

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

BALANCE SHEETS

AS AT DECEMBER 31, 2010 AND 2009

ASSETS

	Notes	BAHT			
		CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
		2010	2009	2010	2009
Current Assets					
Cash and cash equivalents		46,205,871	25,584,296	6,855,021	2,073,085
Short - term investments					
Current portion of investments					
in Government bonds	3.4 and 4	-	5,000,000	-	5,000,000
Investments in related companies - net	3.4 and 4	-	-	-	-
Total short - term investments		-	5,000,000	-	5,000,000
Trade accounts receivable - net	3.2 and 5	732,242,504	630,376,044	587,707,260	502,915,300
Short-term loans to subsidiary	6	-	-	2,000,000	2,500,000
Inventories - net	3.3 and 7	812,480,565	479,708,272	686,216,687	407,213,959
Other current assets					
Advance payment for inventories		56,165,002	18,367,721	52,767,526	18,907,440
Prepaid expenses		29,805,166	7,153,978	22,957,468	3,508,271
Revenue Department receivable		8,907,807	4,660,983	8,815,895	4,605,912
Others		10,258,819	11,595,445	9,413,721	10,996,210
Total other current assets		105,136,794	41,778,127	93,954,610	38,017,833
Total Current Assets		1,696,065,734	1,182,446,739	1,376,733,578	957,720,177
Non-current Assets					
Investments in associates - net	3.4 and 8	185,849,339	104,446,281	48,986,517	19,150,517
Investments in subsidiaries	3.4 and 9	-	-	46,703,596	46,703,596
Investments in related companies - net	3.4 and 10	22,848,676	29,905,099	22,848,676	29,905,099
Other long-term investments					
Investments in available-for-sale securities - net	3.4 and 11	717,934,839	736,878,911	717,934,839	736,878,911
Investments in other companies - net	3.4 and 12	53,854,625	41,546,887	49,054,625	40,046,887
Investments in real estate - net	3.5 and 13	10,942,923	10,942,923	10,822,923	10,822,923
Total other long-term investments		782,732,387	789,368,721	777,812,387	787,748,721
Property, plant and equipment - net	3.6 and 14	994,927,281	836,247,946	701,070,797	503,550,220
Leasehold right - net	3.7 and 15	1,089,814	1,455,712	-	-
Intangible assets - net	3.8 and 16	30,231,083	23,883,431	18,181,595	11,133,532
Other non-current assets					
Other receivables	17	653,410	17,853,410	653,410	17,853,410
Property deposit	30	59,633,108	-	30,675,608	-
Others		11,280,984	6,221,498	9,342,042	4,714,441
Total other non-current assets		71,567,502	24,074,908	40,671,060	22,567,851
Total Non-current Assets		2,089,246,082	1,809,382,098	1,656,274,628	1,420,759,536
TOTAL ASSETS		3,785,311,816	2,991,828,837	3,033,008,206	2,378,479,713

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

BALANCE SHEETS

AS AT DECEMBER 31, 2010 AND 2009

LIABILITIES AND SHAREHOLDERS' EQUITY

	Note	BAHT			
		CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
		2010	2009	2010	2009
Current Liabilities					
Bank overdrafts and short-term loans					
from financial institutions	18	973,229,953	570,783,144	737,398,655	349,778,734
Trade accounts payable		372,939,119	265,359,640	372,084,520	278,608,024
Accrued corporate income taxes		59,136,941	43,525,972	42,784,290	30,311,777
Accrued interest		658,839	409,275	547,264	162,577
Other current liabilities					
Accrued expenses		150,194,901	118,981,758	118,083,419	96,490,084
Other payables		102,763,826	58,059,983	83,758,527	39,257,306
Others		7,333,773	9,673,187	4,596,480	4,659,710
Total other current liabilities		260,292,500	186,714,928	206,438,426	140,407,100
Total Current Liabilities		1,666,257,352	1,066,792,959	1,359,253,155	799,268,212
Non-current Liabilities					
Deferred unearned rental		127,166	142,212	127,166	142,212
Other non-current liabilities		715,799	615,799	120,299	20,299
Total Non-current Liabilities		842,965	758,011	247,465	162,511
TOTAL LIABILITIES		1,667,100,317	1,067,550,970	1,359,500,620	799,430,723

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

BALANCE SHEETS

AS AT DECEMBER 31, 2010 AND 2009

LIABILITIES AND SHAREHOLDERS' EQUITY (CONTINUED)

	Notes	BAHT			
		CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENT	
		2010	2009	2010	2009
Shareholders' Equity					
Share capital	21				
Authorized share capital					
120,000,000 common stocks of					
Baht 1 par value		120,000,000	120,000,000	120,000,000	120,000,000
Issued and paid-up share capital					
104,813,500 common stocks at					
Baht 1 each		104,813,500	104,813,500	104,813,500	104,813,500
Premium on common stocks		216,440,500	216,440,500	216,440,500	216,440,500
Unrealized gain on investment					
revaluation	11	436,102,002	455,046,074	436,102,002	455,046,074
Translation of financial statement differences		5,180,066	85,187	-	-
Retained earnings					
Appropriated					
Legal reserve	22	16,155,000	16,155,000	16,155,000	16,155,000
Unappropriated		1,175,404,814	985,836,521	899,996,584	786,593,916
Total Shareholders' Equity of the Parent Company		1,954,095,882	1,778,376,782	1,673,507,586	1,579,048,990
Minority Interest		164,115,617	145,901,085	-	-
Total Shareholders' Equity		2,118,211,499	1,924,277,867	1,673,507,586	1,579,048,990
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		3,785,311,816	2,991,828,837	3,033,008,206	2,378,479,713

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF INCOME

FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009

BAHT

	Notes	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
		2010	2009	2010	2009
Sales		4,369,504,671	3,324,921,049	3,709,188,931	2,816,499,138
Cost of sales		3,403,943,636	2,533,130,642	2,937,064,201	2,187,293,084
Gross profit		965,561,035	791,790,407	772,124,730	629,206,054
Other incomes					
Dividend income		30,645,453	27,572,104	46,125,446	51,152,099
Gain on reverse provision for diminution in investment		-	336,305	-	336,305
Others		83,632,931	61,421,617	79,552,811	56,704,220
Total other incomes		114,278,384	89,330,026	125,678,257	108,192,624
Profit before Expenses		1,079,839,419	881,120,433	897,802,987	737,398,678
Selling expenses		99,628,475	58,706,648	74,422,268	42,886,043
Administrative expenses		601,427,513	506,447,430	524,235,569	442,511,632
Loss on diminution in investment		4,473,682	10,610,381	4,473,682	10,808,446
Directors' remuneration	24	9,500,000	7,440,000	7,350,000	5,850,000
Total Expenses		715,029,670	583,204,459	610,481,519	502,056,121
Share of profit from investments in associates		57,867,051	35,628,316	-	-
Profit before Finance Costs and Income Tax Expenses		422,676,800	333,544,290	287,321,468	235,342,557
Finance Costs		13,225,770	11,789,831	9,378,934	6,055,313
Profit before Income Tax Expenses		409,451,030	321,754,459	277,942,534	229,287,244
Income Tax Expenses	28	88,034,705	67,945,011	59,726,366	44,043,941
Net Profit		321,416,325	253,809,448	218,216,168	185,243,303
Profit Attributable to					
Equity holders of the parent		294,381,793	226,757,933	218,216,168	185,243,303
Minority interest		27,034,532	27,051,515	-	-
Earnings per Share of Parent Company	3.10 and 21				
Basic earnings per share		2.81	2.17	2.08	1.77
The number of common stocks used in computation (shares).		104,813,500	104,630,664	104,813,500	104,630,664

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009
CONSOLIDATED

BAHT

Notes	Equity holders of the parent							Total equity holders of the parent	Minority interest	Total	
	Issued and paid-up share capital	Advance share subscription	Premium on common stocks	Unrealized gain (loss)	Translation of financial statement differences	Retained earnings					
						Legal reserve	Unappropriated				
Beginning balances, January 1, 2009	103,576,500	203,000	212,729,500	408,134,423	-	16,155,000	863,892,088	1,604,690,511	127,726,343	1,732,416,854	
Minority interest decrease during the year									(56,773)	(56,773)	
Available - for - sale investment											
Recognized gain in shareholders' equity	11			46,911,651				46,911,651		46,911,651	
Translation of financial statement differences					85,187			85,187		85,187	
Total revenues recognized in shareholders' equity		-	-	46,911,651	85,187	-	-	46,996,838	(56,773)	46,940,065	
Net profit for the year 2009							226,757,933	226,757,933	27,051,515	253,809,448	
Total revenues recognized in the year		-	-	46,911,651	85,187	-	226,757,933	273,754,771	26,994,742	300,749,513	
Dividend payment	23						(104,813,500)	(104,813,500)		(104,813,500)	
Subsidiary's dividends to minority interest								-	(8,820,000)	(8,820,000)	
Capital increase from exercise of warrants	21	1,237,000	3,711,000					4,948,000		4,948,000	
Transferred advance share subscription to share capital	21		(203,000)					(203,000)		(203,000)	
Ending balances, December 31, 2009		104,813,500	-	216,440,500	455,046,074	85,187	16,155,000	985,836,521	1,778,376,782	145,901,085	1,924,277,867
Available - for - sale investment											
Recognized loss in shareholders' equity	11			(18,944,072)				(18,944,072)		(18,944,072)	
Translation of financial statement differences					5,094,879			5,094,879		5,094,879	
Total revenues (expenses) recognized in shareholders' equity		-	-	(18,944,072)	5,094,879	-	-	(13,849,193)	-	(13,849,193)	
Net profit for the year 2010							294,381,793	294,381,793	27,034,532	321,416,325	
Total revenues (expenses) recognized in the year		-	-	(18,944,072)	5,094,879	-	294,381,793	280,532,600	27,034,532	307,567,132	
Dividend payment	23						(104,813,500)	(104,813,500)		(104,813,500)	
Subsidiary's dividends to minority interest								-	(8,820,000)	(8,820,000)	
Ending balances, December 31, 2010		104,813,500	-	216,440,500	436,102,002	5,180,066	16,155,000	1,175,404,814	1,954,095,882	164,115,617	2,118,211,499

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009
THE SEPARATE FINANCIAL STATEMENTS

							BAHT
Notes	Issued and paid-up share capital	Advance share subscription	Premium on common stocks	Unrealized gain (loss)	Retained earnings		Total
					Legal reserve	Unappropriated	
Beginning balances, January 1, 2009	103,576,500	203,000	212,729,500	408,134,423	16,155,000	706,164,113	1,446,962,536
Available - for - sale investment							
Recognized gain in shareholders' equity				46,911,651			46,911,651
Total revenues recognized in shareholders' equity	-	-	-	46,911,651	-	-	46,911,651
Net profit for the year 2009						185,243,303	185,243,303
Total revenues recognized in the year	-	-	-	46,911,651	-	185,243,303	232,154,954
Dividend payment						(104,813,500)	(104,813,500)
Capital increase from exercise of warrants	1,237,000		3,711,000				4,948,000
Transferred advance share subscription to share capital		(203,000)					(203,000)
Ending balances, December 31, 2009	104,813,500	-	216,440,500	455,046,074	16,155,000	786,593,916	1,579,048,990
Available - for - sale investment							
Recognized loss in shareholders' equity				(18,944,072)			(18,944,072)
Total revenues (expenses) recognized in shareholders' equity	-	-	-	(18,944,072)	-	-	(18,944,072)
Net profit for the year 2010						218,216,168	218,216,168
Total revenues (expenses) recognized in the year	-	-	-	(18,944,072)	-	218,216,168	199,272,096
Dividend payment						(104,813,500)	(104,813,500)
Ending balances, December 31, 2010	104,813,500	-	216,440,500	436,102,002	16,155,000	899,996,584	1,673,507,586

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS (1/3)

FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009

	BAHT			
	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2010	2009	2010	2009
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before income tax expenses	409,451,030	321,754,459	277,942,534	229,287,244
Adjustment to reconcile net profit to net cash provided from (used in) operation :				
Bad debts	4,620,103	295,500	2,703,380	295,500
Doubtful debts	(5,882,572)	(1,571,702)	(4,009,243)	(3,125,500)
Decrease in reserved for goods returned	-	(378,728)	-	-
Increase in provision for diminution in inventories	2,180,151	4,546,186	2,909,926	4,378,498
Loss on destruction in inventories	41,185,549	31,303,498	37,090,075	29,321,502
Depreciation and amortization expenses	174,110,583	153,480,340	74,074,337	57,447,613
Interest expenses	13,225,770	11,789,831	9,378,934	6,055,313
Amortization of unearned rental	(15,046)	(1,142,012)	(15,046)	(1,142,012)
Gain on reverse provision for diminution in investment	-	(336,305)	-	(336,305)
Loss on diminution in investment	4,473,682	10,610,381	4,473,682	10,808,446
Dividend income from investment in associates	-	-	(6,299,993)	(14,399,995)
Dividend income from investment in subsidiaries	-	-	(9,180,000)	(9,180,000)
Dividend income from other investments	(30,645,453)	(27,572,104)	(30,645,453)	(27,572,104)
Gain on disposal of investment	-	(2,000)	-	(2,000)
Gain on investment from dissolved related company	(66,575)	-	(66,575)	-
Gain on disposal and unused equipment	(2,226,626)	(674,593)	(2,196,728)	(659,625)
Amortization of premium on Government bond	-	30,422	-	30,422
Gain on exchange rates	(1,401,198)	(514,102)	(1,382,013)	(542,534)
Share of profit from investments in associates	(57,867,051)	(35,628,316)	-	-
Share of profit on subsidiaries' dissolution	-	(1,354,437)	-	-
Net profit of minority interest from dissolution	-	(677,208)	-	-
Profit from operation before changes in operating assets and liabilities items	551,142,347	463,959,110	354,777,817	280,664,463
(INCREASE) DECREASE IN OPERATING ASSETS ITEMS				
Trade accounts receivable	(99,124,277)	(101,306,071)	(81,989,332)	(66,971,120)
Inventories	(376,137,993)	(41,608,796)	(319,002,729)	(31,072,121)
Other current assets	(63,358,667)	1,211,611	(55,936,777)	2,569,207
Other non-current assets	12,140,514	9,869,733	12,572,399	8,599,960
INCREASE (DECREASE) IN OPERATING LIABILITIES ITEMS				
Trade accounts payable	107,533,552	(4,090,746)	93,458,858	(2,011,230)
Other current liabilities	73,544,983	10,397,620	65,934,212	2,791,095
Other non-current liabilities	100,000	6,542	100,000	4,542
Cash provided from operation	205,840,459	338,439,003	69,914,448	194,574,796

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS (2/3)

FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009

	BAHT			
	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2010	2009	2010	2009
Interest expenses paid	(12,976,206)	(11,930,454)	(8,994,247)	(6,082,703)
Income tax expenses paid	(72,423,736)	(59,828,290)	(47,253,853)	(37,176,391)
Translation of financial statement differences	5,094,879	85,187	-	-
NET CASH PROVIDED FROM OPERATING ACTIVITIES	125,535,396	266,765,446	13,666,348	151,315,702
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchase of investments in associate	(29,836,000)	-	(29,836,000)	-
Purchase of investments in subsidiary	-	-	-	(5,073,000)
Purchase of investments in related companies	(474,997)	(3,305,000)	(474,997)	(3,305,000)
Purchase of investments in available-for-sale securities	-	(19,536,219)	-	(19,536,219)
Purchase of other investments	(12,625,000)	(8,537,500)	(9,325,000)	(7,037,500)
Purchase of property, plant and equipment	(327,702,997)	(239,485,736)	(269,910,608)	(191,878,361)
Increase in leasehold right	(246,315)	(838,990)	-	-
Purchase of intangible assets	(10,865,979)	(15,028,728)	(8,775,979)	(2,848,809)
Property deposit paid	(59,633,108)	-	(30,675,608)	-
Refund from short - term investments in Government bonds	5,000,000	-	5,000,000	-
Proceeds from disposal of investments	-	2,000	-	2,000
Proceeds from disposal of equipment	2,270,245	697,021	2,240,338	682,021
Settlement from short-term loans to subsidiary	-	-	500,000	-
Settlement from short-term loans to related company	-	1,000,000	-	1,000,000
Refund on investment from decrease in share capital of related companies	3,375,000	4,500,000	3,375,000	4,500,000
Refund on investment from dissolved related company	66,575	-	66,575	-
Dividend income from investment in associates	6,299,993	9,449,954	6,299,993	9,449,954
Dividend income from investment in subsidiaries	-	-	9,180,000	9,180,000
Dividend income from other investments	30,645,453	27,572,104	30,645,453	27,572,104
NET CASH USED IN INVESTING ACTIVITIES	(393,727,130)	(243,511,094)	(291,690,833)	(177,292,810)
CASH FLOWS FROM FINANCING ACTIVITIES				
Increase in bank overdrafts and short-term loans from financial institutions	402,446,809	94,584,317	387,619,921	127,489,159
Proceeds from capital increase	-	4,948,000	-	4,948,000
Decrease in advance receipt from share subscription	-	(203,000)	-	(203,000)
Subsidiary's dividends paid to minority interest	(8,820,000)	(8,820,000)	-	-
Dividend payment	(104,813,500)	(104,813,500)	(104,813,500)	(104,813,500)
NET CASH PROVIDED FROM (USED IN) FINANCING ACTIVITIES	288,813,309	(14,304,183)	282,806,421	27,420,659
NET INCREASE IN CASH AND CASH EQUIVALENTS	20,621,575	8,950,169	4,781,936	1,443,551
Less Cash and cash equivalents transferred out from subsidiary	-	(80,828)	-	-
CASH AND CASH EQUIVALENTS AS AT JANUARY 1,	25,584,296	16,714,955	2,073,085	629,534
CASH AND CASH EQUIVALENTS AS AT DECEMBER 31,	46,205,871	25,584,296	6,855,021	2,073,085

Notes to the financial statements form an integral part of these statements.

S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED AND SUBSIDIARIES

STATEMENTS OF CASH FLOWS (3/3)

FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009

	BAHT			
	CONSOLIDATED		THE SEPARATE FINANCIAL STATEMENTS	
	2010	2009	2010	2009
ADDITIONAL DISCLOSURE ITEMS TO CASH FLOWS STATEMENTS :				
NON-CASH FLOWS ITEMS COMPRISE :				
Unrealized gain (loss) on investment revaluation	(18,944,072)	46,911,651	(18,944,072)	46,911,651
Transferred investments in related company to associates	-	-	22,800,000	-
Transferred provision for diminution in investments in related company to associates	-	-	(19,950,000)	-
Transferred allowance for loss on capital decrease in related company to associates	-	-	(2,850,000)	-
Transferred investments in real estate to property, plant and equipment	-	42,600,000	-	42,600,000
Transferred investments in associated to related companie	-	4,080,418	-	4,080,418
Transferred property deposit to property, plant and equipment	-	11,910,000	-	11,910,000
Accrued dividend income	-	4,950,041	-	4,950,041
ADDITIONAL STATEMENTS				
Reclassified investments in subsidiary				
In the year 2009, Value Sports Co., Ltd. its subsidiary has stopped operating and the Board of Directors' Meeting No. 2/2010 held on February 8, 2010 has a resolution to dissolve the company. Therefore, investments in related company are reclassified to short - term investments in related company and totally set up provision for diminution in investment due to no payback from such investment. Outstanding assets and liabilities are transferred from the consolidation, as follows :				
Cash and cash equivalents	-	80,828	-	-
Inventories	-	4,098,190	-	-
Other current assets	-	1,404,252	-	-
Equipment - net	-	1,112,863	-	-
Intangible assets - net	-	17,178	-	-
Other non-current assets	-	10,000	-	-
Accrued interest expenses	-	(115,149)	-	-
Short-term loans from related persons	-	(8,300,000)	-	-
Other current liabilities	-	(169,517)	-	-
Minority interest	-	620,435	-	-
Beginning investments	-	(1,240,920)	-	-
Share of profit from subsidiaries' dissolution	-	1,354,437	-	-
Fair value at transferred investments date	-	113,517	-	-
<u>Less</u> Provision for diminution in investments in related co	-	(113,517)	-	-
Investments in related company - net	-	-	-	-

Notes to the financial statements form an integral part of these statements.