingly, we do not express an opinion.

Based on our reviews, nothing has come to our attention that causes us to believe that the financial statements are not presented fairly, in all material respects, in accordance with generally accepted accounting principles.

Without being a qualification, as discussed in Note 2 to the interim financial statements, the Company has changed its accounting policy regarding employee benefits by an adoption of International Accounting Standard No. 19 "Employee benefits". Thus, the related statements of income and changes in shareholders' equity for the quarter ended March 31, 2009 and the balance sheet as at December 31, 2009 presented herein for comparison, have been retroactively restated for the effect of such change.

We have previously audited the financial statements, prior to the restatement of The Ayudhya Insurance Public Company Limited for the year ended December 31, 2009, in accordance with generally accepted auditing standards, and expressed an unqualified opinion in our report dated February 15, 2010. We have not performed any other auditing procedures subsequent to such report date except that we have audited the adjustments arising from the change in accounting policy as described in the fourth paragraph to the interim financial statements which have been applied to restate the balance sheet as at December 31, 2009. In our opinion, such adjustments are appropriate and have been properly applied. The balance sheet as at December 31, 2009 after the restatement, presented herein for comparison, has been derived from such restated financial statements.

Niti Jungnitnirundr
Certified Public Accountant (Thailand)
Registration No. 3809

BANGKOK
May 11, 2010

DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT CO., LTD.

THE AYUDHYA INSURANCE PUBLIC COMPANY LIMITED
BALANCE SHEETS

AS AT MARCH 31, 2010 AND DECEMBER 31, 2009

Baht : '000

	Notes	"Unaudited"	
		As at March 31, 2010	As at December 31, 2009 "As restated"
ASSETS			
INVESTMENT IN SECURITIES	4		
Bonds		1,519,304	1,510,840
Treasury bills		359,835	339,764
Notes		59,563	109,563
Stocks		1,201,587	1,221,698
Debentures		768,230	663,106
Other securities			
Unit trusts		1,849,685	1,860,404
Warrants		-	75
Total investment in securities		<u>5,758,204</u>	<u>5,705,450</u>
LOANS	5	2,918	2,966
CASH AND DEPOSITS AT FINANCIAL INSTITUTIONS	6	680,667	562,052
PREMISES AND EQUIPMENT - NET		40,875	44,161
AMOUNT DEPOSIT ON REINSURANCE TREATIES		2,779	2,780
DUE FROM REINSURERS		49,469	21,870
PREMIUMS DUE AND UNCOLLECTED - NET	7	164,159	174,794
ACCRUED INCOME ON INVESTMENT		35,223	20,400
OTHER ASSETS			
Deferred tax assets	12	136,605	113,663
Intangible assets - net		34,308	25,535
Others		66,835	61,871
TOTAL ASSETS		<u><u>6,972,042</u></u>	<u><u>6,735,542</u></u>

See notes to the interim financial statements

THE AYUDHYA INSURANCE PUBLIC COMPANY LIMITED

BALANCE SHEETS (CONTINUED)

AS AT MARCH 31, 2010 AND DECEMBER 31, 2009

Baht : '000

	Notes	"Unaudited" As at March 31, 2010	As at December 31, 2009 "As restated"
LIABILITIES AND SHAREHOLDERS' EQUITY			
UNEARNED PREMIUM RESERVE	8	602,723	543,432
LOSS RESERVES AND OUTSTANDING CLAIMS	9	245,232	222,747
AMOUNT WITHHELD ON REINSURANCE TREATIES		129,286	128,350
DUE TO REINSURERS		114,284	75,375
BANK OVERDRAFTS	10	-	451
OTHER LIABILITIES			
Premium written received in advance		121,339	120,437
Accrued income tax	20	63,958	26,643
Accrued commissions		34,523	34,729
Post-employment benefits obligation	2 and 11	37,163	35,769
Deferred tax liabilities	12	45,586	42,254
Others		41,096	60,509
TOTAL LIABILITIES		<u>1,435,190</u>	<u>1,290,696</u>
SHAREHOLDERS' EQUITY			
SHARE CAPITAL			
Authorized share capital			
500,000,000 ordinary shares of Baht 1.00 each		<u>500,000</u>	<u>500,000</u>
Issued and paid-up share capital			
250,000,000 ordinary shares of Baht 1.00 each, fully paid		250,000	250,000
PREMIUM ON SHARE CAPITAL		3,512,184	3,512,184
SURPLUS ON REVALUATION OF INVESTMENTS - NET	3.1	136,759	126,762
RETAINED EARNINGS			
Appropriated			
Statutory reserve		50,000	50,000
Other reserves		900,000	900,000
Unappropriated		687,909	605,900
TOTAL SHAREHOLDERS' EQUITY		<u>5,536,852</u>	<u>5,444,846</u>
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		<u>6,972,042</u>	<u>6,735,542</u>

See notes to the interim financial statements

THE AYUDHYA INSURANCE PUBLIC COMPANY LIMITED
STATEMENTS OF INCOME
FOR THE QUARTERS ENDED MARCH 31, 2010 AND 2009
"UNAUDITED"

Baht : '000

	2010					2009	
	Fire	Marine		Motor	Miscellaneous	Total	Total
		Hull	Cargo				
							"As restated"
Underwriting income							
Premiums written	118,714	19,546	51,168	159,914	175,224	524,566	458,872
Less Premium ceded	33,098	18,227	36,314	9,049	88,877	185,565	198,604
Net premium written	85,616	1,319	14,854	150,865	86,347	339,001	260,268
Less Unearned premium reserve increase (decrease) from previous period	7,672	(219)	3,613	14,856	33,369	59,291	16,643
Earned premium	77,944	1,538	11,241	136,009	52,978	279,710	243,625
Underwriting expenses							
Losses incurred	5,916	211	156	90,828	21,187	118,298	95,374
Loss adjustment expenses	246	93	516	1,555	634	3,044	2,205
Commissions and brokerages	13,862	(3,808)	(9,218)	23,725	47	24,608	12,773
Other underwriting expenses	10,462	495	2,784	4,959	10,789	29,489	19,936
Total underwriting expenses	30,486	(3,009)	(5,762)	121,067	32,657	175,439	130,288
Profit on underwriting	47,458	4,547	17,003	14,942	20,321	104,271	113,337
Net investment income						55,649	50,288
Gain (loss) on investment in securities						19,140	(14,864)
Reversal of loss on impairment of investment in notes						-	434
Other income							
Gain on sale of assets						-	67
Others						398	407
Total other income						398	474

THE AYUDHYA INSURANCE PUBLIC COMPANY LIMITED
STATEMENTS OF INCOME (CONTINUED)
FOR THE QUARTERS ENDED MARCH 31, 2010 AND 2009
"UNAUDITED"

		Baht : '000	
	Notes	2010	2009
			"As restated"
Operating expenses			
Personnel expenses		47,134	45,745
Premises and equipment expenses		20,802	18,674
Taxes and duties		406	405
Bad debt and doubtful accounts		-	192
Directors' remuneration		2,128	2,198
Other operating expenses			
Travelling expenses		1,527	2,237
Others		8,773	4,293
Total operating expenses		<u>80,770</u>	<u>73,744</u>
PROFIT BEFORE INCOME TAXES		98,688	75,925
INCOME TAXES	12	<u>16,679</u>	<u>12,061</u>
NET PROFIT		<u>82,009</u>	<u>63,864</u>
BASIC EARNINGS PER SHARE	BAHT	0.33	0.26
WEIGHTED AVERAGE NUMBER OF ORDINARY SHARES	SHARES	250,000,000	250,000,000

See notes to the interim financial statements

THE AYUDHYA INSURANCE PUBLIC COMPANY LIMITED
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE QUARTERS ENDED MARCH 31, 2010 AND 2009

"UNAUDITED"

Baht : '000

	Notes	Issued and paid-up share capital	Premium on share capital	Surplus (deficit) on revaluation of investments	Retained earnings			Total Shareholder' equity
					Statutory reserve	Other reserves	Unappropriated	
"As restated"								
Beginning balance as at January 1, 2009								
as previously reported		250,000	3,512,184	(30,950)	50,000	900,000	570,147	5,251,381
Cumulative effect of the change in accounting policy for employee benefits								
	2	-	-	-	-	-	(24,101)	(24,101)
Beginning balance as at January 1, 2009 as restated								
		250,000	3,512,184	(30,950)	50,000	900,000	546,046	5,227,280
Changes during the period								
Increase in the deficit on revaluation of investments								
	3.1	-	-	(19,906)	-	-	-	(19,906)
Net profit for the period								
		-	-	-	-	-	63,864	63,864
Ending balance as at March 31, 2009								
		<u>250,000</u>	<u>3,512,184</u>	<u>(50,856)</u>	<u>50,000</u>	<u>900,000</u>	<u>609,910</u>	<u>5,271,238</u>
Beginning balance as at January 1, 2010								
as previously reported		250,000	3,512,184	126,762	50,000	900,000	631,806	5,470,752
Cumulative effect of the change in accounting policy for employee benefits								
	2	-	-	-	-	-	(25,906)	(25,906)
Beginning balance as at January 1, 2010 as restated								
		250,000	3,512,184	126,762	50,000	900,000	605,900	5,444,846
Changes during the period								
Increase in the deficit on revaluation of investments								
	3.1	-	-	9,997	-	-	-	9,997
Net profit for the period								
		-	-	-	-	-	82,009	82,009
Ending balance as at March 31, 2010								
		<u>250,000</u>	<u>3,512,184</u>	<u>136,759</u>	<u>50,000</u>	<u>900,000</u>	<u>687,909</u>	<u>5,536,852</u>

See notes to the interim financial statements

THE AYUDHYA INSURANCE PUBLIC COMPANY LIMITED
STATEMENTS OF CASH FLOWS
FOR THE QUARTERS ENDED MARCH 31, 2010 AND 2009
"UNAUDITED"

	Notes	2010	2009
Baht : '000			
CASH FLOWS PROVIDED BY (USED IN) OPERATING ACTIVITIES			
Direct premium received		492,855	427,285
Cash paid from reinsurance		(47,589)	(36,478)
Losses incurred from direct insurance		(127,008)	(88,095)
Loss adjustment expenses from direct insurance		(3,044)	(2,205)
Commissions and brokerages from direct insurance		(75,809)	(69,331)
Other underwriting expenses		(32,934)	(18,895)
Net investment income		42,576	24,112
Other income		1,289	407
Operating expenses		(95,126)	(76,710)
Income taxes		(2,305)	(1,898)
Other		700	-
Net cash provided by operating activities	3.3	153,605	158,192
CASH FLOWS PROVIDED BY (USED IN) INVESTING ACTIVITIES			
CASH FLOWS PROVIDED BY			
Investment in securities			
Redemption of investment in held-to-maturity securities - treasury bills			
with maturity over 3 months		-	100,000
Redemption of investment in held-to-maturity securities - notes			
with maturity over 3 months		50,000	-
Restructuring of investment in held-to-maturity securities - notes			
with maturity over 3 months		-	26,535
Sales of investment in available-for-sale securities - ordinary shares		60,229	-
Sales of investment in available-for-sale securities - debentures		-	30,122
Sales of investment in available-for-sale securities - other securities		21,230	125,552
Redemption of investment in available-for-sale securities - debentures		-	200,000
Capital decrease of general investment - ordinary shares		-	365

THE AYUDHYA INSURANCE PUBLIC COMPANY LIMITED
 STATEMENTS OF CASH FLOWS (CONTINUED)
 FOR THE QUARTERS ENDED MARCH 31, 2010 AND 2009
 "UNAUDITED"

	Notes	2010	2009
			Baht : '000
Loans		348	315
Premises and equipment		1,298	82
Deposits at financial institutions with maturity over 3 months		-	550,295
Cash provided by investing activities		<u>133,105</u>	<u>1,033,266</u>
CASH FLOWS USED IN			
Investment in securities			
Purchase of investment in held-to-maturity securities - notes with maturity over 3 months		-	(50,000)
Purchase of investment in available-for-sale securities - bonds		-	(113,355)
Purchase of investment in available-for-sale securities - ordinary shares		(21,484)	(83)
Purchase of investment in available-for-sale securities - debentures		(100,000)	-
Purchase of investment in available-for-sale securities - other securities		(11,583)	(200,000)
Deposits at financial institutions with maturity over 3 months and deposits used as collateral		(957)	(1,887)
Loans		(300)	-
Premises and equipment		(4,114)	(2,925)
Intangible assets		(10,092)	(3,646)
Cash used in investing activities		<u>(148,530)</u>	<u>(371,896)</u>
Net cash provided by (used in) investing activities		<u>(15,425)</u>	<u>661,370</u>
CASH FLOWS PROVIDED BY (USED IN) FINANCING ACTIVITIES			
Bank overdrafts		(451)	26
Net cash provided by (used in) financing activities		<u>(451)</u>	<u>26</u>
Net increase in cash and cash equivalents		137,729	819,588
Cash and cash equivalents as at January 1,		574,244	291,735
Cash and cash equivalents as at March 31,	3.2	<u><u>711,973</u></u>	<u><u>1,111,323</u></u>

See notes to the interim financial statements

THE AYUDHYA INSURANCE PUBLIC COMPANY LIMITED
NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE QUARTERS ENDED MARCH 31, 2010 AND 2009
“UNAUDITED”

1. OPERATION OF THE COMPANY AND BASIS FOR PREPARATION OF THE INTERIM FINANCIAL STATEMENTS

1.1 Operation of the Company

The Company was registered in Thailand on October 7, 1950. The main business is non-life insurance and the Company was awarded its license to operate all classes of non-life insurance on May 21, 1971. The head office is located at Ploenchit Tower, 7th floor, 898 Ploenchit Road, Lumpini, Pathumwan, Bangkok.

On March 12, 2010, the Company’s Board of Directors passed a resolution for acquisition of shares in BT Insurance Co., Ltd. (“BTI”), a non-life insurance company, from CIMB Thai Bank Public Company Limited (“CIMBT”) which owned 99.99% of the total issued share capital of BTI. In support of the Company’s business expansion plan, the Board of Directors foresaw an opportunity for greater distribution of the Company’s products through bancassurance arrangement via the distribution channels of CIMBT and thus approved the Company to enter into the Bancassurance Agreement with CIMBT, as part of the acquisition of BTI shares. The purchase price in respect of the BTI acquisition was Baht 392 million, comprising Baht 292 million for the value of BTI shares and Baht 100 million for the Bancassurance Agreement. The book value of BTI as of December 31, 2009 was Baht 292.07 million, and the purchase price is subject to post completion adjustment on terms set out in the Share Purchase Agreement.

Subsequently, on March 15, 2010, the Company entered into the Share Purchase Agreement (“SPA”) with CIMBT for acquisition of BTI’s 29,999,998 ordinary shares, representing 99.99% of the total issued share capital of BTI with the purchase price of Baht 292 million and on March 26, 2010, the Company entered into the Bancassurance Agreement with CIMBT and some of its subsidiaries for the period of 10 years.

However, the BTI’s shares acquisition will become effective when both parties complied with the conditions specified in the SPA including the approvals from the Office of the Insurance Commission (OIC) and the Annual General Meeting of the Company’s shareholders to be held on April 20, 2010. The Bancassurance Agreement will become effective upon the completion of the BTI Acquisition (see Note 19.2).

1.2 Basis for preparation of the interim financial statements

1.2.1 The Company prepares its interim financial statements in conformity with the Accounting Standard No. 34 (Revised 2007) “Interim Financial Reporting” (previously TAS 41) and practices generally accepted in Thailand and the interim financial statements have been prepared in accordance with the regulations of the Stock Exchange of Thailand dated January 22, 2001 regarding the basis, conditions and procedures for the preparation and submission of financial statements and reports for the financial position and results of operations of listed companies B.E. 2544, and in accordance with the Registrar’s Notification of the Department of Insurance No. 10/2545 regarding the presentation of the financial statements of insurance companies dated March 6, 2002.

- 1.2.2 The restated Company's balance sheet as at December 31, 2009, presented herein, has been derived from the Company's financial statements for the year then ended, which have been audited. In addition, the statements of income, changes in shareholders' equity and cash flows for the quarter ended March 31, 2009, presented herein, have been restated and reviewed.
- 1.2.3 Certain financial information which is normally included in financial statements prepared in accordance with generally accepted accounting principles, but which is not required for interim reporting purposes, has been omitted. In addition, the interim financial statements should be read in conjunction with the Company's financial statements and notes thereto included in the audited financial statements for the year ended December 31, 2009, which have been audited.

The preparation of financial statements in conformity with generally accepted accounting principles also requires the Company's management to exercise judgments in order to determine the accounting policies, estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expense during the reporting period. Although these estimates are based on management's reasonable consideration of current events, actual results may differ from these estimates.

2. ACCOUNTING POLICIES AND CHANGE IN ACCOUNTING POLICY

The Company applies accounting and calculation method in the financial statements consistent with the financial statements for the year ended December 31, 2009 except for the change in accounting policy regarding employee benefits.

In 2010, the Company has changed the accounting policy regarding employee benefits to an adoption of International Accounting Standard (IAS) No.19 "Employee benefits". As a result, the Company has retrospectively adjusted the related statements of income and changes in shareholders' equity for the quarter ended March 31, 2009 and the balance sheet as at December 31, 2009 presented herein for comparison, as if the new policy on employee benefits had always been in use.

The Company provides post-employment benefits obligation, payable to employees under the Thai Labor Protection Act. The liability in respect of employee benefits is the present value of the defined benefit obligation which is calculated by using the actuarial technique by independent appraiser. The present value of the defined benefits obligation is determined by discounting estimated future cash flows using yields on the government bonds which have terms to maturity approximating the terms of related liability. The estimated future cash flows shall reflect employee salaries, turnover rate, length of service and other. Actuarial gains or losses will be recognized in the statements of income in the period to which they are related. The costs associated with providing these benefits are charged to the statements of income so as to spread the cost over the employment period during which the entitlement to benefits is earned (see Note 11).

The Company restated the related statements of income and changes in shareholders' equity for the quarter ended March 31, 2009 and the balance sheet as at December 31, 2009 for comparison and the cumulative effect of the change to financial statements are summarized as follows:

	Baht : '000		
	For the quarters		
	ended March 31,		
	2010	2009	
Personnel expense increase	1,394	909	
Income taxes decrease	(349)	(227)	
Net profit for the period decrease	1,045	682	
Basic earnings per share decrease (Baht)	0.004	0.003	

	Baht : '000		
	As at	As at	As at
	March 31,	March 31,	December 31,
	2010	2009	2009
Brought forward retained earnings decrease	(25,906)	(24,101)	(24,101)
Deferred tax assets increase	349	227	8,635
Post-employment benefit obligation increase	1,394	909	34,541
Carried forward retained earnings decrease	(1,045)	(24,783)	(25,906)

3. ADDITIONAL INFORMATION FOR CASH FLOWS

3.1 Non-cash items

As at March 31, 2010 and December 31, 2009, surplus on revaluation of investments was shown net of deferred income tax liabilities as follows:

	Baht : '000	
	As at	As at
	March 31,	December
	2010	2009
Unrealized gain on investment in available-for-sale securities	157,650	144,321
Unrealized gain on general investment	24,695	24,695
Total unrealized gain	182,345	169,016
(Less) Deferred tax liabilities	(45,586)	(42,254)
Surplus on revaluation of investments - net	<u>136,759</u>	<u>126,762</u>

For the quarters ended March 31, 2010 and 2009, changes in surplus (deficit) on revaluation of investments - net of deferred tax were as follows:

	Baht : '000	
	For the quarters	
	ended March 31,	
	2010	2009
Surplus (deficit) on revaluation of investments	13,329	(26,541)
Increase of deferred tax assets	-	6,635
Increase of deferred tax liabilities	(3,332)	-
Increase (decrease) in surplus (deficit) on revaluation of investments - net	<u>9,997</u>	<u>(19,906)</u>

3.2 Cash and cash equivalents consist of the following:

	Baht : '000	
	As at March 31,	
	2010	2009
Cash and deposits at financial institutions	680,667	978,092
Investment in securities - treasury bills	359,835	518,895
Investment in securities - notes	59,563	437,791
	<u>1,100,065</u>	<u>1,934,778</u>
<u>Less</u> Deposits at bank with maturity over 3 months	(284,529)	(309,233)
Deposits at bank used as collateral	(44,000)	(44,000)
Treasury bills with maturity over 3 months	-	(58,966)
Notes with maturity over 3 months	(59,563)	(411,256)
Cash and cash equivalents	<u>711,973</u>	<u>1,111,323</u>

3.3 Net cash flow provided by operating activities

Items to reconcile net profit to net cash flows provided by operating activities for the quarters ended March 31, 2010 and 2009 are as follows:

	Baht : '000	
	For the quarters	
	ended March 31,	
	2010	2009
	“As restated”	
CASH FLOWS PROVIDED BY OPERATING ACTIVITIES		
Net profit	82,009	63,864
Items to reconcile net profit to net cash flows:		
Depreciation	5,212	5,103
Amortization of intangible assets	1,319	391
(Gain) loss on sales of assets	891	(67)
Post-employment benefits expense	1,394	909
Unearned premium reserve increase from previous period	59,291	16,643
Amortization of bonds premium	1,890	1,122
Amortization of bonds discount	(7)	(7)
Amortization of treasury bills discount	-	(1,048)
Amortization of debentures discount	(133)	(125)
Gain on sale of investment in available-for-sale securities - ordinary shares	(17,796)	-
(Gain) loss on sale of investment in available-for-sale securities - other securities	(1,344)	14,986
Gain on sale of investment in available-for-sale securities - debentures	-	(122)
Reversal of loss on impairment of investment in notes	-	(434)
Interest received from investment in held-to-maturity securities - notes	-	(1,017)
Deferred tax	(22,942)	(13,219)
Profit from operations before changes in operating assets and liabilities	109,784	86,979
Operating assets (increase) decrease		
Amount deposit on reinsurance treaties	1	13
Due from reinsurers	(27,599)	(19,113)
Premium due and uncollected	10,635	15,161
Accrued income on investment	(14,823)	(25,100)
Other assets	(4,628)	(2,598)
Operating liabilities increase (decrease)		
Loss reserves and outstanding claims	22,485	26,120
Amount withheld on reinsurance treaties	936	1,913
Due to reinsurers	38,909	59,331
Premium written received in advance	902	4,234
Accrued income tax	37,315	23,381
Accrued commissions	(206)	(5,916)
Other liabilities	(20,106)	(6,213)
Net cash provided by operating activities	<u>153,605</u>	<u>158,192</u>

4. INVESTMENT IN SECURITIES

Investment in securities as at March 31, 2010 consists of the following:

	Cost/Amortized Cost	Unrealized Gains	Unrealized Losses	Baht : '000 Fair Value
Available-for-sale securities				
Equity securities				
Investment in listed securities				
Ordinary shares	270,278	173,585	(11,261)	432,602
Other securities				
Unit trusts	1,870,260	17,361	(37,975)	1,849,646
Debt securities				
Bonds	1,524,204	7,459	(12,359)	1,519,304
Treasury bills	359,835	-	-	359,835
Debentures	747,390	20,876	(36)	768,230
Total	<u>4,771,967</u>	<u>219,281</u>	<u>(61,631)</u>	<u>4,929,617</u>
General investments				
Equity securities				
Ordinary shares				744,290
Add Unrealized gain on transfer of investment				24,695
				<u>768,985</u>
Other securities : Unit trust				
Cost			2,700	
Less Allowance for impairment			(2,661)	39
Total				<u>769,024</u>
Held-to-maturity securities				
Debt securities				
Notes		59,563	-	59,563
Total		<u>59,563</u>	<u>-</u>	<u>59,563</u>
Total value of investment in securities				
			Maturity within	Baht : '000
			1 year	Amortized
			2-5 years	Cost
				<u>5,758,204</u>

Other information related to held to maturity securities are as follows:

	Amortized Cost	Unrealized Gains	Unrealized Losses	Baht : '000 Fair Value
Held-to-maturity securities				
Debt securities				
Notes	59,563	-	-	59,563
Total	<u>59,563</u>	<u>-</u>	<u>-</u>	<u>59,563</u>

Investment in securities as at December 31, 2009 consists of the following:

	Cost/Amortized Cost	Unrealized Gains	Unrealized Losses	Baht : '000 Fair Value
Available-for-sale securities				
Equity securities				
Investment in listed securities				
Ordinary shares	290,807	175,735	(13,829)	452,713
Warrants	63	12	-	75
Other securities				
Unit trusts	1,878,563	15,877	(34,075)	1,860,365
Debt securities				
Bonds	1,526,087	4,205	(19,452)	1,510,840
Treasury bills	339,764	-	-	339,764
Debentures	647,258	15,848	-	663,106
Total	<u>4,682,542</u>	<u>211,677</u>	<u>(67,356)</u>	<u>4,826,863</u>

	Baht : '000 Cost/ Book Value
General investments	
Equity securities	
Ordinary shares	744,290
<u>Add</u> Unrealized gain on transfer of investment	24,695
	<u>768,985</u>
Other securities : Unit trusts	
Cost	2,700
<u>Less</u> Allowance for impairment	(2,661)
Total	<u>39</u>
	<u>769,024</u>

	Maturity within		Baht : '000 Amortized Cost
	1 year	2-5 years	
Held-to-maturity securities			
Debt securities			
Notes	109,563	-	109,563
Total	<u>109,563</u>	<u>-</u>	<u>109,563</u>
Total value of investment in securities			<u>5,705,450</u>

Other information related to held to maturity securities are as follows:

	Amortized Cost	Unrealized Gains	Unrealized Losses	Baht : '000 Fair Value
Held-to-maturity securities				
Debt securities				
Notes	109,563	-	-	109,563
Total	<u>109,563</u>	<u>-</u>	<u>-</u>	<u>109,563</u>

In 2002, the Company transferred stock of a related company previously included in available-for-sale securities to general investment as such company delisted their shares from the Stock Exchange of Thailand. Fair value of the stock at the transfer date amounted to Baht 154.70 million. Unrealized gain on the transfer of investment amounting to Baht 24.69 million was included in surplus on revaluation of investments under shareholders' equity.

As at March 31, 2010 and December 31, 2009, certain bonds and debentures are deposited with a related bank as the Company's backup assets (see Note 14).

5. LOANS

Loans are loans to employees with personal guarantee in accordance with the welfare policy of employees' loans of the Company with interest rate of 2.75% per annum.

6. CASH AND DEPOSITS AT FINANCIAL INSTITUTIONS

	As at March 31, 2010	Baht : '000 As at December 31, 2009
Cash	225	225
Cash at banks - call deposits	204,901	87,598
Cash at banks - time deposits	475,541	474,229
Total cash and deposits at financial institutions	<u>680,667</u>	<u>562,052</u>

As at March 31, 2010 and December 31, 2009, fixed deposits amounting to Baht 44 million are pledged as collateral for bank overdrafts, loans in the form of promissory notes and deposited as collateral with the Registrar of Baht 20 million, Baht 10 million and Baht 14 million, respectively (see Notes 10 and 13).

7. PREMIUMS DUE AND UNCOLLECTED - NET

Premiums due and uncollected - net consist of the following:

	As at March 31, 2010	Baht : '000 As at December 31, 2009
Not over 60 days	116,345	132,387
Over 60 days up to 90 days	24,834	29,319
More than 90 days	29,313	18,828
Total premiums due and uncollected	<u>170,492</u>	<u>180,534</u>
<u>Less</u> Allowance for doubtful accounts	<u>(6,333)</u>	<u>(5,740)</u>
Total premiums due and uncollected - net	<u>164,159</u>	<u>174,794</u>

The balances as at March 31, 2010 and December 31, 2009 of premiums due and uncollected are classified by aging as follows:

	As at March 31, 2010	Baht : '000 As at December 31, 2009
Not over 3 months	141,179	161,707
Over 3 months up to 6 months	26,858	14,375
Over 6 months up to 12 months	2,455	3,772
More than 12 months	-	680
Total	<u>170,492</u>	<u>180,534</u>

8. UNEARNED PREMIUM RESERVES

Unearned premium reserves presented in the balance sheets as at March 31, 2010 and December 31, 2009 did not include additional unearned premium reserve of ceded premium to foreign reinsurers of Baht 38.32 million and Baht 48.86 million, respectively. Such unearned premium reserve was required to be recorded in the financial report to be submitted particularly to the Office of Insurance Commission under its relevant regulations.

9. LOSS RESERVES AND OUTSTANDING CLAIMS

As at March 31, 2010 and December 31, 2009, the loss reserves and outstanding claims account included outstanding claims and accrued interest of Baht 80.05 million and Baht 79.29 million, respectively, caused by a loss claim incurred by an insured company on September 24, 1997. On September 30, 2003, the courts passed a verdict that the Company had to pay the claim of Baht 41.29 million including 7.5% per annum of interest from the date of litigation until such claim is paid. The Company recorded such claim and accrued interest since 2003. However, in 2004 the Company has submitted an appeal to the court. On November 27, 2008, the appeal court had the dismissal for this case. However, the insured company submitted the case to the supreme court in December 2008. Currently, such case is still under consideration of the supreme court.

10. BANK OVERDRAFTS

As at March 31, 2010 and December 31, 2009, the Company had credit lines for bank overdrafts and loans in the form of promissory notes of Baht 20 million and Baht 10 million, respectively, which were guaranteed by the fixed deposit of Baht 30 million. The interest rate was the fixed deposit rate plus 2% (see Note 6).

11. POST-EMPLOYMENT BENEFITS OBLIGATION

The Company calculated post-employment benefits obligation by using actuarial technique. The assumptions are included discount rate 4.5%, turnover rate 3%, 4% and 10% based on age group of employees, salary increase rate 5% and retirement age at 60 years, respectively.

As at March 31, 2010 and December 31, 2009, the Company had post-employment benefits obligation as liabilities in the balance sheet of Baht 37.16 million and Baht 35.77 million, respectively, and recognized post-employment benefits expense of Baht 1.39 million and Baht 0.91 million, respectively, as expenses in statements of income for the quarters ended March 31, 2010 and 2009.

12. INCOME TAX EXPENSE

For the quarters ended March 31, 2010 and 2009, income tax expense consisted of the following:

	Baht : '000	
	For the quarters	
	ended March 31,	
	2010	2009
	“As restated”	
Income tax expense - current tax	39,621	25,280
<u>Add (Less) Tax effect from deferred income tax</u>		
Allowance for doubtful accounts of premium due and uncollected	(148)	-
Unearned premium reserve	(17,742)	(6,430)
Loss reserve - net	(4,359)	(6,654)
Incurred but not reported claims	(492)	(95)
Post-employment benefits obligation	(349)	(227)
Allowance for impairment of investment in notes	-	108
Others	148	79
Income tax expense	<u>16,679</u>	<u>12,061</u>

According to the Royal Decree No. 475 B.E. 2551 issued under the Revenue Code regarding the corporate income tax rate deduction effective on August 7, 2008, the corporate income tax for listed companies in the Stock Exchange of Thailand has been reduced from 30% to 25% of net profit which does not exceed Baht 300 million. This will remain in effect for three consecutive accounting periods beginning on or after January 1, 2008. Therefore, the Company has used a tax rate of 25% for the corporate income tax and deferred income tax calculations for the quarters ended March 31, 2010 and 2009 to conform to such tax rate change.

As at March 31, 2010 and December 31, 2009, deferred tax assets and liabilities which resulted from the temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base were as follows:

	As at March 31, 2010	Baht : '000 As at December 31, 2009 "As restated"
Deferred tax assets resulted from :		
Allowance for doubtful accounts of premium due and uncollected	1,583	1,435
Unearned premium reserve	61,151	43,409
Loss reserve - net	55,698	51,339
Incurred but not reported claims	7,208	6,716
Post-employee benefits obligation	9,291	8,942
Allowance for impairment of general investment	665	665
Others	1,009	1,157
Total deferred tax assets	<u>136,605</u>	<u>113,663</u>
Deferred tax liabilities resulted from :		
Unrealized gain on the change in value of investment		
- available-for-sale securities	39,412	36,080
Unrealized gain on transfer of general investments	6,174	6,174
Total deferred tax liabilities (see Note 3.1)	<u>45,586</u>	<u>42,254</u>

13. DEPOSITS WITH THE REGISTRAR

As at March 31, 2010 and December 31, 2009, fixed deposits amounting to Baht 14 million were deposited with the Registrar in accordance with the Insurance Act (see Note 6).

14. BACKUP ASSETS

The Company has deposited certain investments with a related bank used for the Company's backup assets according to the Notification of the Office of Insurance Commission regarding "Asset allocation for liabilities and commitment of insurance contract and asset deposition at financial institution B.E. 2551" which indicates the Company to start having the backup assets from April 1, 2009 onward (see Note 4). The backup assets are as follows:

	As at March 31, 2010	Baht : '000 As at December 31, 2009
Bonds	464,003	460,891
Debentures	359,597	358,740
Total	<u>823,600</u>	<u>819,631</u>

15. LONG-TERM LEASES AND SERVICE AGREEMENTS

Long-term leases and service agreements consist of the following:

Type of lease	Remaining periods		Baht : '000
	Within 1 year	More than 1 year But not over 5 years	Total rental payments for the remaining periods
March 31, 2010			
Building	4,371	1,565	5,936
Service	4,371	1,565	5,936
Equipment	5,828	2,086	7,914
Total	<u>14,570</u>	<u>5,216</u>	<u>19,786</u>
December 31, 2009			
Building	4,371	2,658	7,029
Service	4,371	2,658	7,029
Equipment	5,828	3,543	9,371
Total	<u>14,570</u>	<u>8,859</u>	<u>23,429</u>

16. TRANSACTIONS WITH RELATED PARTIES

A portion of the Company's assets, revenues and expenses arose from transactions with related parties. The relationship may be by shareholding or the companies may have the same group of shareholders or directors. The Company's management believes that the Company has no significant influence over the related parties. The accompanying financial statements reflect the effects of these transactions determined on the basis of commitments and conditions as in the normal course of business. Transactions with the related parties are mainly as follows:

16.1 Investments

As at March 31, 2010

Companies	Type of Business	Relationship	Paid-up share capital	Share holding %	Baht : '000	
					Investments	Dividend
Investments - ordinary shares						
Bank of Ayudhya Plc.	Finance	Some common shareholders and directors	60,741,437	0.01	6,100	-
Ayudhya Securities Plc.	Finance	Some common shareholders and directors	600,000	0.43	3,167	-
Sunrise Equity Co., Ltd.	Consulting	Some common shareholders	9,970,000	5.48	546,137	-
Siam City Cement Plc.	Manufacturing	Some common shareholders and directors	2,375,000	0.33	183,784	4,250
Thai Reinsurance Plc.	Reinsurance	Some common shareholders and directors	1,187,355	1.52	103,517	3,961
Ayudhya Allianz C.P. Life Plc.	Life Insurance	Some common shareholders and directors	2,950,000	5.82	217,144	-
					<u>1,059,849</u>	<u>8,211</u>

Companies	Type of Business	Relationship	Baht : '000
			Investment
Investment - debentures			
Bank of Ayudhya Plc.	Finance	Some common shareholders and directors	259,192
Siam City Cement Plc.	Manufacturing	Some common shareholders and directors	104,091
Ayudhya Capital Auto Lease Plc.	Leasing	Some common shareholders	274,437

				Baht : '000		
Companies	Type of Business	Relationship	Investments	Dividend		
Investments - unit trusts						
Unit trusts managed by						
Ayudhya Fund Management Co., Ltd.	Fund Management	Some common shareholders				
- AYF Medium Term Fixed Income Dividend Fund			440,970	2,640		
- AYF Cash Plus Fund			75,264	-		
- AYF Medium Term Fixed Income Fund			140,237	-		
- AYF Dividend Stock Fund			22,174	600		
- KRUNGSRI Dynamic Dividend Fund			11,537	-		
- KRUNGSRI Flexible Dividend Fund			90,640	9,201		
- KRUNGSRI Financial Focus Dividend Fund			6,612	-		
- KRUNGSRI Money Fund			133,204	-		
- KRUNGSRI-AllianzGI Oriental Flexible Fund			28,401	-		
- KRUNGSRI-AllianzGI Global High Payout Fund			15,347	-		
			964,386	12,441		

As at December 31, 2009

							Baht : '000	
Companies	Type of Business	Relationship	Paid-up share capital	Share holding %	Investment	Dividend		
Investment - ordinary shares								
Bank of Ayudhya Plc.	Finance	Some common shareholders and directors	60,741,438	0.01	6,326	85		
Ayudhya Securities Plc.	Finance	Some common shareholders and directors	600,000	0.43	3,167	-		
Sunrise Equity Co., Ltd.	Consulting	Some common shareholders	9,970,000	5.48	546,137	47,514		
Siam City Cement Plc.	Manufacturing	Some common shareholders and directors	2,375,000	0.36	198,900	15,562		
Thai Reinsurance Plc.	Reinsurance	Some common shareholders and directors	1,187,355	1.77	109,215	7,561		
Ayudhya Allianz C.P. Life Plc.	Life Insurance	Some common shareholders and directors	2,950,000	5.82	217,144	-		
					1,080,889	70,722		

				Baht : '000	
Companies	Type of Business	Relationship			Investment
Investment - debentures					
Bank of Ayudhya Plc.	Finance	Some common shareholders and directors			258,703
Siam City Cement Plc.	Manufacturing	Some common shareholders and directors			102,451
Ayudhya Capital Auto Lease Plc.	Leasing	Some common shareholders			201,914

Companies	Type of Business	Relationship	Baht : '000	
			Investments	Dividend
Investment - unit trusts				
Unit trusts managed by				
Ayudhya Fund Management Co., Ltd.	Fund Management	Some common shareholders		
- AYF Medium Term Fixed Income Dividend Fund			442,307	16,277
- AYF Cash Plus Fund			44,864	-
- AYF Medium Term Fixed Income Fund			139,732	-
- AYF Dividend Stock Fund			20,719	1,000
- KRUNGSRI Korean Government Bond 6M2 Fund			30,366	-
- KRUNGSRI Dynamic Dividend Fund (formerly Krungsri-PrimaVest Equity Fund)			10,586	-
- KRUNGSRI Dynamic Dividend Fund 2 (formerly PrimaVest Equity Dividend Fund)			6,164	429
- KRUNGSRI Flexible Dividend Fund (formerly PrimaVest Flexible Fund)			95,099	-
- KRUNGSRI Money Fund (formerly Krungsri-PrimaVest Money Fund)			152,921	-
- KRUNGSRI-AllianzGI Oriental Flexible Fund (formerly PrimaVest-AllianzGI Oriental Income Fund)			28,489	-
- KRUNGSRI-AllianzGI Global High Payout Fund (formerly PrimaVest-AllianzGI Global High Payout Fund)			15,656	-
			<u>986,903</u>	<u>17,706</u>

16.2 Significant balances and transactions are as follows:

	Relationship	Baht : '000	
		Balances as at	
		March 31, 2010	December 31, 2009
Bank deposits			
Bank of Ayudhya Plc.	Some common shareholders and directors	205,652	147,670
Premium due and uncollected			
Ayudhya Development Leasing Co., Ltd.	Some common shareholders	14	-
Ayudhya Securities Plc.	Some common shareholders and directors	-	12
Bank of Ayudhya Plc.	Some common shareholders and directors	5,582	203
Ayudhya Fund Management Co., Ltd.	Some common shareholders	1,355	-
Bangkok Broadcasting & T.V. Co., Ltd.	Some common shareholders and directors	388	135
Siam City Cement Plc.	Some common shareholders and directors	1,488	127
Ayudhya Allianz C.P. Life Plc.	Some common shareholders and directors	2	111
Ayudhya Asset Management Co., Ltd.	Some common shareholders	404	648
Siam Realty and Services Co., Ltd.	Some common shareholders	47	68
Ayudhya Capital Auto Lease Plc.	Some common shareholders	-	235
		<u>9,280</u>	<u>1,539</u>
Accrued interest income			
Bank of Ayudhya Plc.	Some common shareholders and directors	1,531	1,793
Siam City Cement Plc.	Some common shareholders and directors	1,307	197
Ayudhya Capital Auto Lease Plc.	Some common shareholders	3,863	1,618
		<u>6,701</u>	<u>3,608</u>
Rental and facilities deposits			
BBTV Equity Co., Ltd.	Some common shareholders	4,574	4,574
Siam City Cement Plc.	Some common shareholders and directors	36	36
		<u>4,610</u>	<u>4,610</u>
Due to reinsurers			
Thai Reinsurance Plc.	Some common shareholders and directors	19,872	26,964
Bank overdrafts			
Bank of Ayudhya Plc.	Some common shareholders and directors	-	451
Financial lease liabilities			
Ayudhya Capital Auto Lease Plc.	Some common shareholders	1,599	4,217

		Baht : '000	
		Balances as at	
Relationship		March 31, 2010	December 31, 2009
Accrued interest of financial lease			
Ayudhya Capital Auto Lease Plc.	Some common shareholders	6	17
Accrued expense - management fee			
Ayudhya Securities Plc.	Some common shareholders and directors	35	32
Accrued expense - custodian fee			
Bank of Ayudhya Plc.	Some common shareholders and directors	13	13
Accrued expense - commissions and brokerages			
Bank of Ayudhya Plc.	Some common shareholders and directors	12,495	11,996
Accrued expense - other underwriting expenses			
Bank of Ayudhya Plc.	Some common shareholders and directors	6,049	9,521
		Baht : '000	
		For the quarters ended March 31,	
Relationship		2010	2009
Premium written			
Ayudhya Development Leasing Co., Ltd.	Some common shareholders	37	75
Ayudhya Auto Lease Plc.	Some common shareholders	5	6
Ayudhya Securities Plc.	Some common shareholders and directors	115	114
Bank of Ayudhya Plc.	Some common shareholders and directors	13,089	21,550
Ayudhya Fund Management Co., Ltd.	Some common shareholders	1,357	1,277
Bangkok Broadcasting & T.V. Co., Ltd.	Some common shareholders and directors	1,096	792
BBTV Equity Co., Ltd.	Some common shareholders	17	21
Super Asset Co., Ltd.	Some common shareholders	(3)	-
Siam City Cement Plc.	Some common shareholders and directors	4,428	11,263
Thai Reinsurance Plc.	Some common shareholders and directors	5,668	6,033
PrimaVest Asset Management Co., Ltd.	Some common shareholders and directors	(2)	13
Ayudhya Allianz C.P. Life Plc.	Some common shareholders and directors	973	530
Hyla (Thailand) Co., Ltd.	Some common shareholders and directors	-	(2)
Media of Medias Plc.	Some common shareholders and directors	-	232
Ayudhya Asset Management Co., Ltd.	Some common shareholders	884	994
Siam Realty and Services Co., Ltd.	Some common shareholders	174	205
Krungsriayudhya Card Co.,Ltd.	Some common shareholders	3,692	2,983
Ayudhya Capital Auto Lease Plc.	Some common shareholders	2	49
		<u>31,532</u>	<u>46,135</u>
Premium ceded			
Thai Reinsurance Plc.	Some common shareholders and directors	52,098	49,031

The Company used the same pricing policy and conditions for the above premiums as it has done for other customers and other insurance companies.

		Baht : '000	
Relationship		For the quarters ended March 31,	
		2010	2009
Commissions and brokerages			
Bank of Ayudhya Plc.	Some common shareholders and directors	28,776	21,201
Other underwriting expenses			
Bank of Ayudhya Plc.	Some common shareholders and directors	16,299	8,033

The Company paid commissions and brokerages and other underwriting expenses as specified in the Bancassurance Agreement made between the Company and such related bank. The commission rates were in compliance with the Office of Insurance Commission criteria and the same basis of the commission rate that the Company has offered to other insurance broker companies.

		Baht : '000	
Relationship		For the quarters ended March 31,	
		2010	2009
Interest income			
Bank of Ayudhya Plc.	Some common shareholders and directors	3,250	5,688
Siam City Cement Plc.	Some common shareholders and directors	1,110	-
Ayudhya Capital Auto Lease Plc.	Some common shareholders	2,245	-
		6,605	5,688

Interest was charged at the same interest rates as the bank offered to other insurance companies. For the interest rates charged by other related parties, the rates were the same as they charged other customers.

		Baht : '000	
Relationship		For the quarters ended March 31,	
		2010	2009
Commission paid			
Ayudhya Securities Plc.	Some common shareholders and directors	176	-
Management Fee			
Ayudhya Securities Plc.	Some common shareholders and directors	96	63
Custodian Fee			
Bank of Ayudhya Plc.	Some common shareholders and directors	37	4

Commission, management fee and custodian fee were paid at the same rates and conditions as the related party charged other customers.

		Baht : '000			
Relationship		Rate of rental and service expenses per month		For the quarters ended March 31,	
		2010	2009	2010	2009
Rental and service expenses					
BBTV Equity Co., Ltd.	Some common shareholders	1,214	1,214	3,642	3,642
Siam City Cement Plc.	Some common shareholders and directors	12	12	36	36

The Company had office rental, equipment rental and service agreements with related companies for a term of 3 years. The rental rates and conditions were the same as the related parties offered to other companies.

17. DISCLOSURE OF FINANCIAL INSTRUMENTS

The Company does not speculate or engage in the trading of any derivative financial instruments.

17.1 Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted the policy to protect against credit risk by having securities valuations strictly appraised by specialists and limiting lines of loans so as not to exceed the securities value, which is in accordance with the Department of Insurance regulation related to investment for other business of non-life companies.

In the case of recognized financial assets in the balance sheet, the carrying amount of the assets recorded in the balance sheet represents the Company's maximum exposure to credit risk.

17.2 Interest rate risk

Interest rate risk refers to the risk changes in interest rates will affect the interest income from investments. The Company's investments include both short-term and long-term investments that have floating and fixed rates. The Company manages the risk by considering the risk of investments together with the return on such investments.

As at March 31, 2010 and December 31, 2009, significant financial assets classified by type of interest rate are as follows:

	Baht : '000			
	Carrying value as at			
	March 31, 2010		December 31, 2009	
	Variable interest rate	Fixed interest rate	Variable interest rate	Fixed interest rate
Investment in securities-net				
Bonds	-	1,519,304	-	1,510,840
Treasury bills	-	359,835	-	339,764
Notes	-	59,563	-	109,563
Debentures	-	768,230	-	663,106
Cash and deposits at financial institutions	329,504	344,713	213,309	344,007
Total	<u>329,504</u>	<u>3,051,645</u>	<u>213,309</u>	<u>2,967,280</u>

The financial instruments carrying interest at fixed rates are classified below on the basis of the length of time from the balance sheet date to the date specified for fixing new interest rate, or to the maturity date (whichever is sooner) as follows:

As at March 31, 2010

				Baht : '000
	Period specified for fixing new interest rate			Average interest rate %
	Within 1 year	Over 1 year	Total	
Investment in securities - net				
Bonds	45,470	1,473,834	1,519,304	3.36
Treasury bills	359,835	-	359,835	1.17
Notes	59,563	-	59,563	1.32
Debentures	50,749	717,481	768,230	4.51
Cash and deposits at financial institutions	344,713	-	344,713	1.25
Total	<u>860,330</u>	<u>2,191,315</u>	<u>3,051,645</u>	

As at December 31, 2009

	Period specified for fixing new interest rate			Baht : '000
	Within 1 year	Over 1 year	Total	Average interest rate %
	Investment in securities - net			
Bonds	45,777	1,465,063	1,510,840	3.36
Treasury bills	339,764	-	339,764	1.00
Notes	109,563	-	109,563	1.36
Debentures	51,000	612,106	663,106	4.68
Cash and deposits at financial institutions	344,007	-	344,007	1.26
Total	<u>890,111</u>	<u>2,077,169</u>	<u>2,967,280</u>	

17.3 Estimated Fair Value of Financial Instruments

The fair values have been estimated by the Company using available market information and appropriate valuation methodologies.

As at March 31, 2010 and December 31, 2009, the carrying amounts of financial assets and financial liabilities, which were different from the estimated fair value, were as follows:

	Baht : '000			
	March 31, 2010		December 31, 2009	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial assets:				
Cash and deposits at financial institutions	680,667	680,769	562,052	561,995
Stocks	1,201,587	1,283,731	1,221,698	1,300,112
Other securities - unit trusts	1,849,685	1,849,764	1,860,404	1,860,398

The following methods and assumptions were used by the Company in estimating fair value of financial instruments as disclosed herein:

Financial assets - The fair value of financial assets for which their remaining terms to maturity are within 90 days are based on carrying value. Financial assets with remaining terms to maturity greater than 90 days are estimated by using a discounted cash flow analysis based on current interest rates for the remaining years to maturity, except for the fair values of stocks and other securities classified as available-for-sale securities, which are based on the bidding prices at the Stock Exchange of Thailand on the last business day of the period. For non-listed securities, the fair values are estimated based on either net asset value or carrying value.

Financial liabilities - The fair values of financial liabilities for which their remaining terms to maturity are within 90 days are based on carrying value. Financial liabilities with remaining terms to maturity greater than 90 days are estimated by using a discounted cash flow analysis based on current interest rates for the remaining years to maturity.

18. COMMITMENT

As at March 31, 2010 and December 31, 2009, the Company had a capital commitment to pay computer program development expenses in the amount of approximately Baht 29.99 million and Baht 11.01 million, respectively.

19. SUBSEQUENT EVENTS

- 19.1 On April 20, 2010, the Ordinary Shareholders Meeting passed a resolution to pay an annual dividend for the year 2009 on 250 million shares, at Baht 1.00 per share amounting to Baht 250 million. The Company had previously paid an interim dividend, which was appropriated from the operating results for January 1 to June 30, 2009 of Baht 0.50 per share on September 18, 2009. The remaining portion of the annual dividend of 250 million shares, at Baht 0.50 per share, was appropriated from the second half of the 2009 operating results, totalling of Baht 125 million has been paid on April 28, 2010.
- 19.2 On April 20, 2010, the Ordinary Shareholders' Meeting passed resolutions to approve the acquisition of BTI's 29,999,998 ordinary shares, representing 99.99% of the total issued share capital of BTI and to enter into the Bancassurance Agreement in the total purchase price of Baht 392 million. In addition, the Meeting also approved the Business Integration Plan and authorized the management to prepare the detail of the Business Integration Plan to be presented to the Board of Directors for consideration and approval before submitting to OIC and authorized two of authorized directors to execute the SPA and/or the Bancassurance Agreement, the transfer of shares and any other documents as well as to undertake any actions necessary or required for the purpose of the BTI Acquisition (see Note 1.1).

20. RECLASSIFICATION

A certain reclassification has been made to the balance sheet as at December 31, 2009 to conform to the presentation of the balance sheet as at March 31, 2010 by separately presenting accrued income tax as at December 31, 2009 of Baht 26.64 million which was previously included in other liabilities - others.

21. APPROVAL OF INTERIM FINANCIAL STATEMENTS

These interim financial statements have been approved for issuing by the Company's authorized executive directors on May 11, 2010.