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យើងរួមគ្នាអភិវឌ្ឍន៍សេដ្ឋកិច្ចគ្រួសារជនបទ

Working Together for the Development of Rural Households

ANNUAL REPORT 2010

Our Vision

Maxima's vision is to bring together people and businesses with the common goal of alleviating poverty by providing both economic and social opportunities to the rural poor.

Our Mission

Our mission is to offer microfinance services to low-income individuals, groups, and small & medium enterprises (SMEs), with an emphasis on lending to poor, rural women in addition to promoting savings.

Strategic Objectives

1) Assist rural people in gaining access to capital and helping towards the development of rural household economies.
2) Provide the highest quality of client service and financial products
3) Expand in breadth and scope in order to reach the maximum number of clients
4) Devote itself to developing its systems and processes to ensure a transparent, sustainable, and profitable organization
5) Remain committed to supporting its staff by way of offering loans for higher education and sponsoring continued training
6) Grow business and increase shareholders' wealth while striving towards achieving social and economic progress.

Financial Results & Highlights of 2010

In US Dollars	31/12/10	31/12/09	31/12/08	31/12/07	31/12/06	Change
	Audited	Audited	Audited	Audited	Audited	%
Assets	2,195,078	1,816,546	1,665,779	920,213	709,540	20.8%
Net Loan Outstanding	2,044,614	1,684,057	1,372,285	805,722	657,885	21.4%
Liabilities	1,633,267	1,310,906	1,332,385	615,176	497,724	24.6%
Issued and Paid Up Capital	410,000	410,000	270,000	270,000	70,000	0.0%
Shareholders' Equity	561,811	505,640	333,394	305,037	211,816	11.1%
Total Income	520,914	451,128	329,277	233,098	185,547	15.5%
Profit Before Tax	124,035	71,167	52,876	36,125	27,300	74.3%
Profit After Tax	94,673	52,358	42,292	29,366	20,445	80.8%
Earning Per Share	2.31	1.28	1.57	1.09	2.92	80.8%
Dividend Paid-out per Share	2.19	0.61	0.74	0.52	2.77	261.6%

1. In 2006 dividend distribution was made 100% after deducting 5% placed into the Reserve Funds
2. In 2007 and 2008 dividend distribution was made 50% after deducting 5% placed into the Reserve Funds
3. In 2009 dividend distribution was made 50% after deducting 5% placed into the Reserve Funds.
4. In 2010 dividend distribution was made 100% after deducting 5% placed into the Reserve Funds.
   In addition, Retained Earnings will be distributed 100% to its shareholders.
5. Assets increased 20.8% to US$2,195,078
6. Total Loan Outstanding up to 21.4% to US$2,044,614
7. Liabilities increased 24.6% to US$1,633,267
8. Net Profit After Tax was Improved 80.8% equal to US$94,673
9. Shareholders' Equity increased 11.1% to US$561,811

Maxima Achievements To Date as of 31 December 2010

No. of Offices	4	Loan Products	
Head Office	1	Active Borrowers	2,594
Branches at Districts	3	Women Borrowers (%)	58%
Total No. of Staff	55	Portfolio Outstanding	USD 2,049,365
Male	35		
Female	20		

CONTENTS

1. Report of the Chairman of the Board

In the year 2010, Maxima has reached 10th year anniversary of operations and has pleasure of seeing and proved to be yet another further positively successful microfiancne services. Starting microfinance lending in 2000 with initial seed capital of US$5,000, Maxima has made great strides in nearly every aspect of our business which also includes the strengthening of human resources of the institution. In 2005, Cambodia microfinance has recorded strong growth and the National Bank of Cambodia has recognised that the microfinance institutions are the pillars of the distribution of financial services and the contribution to the development of Cambodia rural household economies.

Maxima has thought that to respond to the strong growth and the evolving microfinance environment in Cambodia, besides capital participation from internal shareholders gathering more funds from outside institutions will be necessary and very important to increase lending activities and expanding its microfinance business as a whole. After initially receiving funds and have partnered with various organizations such as Rural Development Bank (RDB) in Cambodia, Appui au Développement Autonome (ADA) in Luxembourg, and Consorzio ETIMOS in Italy since 2005 Maxima has expanded its operating areas and providing loans to people in several villages and communes in rural areas with the average growth approximately 44%. In 2007, Maxima started making partner with Kiva Microfund, an organization based in the United States, offers Maxima access to interest-free capital. This partnership has not only drastically increased the ability to raise capital, but has also offered Maxima widely recognized and increased visibility outside of Cambodia.

Although facing the global economic crisis in late 2008 and extended to early 2010 had hit hard on concentrated growth bases in particular garments, tourism, agriculature and construction, which had been the main Cambodia economic driving forces we had seen that in the year 2010 this adversely affected was mitigated to some extent by the strong performance of the agricultural sector. In the mean time, Cambodia microfinance which was also indirectly affected bringing a sharp reduction in loan growth and deposit and the portfolio at risk over 30 days highly increased was significantly improved. These particular achievements were indicated through the report on the improvement of loan quality and the declining of the non-performing loans to below one percent. Meanwhile, some of Maxima's clients who also affected from the economic downturn leading to dramatically increased in portfolio at risk over 30 days jumped to the highest level at 2 percent, which never experienced was significantly improved to 0.2 percent at the end of 2010.

According to the Cambodia Microfinance Association (CMA), the report collected from 23 licensed MFIs and one registered MFI shown that portfolio outstanding increased 33% to US$426 million with the number of borrowers of 992,452 in which 81% were women borrowers. In the mean time, public deposits in microfinance institutions significantly increased to 78.3% from US$9.7 million in 2009 to US$41 million in 2010 with the total number of depositors of 190,023.

ECONOMIC OUTLOOK FOR 2011

Looking to 2011, there are continuously hopeful signs that expected to lead to a modest recovery in Cambodia's economy. The World Bank predicted that Cambodia's economy or officially called Gross Domestic Products (GDP) will grow at estimated rates of 6.7% in 2010 based in particular on agriculture, garment industry and tourism. Cambodia's economy Growth is projected at about 6.5% in 2011.

The brighter prospects for the economy and the prospects for the establishment of the stock exchange in 2011 have attracted foreign investors to enter the fi nancial sector. Therefore, in the face of this interest the authorities have implemented measures to better strengthen the banking and finance system especially strengthening good governance, improving the capacity in internal control, leading and management of the insitution.

EVENTS IN 2010

- The net profi t after tax for the year ended December 31, 2010, was US$94,673 increased by 80.8% reflecting the decreased operating expenses from 18.5% in 2009 to 17.2% in 2010 while loans grew by 21.4%.
- The dividend declared for the 2010 is US$2.19 per share representing 100% of net profi t after tax after deducting 5% for the Reserve Funds compares to US$1.21 for 2009.
- In order to strengthen the capital base and ease exisiting shareholders to increase their registerd capital the retained earnings for previous years of US$58,915.86 was distributed in the form of cash.
- In September 2010, **LMDF** (Luxembourg Microfinance and Development Fund SICAV) base in Luxembourg replied an official letter with respect to a 7,000 shares equal to 7% of a convertible loan into ordinary shares of Maxima Mikroheranhvatho Co., Ltd. LMDF who has brought various microfinance experiences from Europe and Asia, which will be expected to be a long term partnership and play a major role to assist in strengthening Maxima as well as contribute to the development of Cambodia economy in particular in the rural areas.
- In December 2010, **Envirocam Capital group Co., Ltd**, a company organized and existing under the laws of the Kingdom of Cambodia agreed to purchase an ordinary share of Maxima Mikroheranhvatho Co., Ltd of 15% equal to 15,500 shares.
- Maxima continues to grow and is on track to achieving its targets. During the year of 2010 Maxima opened an additional service office in Kandal Steung district, kandal province to largely serve its clients bringing the total to 2 branches and 2 service offices with a total of 55 staff.

SHAREHOLDERS' MEETING

The Annual General Meeting of shareholders was held on April 26, 2010 at Maxima's Headquarters and in addition one resolution (Term Sheet) was passed by email during the year. Notice of Meeting together with the Annual Report, the Meeting Agenda and the Board's recommendations were delivered to the shareholders in advance according to the Company's Articles of Association and government regulations.

The key matters approved were:

- The Annual Report for the year 2010.
- The audited Financial Statements for the year 2010.
- The payment of a dividend of US$2.19 per share representing 100% of net profit after tax of fiscal year 2010 and after automatically transferring 5% to the Reserve Funds of the Company.
- The improvement of the governing structure and appointment of additional Board members to the total of 7 members, in which one was an independent Board member.
- The appointment of Morison Kak as the external auditor for 2011.
- Registered Capital increases up to US$1 million by a rights issue of US$590,000, in which each share has a face value of US$10.
- Amendments to update the Memorandum and Articles of Association of Maxima in order to increase registered capital.
- Strategic plan 2011

BOARD PERFORMANCE

The Board Self Appraisal exercise was actively commenced in this 2010 and has produced some very useful result although it remains inadequate. Maxima has warmly welcome Ms. Thuong Luong and Mr. Peter Andes, who were appointed as members of the Strategic Development Committee to assist Maxima's Board as well as Maxima as a whole in 2011.

With a tried management team, a strong and supportive shareholders and a healthy capital position, the outlook for Maxima in 2011 is positive and we expect a steady loan outstanding grow and return to the profi tability growth of previous years. The Board has approved on the Term Sheet, Shareholder Agreement and Share Subscription Agreement, which will be signed by existing shareholders and the two new shareholders, LMDF and Envirocam Capital Group.

Once again it is my pleasure to thank my colleagues on the Board of Directors for their support, cooperation and contribution in 2010 and on behalf of Maxima's Board I express my appreciation to the CEO and his management team and the staff for their outstanding efforts in additionally achieving the company outstanding growth.
In conclusion on behalf of Maxima I must also thank our customers, shareholders, investors, regulators and in particular the National bank of Cambodia for their continued trust and support Maxima.

MAXIMA MIKROHERANHVATHO Co., Ltd

AN BUNHAK
Chairman

2. Report of the Chief Executive Officer

As I anticipated, although facing the global economic crisis in late 2008 and extended to early 2010 had hit hard on the national economic concentrated growth bases we had seen that in the year 2010 this adversely affected was mitigated to some extent by the strong performance of the agricultural sector. In the mean time, Cambodia microfinance which was also indirectly affected bringing a sharp reduction in loan growth was improved and the portfolio at risk highly increased was significantly improved to 1% in general and separately the portfolio at risk of Maxima jumped to the highest level at 2 percent, which never experienced was significantly improved to 0.2 percent at the end of 2010.

Maxima has made great strives in many challenges and in nearly every aspect of our business and is incredibly excited to continue to get a good result because we had set a realistic plan and clear strategy. In addition, Maxima has been also takening the advantage of the economic recovery, predicted that Cambodia's economy will grow at estimated rates of 6.7% in 2010 and is projected at about 6.5% in 2011. The positive result has been seen through revenues experienced a 15.5% increase over the previous year, positive sign of loan portfolio quality and capital strength and there have been two external companies who are interested in equity investment, indicate that Maxima is in robust microfinance institution and continue to widely grow.

Achievement in 2010

In 2010, there have been 24 licensed microfinance institutions (MFIs) and 27 registred MFIs (Rural Credit Operators), ACLEDA Bank and there were newcomers entering the scense, which has become extremely competitive in Cambodia microfinance industry especially in the areas where Maxima was operating. With this strong competitive environment, Maxima had encountered to reduce its interest charges on its clients from between 2% and 3% per month to between 1.9% and 2.8% per month resulted in annual revenue less than the amount as projected in the annual plan. However, the operating expenses for the year ended was down from 18.5% in 2009 to 17.2% in 2010 enabled Maxima's annual revenue rose to 74.3% while loans grew by 21.4%. Maxima revenues experienced a 15.5% increase over the previous year as a result of opening more service offices close to its clients' residences.

Maxima's competitive advantage strategies keeping Maxima good reputation for our service through fast loan review and notification of approval, loan products meet the client's needs and there were operating office network closed to clients' communities. In 2010, Maxima opened another service office located in Prek Ho commune, Kandal Steung district, Kandal province.

After facing the global economic crisis in late 2008, Maxima focused on maintaining loan portfolio quality through tightening loan issuance better cash management. As a result, this has kept Maxima sound strength and well able to cope with the extreme unpredictability in particular the significant improvement of the quality of loan outstanding since the first semester and second semester until the end of the year 2010. While, the portfolio at risk was significantly improved to 0.2 percent at the end of 2010 compares to the highest level at 2 percent in 2009, which never experienced. During the year, Maxima had kept substantially higher levels of solvency ratio than normal and reduced borrowing funds from external institutions, which leading to decline in lending opportunities to its clients and also had a material impact on Maxima earnings. However, Maxima was in excellent shape to exploit the Cambodia economic upturn in 2010, resulted in increase in loan issuance to its clients since the first semester.

During the year, Maxima had strengthened its governing structure through separated the function of Chief Executive Office from the Chairman of the Board of Directors and strengthened the function of risk management and audit of the Executive Management in accordance with the policies established by the Risk Management Committee and Audit Committee of the Board. This has allowed Maxima to take an independent and forward looking approach to risk management and audit to anticipate adverse events and also take preemptive measures on time.

For financial service during the year, Maxima continued providing loan products include loans to individuals, groups and small-medium enterprises (SMEs) and the balloon loan with the loan term of 6 months, 12 months and 20 months. In order to qualify for a loan, potential clients are limited by the value of their fixed assets in the business, their income per household member and the number of employees in their businesses. In 2010, SMEs loans significantly grew by 25.5%, while balloon loans rose by 117.8% compares to those loans in 2009 in particular during the first trimester and the fourth trimester. The SMEs loans and the balloon loans dramatically rose during the year reflecting the improvement of business activities of our clients in particular for those clients who are in the agricultural production whilst the declining value of United States Dollar. However, loans to individuals decreased by 2.6%, while there was less activities in group loans, which declined by 44.9% due to the fact that clients borrowed larger loan amount and paid less attention in requesting loans in group.

STRATEGIC PRIORITIES FOR 2011

- To build on the success of our strategy by opening more service offices close to our clients' communities both in rural and urban and to use our institution's financial resources more efficiently by deploying funds in one area to other areas where they are needed;
- To continue consistently maintaining with prudent asset and liability management, to ensure that our financial resources are used among our clients for the development of our customers' business and the benefit of the Cambodia rural economy;
- To effectively develop our human resources both training programs within institution and sending staff to attend trainings and workshops outside institution to be able to meet the increasing in our financial services and to ensure that Maxima continues to offer the highest standards of service;

- To focus on increasing income through growing business activities with intention to increase its loan portfolio and to better control our cost in order to reduce operating costs and generate more profit;
- To carefully study and will purchase the standard MIS Software effectively used in microfinance institutions to ensure safety of data and cost-effective;
- To work with our strategic shareholders to create strong strategies in order to both develop capabilities and financial services of Maxima;
- To further improving its governance mechanisms, effectively strengthening internal control and risk management.
- To look for more opportunity to increase microfinance business activities through collecting more funds both debts and equity.

It is my greatest pleasure to express my sincere thanks to all our loyal customers, members of Board of Directors, senior management, middle management and staff, our professional advisors, volunteers in particular express my sincere thanks to the Royal Government of Cambodia and the National Bank of Cambodia who have suppervied and strontly supported Cambodia microfinance to enable the industry continue to grow especially through difficult times of the global financial crisis.

I would like to take this opportunity to express my sincere admires and thanks to executive management team all of whom have impressive business experience, provide incredible leadership, and bring an outstanding combination of skills in both management and finance to our Maxima. These active involvement and support are the driving force to contribute to the development and further success of Maxima as well as is the fundermental force for rural economic development in Cambodia. I wish all of them to continue this excellent business culture. I wish you all the best for the New Year.

UONG Kimseng
Chief Executive Officer

3. MAXIMA BRIEF HISTORY

MAXIMA MIKROHERANHVATHO CO., LTD was founded in March 2000 by a group of friends both skilled and experienced in financial services and began its micro credit operations in Koh Dach commune, Kandal province. In December of 2001, Maxima registered with the Ministry of Interior as Maxima Organization for Household Economic Development as an NGO and also worked to expand its credit activities to many communes and districts within the Kandal province. Less than a year later in May 2002, MAXIMA registered with the National Bank of Cambodia as a microfinance institution (Registered MFI) for rural credit operator. In August 2005, Maxima obtained a full license as an MFI from the National Bank of Cambodia with the official name Maxima Mikroheranhvatho CO., LTD. In June 2008 the National Bank of Cambodia granted Maxima a permanent license to operate as an MFI in Cambodia.

2000 Maxima was founded in March 2000 and began its first micro credit operations on June 1st 2000 in Koh Dach commune, Kandal province.

2001 Maxima registered in the Ministry of Interior as an NGO with the official name Maxima Organization for Household Economic Development.

2002 Maxima registered with the National Bank of Cambodia as a Registered MFI for rural credit operator.

2005 Maxima obtained a full license as an MFI from the National Bank of Cambodia with the official name Maxima Mikroheranhvatho CO., LTD. During the year, Maxima began to borrow funds from domestic and international financial institutions such as Rural Development Bank–Cambodia, ADA–Luxemburg and ETIMOS–Italy.

2006 Maxima Board increased Maxima benefits by adding a Staff Provident Fund and Health & Injury Insurance.

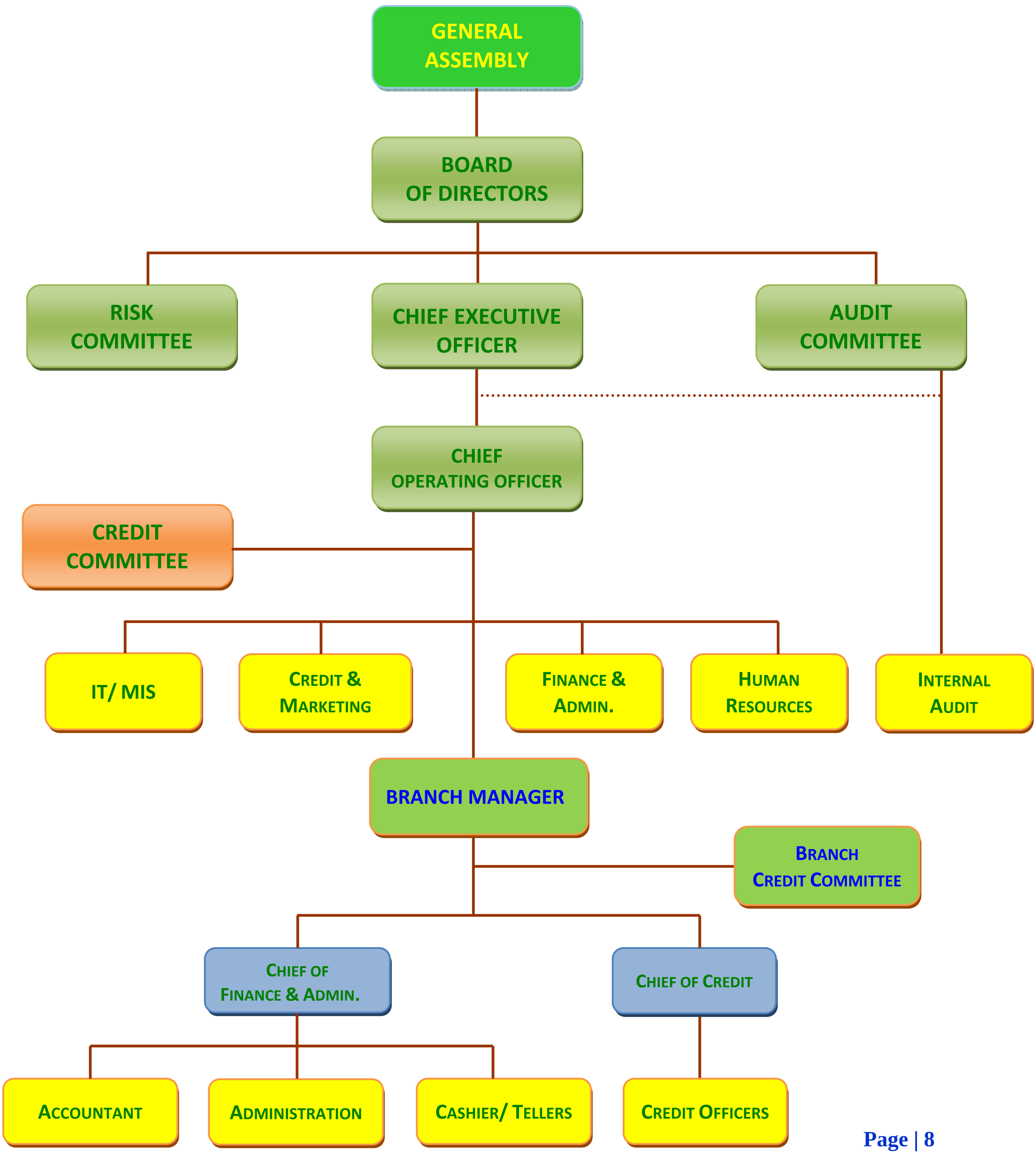
2007 Maxima partners with Kiva Microfund, an organization based in the USA.

2008 In June of 2008, the National Bank of Cambodia granted MAXIMA a permanent license to operate as an MFI. In August, Maxima opened its second branch in Kien Svay district of Kandal province.

2009 Maxima was awarded a certificate of recognition for being a global pioneer in the microfinance industry by participating in the Cambodia transparent pricing initiative from Microfinance Transparency Organization. Maxima was awarded a certificate for reporting on social indicators from CGAP.

2010 Maxima opened its second service office in Kandal Steung district of Kandal province

4. Company Organizational Chart



CORPORATE GOVERNANCE

Maxima is governed on the good governance principle of clear separation of responsibilities between the Board of Directors acting collectively and answerable to the Shareholders, and an executive management team. Maxima Board of Directors led by the Chairman while the Executive Management Team led by Chief Executive Officer who has the direct day-to-day responsibility for controlling the business and operational affairs, keeping Maxima competitive and profitable.

Audit Committee and Risk Committee have been created to assist the Board in developing the policies and procedures, provide oversight and recommendations to the Board of Directors and are responsible for integrity of Maxima's financial report and effecrively implement the risk management.

As of December 2010, the Executive Management of Maxima consists of Chief Executive Officer, Deputy Chief Executive Officer, Chief Operating Officer. Meanwhile, the middle management of Maxima consists of Human Resources Manager, Credit Managers, Assistant Credit Managers, Chief of Accountant, Assistant Marketing Manager, Branch Manager and Internal Auditor.

SHAREHOLDERS

1- Mrs. SRENG Sive Chheng holding 29.3%
2- Mr. UONG Kimseng holding 24.4%
3- Mr. AN Bunhak holding 24.4%
4- Mr. CHET Chan Prasoeur holding 9.8%
5- Mr. PA Ponnak Rithy holding 7.3%
6- Mrs. BUY Sivantha holding 2.4%
7- Maxima staff holding 2.4%

Board of Directors

Mr. AN BUNHAK, founder and served as Vice-Chairman of Maxima since its inception in 2000 till end of 2009. After restructuring and strengthening of the company governce he has been appointed to serve as Chairman of the Board of Maxima, which he is currently holding. Prior to working at Maxima, Mr. BUNHAK served as Chief of Finance at Pacific Commercial Bank (1995-2000).

Mr. BUNHAK is currently a Doctor of Business Administration (DBA) candidate at Preston University, USA. He obtained a Master of Banking and Finance at Ateneo De Zambuaga University, Philippines in 2003. In 1995, Mr. BUNHAK graduated from the Faculty of Business, Cambodia and obtained Bachelor of Business Administration in 1995.

Mr. UONG KIMSENG, founder and served as Chairman/ Chief Executive Officer of MAXIMA since its inception in 2000 till end of 2009. After restructuring and strengthening of the company governce he has been appointed to serve as company Chief Executive Officer, which he is currently holding. Prior to his work in the private sector, Mr. Kimseng served as a Government official from 1995-2002. In February 2006, he was appointed as Advisor to the Cambodia Chamber of Commerce, a position which he still holds.

He earned his Doctor of Business Administration (DBA) from Preston University, USA in 2005. In 2001, Mr. Kimseng was granted a scholarship from the Australian Government to pursue his Master's degree at Victoria University of Technology, Australia and obtained Master of Business in 2003. In 1995, he graduated from the Faculty of Business in Cambodia and obtained Bachelor of Business Administration.

Mr. CHET CHAN PRASOEU joined the Board of Maxima in December 2000. Mr. Prasoeur is currently serving as Chairman of Audit Committee of the Board of Maxima.

Mr. PRASOEUR is currently pursuing his Master's degree in Business and Law at Build Bright University. He graduated from the Faculty of Business, Cambodia and obtained a Bachelor of Business Administration in 1995.

	Mr. PA PONNAK KIRY joined the Board of MAXIMA in August 2007 (Elected by MAXIMA staff and is sitting on the Board as their representative). Mr. Kiry has been appointed to serve as Human Resource Manager since June 2008. He was a credit officer from 2002 before he was appointed as Credit Manager in January 2007. Mr. Kiry holds a Master of Finance and Accounting from the Build Bright University (2006) in Cambodia and a Bachelor of Business Administration in the field of Management from the National Institute of Management in Cambodia (2003).

EXECUTIVE MANAGEMENT

The Executive Management function in Maxima led by the Chief Executive Officer (CEO) is concerned with the daily performance, keeping Maxima competitive and profitable. As of December 2010, the Executive Management of Maxima consists of CEO, Deputy CEO, Chief Operating Officer and Deputy Chief Operating Officer. The middle management of Maxima consists of Human Resources Manager, Credit Managers, Assistant Credit Managers, Chief of Accountant, Assistant Marketing Manager, Branch Manager and Internal Auditor.

Dr. UONG KIMSENG
Chief Executive Officer

Mr. PA PONNAK RITHY
Deputy Chief Executive Officer

Ms. SRENG SIVE CHHENG
Chief Operating Officer

5- Loan Products and Loan Categories

Loan Products

Maxima offers adequate loans and financial services to low-income clients and focus its efforts on those individuals living in rural areas and those who will use the capital to start a new business or expand the existing one in order to increase their household income. In 2010 Maxima remained provide loans as individuals, groups, or small and medium enterprises (SMEs) and the balloon loan with the loan term can be 6 months, 10 months, 12 months and 20 months. The loan sizes ranging from $50 to $25,000 and interest rate will be charged between 1.9% and 2.8% per month. In addition, Maxima will add additional products in the near future depending upon customer needs.

1- Rural Individual Loans

Applying to the following all terms and conditions:

- ✓ The loan term can be 12 or 20 months with loan sizes ranging from $50 to $1,450, and interest rate will be charged from 2.4% to 2.8%;
- ✓ Monthly instalments of interest and principal with three months grace period for a 12 month loan period;
- ✓ Client should be a permanent residence of the area in which MAXIMA operates with family book record or Khmer ID;
- ✓ Age between 18 – 60 years;
- ✓ Agreement to borrow between borrower and family members;
- ✓ Have legal and profitable business or actual plan for new business, which demonstrates ability to repay the loan and interest;
- ✓ Have physical collateral or other related certificate or document.

2- Rural Group Loans

All terms of individual loans apply unless otherwise stated:

- ✓ The loan term can be 12 or 20 months with loan sizes ranging from $50 to $950, and interest rate will be charged from 2.7% to 2.8%;
- ✓ Group members: 2-10 members with a selected group leader;
- ✓ One borrower per household (but there must be an agreement to borrow between borrower and family members);
- ✓ Group members must take joint liability for repayment of loan;
- ✓ One of the group members must have physical collateral or other related certificate or document;
- ✓ No physical collateral will be needed if every member of the group borrows less than US$100.

3- Rural Small-Medium Loans

MAXIMA provides loan to SMEs, profitable business or actual plan for new business, which demonstrates ability to repay the loan. All terms of individual loans apply unless otherwise stated:

- ✓ The loan sizes ranging from $1,500 to $25,000 and the interest rate will be charged from 1.9% to 2.5% per month;
- ✓ For the loan size over than $2,000 and client come to pay at Maxima office the interest rate will be charged from 1.9% to 2.5% per month.

4- Balloon Loans

MAXIMA provides loan to those clients, who need capital to expand its agricultural productions and all terms of individual loans apply unless otherwise stated:

- ✓ The loan term can be 12 months with loan sizes less than $3,000 and the interest rate will be charged 2.4%-2.8% per month;
- ✓ Monthly interest payment and principal will be paid at the end of the loan period or during the loan term.

Loan Categories

MAXIMA provides loans to business categories include agriculture, trades, services, transportation and households/ families and other categories.

- ♦ **Agriculture Productions**

  - ***Plantation***: flower plantation, vegetables, food crops, seeds, fertilizer…
  - ***Livestock***: animal husbandry, animal food, fascination...
  - ***Fisheries***: fishing tools, gasoline and boat...

- ♦ **Trade & Commerce**

  - Purchase of produce contracts, Vendors - whole sale and retails,
  - Processing, making doors/ windows, production of Khmer noodles and other foods

- ♦ **Services**

  Activities of laundry, hair cut, public telephone service, motor-repaired, water supply tube network, battery charging

- ♦ **Transportation**

  Motor taxi, motor trailer and car taxi...

- **Household business**

  Handicraft and grocery at home

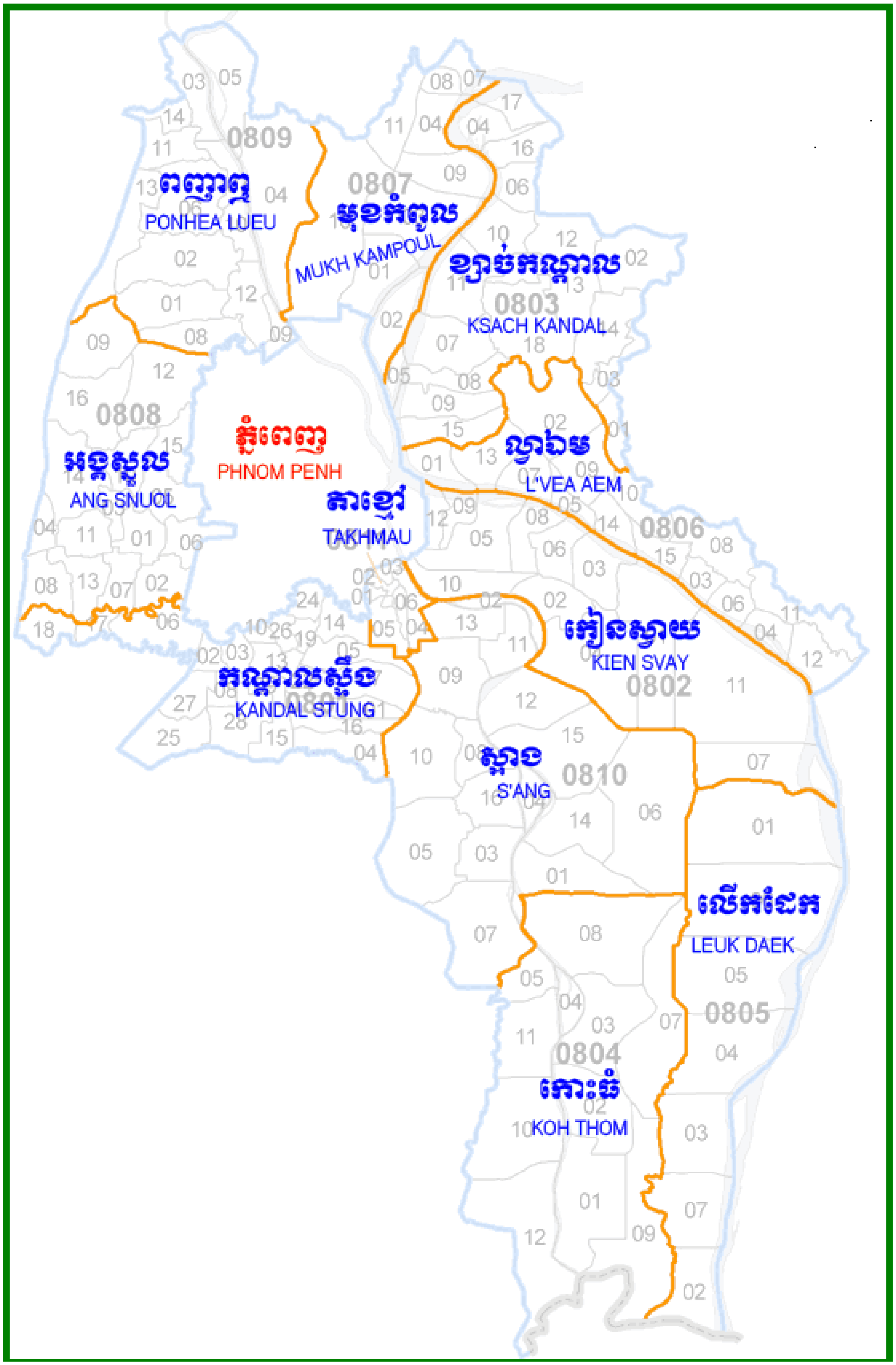
- **Family/ consumption**

  House repair, education and other consumption…

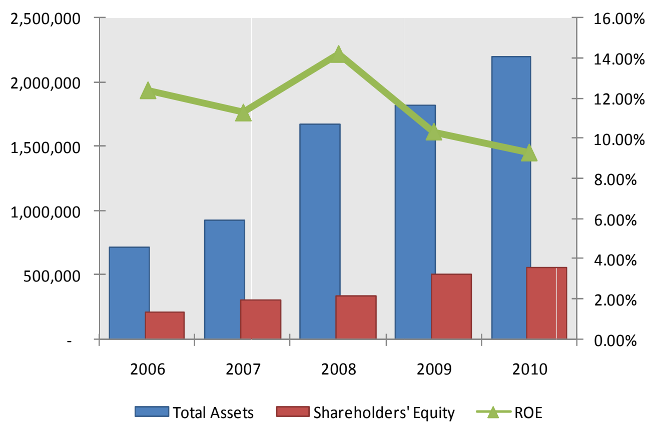
- **Miscellaneous**

  All rural small business activities other than agriculture, trade/ commerce, services and household/ family

6- NETWORK OPERATING AREAS

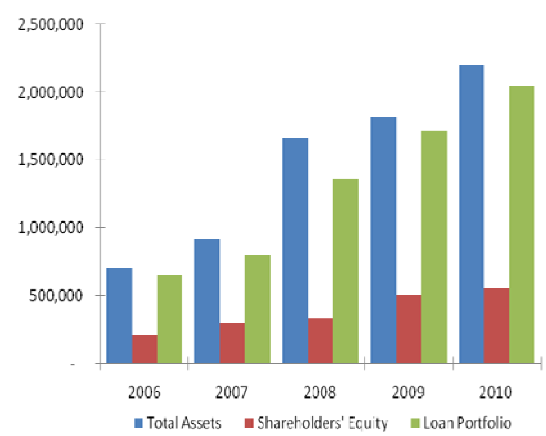


7- FINANCIAL PERFORMANCE RESULTS 2010



In the 2010 fiscal year, Maxima had continuously proud and positive performance in operating activities as total assets increased of 20.8% from **$1,816,546** in 2009 to **$2,195,078** in 2010 ending and total revenues also experienced a **15.5%** increase over the previous year to **$520,914** in 2010 ending compares to **$451,128** in 2009 although the inerest charged was slightly reduced during the eyar 2010.

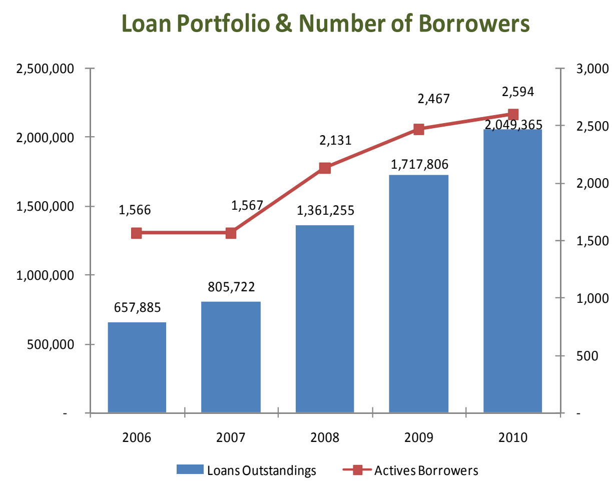
The net profit after tax was increased by an impressive **80.8%** reaching to **$94,673** in 2010 ending compares to **$52,358** in 2009. While, the total equity increased to **11.1%** from **$505,640** in 2009 to **$561,811** in 2010 ending and the return on equity equal to **9.32%**. Although the portfolio at risk over 30 days improved significantly from **2%** in the year end 2009 to **0.2%** in 2010, return on equity slightly decreased is reflective of the continuosly increasing competition, which led to decreasing in interest charged.



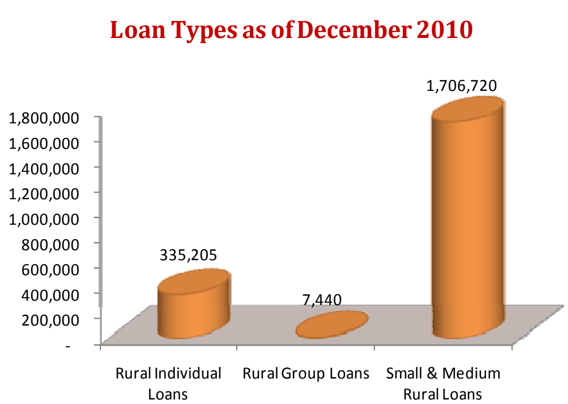
In the mean time, the decrease in margins, however, is being offset by the significant increase in the size of our loan portfolio to SMEs resulted in interest income declined.

8- LOAN PERFORMANCE RESULTS 2010

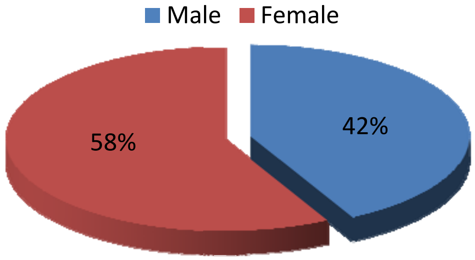
Maxima has improved its products offered to meet the needs of clients and the operating areas have been expanded in order to reach a greater number of people. As of year 2010 end, Maxima expanded operations to **262** villages within **15** districts in Kandal province and some suburbs of Phnom Penh with total active loan portfolio equal to **$2,049,365** and **2,594** families and women borrowers reported **58%**. During the year, the total loan disbursement was **83%**, which total loan outstanding of **$2,049,365** less than that as setting in the annual plan of **$2,403,681**.

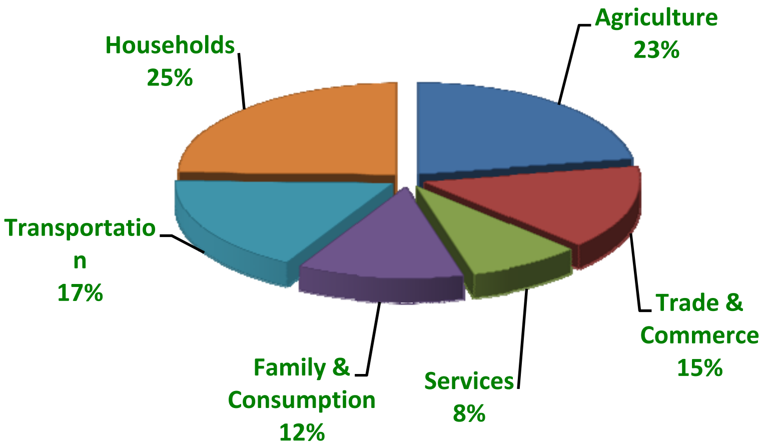


While, portfolio at risk over 30 days was significantly improved to **0.2** percent in the year 2010 end from the highest level at 2 percent in 2009 which never experienced.



Maxima's current loan products include loans to individuals, groups and small-medium enterprises (SMEs) and the balloon loan for agricultural production. During the year, the loan small-medium enterprises was larger than to individuals and groups due to the fact that all loans with the amount from and over **$1,000** including balloon loan for agricultural were classified as SMEs loans. In 2010 ending, loans to wemon borrowers experienced a decrease to **58%** over the previous year of **62%** as a result of increase in SMEs loans, mostly running by men and wemon were only support the business.



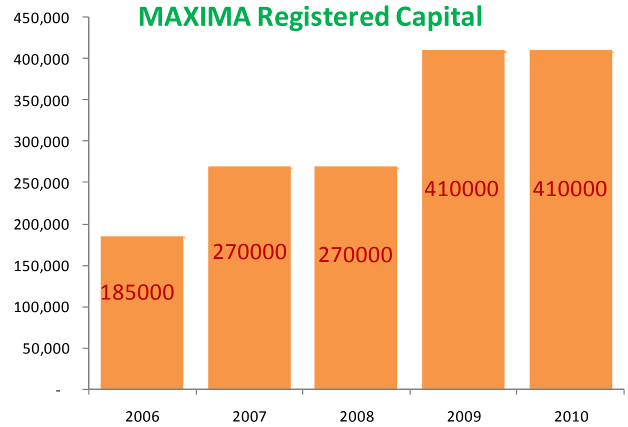


Maxima provides loans to business categories include agriculture, households businesses and processing (purchase of produce, whole sale and retails, handicraft and vendors) transportation, services, and miscellaneous. In the year 2010 end, loans for households and agriculture productions were almost the same. While, loans for transportation, purchase of produce trade & commerce were equal to between **15%** and **17%** over the total loan disbursed during the year. Loan for service was approximately **8%**.

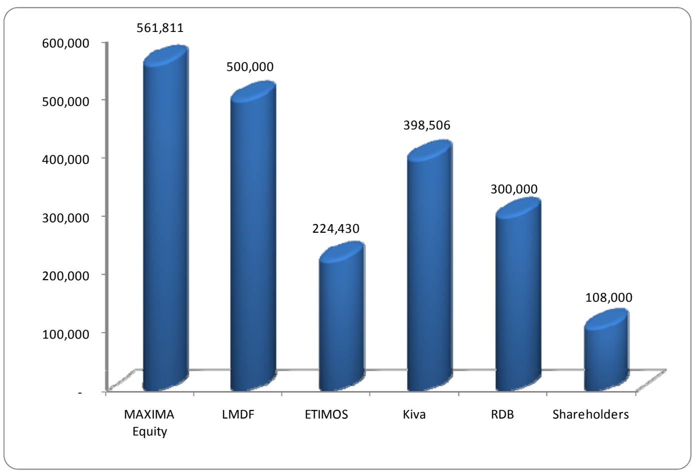
9- EQUITY ANDFUNDING STRUCTURE

EVOLVEMENT OF REGISTERED CAPITAL

With the achievement of strong operating performances and in order to ensure capacity of capital base, long term sustainability and growth, Maxima's Board of Directors has been committed to keep increasing its registered capital and has been doing so whenever possible since 2004. However, in 2010, Maxima did not increase its registered capital.



FUNDING STRUCTURE IN 2010



Over the previous years, Maxima's operations were funded by a mix of equity from existing shareholders and all employees and debt. By the end of 2010, the shareholders relinquished equity **$400,000** equal to **97.56%** and employees have equity of **2.44%** of the total share equity equal to **$10,000**, retained earnings and reserve funds over the years was **$151,811**, which led to the total equity of Maxima up to **$561,811** although Maxima did increase its registed capital in 2010..

In addition, during the year 2010, Maxima received loans from various foreign and domestic partners in the amount of **$300,000** from Rural Development Bank (RDB) in Cambodia, **$500,000** from Luxembourg Microfinance and Development Fund (LMDF) in Luxembourg, **$224,430** from Consorzio ETIMOS in Italy, and **$398,506** from Kiva in the USA. The remaining capital came in the form of short term debtor to shareholders and retained earnings and other reserves with the total of **$259,811**.

10- REPORT OF THE BOARD OF DIRECTORS

The Board of Directors ("the Directors") is pleased to submit their report together with the audited financial statements of Maxima Mikroheranhvatho Co., Limited ("the Company") for the year ended 31 December 2010.

MAXIMA MIRKOHERANHVATHO CO., LIMITED

The Company was incorporated in the Kingdom of Cambodia on 27 July 2005 and registered with the Ministry of Commerce as a private limited liability company under register number Co-7897/05P dated 27 July 2005.

PRINCIPAL ACTIVITIES

The Company is principally engaged in all aspects of micro-finance business and the provision of related financial services in Cambodia.

RESULTS OF OPERATIONS AND DIVIDEND

The results of operations for the year ended 31 December 2010 are set out in the income statement on page 8.

During the financial year, the Board of Directors declared dividend amounting to USD 38,502 (2009: USD 20,112) after transfer of USD 2,618 (equivalent to 5% of the 2009 net profit) to the reserves in the equity.

STATUTORY CAPITAL

There were no changes in the issued and paid-up capital of the Company during the year.

RESERVES AND PROVISIONS

There were no material movements to or from reserves and provisions during the year under review.

BAD AND DOUBTFUL LOANS AND ADVANCES

Before the financial statements of the Company were drawn up, the Directors took reasonable steps to ascertain that action had been taken in relation to the writing off of bad loans and advances or making of provisions for doubtful loans and advances, and satisfied themselves that all known bad loans and advances had been written off and that adequate provisions have been made.

At the date of this report and based on the best of their knowledge, the Directors are not aware of any circumstances which would render the amount written off for bad loans and advances or the amount of the provision for bad and doubtful loans and advances in the financial statements of the Company inadequate to any material extent.

CURRENT ASSETS

Before the financial statements of the Company were drawn up, the Directors took reasonable steps to ensure that any current assets, other than debts which were unlikely to be realised in the ordinary course of business at their values as shown in the accounting records of the Company, have been written down to an amount which they might be expected to realise.

At the date of this report and based on the best of their knowledge, the Directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements of the Company misleading in any material respect.

VALUATION METHODS

At the date of this report and based on the best of their knowledge, the Directors are not aware of any circumstances that have arisen which would render adherence to the existing method of valuation of assets and liabilities in the financial statements of the Company misleading or inappropriate in any material respect.

CONTINGENT AND OTHER LIABILITIES

At the date of this report, there is:

(a) no charge on the assets of the Company which has arisen since the end of the financial year which secures the liabilities of any other person, and

(b) no contingent liability in respect of the Company that has arisen since the end of the financial year other than in the ordinary course of its business operations.

No contingent or other liability of the Company has become enforceable, or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the directors, will or may have a material effect on the ability of the Company to meet its obligations as and when they become due.

CHANGE OF CIRCUMSTANCES

At the date of this report, the Directors are not aware of any circumstances, not otherwise dealt with in this report or the financial statements of the Company, which would render any amount stated in the financial statements misleading in any material respect.

ITEMS OF AN UNUSUAL NATURE

The results of the operations of the Company for the year ended 31 December 2010 were not, in the opinion of the Directors, materially affected by any item, transaction or event of a material and unusual nature.

There has not arisen in the interval between the end of the year and the date of this report any item, transaction or event of a material and unusual nature likely, in the opinion of the Directors, to substantially affect the results of the operations of the Company for the current financial year in which this report is made.

THE BOARD OF DIRECTORS

A General Assembly of Maxima Mikroheranhvatho Co., Ltd took place on 29 April 2010 whereby a new Board of Directors composed of four members was elected and appointed on 06 May 2010.

The new members of the Board of Directors holding office during the year and as at the date of this report are:

Mr. An Bun Hak,	Non-executive Director/Chairman
Mr. Uong Kimseng,	Executive Director /CEO
Mr. Chet Chan Prasoeur,	Non-executive Director
Mr. Pa Ponnak Kiry,	Executive Director/HRM

DIRECTORS' INTERESTS

The Directors are representing the interests of shareholders of the Company during the year and at the date of this report are as follows:

Shareholder	Holding %	Number of shares of USD10 each
Mr. An Bun Hak	24.39%	100,000
Mr. Uong Kimseng	24.39%	100,000
Mr. Chet Chan Prasoeur	9.76%	40,000
Mr. Pa Ponnak Kiry	2.44%	10,000
	60.98%	**250,000**

DIRECTORS' BENEFITS

During and at the end of the year, no arrangements existed, to which the Company was a party, with the object of enabling Directors of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

No Director of the Company has received or become entitled to receive any benefit by reason of a contract made by the Company with the Director or with a firm of which the Director is a member, or with a company which the Director has a material financial interest other than as disclosed in the financial statements.

RESPONSIBILITIES OF THE DIRECTORS IN RESPECT OF THE FINANCIAL STATEMENTS

The Directors are responsible to ensure that the financial statements are properly drawn up so as to present fairly, in all material respects, the financial position of the Company as at 31 December 2010 and of its financial performance and cash flows for the year then ended. In preparing these financial statements, the Directors are required to:

i. adopt appropriate accounting policies which are supported by reasonable and prudent judgements and estimates and then apply them consistently;

ii. comply with the disclosure requirements and the National Bank of Cambodia's guidelines and Cambodian Accounting Standards or, if there have been any departures in the interests of fair presentation, these have been appropriately disclosed, explained and quantified in the financial statements;

iii. maintain adequate accounting records and an effective system of internal controls;

iv. prepare the financial statements on a going concern basis unless it is inappropriate to assume that the Company will continue operations in the foreseeable future; and

v. effectively control and direct the Company in all material decisions and actions affecting the operations and performance and ascertain that such have been properly reflected in the financial statements.

The Directors confirm that the Company has complied with the above requirements in preparing the financial statements.

APPROVAL OF THE FINANCIAL STATEMENTS

The accompanying financial statements has been drawn up so as to present fairly, in all material respects, the financial position of the Company as at 31 December 2010, and of its financial performance and cash flows for the year then ended in accordance with the National Bank of Cambodia's guidelines and Cambodian Accounting Standards, were approved by the Board of Directors.

On behalf of the Board of Directors

Mr. An Bun Hak
Chairman
Date: 19 April 2011

11- REPORT OF INDEPENDENT AUDITORS TO THE SHAREHOLDERS AND TO THE BOARD OF DIRECTORS OF MAXIMA MIKROHERANHVATHO CO., LIMITED

We have audited the accompanying financial statements of Maxima Mikroheranhvatho Co., Limited ("the Company"), which comprise the balance sheet as at 31 December 2010, and the related income statement, statement of changes in equity, and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's responsibility

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the National Bank of Cambodia's guidelines and Cambodian Accounting Standards. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Cambodian Standards on Auditing and International Standards on Auditing and the requirements of the National Bank of Cambodia ("NBC"). Those principles require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the accompanying financial statements present fairly, in all material respects, of the financial position of the Company as at 31 December 2010 and of it financial performance and cash flows for the year then ended, in accordance with the National Bank of Cambodia's guidelines and Cambodian Accounting Standards.

The accompanying financial statements are prepared for jurisdiction of Cambodia and the National Bank of Cambodia's guidelines. It is not intended to present the financial position and results of operations and cash flows in accordance with accounting principles and practices generally accepted in other countries and jurisdictions other than Cambodia.

On behalf of Morison Kak & Associés

Key KAK
Managing Partner

Morison Kak & Associés
Certified Public Accountants
Registered Auditors

Date: 19 April 2011

BALANCE SHEET
As at 31 December 2010

	Note	31-12-2010		31-12-2009
		USD	KHR'000	USD (As restated)
ASSETS				
Cash in hand	4	7,455	30,215	7,461
Deposits and placements with banks	5	47,092	190,864	26,810
Statutory deposits with central bank	6	20,500	83,087	20,500
Loans and advances to customers – net	7	2,044,614	8,286,821	1,684,057
Property and equipment	8	30,900	125,238	42,512
Deferred tax assets	9	3,926	15,912	2,080
Other assets	10	40,591	164,516	35,206
TOTAL ASSETS		**2,195,078**	**8,896,653**	**1,818,626**
LIABILITIES AND CAPITAL				
LIABILITIES				
Amounts due to shareholders	11	108,000	437,724	90,000
Borrowings	12	1,422,936	5,767,160	1,151,810
Provision for income tax	13	31,298	126,850	17,468
Other liabilities	14	71,033	287,899	53,708
TOTAL LIABILITIES		**1,633,267**	**6,619,633**	**1,312,986**
CAPITAL AND RESERVES				
Share capital	15	410,000	1,661,730	410,000
Reserves		11,854	48,044	9,236
Retained earning		139,957	567,246	86,404
TOTAL CAPITAL AND RESERVES		**561,811**	**2,277,020**	**505,640**
LIABILITIES AND CAPITAL		**2,195,078**	**8,896,653**	**1,818,626**

INCOME STATEMENT

For the Year Ended 31 December 2010

	Note	31-12-2010		31-12-2009
		USD	KHR'000	USD (As restated)
Interest income	16	513,251	2,080,208	444,918
Interest expense	17	(81,077)	(328,605)	(52,413)
Net interest income		**432,174**	**1,751,603**	**392,505**
Other operating income	18	7,663	31,058	6,210
Personnel cost	19	(196,487)	(796,362)	(169,784)
Operating and other expenses	20	(108,622)	(440,245)	(102,044)
Depreciation expenses		(15,590)	(63,186)	(22,760)
Operating profit		**119,138**	**482,868**	**104,127**
Allowances for doubtful loans and advances	7	4,897	19,848	(32,960)
Profit before income tax		**124,035**	**502,716**	**71,167**
Income tax expense	14	(29,362)	(119,004)	(18,809)
Net profit for the year		**94,673**	**383,712**	**52,358**

STATEMENT OF CHANGES IN EQUITY

For the Year Ended 31 December 2010

	Share Capital	Reserves	Retained Earnings	Total
	USD	USD	USD	USD
Balance as at 1 January 2009	270,000	7,122	56,272	333,394
Capital increase	140,000	-	-	140,000
Dividend	-	-	(20,112)	(20,112)
Transfer to Reserve	-	2,114	(2,114)	-
Net profit for the year	-	-	52,358	52,358
Balance as at 31 December 2009	**410,000**	**9,236**	**86,404**	**505,640**
Balance as at 1 January 2010	410,000	9,236	86,404	505,640
Dividend	-	-	(38,502)	(38,502)
Transfer to Reserve	-	2,618	(2,618)	-
Net profit for the year	-	-	94,673	94,673
Balance as at 31 December 2010	**410,000**	**11,854**	**139,957**	**561,811**
Balance as at 31 December 2010	**1,661,730**	**48,044**	**567,246**	**2,277,020**
(KHR'000 equivalents)				

CASHFLOW STATEMENT
For the Year Ended 31 December 2010

	Note	31-12-2010		31-12-2009
		USD	KHR'000	USD
Cash flows from operating activities				
Net cash (used in)/from operating activities	22	(219,002)	(887,613)	(277,115)
Cash flows from investing activities				
Purchase of property and equipment and software	8	(3,978)	(16,123)	(4,714)
Net cash used in investing activities		**(3,978)**	**(16,123)**	**(4,714)**
Cash flows from financing activities				
Dividend paid		(27,870)	(112,957)	(20,112)
Proceeds from borrowings		686,587	2,782,735	565,198
Repayment of borrowings		(415,461)	(1,683,863)	(578,137)
Issued share capital		-	-	140,000
Net cash used in financing activities		243,256	985,915	106,949
Net changes in cash and cash equivalents		**20,276**	**82,179**	**(174,880)**
Cash and cash equivalents, beginning of the year		34,271	138,900	209,151
Cash and cash equivalents, end of the year		**54,547**	**221,079**	**34,271**
Represented by:				
Cash in hand	4	7,455	30,215	7,461
Deposits and placements with banks	5	47,092	190,864	26,810
		54,547	**221,079**	**34,271**

12- NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2010

1- GENERAL INFORMATION

Maxima Mikroheranhvatho Co., Ltd ("the Company"), formerly known as Maxima Organization for Household Economic Development ("the Institution"), was incorporated in Cambodia and registered with the Ministry of Commerce on 27 July 2005 under Registration No. Co. 7897/05P. On 10 August 2005, the Company obtained the license from the National Bank of Cambodia ("NBC") to operate the micro-finance service to the economically active poor population of Cambodia. In June 2008, the NBC granted a permanent license to the Company.

The Company's vision is to bring together people and business with the common goal of alleviating poverty by providing both economic and social opportunities to the rural poor. Its mission is to offer micro-finance services to low-income individuals, groups, and small and medium enterprises ("SMEs"), with an emphasis on lending to poor and rural women in addition to promoting savings.

The Company's registered head office is located at No. 39 EO-E4, Street 374, Sangkat Tuol Svay Prey I, Khan Chamkarmon, Phnom Penh, and its branch and service offices are located in Kandal province.

As at 31 December 2010, the Company employed 54 employees (2009: 50 employees).

There have been no significant changes in the nature of these principal activities during the financial year.

The financial statements were authorised for issue by the Board of Directors on 19 April 2011.

2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The financial statements of the Company are prepared under the historical cost convention in accordance with the guidelines issued by the NBC and Cambodian Accounting Standards ("CAS"). In applying CAS, the Company also applies the Cambodian Financial Reporting Standard ("CFRS") 7: *Financial Instruments: Disclosures*. This practice differs from the International Financial Reporting Standards which require that loans and receivables be carried at amortised cost using the effective interest method of any difference between the initial amount and the maturity amount, and minus any reduction for impairment or uncollectability.

The preparation of financial statements in conformity with CAS as modified by NBC guidelines requires the use of estimates and assumptions that affect the amounts reported in the financial statements as at and for the year ended and accompanying notes. The estimates have been made based on existing available information and Management's best knowledge of current event and actions; and therefore the actual results ultimately may differ from those estimates.

The accompanying financial statements are prepared for jurisdiction of Cambodia and are not intended to present the financial position and its financial performance and cash flows in accordance with generally accepted accounting principles and practice in other countries and those who are not informed about Cambodia's procedures and practices.

2.2 New accounting standards and interpretations

There were no standards, amendments to existing standards and interpretations which became effective in the year ended 31 December 2010.

On 28 August 2009, the National Accounting Council announced the adoption of Cambodian International Financial Reporting Standards ("CIFRS") which are based on full International Financial Reporting Standards. Public accountable entities shall prepare their financial statements in accordance with CIFRS for accounting period beginning on or after 1 January 2012.

The following Cambodian International Accounting Standards ("CIAS") or CIFRS and amendments to existing standards, which have been published are relevant and mandatory for the Bank's accounting period beginning on or after 1 January 2012, but have not been early adopted by the Company:

- CIAS 1 (Revised), 'Presentation of Financial Statements'

The revised standard prohibits the presentation of items of income and expenses (i.e., 'non-owner changes in equity') in the statement of changes in equity. All non-owner changes in equity are to be shown in a performance statement. Entities can opt to present one performance statement (i.e. statement of comprehensive income) or two statements (i.e. income statement and statement of comprehensive income). Entities which restate or reclassify comparative information are required to present a restated balance sheet as at the beginning comparative period. The revised standard also clarifies that potential settlement of a liability by issue of equity is not relevant in determining the classification of a liability as current or non-current liability.

- CIAS 16 (Amendment), 'Property, Plant and Equipment' (and consequential amendment to CIAS 7, 'Statement of Cash Flows')

The amended standard requires entities, whose ordinary activities comprise renting and subsequently selling assets, to present proceeds from sale of those assets as revenue and to transfer the carrying amount of an asset to inventories when the asset becomes held for sale. A consequential amendment to CIAS 7 requires cash flows arising from purchase, rental and sale of those assets to be classified as cash flows from operating activities.

- CIAS 24 (Revised), 'Related Party Disclosures'

CIAS 24 was revised by (a) simplifying the definition of a related party, clarifying its intended meaning and eliminating inconsistencies from the definition; and (b) providing a partial exemption from the disclosure requirements for government-related entities.

- CIAS 32, 'Financial Instruments: Presentation'

The objective of this standard is to establish the principles for presenting financial instruments as liabilities or equity and for offsetting financial assets and financial liabilities. It applies to the classification of financial instruments, from the perspective of the issuer, into financial assets, financial liabilities and equity instruments as well as classification of related interest, dividends, losses and gains.

- CIAS 36 (Amendment), 'Impairment of Assets'

The amended standard states that where fair value less costs to sell is calculated on the basis of discounted cash flows, disclosures equivalent to those for value-in-use calculation should be made.

- CIAS 39, "Financial Instruments: Recognition and Measurement'

The standard establishes principles for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. Adoption of CIAS 39 will result in the following revisions to the accounting policies on financial instruments:

Loans and advances to customers

Loans and advances to customers are currently stated in the balance sheet at outstanding principal and interest, less any amounts written off and provision for loan losses. Under CIAS 39, loans and receivables are initially recognised at fair value - which is the cash consideration to originate or purchase the loan including any transaction costs - and subsequently measured at amortised cost using the effective interest rate method.

Impairment of financial assets

The Company currently follows the mandatory credit classification and provisioning as required by Prakas No. B7-02-186 dated 13 September 2002 issued by the Central Bank, as disclosed in note 2.8 to the financial statements. CIAS 39 requires the Company to assess at each reporting date whether there is objective evidence that a financial asset or group of financial assets is impaired, either on an individual or collective assessment basis. Impairment loss is measured as the difference between an asset's carrying amount and present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the asset's original effective interest rate. For the purposes of collective impairment assessment, assets are grouped on the basis of similar credit risk characteristics.

Interest income and interest expense

The Company currently recognises interest income and expense on an accrual basis at contractual rates, except where serious doubt exists as to the collectability, interest is suspended until it is realized on a cash basis. CIAS 39 requires interest income and expense for all interest-bearing financial instruments to be recognised using the effective interest method. In respect of a financial asset or a group of similar financial assets which are impaired, interest income is to be recognised at interest rate used in discounting future cash flows for purpose of measuring the impairment loss.

- CIFRS 7 (Amendment), 'Financial instruments – Disclosures'

The revised standard requires enhanced disclosures in respect of fair value measurement and liquidity risk. In particular, the amendment requires disclosure of fair values by fair value measurement hierarchy as follows:

- Level 1– Quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 – Inputs, other than quoted prices included within Level 1, that are observable for an asset or liability, either directly or indirectly; and
- Level 3 – Inputs for an asset or liability that are not based on observable market data.

- CIFRS 9, 'Financial instruments'

The standard establishes principles for financial reporting of financial assets that will present relevant and useful information to users of financial statements for their assessment of the amounts, timing and uncertainty of the entity's future cash flows. CIFRS 9 specify the bases for classification and measurement of financial assets, including some hybrid contracts. They require all financial assets to be: (a) classified on the basis of an entity's business model for managing the financial assets and the contractual cash flow characteristics of a financial asset; (b) initially measured at fair value, plus transaction costs in the case of a financial asset not at fair value through profit or loss; and (c) subsequently measured at amortised cost or fair value based on asset classification.

Other than the standards and amendments to existing standards as set out above, the other published standards, amendments and interpretations to existing standards, which are applicable for accounting periods beginning on or after 1 January 2010, are not relevant to the Company's operations.

2.3 Foreign currencies translation

(a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency').

The national currency of Cambodia is the Khmer Riel ("KHR"). However, as the Company transacts essentially in US Dollar ("USD") and maintains its books of accounts primarily in USD, the financial statements are presented in US$, which is the Company's functional and presentation currency as it reflects the economic substance of the underlying events and circumstances of the Company.

In compliance with the requirements of the NBC, all assets, liabilities, profit and loss statement items in foreign currencies at the end of the year are converted into thousand Khmer Riel ("KHR'000") using the official exchange rate announced by the NBC at the balance sheet date, of 1 USD = 4,053 KHR (31 December 2009: KHR 4,169). The purposes of such conversions are to comply with NBC's financial statements presentation guidelines only and should not be construed as representations that the KHR amounts have been, could be, or could in the future be, converted into USD at this or any other rate of exchange.

(b) Transactions and balance

Assets and liabilities expressed in currencies other than USD are translated into USD at the rate of exchange quoted by the NBC at the date of the balance sheet. Income and expenses arising in foreign currencies are converted at the rate of exchange prevailing on the transaction dates. Exchange differences arising from conversion are reported on a net basis in the statement of income.

2.4 Segment information

The Company operates within one business segment which is a micro-finance business operation, and within one geographical segment, the Kingdom of Cambodia

2.5 Cash and cash equivalents

Cash and cash equivalents comprise balances with original maturity of less than three months from the date of acquisition, including cash on hand, non-restricted balance with the Central Bank and balances with other banks.

2.6 Statutory deposits with central bank

Statutory deposits represent cash maintained with the NBC in compliance with the Law on Banking and Financial Institutions ("LBFI") and are not available to finance the Company's day-to-day operations and hence are not considered as part of cash and cash equivalents for the purpose of the statement of cash flows.

2.7 Loans and advances to customers

Loans originated by the Company by providing money directly to the borrowers at draw down are categorised as loans and advances to customers and are carried at outstanding balance and interest, less allowances for loan loss and any amount written off. Interest in suspense represents interest accrued on loan receivables that are doubtful or bad.

2.8 Allowances for loan losses

Allowances for loan losses are based on the latest mandatory credit classification and provisioning guidelines required by Prakas B7-02-186 dated 13 September 2002 issued by the NBC. Allowances are made with regard to specific risks on loans individually reviewed and classified into four classes as standard, sub-standard, doubtful and loss regardless of the assets (except cash) lodged as collateral.

NBC guidelines require the following loan classification and minimum level of allowances:

Classification	Overdue	Rate of allowances
Standard	- Less than thirty days	0%
Substandard	- More than thirty days	10%
Doubtful	- 60 days and more (original term of up to one year) - 180 days and more (original term of more than one year)	30%
Loss	- 90 days and more (original term of up to one year) - 360 days and more (original term of more than one year)	100%

Exception on the above provision rate may be considered but this is conditional on the actual market value of the collateral having been deemed acceptable by the NBC on a case-by-case basis.

In accordance with NBC guidelines, overdue loans are defined as the total outstanding principal where the principal or interest is past due.

An uncollectible loan or portion of a loan classified as bad is written off when, in the judgement of the management with the approval of the Board of Directors, there is no prospect of recovery, after taking into consideration the realisable value of the collateral, if any. Loans written off are taken out of the outstanding loan portfolio and deducted from the provision for bad and doubtful loans.

Recoveries on loans previously written off are recognized as other operating income in the income statement.

2.9 Property and equipment

Property and equipment are stated at historical cost less accumulated depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent expenditures are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the statement of income during the financial year in which they are incurred.
Depreciation of property and equipment is calculated on a straight-line basis for the period from 01 Jan 2010 to 30 June 2010 and declining basis for the period from 01 July 2010 to 31 December 2010 over the estimated useful lives of assets at the following rates per annum:

Leasehold improvements	50%
Computer and IT equipment	50%
Office equipment	20% - 25%
Furniture and fixture	25%
Motor vehicle	25%

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. The recoverable amount is the higher of the asset's fair value less costs to sell and value in use.

An item of property and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposal are determined by comparing proceeds with carrying amount and are recognised in income statement.

2.10 Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation or depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

Any impairment loss is charged to income statement in the period in which it arises. Reversal of impairment loss is recognised in the income statement to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation and amortisation, had no impairment loss been recognised.

2.11 Borrowings

Borrowings are stated at cost.

2.12 Provident fund

Provident fund is contributed by the Company and the eligible employees at the same fixed amount of US$ 10 per month for each employee.

Provident fund is conditional and will be fully paid to the employee upon retirement age, or if the employee resigns before retirement age, they are entitled to the following portion of provident funds contributed by the Company:

Number of working years	Percentage (%) of total Provident funds provided for the employee
- Less than 3 years	Nil
- 3 years and more	100%

2.13 Reserves

Based on the Memorandum and Article of Association, the Company has to transfer to this reserve fund 5% of its prior year's net profit. Such transfer shall cease when the reserve fund equals 10% of the Company's registered share capital.

2.14 Interest income and expense

Interest earned on loans and advances to customers, deposits with the Central Bank and other banks are recognised on the accrual basis, except when loans and advances to customers become doubtful of collection, in which case, no interest is recognised as income.

Where an account is classified as non-performing, recognition of interest income is suspended until it is realised on a cash basis. Customer's loan accounts are classified as non-performing where repayments are in arrears for thirty days and more.
Interest expenses on borrowings are recognised on an accrual basis.

2.15 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligations; and a reliable estimate of the amount of the obligation can be made.

When there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

2.16 Current and deferred income taxes

Income tax expense for the period comprises current and deferred tax. Tax is recognised as expenses for the period. Taxes other than on income are recorded within operating expenses.

Current tax is calculated on the basis of taxable profit using tax rates that have been enacted or substantially enacted at the balance sheet date in accordance with Cambodian Law on Taxation.
Deferred tax is provided in full, using the liability method, on temporary differences between tax bases of assets and liabilities and their carrying amounts in the financial statements. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rate enacted or substantially enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is more likely than not that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

2.17 Related parties

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions.

Under the LBFI, the definition of related parties includes parties who hold, directly or indirectly, at least 10 percent of the capital or voting rights and includes any individual who participates in the administration, direction, management or internal control of the Company.

3- CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

Estimates and judgements are continually evaluated and based on historical experience and other factors, including expectations with regard to future events that are believed to be reasonable under the circumstances. The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are listed below.

(a) *Impairment losses on loans and advances*

The Company follows the mandatory credit classification and provisioning as required by Prakas No. B7-02-186 dated 13 September 2002 on asset classification and provisioning in the banking and financial institutions issued by the NBC. The NBC requires micro-finance to classify their loans, advances and similar assets into four classes and the minimum mandatory level of provisioning is provided, depending on the classification concerned and regardless of the assets lodged as collateral. For the purpose of loan classification, the Company takes into account all risks and relevant factors which may affect the counterparties' repayment abilities.

(b) *Income tax*

Taxes are calculated on the basis of current interpretation of the tax regulations. However, these regulations are subject to periodic variation and the ultimate determination of tax expenses will be made following inspection by the Tax Authorities.

Where the final tax outcome is different from the amounts that were initially recorded, such differences will have an impact on the income tax provisions in the financial period in which such determination is made.

4- CASH IN HAND

	2010		2009
	USD	KHR'000	USD
Head Office	5,780	23,426	4,808
Branch	1,675	6,789	2,653
	7,455	**30,215**	**7,461**

5- DEPOSITS AND PLACEMENT WITH BANKS

	2010		2009
	USD	KHR'000	USD
Current account:			
National Bank of Cambodia	396	1,605	391
Acleda Bank Plc	100	405	100
Rural Development Bank	139	563	878
Canadia Bank Plc	503	2,039	502
	1,138	**4,612**	**1,871**
Saving deposits:			
Canadia Bank	45,512	184,460	6,880
Acleda Bank	442	1,792	18,059
	45,954	186,252	24,939
	47,092	**190,864**	**26,810**

(a) Further analysis of the above deposits and placements is as follows:

(i) By maturity period

	2010		2009
	USD	KHR'000	USD
Within one month	**47,092**	**190,864**	**26,810**

(ii) By currency

	2010		2009
	USD	KHR'000	USD
US Dollars	**47,092**	**190,864**	**47,092**

(b) The above deposits earn interest at the following rates per annum:

	2010 %	2009 %
Current accounts	-	0.75
Saving accounts	0.50 - 0.75	0.50 - 0.75

6- STATUTORY DEPOSITS WITH CENTRAL BANK

	2010		2009
	USD	KHR'000	USD
Statutory capital deposit	**20,500**	**83,087**	**20,500**

Statutory deposit on capital represents a five percent interest-bearing statutory deposit on capital to comply with NBC's Prakas No.B 7-00-06 dated 11 January 2000 amended by Prakas No. B 7-06-209 dated 13 September 2006. The deposit is refundable when the Company voluntarily liquidates its activities and has no deposits liabilities.

This statutory deposit is interest bearing at ½ of the six-month period refinancing rate set by the NBC for statutory deposit maintained in Khmer Riel and 3/8 of the six-month period SIBOR rate for statutory deposit maintained in US Dollar.

7- LOANS AND ADVANCES TO CUSTOMERS

	2010		2009
	USD	KHR'000	USD
Individuals	2,041,926	8,275,926	1,704,307
Group	7,440	30,154	13,499
Allowances for impairment losses (*)	(4,752)	(19,259)	(33,749)
	2,044,614	**8,286,821**	**1,684,057**

(*) Movements on allowances for impairment losses are as follows:

	2010		2009
	USD	KHR'000	USD
At beginning of year	33,749	136,785	789
(Recovery)/Addition during the year	(4,897)	(19,849)	32,960
Write-off during the year	(24,100)	(97,677)	-
At end of year	**4,752**	**19,259**	**33,749**

(a) By performance

	2010		2009
	USD	KHR'000	USD
Standard loans:			
- Secured (*)	2,044,269	8,285,422	1,683,397
- Unsecured	345	1,398	660
Substandard loans:			
- Secured	1,652	6,696	10,500
- Unsecured	-	-	10
Doubtful loans:			
- Secured	1,840	7,458	11,509
- Unsecured	-	-	50
Loss loans:			
- Secured	1,260	5,107	10,515
- Unsecured	-	-	1,165
	2,049,366	**8,306,080**	**1,717,806**

(b) By maturity period

	2010		2009
	USD	KHR'000	USD
Up to one months	1,620	6,566	1,305
From one month to three months	10,558	42,791	14,836
From four months to one year	722,653	2,928,913	611,504
Over one years but within three years	1,314,535	5,327,810	1,090,161
	2,049,366	**8,306,080**	**1,717,806**

(c) By security

	2010		2009
	USD	KHR'000	USD
Secured (*)	2,049,021	8,304,682	1,715,921
Unsecured	345	1,398	1,885
	2,049,366	**8,306,080**	**1,717,806**

* Secured loans represent loans and advances to customer that are collateralised by hard and soft title deeds. Approximately 80% of the loans are secured by soft title deeds. Soft title deed is a non-official certificate issued by the district cadastre or a letter of land ownership transfer issued by the Commune Chiefs, rather than a proper land/hard title deed registered with the Cadastral Registry Unit under the Land Laws. The validity of soft title deeds is contingent.

(d) By currency denomination

	2010		2009
	USD	KHR'000	USD
US Dollars	**2,049,366**	**8,306,080**	**1,717,806**

(e) By status of residence

	2010		2009
	USD	KHR'000	USD
Residents	**2,049,366**	**8,306,080**	**1,717,806**

(f) By relationship

	2010		2009
	USD	KHR'000	USD
Related parties (staff loans)	3,144	12,743	9,068
Non related parties	2,046,222	8,293,337	1,708,738
	2,049,366	**8,306,080**	**1,717,806**

(g) By economic sectors

	2010		2009
	USD	KHR'000	USD
Household/Family	755,043	3,060,188	574,938
Agriculture	459,132	1,860,862	329,166
Transportation	353,117	1,431,183	287,841
Services	171,749	696,099	173,749
Trade and Commerce	306,861	1,243,708	338,724
Staff loans	3,144	12,743	9,068
Other categories	320	1,297	4,320
	2,049,366	**8,306,080**	**1,717,806**

(h) By exposures

	2010		2009
	USD	KHR'000	USD
Non large exposures	**2,049,366**	**8,306,080**	**1,717,806**

(i) By location

	2010		2009
	USD	KHR'000	USD
Head office	1,418,027	5,747,263	1,221,219
Branch	631,339	2,558,817	496,587
	2,049,366	**8,306,080**	**1,717,806**

(j) By interest rate (per annum)

	2010	2009
	%	%
Loans	23% - 36%	24% - 36%
Staff Loans	0%	0%

8- PROPERTY AND EQUIPMENT

	Leasehold improvements	Office equipment	Computer & IT equipment	Furniture & fixtures	Motor Vehicles	Total	Total
	USD	**USD**	**USD**	**USD**	**USD**	**USD**	**KHR'000**
Cost							
At 1 January 2010	2,354	24,008	14,656	-	44,344	85,362	345,972
Additions	418	-	2,115	694	750	3,977	16,119
Transfer	-	(15,188)	461	14,727	-	-	-
Write off	(1,474)	(4,653)	(7,163)	(3,184)	-	(16,474)	(66,769)
At 31 December 2010	**1,298**	**4,167**	**10,069**	**12,237**	**45,094**	**72,865**	**295,322**
Accumulated Depreciation							
At 1 January 2010	2,120	13,598	10,256	-	16,876	42,850	173,667
Charge for the year	377	2,077	3,306	1,647	8,182	15,590	63,186
Transfer	-	(8,700)	461	8,239	-	-	-
Write off	(1,474)	(4,653)	(7,163)	(3,184)	-	(16,474)	(66,769)
At 31 December 2010	1,023	2,322	6,860	6,702	25,058	41,965	170,084
Net book value							
At 31 December 2010	**275**	**1,845**	**3,209**	**5,535**	**20,036**	**30,900**	**15,238**
At 31 December 2009	**234**	**10,410**	**4,400**	**-**	**27,468**	**42,512**	**172,301**
Depreciation charge for 2009	1,035	5,689	5,073	-	10,963	22,760	

9- DEFERRED TAX ASSETS

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when deferred income taxes related to the same fiscal authority. The offset amounts are as follows:

	2010		2009
	USD	USD	USD (As restated)
Deferred tax asset	3,926	15,912	2,290
Deferred tax liability	-	-	(210)
	3,926	**15,912**	**2,080**

The gross movement in the deferred income tax account is as follows:

	Provision for provident fund	Property & equipment	Total
	USD	USD	USD
January 1, 2009	1,366	(657)	709
Charge/(credit) to income statement	924	447	1,371
January 1, 2010	**2,290**	**(210)**	**2,080**
Charge/(credit) to income statement	1,162	684	1,846
December 31, 2010	**3,452**	**474**	**3,926**

10- OTHER ASSETS

	2010		2009
	USD	KHR'000	USD
Interests receivable	26,090	105,744	25,198
Interest in suspense	(271)	(1,098)	(3,021)
Prepaid rent	8,990	36,436	7,800
Deposit in registered stock share of Consorzio Etimos S.C (*)	4,462	18,084	4,462
Others	1,320	5,350	767
	40,591	**164,516**	**35,206**

(*) In accordance with the loan agreement with Consorzio Etimos S.C.; the Company is required to subscribe a number of Consorzio Etimos S.C. shares as stated in the loan agreement at EURO 258 per share. This is to comply with the requirement of Consorzio Etimos S.C. and the subscribed amount represents the deposit which will be recoverable and repaid when the Company pays off and no longer borrowing the Loan from Consorzio Etimos S.C.

11- AMOUNTS DUE TO SHAREHOLDERS

	2010		2009
	USD	KHR'000	USD
Ms. Sreng Sive Chheng	100,000	405,300	40,000
Mr. Pa Ponnak Rithy	8,000	32,424	10,000
Mr. An Bun Hak	-	-	40,000
	108,000	**437,724**	**90,000**

This represents short-term borrowing from shareholders which will mature within 6 months and earn interest at 10% (2009: 10%) per annum.

12- BORROWINGS

		2010		2009
		USD	KHR'000	USD
KIVA Microfunds	(i)	398,506	1,615,145	326,810
Consorzio Etimos S.C	(ii)	224,430	909,615	275,000
Rural Development Bank	(iii)	300,000	1,215,900	200,000
Luxembourg Microfinance and Development Fund SICAV	(iv)	500,000	2,026,500	200,000
Planet Finance		-	-	150,000
		1,422,936	**5,767,160**	**1,151,810**

(i) KIVA Microfunds

On 10 May 2007, the Company entered into a loan agreement with KIVA Microfunds ("KIVA"). The loan is initially disbursed by the Company to the customers, and then the loan is disbursed upon request from the Company through access to the Website maintained by KIVA. The loan is unsecured, interest free and the principle is payable on a monthly basis.

(ii) Consorzio Etimos S.C.

Terms	Three years maturing on: First loan 26 February 2011 Second loan 01 November 2012
Total credit facilities	First loan USD 25,000.00 Second loan USD 200,000.00
Repayment	Principle and interest on semi-annual basis
Interest rate	First loan LIBOR 6 months+ 4.5% per annum. Second loan LIBOR 6 months+ 5.5% per annum or a minimum

	interest rate (floor rate) of 8% per annum, with the amount of USD200,000
Security	The Company subscribed eleven shares of Consorzio Etimos S.C at the fixed amount of EURO 2,838 (equivalent to USD 4,462) as described in Note 9 above.

(iii) Rural Development Bank

Terms	One year maturing on: First loan 15 February 2011 Second loan 26 September 2011 Third loan 09 November 2011
Total credit facilities	First loan USD 100,000.00 Second loan USD 100,000.00 Third loan USD 100,000.00
Repayment	Principle at maturity and interest on monthly basis
Interest rate	9% per annum
Security	Unsecured

(iv) Luxembourg Microfinance and Development Fund SICAV

Terms	Four year maturing on: First loan 15 December 2012 Second loan 28 February 2015
Total credit facilities	First loan USD 200,000.00 Second loan USD 300,000.00
Repayment	First loan Principle USD 50,000.00 on 15 December 2011 and USD 150,000.00 on 15 December 2012 First loan Principle USD 75,000.00 on 28 February 2014 and USD 225,000.00 on 28 February 2015
Interest rate	First loan 8% per annum Second loan 8% per annum (net of withholding tax)
Security	Unsecured

13- PROVISION FOR INCOME TAX

	2010		2009
	USD	KHR'000	USD (As restated)
Balance at beginning of year	17,468	70,799	7,652
Charge during the year	31,208	126,488	20,889
Taxation paid during the year	(17,379)	(70,437)	(11,073)
	31,298	**126,850**	**17,468**

14- OTHER LIABILITIES

	2010		2009
	USD	KHR'000	USD (As restated)
Provident fund (a)	34,900	141,450	23,580
Interest payable	11,355	46,022	14,723
Dividend payable	10,632	43,091	-
Insurance for staff	5,471	22,174	5,505
Professional fees	3,150	12,767	3,750
Salary and withholding tax	3,085	12,506	2,682
Others	2,440	9,889	3,468
	71,033	**287,899**	**53,708**

(a) The movement of provident fund is as follow:

	2010		2009
	USD	KHR'000	USD
Balance at beginning of year	23,580	95,570	14,260
Payment during the year	(300)	(1,216)	(1,680)
Charge during the year	11,620	47,096	11,000
	34,900	**141,450**	**23,580**

15- SHARE CAPITAL

	2010		2009
	USD	KHR'000	USD
Balance at beginning of year	410,000	1,661,730	410,000
Proceed from share issued	-	-	-
Balance at end of year	**410,000**	**1,661,730**	**410,000**

The registered statutory capital of the Company as at 31 December 2010 is 41,000 shares at a par value of USD 10 per share. All shares are fully paid.

16- INTEREST INCOME

	2010		2009
	USD	KHR'000	USD (As restated)
Loans and advances	512,735	2,078,117	443,805
Deposits and placements with banks	516	2,091	1,113
	513,251	**2,080,208**	**444,918**

17- INTEREST EXPENSE

	2010		2009
	USD	KHR'000	USD
Interest expense is incurred on borrowings	81,077	328,605	52,413
	81,077	**328,605**	**52,413**

18- OTHER OPERATING INCOME

	2010		2009
	USD	KHR'000	USD
Penalty income	5,678	23,015	4,995
Recovery on loans written off	1,320	5,348	575
Others	665	2,695	640
	7,663	**31,058**	**6,210**

19- PERSONAL COST

	2010		2009
	USD	KHR'000	USD (As restated)
Wages and salaries	194,687	789,067	168,094
Employee training	1,800	7,295	1,690
	196,487	**796,362**	**169,784**

20- OTHER OPERATING EXPENSES

	2010		2009
	USD	KHR'000	USD (As restated)
Office rental	18,855	76,419	16,800
Motor vehicle operating expense	18,422	74,664	16,490
Fees and commission	15,157	61,431	8,500
Withholding tax	7,828	31,726	5,826
Professional fees	6,787	27,508	11,649
Provident fund	5,810	23,548	5,500
Stationery and supplies expenses	5,538	22,446	5,686
Utilities expenses	4,953	20,075	4,570
Communication	4,749	19,248	5,343
Security expenses	3,240	13,132	3,060
Business meals and entertainment	2,988	12,110	2,680

Per-diem and incidental travel	2,530	10,253	2,536
Donations and gifts	1,792	7,263	1,815
Repair and maintenance	1,727	7,000	1,881
License fees expense	1,264	5,123	819
Insurance	995	4,033	1,522
Marketing and advertising expenses	923	3,741	294
Memberships expenses	750	3,040	750
Traveling expenses	416	1,686	769
Others	3,898	15,799	5,554
	108,622	**440,245**	**102,044**

21- INCOME TAX EXPENSE

(a) Tax on profit expenses

	2010		**2009**
	USD	KHR'000	USD (As restated)
Current tax	31,208	126,486	20,889
Deferred tax (note 9)	(1,846)	(7,482)	(2,080)
	29,362	**119,004**	**18,809**

(b) Reconciliation of income tax

In accordance with Cambodian law, the Company has an obligation to pay corporate income tax of higher of 20% of taxable income or a minimum tax of 1% of revenues.

The reconciliation of income tax expense computed at the statutory tax rate of 20% to the income tax expense shown in the income statement is as follows:

	2010		**2009**
	USD	KHR'000	USD
Profit before income tax	124,035	502,716	71,167
Tax calculation at 20%	24,807	100,544	14,233
Expenses not deductible for tax purposes	4,762	19,300	4,576
Adjustment in respect of prior year	(207)	(839)	-
Income tax expense	**29,362**	**119,004**	**18,809**

(c) Other tax matters

The Company's tax calculation is subject to periodic examination by the tax authority. As the applications of tax laws and regulations to various types of transactions are susceptible to varying interpretations, amounts reported in the financial statements could be changed at a later date, upon final determination by the tax authority.

22- CASH FLOWS FROM OPERATING ACTIVITIES

	2010		2009
	USD	KHR'000	USD
Cash flows from operating activities			
Profit before income tax *Adjustments for:*	124,035	502,715	71,167
Depreciation expenses (note 8)	15,590	63,186	22,760
Net impairment loss on loans and advances (note 7)	(4,897)	(19,848)	32,960
Operating profit before changes in working capital	**134,728**	**546,053**	**126,887**
Changes in operating assets and liabilities:			
Statutory deposits with central bank	-	-	(7,000)
Loans and advances to customers	(355,660)	(1,441,490)	(344,732)
Other assets	(5,385)	(21,825)	(24,921)
Amount due to shareholders	18,000	72,954	(43,000)
Other liabilities	6,694	27,131	26,724
Cash (used in)/generated from operations	(201,623)	(817,176)	(266,042)
Income tax paid (note 21)	(17,379)	(70,437)	(11,073)
Net cash (used in)/from operating activities	(219,002)	(887,613)	(277,115)

23- RELATED PARTY TRANSACTIONS AND BALANCES

(a) Key management personnel remuneration

	2010		2009
	USD	KHR'000	USD
Salaries and other benefits	61,028	247,345	59,596

(b) Borrowings

	2010		2009
	USD	KHR'000	USD
Ms. Sreng Sive Chheng	100,000	405,300	40,000
Mr. An Bun Hak	-	-	40,000
Mr. Pa Ponnak Rithy	8,000	32,424	10,000
	108,000	**437,724**	**90,000**

24- LEASE COMMITMENTS

The Company has lease commitments for lease of its headquarter and provincial office as follow:

	2010		2009
	USD	KHR'000	USD
Note later than one year	20,280	82,195	16,360
Later than 1 year & not later than 5 years	19,520	79,115	24,200
	39,800	**161,310**	**40,560**

25- TAX INTERPRETATION

The Cambodian General Department of Taxation has two separate offices that are authorised to conduct tax audits of entities undertaking activities and doing business in Cambodia. The application of tax laws and regulations on many types of transactions is susceptible to varying interpretations when reviewed by these two tax offices. The Company's judgement of its business activities may not coincide with the interpretation of the same activities by those tax offices.

If a particular treatment was to be challenged by those various tax authorities, the Company may be assessed additional taxes, penalties and interest, which can be significant. Tax years remain open to review by the tax authorities for three years with a possible extension of up to ten years.

26- FINANCIAL RISK MANAGEMENT

The Company's business involves taking on risks in a targeted manner and managing them professionally. The Company's risk management is to identify all key risks, measure these risks, manage the risk positions and determine capital allocations. The risks arising from financial business to which the Company's activities are exposed are operational risk, financial risks: credit risk, market risk (including foreign exchange risk and interest rate risk), and liquidity risk. The following are policies and guidelines adopted by the Company to manage risks related to its business activities.

26.1 Operational risk

The operational risk is the risk of losses arising from inadequate or failed internal processes, people or systems or from external factors. This risk is managed through established operational risk management processes, proper monitoring and reporting of the business activities by control and support units which are independent of the business units and oversight provided by the senior management. This includes legal, compliance, accounting and fraud risk.

The operational risk management entails the establishment of policies and procedures to provide guidance to the key operating units on the risk governance structure and baseline internal controls necessary to identify, assess, monitor and control their operational risks. Internal control policies and measures that have been implemented including the establishment of signing authorities, defining system parameters controls, streamlining procedures and documentation ensuring compliance with regulatory and legal requirements. These are reviewed periodically, taking into account the business objectives and strategies of the Company as well as regulatory requirements.

26.2 Credit risk

The Company assumes exposure to credit risk which is the risk that customers, clients or market counterparties fail to fulfil their contractual obligations to the Company when due. Credit risk arises mainly from loans and advances arising from such lending activities.

a) Credit risk measurement

The Company has set up the Credit Risk Policy which is designed to govern the Company's risk undertaking activities. Procedures of risk limit setting, monitoring, usage, and control are governed by credit programs which set out the plan for a particular product or portfolio, including the target market, terms and conditions, documentation and procedures under which a credit product will be offered and measured.

The Company also ensures that there is a clear segregation of duties between loan originators, evaluators and approving authorities.

b) Risk limit control and mitigation policies

The Company manages, limits and controls concentration of credit risk whenever they are identified - in particular, to individual counterparties and groups, and to industries.

The Company structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to one borrower, or groups of borrowers, and industry segments.

Exposure to credit risk is managed through regular analysis of the ability of the borrowers and potential borrowers to meet interest and capital repayment obligations and reviewing these lending limits where appropriate. Exposure to credit risk is also managed in part by obtaining collateral and personal guarantees as well as by providing for loan losses. Limits on level of credit risk by product and industry sector are approved by Board of Directors.

Large exposure is defined by the NBC as overall credit exposure to any single beneficiary which exceeds 10% of the Company's net worth. The Company is required, under the conditions of Prakas No. B7-06-226 of the NBC, to maintain at all times a maximum ratio of 20% between the Company's overall credit exposure to any single beneficiary and the Company's net worth. The aggregation of large credit exposure must not exceed 300% of the Company's net worth.

c) Impairment and provisioning policies

The Company is required to follow the mandatory credit classification and provisioning in accordance with the relevant Prakas issued by NBC, as stated in note 2.8 to the financial statements.

Loans and advances less than 30 days past due are not considered impaired, unless other information available indicates otherwise. A minimum level of specific provision for impairment is made depending on the classification concerned.

d) Maximum exposure to credit risk before collateral held or other credit enhancements

	2010		2009
	USD	KHR'000	USD
Credit risks exposures relating to on-balance sheet assets:			
Balances with other banks	47,092	190,864	26,810
Loans and advances	2,044,614	8,286,821	1,684,057
Other assets	40,591	164,516	35,206
	2,132,297	**8,642,201**	**1,746,073**

The table above represents the maximum credit risk exposure to the Company as at 31 December 2010, without taking into account any collateral held or other credit enhancements. 96% of the total maximum credit exposure is derived from loans and advances to customers in Cambodia.

Management is confident of its ability to control and sustain minimal exposure to credit risk; and believes that Company's maximum exposure to credit risk is limited to the carrying amount of loans less provisions for doubtful loans. Loans are also provided to those borrowers that are deemed profitable.

e) Loans and advances are summarised as follows:

	2010		2009
	USD	KHR'000	USD
Loans and advances neither past due nor impaired	2,044,614	8,286,821	1,684,057
Loans and advances individually impaired	4,752	19,259	33,749
Gross	2,049,366	8,306,080	1,717,806
Less:			
Provision for loan loss	(4,752)	(19,259)	(33,749)
Net	**2,044,614**	**8,286,821**	**1,684,057**

For the purpose of loan provisioning, expected recovery from collateral (except cash) is not taken into consideration in accordance with the Central Bank's requirement.

(i) Loans and advances neither past due or impaired

Loans and advances not past due are not considered impaired, unless other information is available to indicate the contrary.

(ii) Loans and advances individually impaired

Loans and advances individually impaired are loans and advances for which the Company determines that there is objective evidence of impairment and it does not expect to collect all principal and interest due according to the contractual terms of the loans and advances. In accordance with NBC guidelines, loans and advances past due more than 30 days are considered impaired and minimum level of specific provision for impairment is made depending on the classification concerned, unless other information is available to indicate the contrary.

	2010		2009
	USD	KHR'000	USD
Past due 30-59 days	1,652	6,696	10,510
Past due 60-89 days	1,840	7,457	11,559
Past due 90 days and more	1,260	5,106	11,680
	4,752	**19,259**	**33,749**

f) Concentration of financial assets with credit risk exposure

(i) By geographical distribution

The credit exposure of the Company as at 31 December 2010 is wholly derived from Cambodia based on the country of domicile of the counterparties.

(ii) By industry sector

	Balances with other banks	Loan and advances to customers	Other assets	Total	Total
	USD	**USD**	**USD**	**USD**	**KHR'000**
At 31 December 2010					
Agriculture	-	459,132	-	459,132	1,860,862
Household/Family	-	755,043	-	755,043	3,060,188
Financial institutions	47,092	-	-	47,092	190,864
Transportation	-	353,117	-	353,117	1,431,183
Services	-	171,749	-	171,749	696,099
Trade and Commerce	-	306,861	-	306,861	1,243,708
Staff loans	-	3,144	-	3,144	12,743
Others	-	320	40,591	40,911	165,812
	47,092	**2,049,366**	**40,591**	**2,137,049**	**8,661,459**
At 31 December 2009					
Agriculture	-	329,166	-	329,166	1,372,293
Household/Family	-	574,938	-	574,938	2,396,917
Financial institutions	26,810	-	-	26,810	111,771
Transportation	-	287,841	-	287,841	1,200,009
Services	-	173,749	-	173,749	724,360
Trade and Commerce	-	338,724	-	338,724	1,412,140
Staff loans	-	9,068	-	9,068	37,804
Others	-	4,320	35,206	39,526	164,784
	26,810	**1,717,806**	**35,206**	**1,779,822**	**7,420,078**

26.3 Market risk

The Company takes on exposure to market risk, which is the risk that the fair value or future cash flow of a financial instrument will fluctuate because of changes in market prices. Market risk arises from open positions in interest rates, currency and equity products, all of which are exposed to general and specific market movements and changes in the level of volatility of market rates or prices such as interest rates, credit spreads, foreign exchange rates and equity prices.

a) Foreign currency exchange risk

Currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates.

The Company has no material exposures to currency risk as it transacts essentially in US Dollar. Significant presence of US Dollar is a normal practice of Company operating in Cambodia as this is a currency widely in use in Cambodia.

b) Price risk

The Company is not exposed to securities price risk because it does not hold any investments classified on the balance sheet either as available for sale or at fair value through profit or loss. The Company currently does not have a policy to manage its price risk.

c) Interest rate risk

Interest rate risk refers to the volatility in net interest income as a result of changes in the levels of interest rate and shifts in the composition of the assets and liabilities. Interest rate risk is managed through close monitoring of returns on investment, market pricing, cost of funds and through interest rate sensitivity gap analysis. The potential reduction in net interest income from an unfavourable interest rate movement is monitored against the risk tolerance limits set.

The Management is satisfied that the Company's position is such that exposure to movements in interest rates is minimised.

The table below summarises the Company's exposure to interest rate risks. Included in the table are the Company's assets and liabilities at carrying amounts, categorised by the earlier of contractual re-pricing or maturity dates.

<u>Interest Rate Risk</u> As at 31 December 2010	Up to 1 Month	1-3 Months	3-12 Months	1 to 5 Years	Over 5 Years	Non-interest Bearing	Total	Interest Rate
	USD	**USD**	**USD**	**USD**	**USD**	**USD**	**USD**	**%**
Financial Assets								
Cash in hand	-	-	-	-	-	7,455	7,455	-
Deposits and placements with banks	45,954	-	-	-	-	1,138	47,092	-
Statutory deposits with central bank	-	-	-	-	20,500	-	20,500	0.24%
Loans and advances to customers:								
- Performing	930	9,716	720,558	1,313,410	-	-	2,044,614	23% – 36%
- Non-performing	690	842	2,095	1,125	-	-	4,752	23 %– 36%
- Specific provisions	-	-	-	-	-	(1,977)	(1,977)	
- General provisions	-	-	-	-	-	(2,775)	(2,775)	
Other assets	-	-	-	-	-	40,591	40,591	
Total financial assets	**47,574**	**10,558**	**722,653**	**1,314,535**	**20,500**	**44,432**	**2,160,252**	
Financial liabilities								
Amount due to shareholders	50,000	8,000	50,000	-	-	-	108,000	10%
Borrowings	-	-	300,000	1,122,936	-	-	1,422,936	7.64%
Other liabilities	-	-	-	-	-	71,033	71,033	
Provision for income tax	-	-	-	-	-	31,298	31,298	
Total Financial liabilities	**50,000**	**8,000**	**350,000**	**1,122,936**	**-**	**102,331**	**1,633,267**	
Interest sensitivity gap 2010 (USD)	**(2,426)**	**2,558**	**372,653**	**191,599**	**20,500**	**(57,899)**	**526,985**	
Interest sensitivity gap 2010 (KHR' 000 equivalent)	**(9,833)**	**10,368**	**1,510,363**	**776,551**	**83,087**	**(234,663)**	**2,135,871**	
<u>Interest Rate Risk</u>	Up to 1	1-3	3-12	1 to 5	Over 5	Non-interest	Total	Interest

As at 31 December 2009	Month	Months	Months	Years	Years	Bearing		Rate
	USD	**USD**	**USD**	**USD**	**USD**	**USD**	**USD**	**%**
Financial Assets								
Cash in hand	-	-	-	-	-	7,461	7,461	-
Deposits and placements with banks	24,939	-	-	-	-	1,871	26,810	-
Statutory deposits with central bank	-	-	-	-	20,500	-	20,500	-
Loans and advances to customers:								
- Performing	1,305	14,836	611,504	1,056,412	-	-	1,684,057	30%
- Non-performing	-	-	-	-	-	33,749	33,749	-
- Specific provisions	-	-	-	-	-	(16,199)	(16,199)	-
- General provisions	-	-	-	-	-	(17,550)	(17,550)	-
Other assets	-	-	-	-	-	35,206	35,206	-
Total financial assets	26,244	14,836	611,504	1,056,412	20,500	44,538	1,774,034	
Financial liabilities								
Amount due to shareholders	-	90,000	-	-	-	-	90,000	10.00%
Borrowings	-	150,000	200,000	801,810	-	-	1,151,810	7.64%
Other liabilities	-	-	-	-	-	53,708	53,708	-
Provision for income tax	-	-	-	-	-	17,468	17,468	-
Total Financial liabilities	**-**	**240,000**	**200,000**	**801,810**	**-**	**71,176**	**1,312,986**	
Interest sensitivity gap 2009 (USD)	**26,244**	**(225,164)**	**411,504**	**254,602**	**20,500**	**(26,638)**	**461,048**	
Interest sensitivity gap 2009 (KHR' 000 equivalent)	**109,411**	**(938,709)**	**1,715,560**	**1,061,436**	**85,465**	**(111,055)**	**1,922,108**	

26.4 Liquidity risk

Liquidity risk is the risk that the Company is unable to meet its obligation when they fall due as a result of cash requirements or other cash outflows.

a) Liquidity risk management process

The Company's management monitors balance sheet liquidity and manages the concentration and profile of debt maturities. Monitoring and reporting take the form of the daily cash position and project for the next day, week and month respectively, as these are key periods for liquidity management.

b) Funding approach

The Company's main sources of liquidities arise from shareholder's paid-up capital and borrowings. The sources of liquidity are regularly reviewed daily through management's review of maturity of term loans.

c) Non-derivative cash flows

The table below analyses non-derivative financial assets and liabilities of the Company into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual or estimated maturity dates. The amounts disclosed in the table are the contractual undiscounted cash flows, whereas the Company manages the inherent liquidity risk based on expected undiscounted cash flows.

As at 31 December 2010	Up to 1 Month	1-3 Months	3-12 Months	1 to 5 Years	Over 5 Years	Non-interest Bearing	Total
	USD	USD	USD	USD	USD	USD	USD
Financial Assets							
Cash in hand	7,455	-	-	-	-	-	7,455
Deposits and placements with banks	45,954	-	-	-	-	1,138	47,092
Statutory deposits with central bank	-	-	-	-	-	20,500	20,500
Loans and advances to customers:							
- Performing	930	9,716	720,558	1,313,410	-	-	2,044,614
- Non-performing	690	842	2,095	1,125	-	-	4,752
- Specific provisions	-	-	-	-	-	(1,977)	(1,977)
- General provisions	-	-	-	-	-	(2,775)	(2,775)
Other assets	10,310	-	30,281	-	-	-	40,591
Total financial assets	**65,339**	**10,558**	**752,934**	**1,314,535**	**-**	**16,886**	**2,160,252**
Financial liabilities							
Amount due to shareholders	50,000	8,000	50,000	-	-	-	108,000
Borrowings	-	-	300,000	1,122,936	-	-	1,422,936
Other liabilities	-	71,033	-	-	-	-	71,033
Provision for income tax	-	31,298	-	-	-	-	31,298
Total financial liabilities	**50,000**	**110,331**	**350,000**	**1,122,936**	**-**	**-**	**1,633,267**
Net position 2010 (USD)	**15,339**	**(99,773)**	**402,934**	**191,599**	**-**	**16,886**	**526,985**
Total financial assets	**55,882**	**14,836**	**620,071**	**1,056,412**	**-**	**26,833**	**1,774,034**
Total financial liabilities	**90,000**	**221,176**	**200,000**	**801,810**	**-**	**-**	**1,312,986**
Net position 2009 (USD)	**(34,118)**	**(206,340)**	**420,071**	**254,602**	**-**	**26,833**	**461,048**

26.5 Capital management

The Company considers the need to balance efficiency, flexibility and adequacy when determining sufficiency of capital and when developing capital management plans. The Company details these considerations through an internal capital adequacy assessment process and the key features of which include (a) consideration of both economic and regulatory of minimum capital requirements set by the National Bank of Cambodia, (b) safeguarding the Company's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stakeholders, (c) maintaining a strong capital base to support the development of business.

26.6 Fair value of financial assets and liabilities

Since market prices for the major part of Company's financial assets and liabilities are not available, the fair value of these items is based on the estimates of the Management according to the type of assets and liabilities. According to the estimation of the Management, the market value is not materially different from the carrying amount of all categories of assets and liabilities.

The carrying amounts and fair value of financial assets and liabilities are not presented on the Company's balance sheet at their fair value. The estimated fair values are based on the following methodologies and assumptions:

a) Deposits and placements with other banks

Deposits and placements with other banks include current accounts, saving deposits and fixed deposits. The fair values of deposits and placements with other banks approximate their carrying amounts.

b) Loans and advances to customers

Loans and advances are stated at outstanding balance and interest, net of provision for loan losses. The provision of loan losses is made in accordance with the requirements of the relevant Prakas issued by the NBC in note 2.8.

c) Borrowings

The fair value of fixed interest-bearing borrowings not quoted in an active market is based on principles outstanding using the interest rates of such borrowings.

d) Other assets and liabilities

The carrying amounts of other financial assets and liabilities are assumed to approximate their fair values as these items are not materially sensitive to the shift in market interest rates.

27- COMPARATIVE FIGURES

Where necessary, comparative figures have been reclassified or restated to conform with changes in presentation in the current year. The amounts of reclassifications or restatements in the balance sheet and income statement are not material.

The following comparative figures have been restated to conform to the current year presentation.

	2010	2009
	As reclassified USD	As previously presented USD
Balance sheet:		
Other assets	35,206	-
Other receivables	-	35,206
	35,206	35,206
Deferred tax assets	2,080	-
Provision for income tax	17,468	15,388
Income statement:		
Loans and advances - interest income	443,805	-
Group loans – interest income	-	10,248
Individual loans – interest income	-	433,557
	443,805	443,805
General and administrative expenses	-	(294,588)
Personnel cost	(169,784)	-
Other operating expenses	(102,044)	-
Depreciation expenses	(22,760)	-
	(294,588)	**(294,588)**