

Company Name : XXXXX (THAILAND) Co.,Ltd.

Address : Ratchadapisek Road, Samsen Nok, Huay Kwang, Bangkok 10320, Thailand

Telephone : (662) 123-4567-10; 789-456

Facsimile : (662) 456-1278

Email : N/A

Website : http://www.XXXX.co.th

Client

Report for : XXXXXX

Customer Ref. : 10042006

Report Type : Special Report

Our Ref. : 100772

Receiving Date : 2006-07-05

Issuing Date : 2006-07-14

Credit Request : USD XXX,XXX

Credit Opinion : SHOULD BE IN ORDER

Credit Rating

Credit Rating : AARating Score : 80/100
Credit Risk : Low Risk
Proposed Credit Limit : Large
Rating Outlook : Stable

Summary

Established Date : 1987-06-17 **Registration No.** : 0105530028577 **Former Reg. No.** : 2852/2530

Legal Form : Private Limited Company

Status : Active

 Regist'd Capital
 : THB 157,000,000

 Paid-Up Capital
 : THB 157,000,000

 Total Revenues
 : THB 3,899,018,804

 EBIT
 : THB 553,614,451

 Net Profit
 : THB 373,162,071

Chief Executive: Mr. Chwan-Der Alex King - Managing

Director

Nature of Business: Producer of Health Food Beverages

ISIC Code : 1543 - Manufacture of cocoa,

chocolate and sugar confectionery

Employees : 250

Litigation Check : Subject: Clear, Directors: Clear

Financial Condition : Favorable

Business Size : Large Enterprise

Financial Summary (THB Million)

Year	Assets	Liability	Equity	Sales	Net Profit	D/E (Times)	Defensive Interval (Days)
2005	1,771	1,064	707	3,899	373	1.51	130
2004	1,813	529	1,283	3,131	231	0.41	178
2003	1,455	403	1,052	1,446	128	0.38	296
2002	1,174	250	924	1,913	181	0.27	172
2001	1,055	281	774	1,642	103	0.36	165

Market Position Rating







History/Background

The subject was established on June 17, 1987 as a private limited company under the registered name XXXXX (THAILAND) Co., Ltd. with an objective to produce and export food.

• December 18, 2002, changed to XXXXX (THAILAND) Co., Ltd.

The subject is a subsidiary of XXXXX Ltd. in the U.K.

Certification

Certificate	Issue by	Date Obtained
ISO 9002	SGS	September 07, 2001

BOI Privilege

Product	Date Obtained
Flavored Malt Extract 3,900 Tons	May 12, 1987

Personnel

Board of Directors

Mr. Chwan-Der Alex King (x) Director
Mrs. Supranee Anuphanthumetha (x) Director
Mr. Robert Edward Tawenner Director
Mr. Terrence Strent Director

Authorized Signatures

Both of the mentioned directors (x) can jointly sign on behalf of the subject with seal affixed.

Top Management

Name: Mr. Chwan-Der Alex King (Australian)

Position: Managing Director

Name: Mr. Pongskorn Pongwattanasuk (Thai)

Position: Consumer Marketing Director

Name: Ms. Wasana Laoburanasanti (Thai)

Position: Marketing Director

Name: Mr. Fernando Vinha (Brazilian)

Position: Operations Director



Name: Mr. Jawat Santivaravit (Thai)
Position: Trade Marketing Director

Name: Mr. Vichai Sri-u-thaisuk (Thai)

Position: Logistics Manager

Name: Mrs. Wanthanee Kanokmaneeporn (Thai)

Position: Strategic Sourcing Manager

Name: Mrs. Supranee Anuphanthumetha (Thai)

Position: Financial Director

Business Operation

Business Activities

The subject operates as a producer, exporter and distributor of malt extract beverage "OVALTINE". The products are available in powder form as well as in the ready-to-drink U.H.T. form.

The subject also imports hot tea "TWININGS" from the U.K. for local distribution.

The subject is stepping towards making Thailand its only center for production and product development of the products in Southeast Asia.

Brand Names

"OVALTINE"

"TWININGS"

Purchasing/Import

Most of the raw materials (milk, liquid malt extract) are imported from China, milk from Australia, Denmark, New Zealand and Malaysia, tea from the U.K., while Cocoa and products packaging is purchased from local suppliers.

Major Suppliers

AB Food & Beverges Shanghai Ltd. China
AB Food Ltd. China

ABF Grain Products Ltd.

United Kingdom
Associate British Food Ltd.

United Kingdom

Mintana Co. Ltd. Thailand

Nambarrie Tea Co. Ltd. United Kingdom

New Modern Super Pack Co. Ltd. Thailand Rovithai Ltd. Thailand Siam Cocoa Products Co. Ltd. Thailand Siam Victory Chemicals Co. Ltd. Thailand Thai Containers Ratchaburi (1989) Co. Ltd. **Thailand** Thai Plaspac Public Co. Ltd. **Thailand** Vicchi Consolidated Co. Ltd. **Thailand** Winner Group Enterprise Ltd. **Thailand**



Sales/Export

80% of products are sold locally, while the rest is exported to Asia, the U.S.A., Africa and the Middle East.

Regarding local distribution, subject sells the products through Diethelm & Co. Ltd. The subject itself is responsible for overseas markets by exporting Ovaltine to the Middle East (main), Singapore, Taiwan, Hong Kong, Malaysia, Vietnam, Cambodia, Myanmar, Laos, U.S.A.., Canada and African countries.

Subject's production is also served its unit in Singapore for export to Taiwan, Hong Kong and Singapore under the name XXXXX Singapore.

Major Customers

Diethelm Ltd. Thailand

Credit Terms

Purchasing Term

Local: 30-60 days

Import: T/T on 30-60 90 days

o Sales Term

Local : 30-45-60 days Export : L/C at sight, T/T

Banking

Bangkok Bank Public Co. Ltd. : Poochaosamingprai Branch

Klongton Branch

Citibank N.A. (Thailand Branch) : Bangkok Branch
Deutsche Bank AG. : Bangkok Branch

KASIKORNBANK Public Co. Ltd. : Poochaosamingprai Branch Standard Chartered Bank : Head Office-Rama IV Road

Insurance

Aon Risk Services (Thailand) Ltd. : Inventory, building and equipment

<u>Manpower</u>

Total : 250

Location

Туре	Location
Registered Address	Same as the heading address
Office Address	Rent on the 11th floor of a multi-storey office building covering an area of 350 sq.m. in a residential / commercial area at the heading address.
Factory	Own on an area of 8,000 sq.m. at 89/5 Moo 10, Soi Wat Suansom, Poochaosamingprai



Туре	Location
Address	Road, Samrongtai, Samutprakarn Province 10130, Thailand. Tel : (662) 3639000, Fax : (662) 3639001

Remark: The subject was relocated from U.M. Tower to the heading address in May 2003.

Related Parties

Parent

Name	Business	% Holding
XXXXX (Thailand) Ltd.		-

Litigation

The litigation action is based on our database for bankruptcy and receivership cases only obtained from the Legal Execution Department of Thailand since inception.

Subject Check

No record found in our database.

Directors Check

No record found in our database.

Additional Information

- February 2004, Subject is spending THB50 million on a marketing campaign for Ovaltine in an effort
 to establish the beverage as a popular breakfast drink. It also plans to spend THB15 million to
 THB20 million to promote its Twinings premium tea brand, which it began importing from Britain
 about four years ago. Revenues from Twinings-brand teas are increasing by between 5 to 10% a
 year. Subject planned to import more green-tea brands as the beverage is very popular on the local
 market, and offers strong growth potential over the next three to five years.
- September 2004, subject, the importer of Twinings Tea from Britain, expected this year's sales to reach THB 50 million, double last year's total due to the rising popularity of Thailand's overall tea market.
- April 2005, subject has released its health beverage product "Ovaltine Malt Chocolate" UHT with hicalcium and vitamin B1 aimed at kids. It expects more than 10% growth for the new product and expects to boost total sale and increase market share to 65% in the segment within this year.



Comment

Subject is a leading producer of cocoa milk "Ovaltine", which is one of the famous healthy beverage with long presence in Thai market. Also, subject imports and distributes hot tea beverage under the brand "Twinings". Coffee and tea market are both experiencing strong growth and accessible to end-user customers by kiosk, flagship store, mini shop including department stores. Customers tend to frequent coffee shops during lunch hour to deal business, meeting with others and as relaxation.

For fundamental financials, sale grew by 24% to THB 3.89 billion and net profit shift to THB 373 million, rose by 62% compared to the previous year. Inventory cost rose to THB 212 million compared with THB 152 million in year 2004. Subject could increase its gross profit margin as well as its profitability both in terms of ROA and ROE. Maintaining high liquidity and high time interest earned ratio indicated its high ability to service debt payment. With strong reputation and financial creditability, we recommend credit granting to subject.



Financial Information

Capital History

Status	Amount	Date
Initial Capital	THB 1,000,000	June 1987
Increased to	THB 125,000,000	October 1987
Increased to	THB 157,000,000	September 1991
Current Paid-up Capital	THB 157,000,000 (fully paid)	
Current Shares	1,570,000 Shares	
Current Par Value	THB 100.00	

Share Structure (as of February 10, 2006)

Nationality	Shareholders	Shareholding	% Shares
Thai(s)	2	1,569,995	100.00 %
Foreign(s)	5	5	0.00 %
Total	7	1,570,000	100.00 %

Major Shareholders

Name	Nationality	Shareholding	Percentage	
XXXXX (Thailand) Ltd.	Thai	1,569,994	100.00 %	
Mr. Terrence Strent	British	1	0.00 %	
Mrs. Supranee Anuphanthumetha	Thai	1	0.00 %	
Mr. Chwan-Der Alex King	Australian	1	0.00 %	
Mr. Peter Russel	British	1	0.00 %	
ABF Nominies Ltd.	British	1	0.00 %	
Mr. Robert Edward Tawenner	British	1	0.00 %	

Auditor

Mr. Winid Silamongkol, Reg. No. 3378 KPMG Phoomchai Audit Ltd.



Financial Statement

Balance Sheet

ASSETS	2005-08-31	2004-08-31	2003-08-31
Cash & Bank Accounts & Notes Receivable	477,402,799	798,493,353	671,137,500
Accounts Receivable	662,392,528	507,000,320	293,823,590
Related Companies	24,580,915	39,039,415	50,454,567
Other Receivables	1,606,719	142,327	-
Receivable - Related Companies	1,104,125	1,269,750	-
Inventories	212,459,091	152,767,465	138,156,224
Other Current Assets	23,476,142	14,975,264	4,277,656
Total Current Assets	1,403,022,319	1,513,687,894	1,157,849,537
Fixed Assets	365,507,634	296,747,976	295,032,829
Other Assets	2,103,595	2,413,377	2,441,877
Total Assets	1,770,633,548	1,812,849,247	1,455,324,243
LIABILITIES & SHAREHOLDERS' EQUITY	2005-08-31	2004-08-31	2003-08-31
Accounts & Notes Payable			
Accounts Payable	166,079,700	121,537,083	128,442,434
Related Companies	15,896,339	38,372,471	48,996,896
Other Payables	200,623,585	167,248,521	-
Payable - Related Companies	19,258,296	15,970,257	9,360,379
Accrued Expenses	70,830,513	60,776,561	-
Accrued Income Tax	87,899,370	54,722,227	11,640,377
Accrued Copy Right	-	-	76,708,869
Accrued Promotion	103,512,851	70,851,304	80,566,125
Other Current Liabilities	-	-	47,170,231
Total Current Liabilities	664,100,654	529,478,424	402,885,311
Loans from Related Companies	400,000,000	-	-
Total Liabilities	1,064,100,654	529,478,424	402,885,311
Shareholders' Equity			
Share Capital	157,000,000	157,000,000	157,000,000
Capital Paid	157,000,000	157,000,000	157,000,000
Legal Reserve	15,700,000	15,700,000	15,700,000
Retained Earning (Deficit) - Unappropriated	533,832,894	1,110,670,823	879,738,932
Total Shareholders' Equity	706,532,894	1,283,370,823	1,052,438,932
Total Liabilities & Shareholders' Equity	1,770,633,548	1,812,849,247	1,455,324,243
Income Statement			
PROFIT & LOSS ACCOUNT	2005-08-31	2004-08-31	2003-08-31
Dovonuos			
Revenues Sales	3,893,758,433	3,125,266,574	1,425,480,099
Other Incomes	5,260,371	6,085,523	20,225,080
Total Revenues	3,899,018,804	3,131,352,097	1,445,705,179
Expenses	0,000,010,004	0,101,002,001	±,++0,100,±13
Cost of Sales	2,480,628,071	2,044,127,346	856,925,576
Selling & Administration	864,776,282	751,515,522	399,215,302
		, ,	



PROFIT & LOSS ACCOUNT	2005-08-31	2004-08-31	2003-08-31
Total Expenses	3,345,404,353	2,795,642,868	1,256,140,878
Earning (Deficit) before Interest & Income Tax (EBIT)	553,614,451	335,709,229	189,564,301
Interest Paid	15,649,315	-	-
Profit (Loss) before Income Tax & Ex. Items	537,965,136	335,709,229	189,564,301
Income Tax	164,803,065	104,777,338	61,305,184
Net Profit (Loss)	373,162,071	230,931,891	128,259,117
Retained Earning (Deficit), Beginning of year	1,110,670,823	879,738,932	751,479,815
Less Dividend	950,000,000	-	-
Retained Earning (Deficit), End of year	533,832,894	1,110,670,823	879,738,932

Remark: • Balance sheet for the fiscal year 2003, the subject prepared between January 1 - August 31. • The subject changes fiscal year end for the balance sheet from every December 31 to August 31.



Key Financial Ratio

ITEM	UNIT	2005-08-31	2004-08-31	2003-08-31
LIQUIDITY RATIO				
Current Ratio	(Times)	2.11	2.86	2.87
Quick Ratio	(Times)	1.79	2.57	2.53
Defensive Interval	(Days)	130	178	296
ACTIVITY RATIOS				
Receivable Turnover	(Times)	5.67	5.72	4.14
Collection Period	(Days)	64	64	88
Account Payable Turnover	(Times)	13.96	12.87	4.97
Payment Period	(Days)	26	28	73
Inventory Turnover	(Times)	11.68	13.38	6.20
Inventory Turnover Period	(Days)	31	27	59
Total Asset Turnover	(Times)	2.20	1.72	0.98
PROFITABILITY RATIO				
Cost of Good Sold	(%)	63.71	65.41	60.12
Selling & Administration	(%)	22.21	24.05	28.01
Interest	(%)	0.40	-	-
Gross Profit Margin	(%)	36.29	34.59	39.89
Net Profit Margin before Ex. Item	(%)	13.82	10.74	13.30
Net Profit Margin	(%)	9.58	7.39	9.00
Return on Equity	(%)	52.82	17.99	12.19
Return on Assets	(%)	21.08	12.74	8.81
Earning per Share	(Baht)	237.68	147.09	81.69
LEVERAGE				
Debt to Asset [or Debt Ratio]	(%)	60.10	29.21	27.68
Debt to Equity	(Times)	1.51	0.41	0.38
Time Interest Earned	(Times)	35.38	-	-
GROWTH RATE				
Sales	(%)	24.59	119.24	-
Cost of Sales	(%)	21.35	138.54	-
Selling & Administrative Exp	(%)	15.07	88.25	-
Net Profit [Loss]	(%)	61.59	80.05	-
Total Asset	(%)	(2.33)	24.57	-



Financial Analysis

Profitability Ratio

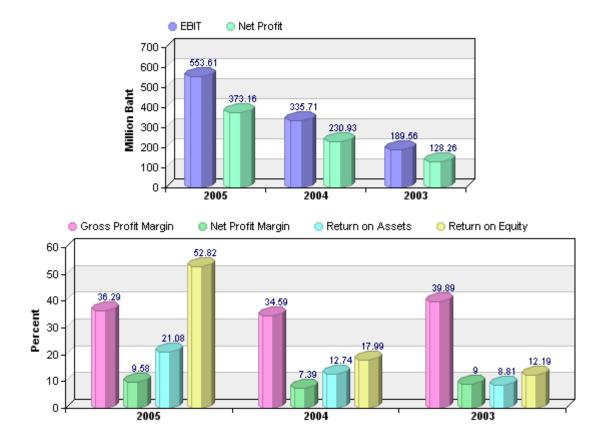
Uptrend		
Uptrend		
Impressive	Industry Average:	18.65%
Impressive	Industry Average:	5.06%
Impressive	Industry Average:	4.57%
Impressive	Industry Average:	0.56%
	Uptrend Impressive Impressive Impressive	Uptrend Impressive Industry Average: Impressive Industry Average: Impressive Industry Average:

Gross Profit Margin / Operating Profit Margin

With the aim of gross profit margin / operating profit margin ratio to measure the profit a subject makes on its cost of sales or cost of good sold, it indicated that subject's business was more profitable than average companies in the same industry. This good performance in 36.29% was originated from better control over its costs compared to the average competitors in the industry.

Net Profit Margin

Net profit margin ratio was generated from all phases of a business with which the high ratio in 9.58% compared with those of its average competitors in the same industry indicated that subject was an efficient operators in a dominant position within its industry.





Liquidity Ratio

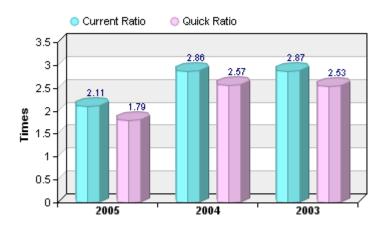
Current Ratio Movement:	Downtrend		
Quick Ratio Movement:	Fluctuation		
Current Ratio (2.11 Times):	Impressive	Industry Average:	1.21 Times
Quick Ratio (1.79 Times):	Impressive	Industry Average:	0.72 Times
Defensive Interval (130 Days):	Satisfactory	Industry Average:	83 Days

Current Ratio

Current ratio indicates the firm's ability to meet its current obligations, with its current assets, and is therefore of particular interest to its creditors. The liquidity ratio of subject was actually preferable in term of debt servicing capability in the short term. In this case, subject had high capability to meet its debt obligation and it was safe for its business. In addition, subject was also able to satisfy creditors' best interest on debt servicing issues.

Defensive Interval

Defensive interval is a ratio to measure a firm's liquidity under worse case scenario. It indicated that how many days the firm could maintain its present level of operations with its present cash resources without the generation of any additional revenues. The higher ratio of subject when compared to industry average showed the strengthened subject's financial liquidity than its rivals against threat of a possible downturn in its business activities. In other words, it meant that subject's business could survive when no cash inflow was received from sales or other sources for 130 days.





Leverage Ratio

Gearing Ratio Movement:

Solvency Ratio Movement:

Debt Ratio Movement:

Uptrend

Uptrend

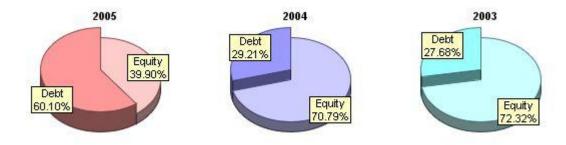
Gearing Ratio (1.51 Times): Risky Industry Average: 1.30 Times
Solvency Ratio (35.38 Times): Impressive Industry Average: 5.55 Times
Debt Ratio (60.10%): Acceptable Industry Average: 56.46%

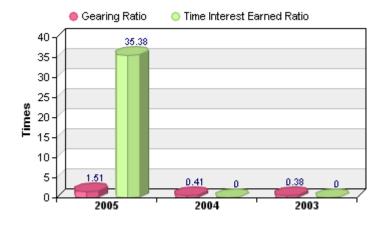
Gearing Ratio

The ratio indicated that subject had a high debt level compared to equity base. Most of the total capitalization heavily derived from creditors. It also posed the great financial risk to subject's present and future creditors. The uptrend of gearing ratio exhibited that financial risk from significant borrowings was attached to subject's business over the period. Clearly, the more of capital that was borrowed, the greater the risk that subject has to take.

Solvency Ratio

The time interest earned ratio was used to test the firm's debt-servicing capacity. The ratio that exceeded an industry average implied the relatively high capability to meet its interest and loan payments compared with its peers. Besides, this high figure could guarantee the significantly strong ability to service its debt obligation.







Activity Ratio

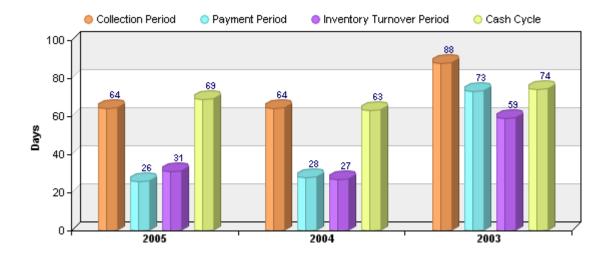
Inventory Turnover Period Movement:	Fluctuation		
Collection Period Movement:	Fluctuation		
Payment Period Movement:	Downtrend		
Inventory Turnover Period (31 Days):	Impressive	Industry Average:	64 Days
Collection Period (64 Days):	Risky	Industry Average:	35 Days
Payment Period (26 Days):	Impressive	Industry Average:	13 Days
Cash Cycle (69 Days):	Positive		

Activity Ratio

Inventory Turnover period of subject was lower than the industry average, indicated it had efficient inventory management because the shorter inventory had been held and stored before use or sale, the lower inventory holding costs.

Considering between collection period and payment period of subject, we found that subject had to pay suppliers faster than collecting money from customers. This therefore implied a weak credit control, and that subject should negotiate with its supplier to extend the credit term and customers to pay back quickly for its cash flow.

A Cash Cycle financial ratio shows how long a company has to finance its own inventory for. It measures the number of days between the initial cash outflow (when the company pays its suppliers) to the time it receives cash from customers. The positive cash cycle was not so good for its business because the subject had a small number of days in its operating cycle to finance.





Appendix

Rating Definitions & Symbols

Rating	Score	Definitions
AAA	Above 88	The subject is believed to be trustworthy; its credit excellent or classified as low risk companies. Possesses an extremely sound financial base with the strongest capability to pay interest and repay principal on time; unlikely to be affected by adverse change in businesses, economic or other external conditions.
АА	79-88	The subject is believed to be trustworthy and its credit is fairly good at present. Possesses adequate working capital. Subject has strong capability to pay interest and repay principal on time, but somewhat susceptible to adverse changes in business, economic or other external conditions.
А	69-78	The subject is believed to be trustworthy and its credit is good at present with some risk but slightly better than a medium risk. Financial and operational base is regarded as healthy. Subject has satisfactory capability to pay interest and repay principal on time, but is more susceptible to adverse changes in business, economic or other external condition than the higher rated categories.
BBB	59-68	The credit of subject is not bad and transactions should be secured. Overall operation is considered normal. Subject has moderate capability to pay interest and repay principal on time, but is more vulnerable to adverse changed in business, economic or other external conditions.
ВВ	49-58	The credit of subject is fair, but prudence is needed for large scale transactions. The subject has less than moderate capacity to pay interest and repay principal on time, and can be significantly affected by adverse changes in business, economic or other external conditions.
В	39-48	The credit of the subject is poor and prudence is recommended for all transactions. The subject has low capacity to pay interest and repay principal on time. Adverse changes in business, economic and other external conditions would lead to lack of ability to continue as a going concern.
С	Below 39	The credit of subject is bad and all transactions are not advisable. The subject had significant inability to pay interest and repay principal on time or expected to be in default. Use for all records categorized as a " High Risk " . Adverse changes in business, economic and other external conditions would lead to lack of ability to continue as a going concern.
N/A (Not Assigned)		Due to insufficient fundamental and/or financial data and new company records with little trading history etc., we cannot assign rating for subject. Therefore, there is no recommendation.
D		The credit of subject is bad and all transactions are not advisable. The subject had significant inability to pay interest and repay principal on time or expected to be in default. This rate covers a situation where a bankruptcy petition has been filed or similar action has been taken. Adverse changes in business, economic and other external conditions would lead to lack of ability to continue as a going concern. This rating also is assigned to subject that generally default on obligations, failing to pay all of its financial obligations. This rating is also assigned to subject that has closed its business operation or in the process of liquidation.

Note: "+" or "-" may be appended to a rating to denote relative status within major rating categories. Such suffixes are not added to the "AAA" category or to categories below "B"



Rating Outlook

A Rating Outlook assesses the potential direction of subject in the medium to long term. Consideration is given to possible changes in economic and/or fundamental business conditions.

- o **Positive:** rating may be raised as subject has a positive potential direction.
- Negative : rating may be lowered as subject has a negative potential direction.
- o Stable: ratings are not likely to change as the fundamental business of subject is stable.
- Developing: is used for unusual situation in which future events are so unclear that the rating may be raised or lowered.