CHIANGMAI FROZEN FOODS PUBLIC COMPANY LIMITED AND SUBSIDIARY BALANCE SHEETS

AS AT MARCH 31, 2003 AND DECEMBER 31, 2002

| | _ | IN BAHT | | | |
|--|-------|---------------|---------------|---------------|--|
| | _ | CONSOL | THE COMPA | | |
| | | March 31, | December 31, | March 31, | |
| | | 2003 | 2002 | 2003 | |
| | | "UNAUDITED" | | "UNAUDITED" | |
| <u>ASSETS</u> | Notes | "REVIEWED" | "AUDITED" | "REVIEWED" | |
| CURRENT ASSETS | | | | | |
| Cash and cash equivalents | | 14,088,889 | 79,309,846 | 10,094,167 | |
| Current investments | | | | | |
| Deposits at financial institutions - fixed deposits | | 91,383,404 | 122,823,229 | 91,383,404 | |
| Treasury Bills | | 125,000,000 | 156,180,002 | 125,000,000 | |
| Accounts receivable - related companies | 3,4 | 18,207,902 | 5,333,200 | 18,207,902 | |
| - other companies | 4 | 50,368,520 | 33,546,975 | 44,694,206 | |
| Inventories - net | | 284,690,607 | 180,235,289 | 281,020,081 | |
| Other current assets | | | | | |
| Accounts receivable - planters- net | | 8,041,351 | 29,857,319 | 8,041,351 | |
| Current portion of receivables from sales of investments | 5 | 5,276,686 | 5,314,083 | 5,276,686 | |
| Revenue department receivable | | 13,880,142 | 12,905,973 | 3,176,617 | |
| Others | _ | 1,823,661 | 2,773,257 | 1,149,566 | |
| Total other current assets | _ | 29,021,840 | 50,850,632 | 17,644,220 | |
| Total Current Assets | _ | 612,761,162 | 628,279,173 | 588,043,980 | |
| NON - CURRENT ASSETS | | | | | |
| Investments in subsidiary at equity method | 6 | - | - | 60,489,612 | |
| Property, plant and equipment - net | 7 | 593,465,520 | 581,910,922 | 416,907,175 | |
| Other non - current assets | | | | | |
| Deposits pledged as collateral | | 758,000 | - | - | |
| Receivables from sales of investments - net | 5 | 5,005,314 | 5,040,787 | 5,005,314 | |
| Others | _ | 1,720,836 | 1,296,635 | 92,000 | |
| Total other non - current assets | _ | 7,484,150 | 6,337,422 | 5,097,314 | |
| TOTAL NON - CURRENT ASSETS | _ | 600,949,670 | 588,248,344 | 482,494,101 | |
| TOTAL ASSETS | _ | 1,213,710,832 | 1,216,527,517 | 1,070,538,081 | |

The accompanying notes are an integral part of these financial statements.

ANY ONLY December 31, 2002 "AUDITED" 76,811,175 122,823,229 156,180,002 5,333,200 25,886,546 176,903,039 29,857,319 5,314,083 2,194,576 2,218,016 39,583,994 603,521,185 65,887,517 404,286,795 5,040,787 127,888 5,168,675 475,342,987

1,078,864,172

CHIANGMAI FROZEN FOODS PUBLIC COMPANY LIMITED AND SUBSIDIARY STATEMENTS OF INCOME

FOR THE THREE-MONTH PERIODS ENDED MARCH 31, 2003 AND 2002

| | - <u>Note</u> | IN BAHT | | | |
|--|------------------|--------------|-------------|-------------|--|
| | | CONSOLIDATED | | THE COMP. | |
| | | 2003 | 2002 | 2003 | |
| REVENUES | | | | | |
| Sales | 3 | 201,096,750 | 161,775,587 | 186,000,507 | |
| Gain from exchange rate | | 1,140,735 | 102,988 | 1,140,735 | |
| Interest income | | 950,883 | 1,648,978 | 950,883 | |
| Other income | | 675,136 | 337,254 | 532,915 | |
| Total revenues | | 203,863,504 | 163,864,807 | 188,625,040 | |
| EXPENSES | | | | | |
| Cost of sales | | 164,058,470 | 122,633,154 | 147,759,411 | |
| Selling and administrative expenses | | 45,705,931 | 34,080,417 | 36,626,720 | |
| Share of losses from investments in subsidiary at equity | method | - | - | 5,397,905 | |
| Director's remuneration | | 1,100,000 | 1,100,000 | 1,100,000 | |
| Total expenses | | 210,864,401 | 157,813,571 | 190,884,036 | |
| Income(loss) before interest expense and income tax | | (7,000,897) | 6,051,236 | (2,258,996) | |
| Interest expense | | (877,036) | (2,266) | (710) | |
| Income tax | | (236,670) | (442,244) | (236,670) | |
| Income(loss) after income tax | | (8,114,603) | 5,606,726 | (2,496,376) | |
| Minority interest in net loss of subsidiary | | 5,618,227 | 849,339 | | |
| NET INCOME (LOSS) | | (2,496,376) | 6,456,065 | (2,496,376) | |
| BASIC EARNINGS (LOSS) PER SHARE | | | | | |
| NET INCOME (LOSS) | | (0.12) | 0.31 | (0.12) | |

The accompanying notes are an integral part of these financial statements.

ANY ONLY 2002 161,775,587 102,988 1,648,978 337,254 163,864,807 122,633,154 32,415,047 816,031 1,100,000 156,964,232 6,900,575 (2,266)(442,244)6,456,065

0.31

6,456,065

CHIANGMAI FROZEN FOODS PUBLIC COMPANY LIMITED AND SUBSIDIARY STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY CONSOLIDATED

FOR THE THREE - MONTH PERIODS ENDED MARCH 31, 2003 AND 2002

| | | | IN B | AHT | |
|-------------------------------|---------------|--------------------|-------------------|-------------------|-------------|
| | Issued and | Issued and Premium | | Retained earnings | |
| | fully paid-up | on share | Appropriated | Unappro- | interest |
| | share capital | capital | for legal reserve | priated | |
| BALANCE - as at | | | | | |
| January 1, 2002 | 210,000,000 | 68,000,000 | 21,000,000 | 702,867,773 | 9,401,380 |
| Net income | - | - | - | 6,456,065 | - |
| Increase in minority interest | - | - | - | - | 41,000,000 |
| Decrease in minority interest | - | - | - | - | (849,339) |
| BALANCE - as at | | | | | |
| March 31, 2002 | 210,000,000 | 68,000,000 | 21,000,000 | 709,323,838 | 49,552,041 |
| BALANCE - as at | | | | | |
| January 1, 2003 | 210,000,000 | 68,000,000 | 21,000,000 | 709,935,515 | 68,576,804 |
| Net loss | - | - | - | (2,496,376) | - |
| Decrease in minority interest | - | - | - | - | (5,618,227) |
| BALANCE - as at | | | | | |
| March 31, 2003 | 210,000,000 | 68,000,000 | 21,000,000 | 707,439,139 | 62,958,577 |

The accompanying notes are an integral part of the financial statements

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| UNAUDITED' |
|------------|
| "REVIEWED' |
| 10,12,12 |
| |
| |
| |
| |
| |
| |
| |
| Total |
| |
| |
| |
| |
| |

1,011,269,153

6,456,065

41,000,000

(849,339)

1,057,875,879

1,077,512,319

(2,496,376)

(5,618,227)

1,069,397,716

CHIANGMAI FROZEN FOODS PUBLIC COMPANY LIMITED AND SUBSIDIARY STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY THE COMPANY ONLY

FOR THE THREE-MONTH PERIODS ENDED MARCH 31, 2003 AND 2002

| | | | IN BAHT | |
|---------------------------------|-----------------|------------|-------------------|-------------|
| | Issued and | Premium | Retained earnings | |
| | fully paid - up | on share | Appropriated | Unappro- |
| | share capital | capital | for legal | priated |
| | | | reserve | |
| | | | | |
| BALANCE - as at January 1, 2002 | 210,000,000 | 68,000,000 | 21,000,000 | 702,867,773 |
| Net income | | - | | 6,456,065 |
| BALANCE - as at March 31, 2002 | 210,000,000 | 68,000,000 | 21,000,000 | 709,323,838 |
| | | | | |
| BALANCE - as at January 1, 2003 | 210,000,000 | 68,000,000 | 21,000,000 | 709,935,515 |
| Net loss | | - | _ | (2,496,376) |
| BALANCE - as at March 31, 2003 | 210,000,000 | 68,000,000 | 21,000,000 | 707,439,139 |

The accompanying notes are an integral part of the financial statements

| "UNAUDITED" |
|-------------|
| "REVIEWED' |

Total

1,001,867,773

6,456,065

1,008,323,838

1,008,935,515

(2,496,376)

1,006,439,139

CHIANGMAI FROZEN FOODS PUBLIC COMPANY LIMITED AND SUBSIDIARY STATEMENTS OF CASH FLOWS (CONTINUED)

FOR THE THREE-MONTH PERIODS ENDED MARCH 31, 2003 AND 2002

| | IN BAHT | | | |
|--|--------------|--------------|--------------|--|
| | CONSOLIDATED | | THE COMPA | |
| | 2003 | 2002 | 2003 | |
| CASH FLOWS FROM INVESTING ACTIVITIES | | | | |
| Increase in investment in subsidiary | - | - | - | |
| Decrease in deposits at financial institutions - fixed deposits | 30,708,255 | 200,800,000 | 31,466,255 | |
| Proceeds from disposal of fixed assets | 510,280 | - | 224,299 | |
| Acquisition of fixed assets | (26,903,036) | (42,493,218) | (23,526,672) | |
| Net Cash Provided By Investing Activities | 4,315,499 | 158,306,782 | 8,163,882 | |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | | |
| Increase in overdraft and short-term loans from financial institutions | 14,746,234 | 10,983,942 | 5,584,295 | |
| Proceeds from long -term loans | 51,075,500 | - | - | |
| Repayment of long - term loans | (43,887,092) | - | - | |
| Cash received from minority interest for capital | | 41,000,000 | - | |
| Net Cash Provided By Financing Activities | 21,934,642 | 51,983,942 | 5,584,295 | |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS | (96,374,529) | 155,527,372 | (97,870,580) | |
| Cash and Cash Equivalents, Beginning of period | 256,846,822 | 168,159,465 | 254,348,151 | |
| CASH AND CASH EQUIVALENTS, END OF PERIOD | 160,472,293 | 323,686,837 | 156,477,571 | |
| Supplement Disclosures of Cash Flows Information | | | | |
| Cash and cash equivalents consist of :- | | | | |
| Cash and deposits at financial institutions | 14,088,889 | 43,908,954 | 10,094,167 | |
| Deposits at financial institutions - fixed deposits (3 months) | 21,383,404 | 122,277,883 | 21,383,404 | |
| Treasury Bills | 125,000,000 | 157,500,000 | 125,000,000 | |
| Total | 160,472,293 | 323,686,837 | 156,477,571 | |
| Cash paid during the period for :- | | | | |
| Interest expense | 899,822 | 2,266 | 710 | |
| Income tax | 27,538 | 39,932 | 27,538 | |

The accompanying notes are an integral part of these financial statements.

"REVIEWED"

| NY ONLY |
|--------------|
| 2002 |
| |
| (14,500,000) |
| 200,000,000 |
| - |
| (5,851,172) |
| 179,648,828 |
| |
| |
| - |
| - |
| - |
| - |
| - |
| 162,589,551 |
| 159,739,043 |
| 322,328,594 |
| |

42,550,711 122,277,883

157,500,000

322,328,594

322,320,371

2,266

39,932