

**CP ALL Public Company Limited
and its Subsidiaries**

Interim financial statements
and
Review Report of Certified Public Accountant

For the three-month period ended
31 March 2012

Independent Auditor’s Report on Review of Interim Financial Information

To the Board of Directors of CP ALL Public Company Limited

I have reviewed the accompanying consolidated and separate statements of financial position of CP ALL Public Company Limited and its subsidiaries, and of CP ALL Public Company Limited, respectively, as at 31 March 2012; the consolidated and separate statements of income, comprehensive income, changes in equity and cash flows for the three-month periods ended 31 March 2012 and 2011; and condensed notes (“interim financial information”). Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34 (revised 2009), “Interim Financial Reporting”. My responsibility is to express a conclusion on this interim financial information based on my review.

Scope of Review

I conducted my review in accordance with the Thai Standard on Review Engagements 2410, “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Thai Standards on Auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

Conclusion

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34 (revised 2009), “Interim Financial Reporting”.

The comparative consolidated and separate statement of financial position as at 31 December 2011

I have previously audited the consolidated and separate financial statements of CP ALL Public Company Limited and its subsidiaries, and of CP ALL Public Company Limited, respectively, for the year ended 31 December 2011 in accordance with Thai Standards on Auditing and expressed an unqualified opinion on those financial statements in my report dated 16 February 2012. The consolidated and separate statements of financial position as at 31 December 2011, which are included in the accompanying interim financial information for comparative purposes, are components of those financial statements. I have not performed any auditing procedures since the date of my audit report.

(Veerachai Ratanajaratkul)
Certified Public Accountant
Registration No. 4323

KPMG Phoomchai Audit Ltd.
Bangkok
4 May 2012

CP ALL Public Company Limited and its Subsidiaries

Statements of financial position

As at 31 March 2012 and 31 December 2011

Assets	Note	Consolidated		Separate	
		financial statements		financial statements	
		31 March	31 December	31 March	31 December
		2012	2011	2012	2011
		(Unaudited)		(Unaudited)	
		<i>(in thousand Baht)</i>			
<i>Current assets</i>					
Cash and cash equivalents		19,006,324	14,201,712	16,156,368	10,804,492
Current investments		9,415,364	9,893,329	5,109,129	5,437,163
Trade accounts receivable	3, 4	474,805	476,647	153,088	170,569
Other accounts receivable	3, 5	827,492	499,892	1,018,266	645,976
Inventories	3	8,338,278	8,642,209	7,675,149	7,901,009
Other current assets	3	2,400,111	2,690,265	2,237,522	2,525,942
Total current assets		40,462,374	36,404,054	32,349,522	27,485,151
<i>Non-current assets</i>					
Investments in subsidiaries	6	-	-	6,505,829	6,504,829
Investment in related company	3	24,000	18,000	24,000	18,000
Other long-term investments		1,941,112	1,741,112	1,940,700	1,740,700
Long-term loans to subsidiaries	3	-	-	290,000	290,000
Property, plant and equipment	3, 7	15,502,047	14,993,990	12,096,066	11,743,397
Intangible assets		818,664	821,084	458,519	449,681
Leasehold rights		313,025	311,133	313,025	311,133
Other non-current assets	3	1,066,775	1,051,495	1,366,227	1,359,275
Total non-current assets		19,665,623	18,936,814	22,994,366	22,417,015
Total assets		60,127,997	55,340,868	55,343,888	49,902,166

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

CP ALL Public Company Limited and its Subsidiaries

Statements of financial position

As at 31 March 2012 and 31 December 2011

Liabilities and equity	Note	Consolidated financial statements		Separate financial statements	
		31 March 2012 (Unaudited)	31 December 2011	31 March 2012 (Unaudited)	31 December 2011
<i>(in thousand Baht)</i>					
Current liabilities					
Overdrafts and short-term borrowings					
from financial institutions		7,407	2,174	-	-
Trade accounts payable	3, 8	25,960,787	24,393,114	21,691,446	20,005,236
Income tax payable		1,842,242	1,138,285	1,617,361	975,340
Other current liabilities	3	4,515,671	4,945,513	7,864,155	7,485,828
Total current liabilities		32,326,107	30,479,086	31,172,962	28,466,404
Non-current liabilities					
Employee benefit obligations	9	795,498	757,879	633,399	611,980
Accrued guarantee deposits		2,670,850	2,405,049	2,549,235	2,282,708
Total non-current liabilities		3,466,348	3,162,928	3,182,634	2,894,688
Total liabilities		35,792,455	33,642,014	34,355,596	31,361,092
Equity					
Share capital					
Authorised share capital		4,500,000	4,500,000	4,500,000	4,500,000
Issued and paid-up share capital		4,493,148	4,493,148	4,493,148	4,493,148
Additional paid-in capital					
Premium on ordinary shares		1,684,317	1,684,317	1,684,317	1,684,317
Retained earnings					
Appropriated					
Legal reserve		450,000	450,000	450,000	450,000
Unappropriated		17,982,875	15,224,549	14,360,827	11,913,609
Other components of equity		(484,139)	(361,409)	-	-
Equity attributable to equity holders					
of the Company		24,126,201	21,490,605	20,988,292	18,541,074
Non-controlling interests		209,341	208,249	-	-
Total equity		24,335,542	21,698,854	20,988,292	18,541,074
Total liabilities and equity		60,127,997	55,340,868	55,343,888	49,902,166

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

CP ALL Public Company Limited and its Subsidiaries

Statements of income

For the three-month periods ended 31 March 2012 and 2011 (Unaudited)

	Note	Consolidated		Separate	
		2012	2011	2012	2011
		<i>(in thousand Baht)</i>			
Income	3				
Revenue from sale of goods and rendering of services		43,014,463	37,170,465	42,163,787	36,412,327
Interest income		159,958	74,558	135,654	60,318
Dividend income		13	10	-	-
Net foreign exchange gain		7,524	45,073	5,535	-
Other income		1,492,490	1,610,751	1,594,870	1,750,088
Total income		44,674,448	38,900,857	43,899,846	38,222,733
Expenses	3				
Cost of sale of goods and rendering of services		31,966,248	27,958,524	31,568,184	27,615,912
Selling expenses		7,492,022	6,297,196	7,522,361	6,302,234
Administrative expenses		1,578,186	1,630,227	1,564,310	1,621,309
Key management benefit expenses		96,861	72,115	96,861	72,115
Net foreign exchange loss		-	-	-	49
Finance costs		1	-	-	-
Total expenses		41,133,318	35,958,062	40,751,716	35,611,619
Profit before income tax expense		3,541,130	2,942,795	3,148,130	2,611,114
Income tax expense	11	781,712	856,238	700,912	778,485
Profit for the period		2,759,418	2,086,557	2,447,218	1,832,629
Profit attributable to:					
Equity holders of the Company		2,758,326	2,083,933	2,447,218	1,832,629
Non-controlling interests		1,092	2,624	-	-
Profit for the period		2,759,418	2,086,557	2,447,218	1,832,629
Basic earnings per share (Baht)	12	0.61	0.46	0.54	0.41

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

CP ALL Public Company Limited and its Subsidiaries

Statements of comprehensive income

For the three-month periods ended 31 March 2012 and 2011 (Unaudited)

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	2012	2011	2012	2011
	<i>(in thousand Baht)</i>			
Profit for the period	2,759,418	2,086,557	2,447,218	1,832,629
Other comprehensive income				
Currency translation differences	(122,730)	19,549	-	-
Other comprehensive income for the period, net of income tax	(122,730)	19,549	-	-
Total comprehensive income for the period	<u>2,636,688</u>	<u>2,106,106</u>	<u>2,447,218</u>	<u>1,832,629</u>
Total comprehensive income attributable to:				
Equity holders of the Company	2,635,596	2,103,482	2,447,218	1,832,629
Non-controlling interests	1,092	2,624	-	-
Total comprehensive income for the period	<u>2,636,688</u>	<u>2,106,106</u>	<u>2,447,218</u>	<u>1,832,629</u>

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

CP ALL Public Company Limited and its Subsidiaries

Statements of changes in equity

For the three-month periods ended 31 March 2012 and 2011 (Unaudited)

	Consolidated financial statements								
	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		Other components of equity		Equity attributable to equity holders of the Company	Non- controlling interests	Total equity
Legal reserve			Unappropriated retained earnings	Currency transaction differences					
									(in thousand Baht)
Balance at 1 January 2011	4,493,148	1,684,317	450,000	11,710,128	(581,921)	17,755,672	202,514	17,958,186	
Comprehensive income for the period									
Profit	-	-	-	2,083,933	-	2,083,933	2,624	2,086,557	
Other comprehensive income	-	-	-	-	19,549	19,549	-	19,549	
Total comprehensive income for the period	-	-	-	2,083,933	19,549	2,103,482	2,624	2,106,106	
Balance at 31 March 2011	<u>4,493,148</u>	<u>1,684,317</u>	<u>450,000</u>	<u>13,794,061</u>	<u>(562,372)</u>	<u>19,859,154</u>	<u>205,138</u>	<u>20,064,292</u>	
Balance at 1 January 2012	4,493,148	1,684,317	450,000	15,224,549	(361,409)	21,490,605	208,249	21,698,854	
Comprehensive income for the period									
Profit	-	-	-	2,758,326	-	2,758,326	1,092	2,759,418	
Other comprehensive income	-	-	-	-	(122,730)	(122,730)	-	(122,730)	
Total comprehensive income for the period	-	-	-	2,758,326	(122,730)	2,635,596	1,092	2,636,688	
Balance at 31 March 2012	<u>4,493,148</u>	<u>1,684,317</u>	<u>450,000</u>	<u>17,982,875</u>	<u>(484,139)</u>	<u>24,126,201</u>	<u>209,341</u>	<u>24,335,542</u>	

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

CP ALL Public Company Limited and its Subsidiaries

Statements of changes in equity

For the three-month periods ended 31 March 2012 and 2011 (Unaudited)

	Separate financial statements				Total equity
	Issued and paid-up share capital	Premium on ordinary shares	Retained earnings		
			Legal reserve	Unappropriated retained earnings	
	<i>(in thousand Baht)</i>				
Balance at 1 January 2011	4,493,148	1,684,317	450,000	9,132,749	15,760,214
Comprehensive income for the period					
Profit	-	-	-	1,832,629	1,832,629
Other comprehensive income	-	-	-	-	-
Total comprehensive income for the period	-	-	-	1,832,629	1,832,629
Balance at 31 March 2011	4,493,148	1,684,317	450,000	10,965,378	17,592,843
Balance at 1 January 2012	4,493,148	1,684,317	450,000	11,913,609	18,541,074
Comprehensive income for the period					
Profit	-	-	-	2,447,218	2,447,218
Other comprehensive income	-	-	-	-	-
Total comprehensive income for the period	-	-	-	2,447,218	2,447,218
Balance at 31 March 2012	4,493,148	1,684,317	450,000	14,360,827	20,988,292

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

CP ALL Public Company Limited and its Subsidiaries

Statements of cash flows

For the three-month periods ended 31 March 2012 and 2011 (Unaudited)

	Note	Consolidated financial statements		Separate financial statements	
		2012	2011	2012	2011
<i>(in thousand Baht)</i>					
<i>Cash flows from operating activities</i>					
Profit for the period		2,759,418	2,086,557	2,447,218	1,832,629
<i>Adjustments for</i>					
Depreciation		776,621	741,162	682,460	652,306
Amortisation - intangible assets		25,290	23,259	15,919	13,214
Amortisation - leasehold rights		21,144	19,277	21,144	19,277
Interest income		(159,958)	(74,558)	(135,654)	(60,318)
Dividend income		(13)	(10)	-	-
Finance costs		1	-	-	-
Income tax expense		781,712	856,238	700,912	778,485
Provision for employees' severance pay	9	69,522	76,732	53,322	60,000
Reversal of allowance for losses on slow-moving inventories		(15,256)	(19,435)	(3,786)	(13,016)
Reversal of allowance for doubtful accounts		(450)	(81)	-	-
Unrealised gain on exchange		(5,081)	(46,172)	(5,135)	(41)
Loss on disposal and write-off of property, plant and equipment		22,256	954	22,826	1,966
Gain on disposal of leasehold rights		(1,991)	(546)	(1,991)	(546)
		<u>4,273,215</u>	<u>3,663,377</u>	<u>3,797,235</u>	<u>3,283,956</u>
<i>Changes in operating assets and liabilities</i>					
Trade accounts receivable		2,292	97,418	17,481	19,502
Other accounts receivable		(327,600)	(165,616)	(372,235)	(99,458)
Inventories		319,187	(283,753)	229,646	(244,535)
Other current assets		398,297	1,358,421	379,947	1,276,701
Other non-current assets		(15,407)	(65,486)	(6,952)	(12,145)
Trade accounts payable		1,567,673	(302,476)	1,686,210	564,723
Other current liabilities		(503,919)	(641,910)	206,961	(320,044)
Employee benefit obligations paid	9	(31,903)	-	(31,903)	-
Accrued guarantee deposits		<u>265,801</u>	<u>125,770</u>	<u>266,527</u>	<u>133,895</u>
Cash generated from operating activities		<u>5,947,636</u>	<u>3,785,745</u>	<u>6,172,917</u>	<u>4,602,595</u>
Income tax paid		(79,404)	(81,884)	(58,891)	(65,201)
Net cash provided by operating activities		<u>5,868,232</u>	<u>3,703,861</u>	<u>6,114,026</u>	<u>4,537,394</u>

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

CP ALL Public Company Limited and its Subsidiaries

Statements of cash flows

For the three-month periods ended 31 March 2012 and 2011 (Unaudited)

	<i>Note</i>	Consolidated		Separate	
		financial statements		financial statements	
		2012	2011	2012	2011
		<i>(in thousand Baht)</i>			
<i>Cash flows from investing activities</i>					
Interest received		54,113	47,535	45,664	44,235
Dividends received		13	10	-	-
Purchase of current investments		(700,000)	-	(700,000)	-
Sale of current investments		1,046,997	298,417	1,000,000	298,417
Cash outflow on investment in subsidiary		-	-	(1,000)	-
Cash outflow on investment in related company	3	(6,000)	-	(6,000)	-
Cash outflow on other long-term investments		(200,000)	(300,000)	(200,000)	(300,000)
Cash inflow on long-term loans to subsidiaries	3	-	-	-	3,920
Cash outflow on long-term loans to subsidiaries	3	-	-	-	(50,920)
Purchase of property, plant and equipment	13	(1,265,836)	(1,068,584)	(912,720)	(891,717)
Sale of property, plant and equipment		62,598	39,436	57,707	36,307
Purchase of intangible assets		(22,870)	(37,234)	(24,757)	(42,678)
Purchase of leasehold rights		(23,193)	(24,936)	(23,193)	(24,936)
Sale of leasehold rights		2,149	2,893	2,149	2,893
Net cash used in investing activities		(1,052,029)	(1,042,463)	(762,150)	(924,479)
<i>Cash flows from financing activities</i>					
Interest paid		(1)	-	-	-
Increase in overdrafts and short-term borrowings from financial institutions		5,234	3,197	-	-
Net cash provided by financing activities		5,233	3,197	-	-
Net increase in cash and cash equivalents		4,821,436	2,664,595	5,351,876	3,612,915
Cash and cash equivalents at beginning of period		14,201,712	15,715,769	10,804,492	12,179,563
Effect of exchange rate changes on balances held in foreign currencies		(16,824)	556	-	-
Cash and cash equivalents at end of period		19,006,324	18,380,920	16,156,368	15,792,478

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

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

Note	Contents
1	General information
2	Basis of preparation of the interim financial statements
3	Related parties
4	Trade accounts receivable
5	Other accounts receivable
6	Investments in subsidiaries
7	Property, plant and equipment
8	Trade accounts payable
9	Employee benefit obligations
10	Segment information
11	Income tax expense
12	Basic earnings per share
13	Supplemental disclosures of cash flows information
14	Commitments with non-related parties
15	Events after the reporting period
16	Reclassification of accounts

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

These notes form an integral part of the interim financial statements.

The interim financial statements issued for Thai regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language statutory financial statements, and were approved and authorised for issue by the executive directors on 4 May 2012.

1 General information

CP ALL Public Company Limited, the “Company”, is incorporated in Thailand and has its registered office at 283 Silom Road, Kwang Silom, Khet Bangrak, Bangkok 10500, Thailand.

The Company was listed on the Stock Exchange of Thailand on 14 October 2003.

The ultimate parent company of the Company and its subsidiaries (together referred to as the “Group”) during the financial period was Charoen Pokphand Group Company Limited which incorporated in Thailand.

The principal businesses of the Group are operating convenience stores, payment centers and the related supporting services.

The Company operates convenience stores under the 7-Eleven trademark and franchises to other retailers in the territory of Thailand. The number of 7-Eleven convenience stores as at 31 March 2012 was 6,479 stores (31 December 2011: 6,276 stores).

	31 March 2012	31 December 2011
	<i>(number of stores)</i>	
The Company owns and manages convenience stores	3,015	2,926
The Company franchises the license to other retailers under management agreements	2,989	2,884
The Company franchises the license to other retailers under sub-license agreements	475	466
Total	6,479	6,276

Details of the Company’s subsidiaries as at 31 March 2012 and 31 December 2011 were as follows:

Name of the entity	Type of business	Country of incorporation	Ownership interest (%)	
			31 March 2012	31 December 2011
<i>Direct subsidiaries</i>				
Lotus Distribution Investment Limited	Holding company	British Virgin Islands	100.00	100.00
Counter Service Co., Ltd.	Bill payment services and distributor of all types of commercial cards and tickets	Thailand	99.99	99.99
Retailink (Thailand) Co., Ltd.	Distributor of equipment for retailing and software development	Thailand	99.99	99.99

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

Name of the entity	Type of business	Country of incorporation	Ownership interest (%)	
			31 March 2012	31 December 2011
C.P. Retailing and Marketing Co., Ltd.	Frozen food plant and Bakery	Thailand	99.99	99.99
Gosoft (Thailand) Co., Ltd.	Information system design and development Services	Thailand	99.99	99.99
MAM Heart Co., Ltd.	Marketing activities planning services	Thailand	99.99	99.99
Dynamic Management Co., Ltd.	Logistics and distribution of merchandises Services	Thailand	99.99	99.99
Suksapiwat Co., Ltd.	Educational institution	Thailand	99.99	99.99
Panyatara Co., Ltd.	Training center	Thailand	99.99	99.99
All Training Co., Ltd.	Training center	Thailand	99.99	-
Thai Smart Card Co., Ltd.	Smart purse card services	Thailand	72.64	72.64
Indirect subsidiaries				
Panyapiwat Institute of Management	Educational institution	Thailand	99.99	99.99
Panyapiwat Technological College (formerly “Panyapiwat Techno Business School”)	Educational institution	Thailand	99.99	99.99
Successor Investments Limited	Holding company	Hong Kong Special Administrative Region	100.00	100.00
Nanjing Zheng Yi Xin Trading Co., Ltd.	Commercial trading	The People’s Republic of China	100.00	100.00

2 Basis of preparation of the interim financial statements

(a) Statement of compliance

The interim financial statements are prepared on a condensed basis in accordance with Thai Accounting Standard (“TAS”) No. 34 (revised 2009) *Interim Financial Reporting*; guidelines promulgated by the Federation of Accounting Professions (“FAP”); and applicable rules and regulations of the Thai Securities and Exchange Commission.

The interim financial statements are prepared to provide an update on the financial statements for the year ended 31 December 2011. They do not include all of the financial information required for full annual financial statements but focus on new activities, events and circumstances to avoid repetition of information previously reported. Accordingly, these interim financial statements should be read in conjunction with the financial statements for the year ended 31 December 2011.

The accounting policies and methods of computation applied in these interim financial statements are consistent with those applied in the financial statements for the year ended 31 December 2011.

(b) Presentation currency

The interim financial statements are prepared and presented in Thai Baht. All financial information presented in Thai Baht has been rounded to the nearest million unless otherwise stated.

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

(c) Use of estimates and judgements

The preparation of interim financial statements in conformity with Thai Financial Reporting Standards (“TFRS”) requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Except as disclosed below, in preparing these interim financial statements, the significant judgements made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the financial statements for the year ended 31 December 2011. Changes principally derive from the adoption of new and revised TFRS from 1 January 2012.

Estimates

Measurement of defined benefit obligations

The calculation of the defined benefit obligation is sensitive to the assumptions on mortality rate, interest rate of long term government bond, resignation rate and salary increasing rate as set out in note 9 to the interim financial statements.

3 Related parties

For the purposes of these financial statements, parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control or joint control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Relationships with related parties were as follows:

Name of entities	Country of incorporation	Nature of relationships
Charoen Pokphand Group Company Limited	Thailand	Ultimate parent company of the group and some common directors
Counter Service Co., Ltd.	Thailand	Direct subsidiary, 99.99% shareholding
Retailink (Thailand) Co., Ltd.	Thailand	Direct subsidiary, 99.99% shareholding
C.P. Retailing and Marketing Co., Ltd.	Thailand	Direct subsidiary, 99.99% shareholding
Gosoft (Thailand) Co., Ltd.	Thailand	Direct subsidiary, 99.99% shareholding
MAM Heart Co., Ltd.	Thailand	Direct subsidiary, 99.99% shareholding
Dynamic Management Co., Ltd.	Thailand	Direct subsidiary, 99.99% shareholding
Panyatara Co., Ltd.	Thailand	Direct subsidiary, 99.99% shareholding
Thai Smart Card Co., Ltd.	Thailand	Direct subsidiary, 72.64% shareholding
Panyapiwat Institute of Management	Thailand	Indirect subsidiary, 99.99% shareholding
True Money Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder
C.P. Packaging Industry Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder
CPF Trading Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder
True Distribution and Sales Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

Name of entities	Country of incorporation	Nature of relationships
True GS Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder
BFKT (Thailand) Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder
CPF Food Trading Co., Ltd.	China	Charoen Pokphand Group Company Limited is a major shareholder
CPF (Thailand) Public Company Limited	Thailand	Charoen Pokphand Group Company Limited is a major shareholder and 1 common director
C.P. Merchandising Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder and 1 common director
CP-Meiji Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder and 1 common director
Allianz C.P. General Insurance Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder and 1 common director
C.P. Land Public Company Limited	Thailand	Charoen Pokphand Group Company Limited is a major shareholder and 1 common director
C.P. Consumer Product Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder and 1 common director
True Universal Convergence Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder and 1 common director
True Move Co., Ltd.	Thailand	Charoen Pokphand Group Company Limited is a major shareholder and 2 common directors
True Corporation Public Company Limited	Thailand	Charoen Pokphand Group Company Limited is a major shareholder and 4 common directors
Siam Makro Public Company Limited	Thailand	1 director of the Company is a major shareholder and 1 common director
C.P. Intertrade Co., Ltd.	Thailand	Chearavanont family is a major shareholder

The pricing policies for particular types of transactions are explained further below:

Transactions	Pricing policies
Sale of goods	Prices determined by the terms and conditions used in the normal course of business comparable to those for non-related companies
Service and other operating income	Contract prices determined by the terms and conditions used in the normal course of business
Interest income	Finance costs plus administrative expenses
Dividend income	Right to receive dividends
Purchase of goods	Prices determined by the terms and conditions used in the normal course of business comparable to those for non-related companies
Rental and service fees	Rates advised by the lessors and service providers
Technical service fees	Contract prices determined by the terms and conditions used in the normal course of business
Insurance premiums	Standard rates as specified by the insurers
Interest expense	Agreed rates stipulated in the agreements
Purchase of property, plant and equipment	Prices determined by the terms and conditions used in the normal course of business comparable to those for non-related companies

Significant transactions for the three-month periods ended 31 March 2012 and 2011 with related parties were as follows:

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

<i>For the three-month period ended 31 March</i>	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
<i>Ultimate parent company</i>				
Administrative expenses	2	2	2	2
<i>Subsidiaries</i>				
Revenue from sale of goods and rendering of services	-	-	92	84
Interest income	-	-	3	2
Other income	-	-	129	160
Selling expenses	-	-	209	145
Administrative expenses	-	-	241	223
Purchases of goods and services	-	-	1,889	1,557
Purchases of property, plant and equipment	-	-	298	289
<i>Related companies</i>				
Revenue from sale of goods and rendering of services	288	255	114	77
Other income	30	54	29	53
Selling expenses	2	3	-	-
Administrative expenses	59	38	53	33
Purchases of goods and services	4,316	3,635	4,023	3,367
<i>Key management personnel</i>				
Key management benefit expenses				
Short-term employee benefit	95	67	95	67
Severance pay for employees	2	5	2	5
Total key management benefit expenses	<u>97</u>	<u>72</u>	<u>97</u>	<u>72</u>

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

Balances as at 31 March 2012 and 31 December 2011 with related parties were as follows:

Trade accounts receivable

	Consolidated financial statements		Separate financial statements	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011
	<i>(in million Baht)</i>			
Related companies				
C.P. Merchandising Co., Ltd.	27	29	-	-
Siam Makro Public Company Limited	24	23	-	-
CPF Trading Co., Ltd.	11	10	-	-
True Corporation Public Company Limited	6	8	-	-
True Move Co., Ltd.	3	6	-	-
CPF (Thailand) Public Company Limited	3	-	-	-
BFKT (Thailand) Co., Ltd.	3	1	-	-
CPF Food Trading Co., Ltd.	2	1	-	-
Others	6	14	-	-
Total	85	92	-	-
Less allowance for doubtful accounts	(1)	(2)	-	-
Net	84	90	-	-

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
Bad and doubtful debts expense for the three-month period ended 31 March	-	-	-	-

Other accounts receivable

	Consolidated financial statements		Separate financial statements	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011
	<i>(in million Baht)</i>			
Subsidiaries				
Thai Smart Card Co., Ltd.	-	-	99	67
Counter Service Co., Ltd.	-	-	76	73
Others	-	-	21	13
Total	-	-	196	153

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

	Consolidated		Separate	
	financial statements		financial statements	
	31 March	31 December	31 March	31 December
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
Related companies				
Allianz C.P. General Insurance Co., Ltd.	149	78	149	78
True Money Co., Ltd.	90	49	90	49
True Distribution and Sales Co., Ltd.	13	12	13	12
CPF Trading Co., Ltd.	4	14	4	10
C.P. Consumer Product Co., Ltd.	4	3	4	3
CP-Meiji Co., Ltd.	4	-	4	-
Others	2	9	1	9
Total	266	165	265	161
Grand total	266	165	461	314

	Consolidated		Separate	
	financial statements		financial statements	
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
Bad and doubtful debts expense for the three-month period ended 31 March	-	-	-	-

Investment in related company

	Consolidated		Separate	
	financial statements		financial statements	
	31 March	31 December	31 March	31 December
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
True GS Co., Ltd.	24	18	24	18
Total	24	18	24	18

Movements during the three-month periods ended 31 March 2012 and 2011 were as follows:

	Consolidated		Separate	
	financial statements		financial statements	
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
At 1 January	18	-	18	-
Acquisitions	6	-	6	-
At 31 March	24	-	24	-
At 31 December	18	18	18	18

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

Long-term loans to subsidiaries

	Consolidated financial statements		Separate financial statements	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011
	<i>(in million Baht)</i>			
C.P. Retailing and Marketing Co., Ltd.	-	-	280	280
Dynamic Management Co., Ltd.	-	-	10	10
Total	-	-	290	290

Movements during the three-month periods ended 31 March 2012 and 2011 were as follows:

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
At 1 January	-	-	290	263
Increases	-	-	-	51
Decreases	-	-	-	(4)
At 31 March	-	-	290	310
At 31 December		-		290

Interest rate as at 31 March 2012 and 31 December 2011 was as follows:

	Consolidated financial statements		Separate financial statements	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011
	<i>(interest rate per annum)</i>			
C.P. Retailing and Marketing Co., Ltd.	-	-	3.75%	3.50%
Dynamic Management Co., Ltd.	-	-	3.50%	3.50%

As at 31 March 2012 and 31 December 2011 the balances of long-term loans to subsidiaries were unsecured and without a fixed repayment term.

Prepaid rental and service fees

Subsidiary	Consolidated financial statements		Separate financial statements	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011
	<i>(in million Baht)</i>			
Panyapiwat Institute of Management	-	-	336	344
Total	-	-	336	344

During the year 2008 the Company paid for the whole amount of prepaid rental and service fees under the terms of lease and service agreements to a local subsidiary (Panyapiwat Institute of Management) totaling Baht 450 million. The Company amortised prepaid rental and service fees as an expense according to the terms of the agreements (15 years).

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

As at 31 March 2012 and 31 December 2011 the Company's prepaid rental and service fees, net was Baht 336 million and Baht 344 million respectively.

Trade accounts payable

	Consolidated		Separate	
	financial statements		financial statements	
	31 March	31 December	31 March	31 December
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
Subsidiary				
C.P. Retailing and Marketing Co., Ltd.	-	-	193	170
Total	-	-	193	170
Related companies				
True Money Co., Ltd.	1,268	698	1,258	687
CPF Trading Co., Ltd.	1,105	1,038	912	838
CP-Meiji Co., Ltd.	248	230	248	230
True Distribution and Sales Co., Ltd.	203	193	203	193
CPF (Thailand) Public Company Limited	191	-	-	-
C.P. Packaging Industry Co., Ltd.	96	85	95	85
C.P. Consumer Product Co., Ltd.	80	80	79	78
True Move Co., Ltd.	66	652	59	644
Others	101	403	46	82
Total	3,358	3,379	2,900	2,837
Grand total	3,358	3,379	3,093	3,007

Other accounts payable

	Consolidated		Separate	
	financial statements		financial statements	
	31 March	31 December	31 March	31 December
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
Subsidiaries				
Counter Service Co., Ltd.	-	-	3,797	3,242
Thai Smart Card Co., Ltd.	-	-	170	83
Retailink (Thailand) Co., Ltd.	-	-	153	176
Panyatara Co., Ltd.	-	-	35	15
MAM Heart Co., Ltd.	-	-	31	38
Gosoft (Thailand) Co., Ltd.	-	-	17	66
Others	-	-	1	-
Total	-	-	4,204	3,620
Related companies				
True Universal Convergence Co., Ltd.	7	13	7	13
True Move Co., Ltd.	3	3	3	3
C.P. Intertrade Co., Ltd.	3	5	-	-
Others	19	20	1	1
Total	32	41	11	17
Grand total	32	41	4,215	3,637

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

Significant agreements with related parties

As at 31 March 2012 the Group had the following significant agreements with related parties.

- (a) The Company and its local subsidiaries have lease and service agreements with C.P. Land Public Company Limited, a related company, for lease spaces in its building for offices of the Company and the subsidiaries. In consideration thereof, the Company and the subsidiaries agree to pay monthly rental and services fees totaling Baht 7.6 million, and place guarantee deposits with the related company totaling Baht 23.1 million. The guarantee deposits will be refunded to the Company and the subsidiaries upon the termination of the lease.
- (b) The Company and a local subsidiary have service agreements covering technical advisory, management, technical assistances and right to use the trademark and services of Charoen Pokphand Group Company Limited, the ultimate parent company. In consideration thereof, the Company and the subsidiary agree to pay a monthly service fee to the ultimate parent company totaling Baht 0.8 million and a fee calculated at the rate of 0.5% of total sales value of products stipulated in the agreements respectively.
- (c) The Company has a cash management agreement with Counter Service Co., Ltd., a local subsidiary. Under the terms of the agreement, the Company agrees to provide cash management services under conditions stipulated in the agreement to the subsidiary. In consideration thereof, the subsidiary agrees to pay a cash management service fee to the Company at the rates stipulated in the agreement, and the Company agrees to pay benefits for cash management to the subsidiary at the rate stipulated in the agreement. If either party has intention to terminate the agreement, a written notification must be made to the other party at least 60 days before the expiry date of the agreement.
- (d) The Company has service agreements with Counter Service Co., Ltd., a local subsidiary. Under the terms of the agreements, the Company agrees to provide the installation of computer system to support bill payment services. In consideration thereof, the subsidiary agrees to pay various monthly service fees to the Company in accordance with the types of services stipulated in the agreements.
- (e) The Company has a service agreement with Counter Service Co., Ltd., a local subsidiary. Under the terms of the agreement, the Company agrees to be appointed as the agent of the subsidiary for bill payment services under conditions stipulated in the agreement. In consideration thereof, the subsidiary agrees to pay a service fee to the Company at the amount stipulated in the agreement. If either party has intention to terminate the agreement, a written notification must be made to the other party at least 60 days before the expiry date of the agreement.
- (f) The Company has lease and service agreements with Panyapiwat Institute of Management, a local subsidiary, for lease of its building spaces for field consultant conference, trade show, franchisee conference and other activities for a period of 15 years.
- (g) The Company has a maintenance service agreement with Retailink (Thailand) Co., Ltd., a local subsidiary. Under the terms of the agreement, the subsidiary agrees to provide the maintenance of the computer hardware and equipment services to the Company. In consideration thereof, the Company agrees to pay an annual service fee to the subsidiary at the amount stipulated in the agreement.
- (h) The Company has a computer service center agreement with Thai Smart Card Co., Ltd., a local subsidiary. Under the term of the agreement, the Company agrees to provide place for setting up computer center and other facilities to the subsidiary for a period of 3 years until September 2014. In consideration thereof, the subsidiary agrees to pay an annual service fee to the Company at the amount stipulated in the agreement.

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

4 Trade accounts receivable

	Note	Consolidated financial statements		Separate financial statements	
		31 March 2012	31 December 2011	31 March 2012	31 December 2011
		<i>(in million Baht)</i>			
Related parties	3	85	92	-	-
Other parties		407	403	153	171
Total		492	495	153	171
Less allowance for doubtful accounts		(17)	(18)	-	-
Net		475	477	153	171

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
Bad and doubtful debts expense for the three-month period ended 31 March	-	-	-	-

Aging analyses for trade accounts receivable were as follows:

	Note	Consolidated financial statements		Separate financial statements	
		31 March 2012	31 December 2011	31 March 2012	31 December 2011
		<i>(in million Baht)</i>			
Related parties					
Within credit terms		63	68	-	-
Overdue:					
Less than 3 months		21	24	-	-
3-6 months		1	-	-	-
Total		85	92	-	-
Less allowance for doubtful accounts		(1)	(2)	-	-
Net	3	84	90	-	-
Other parties					
Within credit terms		360	375	153	171
Overdue:					
Less than 3 months		38	23	-	-
3 - 6 months		3	1	-	-
6 - 12 months		2	-	-	-
Over 12 months		4	4	-	-
Total		407	403	153	171
Less allowance for doubtful accounts		(16)	(16)	-	-
Net		391	387	153	171
Grand total		475	477	153	171

The normal credit term granted by the Group ranges from 7 days to 90 days.

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

5 Other accounts receivable

	Note	Consolidated financial statements		Separate financial statements	
		31 March 2012	31 December 2011	31 March 2012	31 December 2011
		<i>(in million Baht)</i>			
Related parties	3	266	165	461	314
Other parties		571	345	567	342
Total		837	510	1,028	656
Less allowance for doubtful accounts		(10)	(10)	(10)	(10)
Net		827	500	1,018	646

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
Bad and doubtful debts expense for the three-month period ended 31 March	-	-	-	-

Aging analyses for other accounts receivable were as follows:

	Note	Consolidated financial statements		Separate financial statements	
		31 March 2012	31 December 2011	31 March 2012	31 December 2011
		<i>(in million Baht)</i>			
Related parties					
Within credit terms		216	123	411	272
Overdue:					
Less than 3 months		50	35	50	36
3 - 6 months		-	7	-	6
Total	3	266	165	461	314
Other parties					
Within credit terms		438	260	436	259
Overdue:					
Less than 3 months		110	60	108	60
3 - 6 months		-	4	-	3
6 - 12 months		12	12	12	11
Over 12 months		11	9	11	9
Total		571	345	567	342
Less allowance for doubtful accounts		(10)	(10)	(10)	(10)
Net		561	335	557	332
Grand total		827	500	1,018	646

The normal credit term granted by the Group ranges from 7 days to 90 days.

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

6 Investments in subsidiaries

Movements during the three-month periods ended 31 March 2012 and 2011 were as follows:

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
At 1 January	-	-	6,505	6,505
Acquisition	-	-	1	-
At 31 March	-	-	6,506	6,505
At 31 December	-	-	6,506	6,505

Details of the additional investments as at 31 March 2012 and 31 December 2011 were as follows:

	Consolidated financial statements		Separate financial statements	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011
	<i>(in million Baht)</i>			
All Training Co., Ltd.	-	-	1	-
Total	-	-	1	-

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

Investments in subsidiaries as at 31 March 2012 and 31 December 2011, and dividend income for the three-month periods ended 31 March 2012 and 2011 were as follows:

	Separate financial statements							
	Ownership interest		Paid-up capital		Cost		Dividend income for the three-month period ended	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011	31 March 2012	31 December 2011	31 March 2012	31 March 2011
	(%)		(in million US\$)		(in million Baht)			
Foreign subsidiary								
Lotus Distribution Investment Limited	100.00	100.00	116	116	3,857	3,857	-	-
Total					<u>3,857</u>	<u>3,857</u>	<u>-</u>	<u>-</u>
	(%)		(in million Baht)					
Local subsidiaries								
Suksapiwat Co., Ltd.	99.99	99.99	810	810	810	810	-	-
C.P. Retailing and Marketing Co., Ltd.	99.99	99.99	600	600	600	600	-	-
Counter Service Co., Ltd.	99.99	99.99	70	70	61	61	-	-
Retailink (Thailand) Co., Ltd.	99.99	99.99	20	20	20	20	-	-
Dynamic Management Co., Ltd.	99.99	99.99	2	2	2	2	-	-
Gosoft (Thailand) Co., Ltd.	99.99	99.99	2	2	2	2	-	-
MAM Heart Co., Ltd.	99.99	99.99	1	1	1	1	-	-
Panyatara Co., Ltd.	99.99	99.99	1	1	1	1	-	-
All Training Co., Ltd.	99.99	-	1	-	1	-	-	-
Thai Smart Card Co., Ltd.	72.64	72.64	1,600	1,600	1,151	1,151	-	-
Total					<u>2,649</u>	<u>2,648</u>	<u>-</u>	<u>-</u>
Grand total					<u>6,506</u>	<u>6,505</u>	<u>-</u>	<u>-</u>

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

7 Property, plant and equipment

Acquisitions, disposals and transfers of property, plant and equipment during the three-month periods ended 31 March 2012 and 2011 were as follows:

	Consolidated financial statements			
	2012		2011	
	Acquisitions and transfers in - at cost	Disposals and transfers out - net book value	Acquisitions and transfers in - at cost	Disposals and transfers out - net book value
	<i>(in million Baht)</i>			
Land	116	-	57	-
Buildings, building and leasehold improvements	405	48	303	15
Machinery and equipment	367	8	344	9
Furniture, fixtures and office equipment	309	25	208	12
Assets under construction and installation	556	479	453	464
Others	96	4	112	4
Total	1,849	564	1,477	504
	Separate financial statements			
	2012		2011	
	Acquisitions and transfers in - at cost	Disposals and transfers out - net book value	Acquisitions and transfers in - at cost	Disposals and transfers out - net book value
	<i>(in million Baht)</i>			
Buildings, building and leasehold improvements	351	48	292	14
Machinery and equipment	279	7	264	8
Furniture, fixtures and office equipment	326	22	226	11
Assets under construction and installation	474	408	418	399
Others	94	4	105	5
Total	1,524	489	1,305	437

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

8 Trade accounts payable

	<i>Note</i>	Consolidated financial statements		Separate financial statements	
		31 March 2012	31 December 2011	31 March 2012	31 December 2011
		<i>(in million Baht)</i>			
Related parties	3	3,358	3,379	3,093	3,007
Other parties		22,603	21,014	18,598	16,998
Total		25,961	24,393	21,691	20,005

9 Employee benefit obligations

The Group operates the severance pay plan for employees based on the requirements of Thai Labour Protection Act B.E. 2541 (1998) to provide retirement benefits to employees based on pensionable remuneration and length of service.

	Consolidated financial statements		Separate financial statements	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011
	<i>(in million Baht)</i>			

**Statement of financial position
obligations for:**

Severance pay for employees	795	758	633	612
Total	795	758	633	612

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
	<i>(in million Baht)</i>			

**Statement of income charge for:
Recognised in profit or loss:**

Severance pay for employees	69	77	53	60
Total	69	77	53	60

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

The Group adopted TAS 19 - Employee Benefits with effect from 1 January 2011. The Group opted to recognise the transitional obligation as at 1 January 2011 through profit or loss on a straight-line basis over five years from 1 January 2011. Movements during the period on the provision for the unrecognised transitional obligation were as follows:

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
	<i>(in million Baht)</i>			
Unrecognised transitional obligation as at 1 January	152	190	54	67
Recognised through profit or loss for the period	(9)	(9)	(3)	(3)
Unrecognised transitional obligation as at 31 March	143	181	51	64

Movement in the present value of the defined benefit obligations:

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
<i>For the three-month period ended 31 March</i>	<i>(in million Baht)</i>			
Defined benefit obligations at 1 January	758	493	612	437
Benefits paid by the plan	(32)	-	(32)	-
Transitional obligation recognised	9	9	3	3
Current service costs and interest	60	68	50	57
Defined benefit obligations at 31 March	795	570	633	497

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

	Consolidated/Separate financial statements	
	31 March 2012	31 December 2011
Discount rate (%)	4.19	4.19
Future pension increases (year)	55 and 60	55 and 60

Assumptions regarding future mortality are based on published statistics and mortality tables. Discount rate is similar to the interest rate of long term government bond and future salary increases rate was determined by the average rate of salary increases in prior year.

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

10 Segment information

Segment information is presented in respect of the Group's business and geographic segments. The primary format, business segments, is based on the Group's management and internal reporting structure.

Business segments

The Group comprises the following main business segments:

Segment 1: Convenience stores
 Segment 2: Others

The other's segment comprises principally of bill payment services, frozen food plant and bakery, and distribution of retailing equipment.

Geographic segments

In presenting information on the basis of geographic segments, segment revenue is based on the geographic location of customers.

The Group comprises the following main geographic segments:

Segment 1: Thailand
 Segment 2: Others

Revenue and results, based on business segments, in the consolidated financial statements for the three-month periods ended 31 March 2012 and 2011 were as follows:

	Consolidated financial statements	
	For the three-month period ended 31 March	
	2012	2011
	<i>(in million Baht)</i>	
<i>Segment revenue</i>		
Convenience stores	42,164	36,412
Others	3,687	3,106
Eliminations	(2,837)	(2,348)
Total	43,014	37,170
<i>Segment results (profit for the period)</i>		
Convenience stores	2,447	1,833
Others	386	294
Eliminations	(74)	(40)
Total	2,759	2,087

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

Revenue and results, based on geographic segment, in the consolidated financial statements for the three-month periods ended 31 March 2012 and 2011 were as follows:

	For the three-month period ended 31 March					
	Thailand		Others		Total	
	2012	2011	2012	2011	2012	2011
	<i>(in million Baht)</i>					
Revenue from sale of goods and rendering of services from external customers	43,014	37,170	-	-	43,014	37,170
Results (<i>profit for the period</i>)	2,749	2,040	10	47	2,759	2,087

11 Income tax expense

The current tax expense in the consolidated and separate statements of income for the three-month periods ended 31 March 2012 and 2011 was lower than the amount determined by applying the applicable income tax rates to the profit for the period principally because of the different treatment for accounting and taxation purposes of certain items of income and expense, in particular, income not subject to tax and expenses that are deductible at a greater amount for tax purpose under the conditions promulgated by the Revenue Department.

The Group's consolidated income tax rate for the three-month period ended 31 March 2012 was 23% (*31 March 2011: 30%*). This change in income tax rate was caused mainly by reduction in the corporate income tax rate for 2012 and subsequent years pursuant to the Royal Decree No. 530 B.E. 2554 dated 21 December 2011.

12 Basic earnings per share

The calculations of basic earnings per share for the three-month periods ended 31 March 2012 and 2011 were based on the profit for the periods attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding during the periods as follows:

	Consolidated financial statements		Separate financial statements	
	2012	2011	2012	2011
<i>For the three-month period ended 31 March</i>	<i>(in million Baht/million shares)</i>			
Profit for the period attributable to equity holders of the Company	<u>2,758</u>	<u>2,084</u>	<u>2,447</u>	<u>1,833</u>
Weighted average number of ordinary shares outstanding during the period	<u>4,493</u>	<u>4,493</u>	<u>4,493</u>	<u>4,493</u>
Basic earnings per share (<i>in Baht</i>)	<u>0.61</u>	<u>0.46</u>	<u>0.54</u>	<u>0.41</u>

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

13 Supplemental disclosures of cash flows information

Property, plant and equipment purchased during the three-month periods ended 31 March 2012 and 2011 were detailed as follows:

	<i>Note</i>	Consolidated financial statements		Separate financial statements	
		2012	2011	2012	2011
		<i>(in million Baht)</i>			
Increase during the period	7	1,849	1,477	1,524	1,305
Less - payables		(104)	56	(203)	(14)
- transfers from assets under construction and installation		(479)	(464)	(408)	(399)
Purchase and paid by cash		<u>1,266</u>	<u>1,069</u>	<u>913</u>	<u>892</u>

14 Commitments with non-related parties

Capital commitments

	Consolidated financial statements		Separate financial statements	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011
	<i>(in million Baht)</i>			
Contracted but not provided for (construction cost of new plants and installation cost of machinery and cost of computer system development)	<u>18</u>	<u>31</u>	<u>-</u>	<u>-</u>

Non-cancellable operating lease commitments

	Consolidated financial statements		Separate financial statements	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011
	<i>(in million Baht)</i>			
Within one year	3,172	3,424	3,137	3,399
After one year but within five years	5,754	5,436	5,668	5,391
After five years	2	2	-	-
Total	<u>8,928</u>	<u>8,862</u>	<u>8,805</u>	<u>8,790</u>

The Group has lease agreements covering lease of land, buildings, vehicles and other assets for periods of 1 to 15 years, which will expire between 2012 to 2020.

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

Other commitments

	Consolidated financial statements		Separate financial statements	
	31 March 2012	31 December 2011	31 March 2012	31 December 2011
	<i>(in million Baht)</i>			
Unused letters of credit for purchase of goods and supplies	81	61	-	-

Letters of guarantee

As at 31 March 2012 a local subsidiary, Thai Smart Card Co., Ltd., had a commitment under letter of guarantee issued, on behalf of the subsidiary, by a local financial institution, in favor of a supplier amounting to U.S. Dollars 0.3 million. (31 December 2011: U.S.Dollars 0.3 million).

Significant agreements

As at 31 March 2012 the Group had the following significant agreements.

- (a) The Company has an area license agreement with 7-Eleven, Inc., which was incorporated in the United States of America, to acquire a license to use the systems and trademarks of 7-Eleven, Inc. in connection with the operations of 7-Eleven convenience stores or franchising of such operations to other retailers in Thailand. The Company has also obtained certain services from 7-Eleven, Inc. in relation to training and technical assistance. In consideration thereof, the Company is committed to pay royalties to 7-Eleven, Inc. calculated as percentages of total sales of the 7-Eleven convenience stores that are operating in Thailand.
- (b) The Company has management agreements with local companies for their management of the Company-owned 7-Eleven convenience stores. Under the terms of the agreements, the Company is committed to pay management fees to those licensees calculated as percentages of gross operating profits of these convenience stores. The Company is entitled to receive the initial payments and royalties in connection with the licenses granted for operating these 7-Eleven convenience stores. These initial payments and royalties are not refundable to the licensees in any case. The initial payments include deposits to guarantee the licensees' compliance with the agreements and any damage and/or liability that might be caused by the licensees. In consideration thereof, the Company pays interest on the deposits calculated at the time deposits rates announced by a local financial institution. These deposits will be refunded to the licensees upon the termination of agreements.
- (c) The Company has sub-area license agreements for operating 7-Eleven convenience stores and franchising such operations to other retailers. Under the terms of the agreements, the Company will provide certain technical assistance and related services to the sub-area licensees. In consideration thereof, the Company is entitled to receive royalties as percentages of total sales of the 7-Eleven convenience stores operating in the licensed areas.

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

- (d) A local subsidiary, Counter Service Co., Ltd., has service agreements with certain individuals and local companies whereby the latter parties are appointed as agents of the subsidiary for receipts of customers' bills as specified in the agreements. Under the terms of the agreements, the subsidiary is committed to pay a service fee as stipulated in the agreements. These agreements are effective for periods over 1 to 5 years, and will expire on various dates up to June 2016. If either of the parties has no intention to renew the agreement, a written notification must be made to the other party at least 30 days before the expiry date of the agreement.
- (e) A local subsidiary, Counter Service Co., Ltd., has service agreements with government entities and state enterprises (e.g., utilities, telephone expenses) and with other local companies (e.g., hire purchase, life insurance premium). Under the terms of the agreements, the subsidiary is committed to operate payment centers to collect customer payments on behalf of the government entities, state enterprises and local companies, then remits funds to the government entities, state enterprises and local companies. The subsidiary can collect service income from customers or local companies as stipulated in the agreements. These agreements are effective for periods over 1 to 5 years, and will expire on various dates up to February 2016. If either of the parties has an intention to terminate the agreement, a written notification must be made to the other party at least the number of day stipulated in the agreement before the expiry date of the agreement.
- (f) A local subsidiary, Gosoft (Thailand) Co., Ltd., has service agreements with local companies, whereby the latter parties provide the installation and development of systems as stipulated in the agreements. Under the terms of the agreements, the subsidiary is committed to pay a service fee as stipulated in the agreements. These agreements are effective for periods over 90 days to 12 months, and will expire on various dates until December 2012.
- (g) A local subsidiary, Retailink (Thailand) Co., Ltd., has repair and maintenance management service agreements with local companies, whereby the latter parties agree to install and repair and maintenance of computer equipment and software, utility systems, electric appliances and other equipment used for operations in retail stores. Under the terms of the agreements, the subsidiary is committed to pay a service fee to the local companies as stipulated in the agreements. These agreements are for a period of 1 year and are renewable for additional periods of 1 year. If either of the parties has no intention to renew the agreement, a written notification must be made to the other party at least 30 days before the expiry date of the agreement.

15 Events after the reporting period

At the annual general meeting of the shareholders of the Company held on 26 April 2012, the Company's shareholders approved:

- (a) To decrease the Company's authorised share capital from Baht 4,500 million (4,500,000,000 shares at Baht 1 par value) to Baht 4,493 million (4,493,148,024 shares at Baht 1 par value) by cancellation the remaining registered ordinary shares from the stock dividend allocation and from the stock issued to support the exercising of the rights under ESOP totaling 6,851,976 shares with a par value of Baht 1 per share.
- (b) To increase the Company's authorised share capital from Baht 4,493 million (4,493,148,024 shares at Baht 1 par value) (after reduction the above registered capital) to Baht 8,986 million (8,986,296,048 shares at Baht 1 par value) by the issuance of 4,493,148,024 new common shares at a ratio of 1 existing share to 1 stock dividend with a par value of Baht 1 per share to support the stock dividend payment.

CP ALL Public Company Limited and its Subsidiaries
Notes to the interim financial statements
For the three-month period ended 31 March 2012 (Unaudited)

- (c) To appropriate from retained earnings for additional legal reserve an amount of Baht 450 million, thereby increasing the legal reserve from Baht 450 million to legal reserve of Baht 900 million which is 10% of the Company's authorised share capital.
- (d) To pay dividends in form of cash and stock dividends:
- Cash dividend payment of Baht 1.25 per share for 4,493,148,024 ordinary shares, amounting to Baht 5,617 million.
 - Stock dividend payment at a ratio of 1 existing share to 1 stock dividend for 4,493,148,024 ordinary shares, totaling stock dividend 4,493,148,024 shares with a par value of Baht 1 per share, amounting to Baht 4,493 million (dividend payment rate at 1 Baht per 1 share).

The cash and stock dividend payments shall be made within 22 May 2012.

16 Reclassification of accounts

Certain accounts in statements of income for the three-month period ended 31 March 2011 have been reclassified to conform to the presentation in the 2012 financial statements as follows:

	2011					
	Consolidated financial statements			Separate financial statements		
	Before reclassi- fication	Reclassi- fication	After reclassi- fication <i>(in million Baht)</i>	Before reclassi- fication	Reclassi- fication	After reclassi- fication
Administrative expenses	1,635	(5)	1,630	1,626	(5)	1,621
Key management benefit expenses	67	<u>5</u>	72	67	<u>5</u>	72
		<u>-</u>			<u>-</u>	

The reclassifications have been made because, in the opinion of management, the new classification is more appropriate to the Group's business.