

Independent Auditor's Report

To the Shareholders and the Board of Directors of Rojana Industrial Park Public Company Limited

I have audited the accompanying consolidated and separate financial statements of Rojana Industrial Park Public Company Limited and its subsidiaries, and of Rojana Industrial Park Public Company Limited, respectively, which comprise the consolidated and separate statements of financial position as at December 31, 2015, the consolidated and separate statements of comprehensive income, of changes in shareholders' equity and of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory note.

Management's Responsibility for the Consolidated and Separate Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

My responsibility is to express an opinion on these financial statements based on my audits. I conducted my audit in accordance with Thai Standards on Auditing. Those standards require that I comply with ethical requirements and plan and perform the audits to obtain reasonable assurance about 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 auditor's 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 auditor considers internal control relevant to the entity'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 entity'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.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

Opinion

In my opinion, the consolidated and separate financial statements referred to above present fairly, in all material respects, the consolidated and separate statements of financial position of Rojana Industrial Park Public Company Limited and its subsidiaries, and of Rojana Industrial Park Public Company Limited, respectively, as at December 31, 2015 and the consolidated and separate financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Emphasis of Matters

I draw attention to the following Notes to financial statements:

- a) I draw attention to Note 2, during the year ended December 31, 2012; the Company had invested in two subsidiary companies. The acquisition was considered as a business acquisition. The difference between the fair value of net assets acquired and amount paid was recorded as "Goodwill" and was shown in the consolidated financial statements of the Company. However, the management has currently determined that such acquisition is considered as property purchased. Therefore the originally goodwill which had been recorded in the consolidated financial statements as goodwill should be recorded as part of cost of assets and be amortized on a linear economy of property. The adjustments of the goodwill in the consolidated financial statements have been made retroactively on the consolidated financial statements.
- b) I draw attention to Notes 2 and 3 to the financial statements describing the effect of the Company's adoption from January 1, 2015 of certain new accounting policies. The consolidated and separate financial statements for the year ended December 31, 2014, which are included as comparative information, are components of the audited consolidated and separate financial statements as at December 31, 2014 after making the adjustments described in Notes 3 and 4, which the Company has updated the fair values of the identifiable assets acquired and liabilities assumed based upon the final appraisal report and other relevant information obtained within one year from the business combination date. As a result, the consolidated and the separate statement of financial position as at December 31, 2014 and the consolidated statements of profit or loss and other comprehensive income, of changes in equity and of cash flows for the year then ended have been restated accordingly.

However, my opinion is not qualified in respect of the above matters.

(Atipong AtipongSakul)

Certified Public Accountant

Registration Number 3500

ANS Audit Company Limited

Bangkok, February 29, 2016

FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT
ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARIES
FOR THE YEAR ENDED DECEMBER 31, 2015

ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT DECEMBER 31, 2015

Unit: Baht						
Notes	Consolidated financial statements			Separate financial statements		
	December 31, 2015	December 31, 2014	January 1, 2014	December 31, 2015	December 31, 2014	
		(Restated)	(Restated)		(Restated)	
Assets						
Current Assets						
Cash and cash equivalents	6, 7	1,438,603,377	743,270,007	140,591,906	176,978,449	138,098,616
Temporary investments	8	22,183,200	257,684,596	-	-	-
Temporary investment used as collateral	9	764,673,625	175,317,761	516,359,992	-	-
Trade and other receivables - net	6, 10	1,400,968,314	1,414,021,762	1,261,088,171	49,254,796	41,427,127
Short-term loans to related companies	6	-	-	-	846,401,756	922,622,556
Property development costs	11	7,321,968,162	3,441,231,001	4,596,095,388	5,848,780,303	1,734,537,728
Inventories		605,511	229,377	202,059	-	-
Spare part - net		267,600,982	258,395,811	207,011,147	-	-
Other current assets	6, 12	1,090,983,800	1,034,749,970	837,381,145	98,688,478	72,698,449
Total Current Assets		12,307,586,971	7,324,900,285	7,558,729,808	7,020,103,782	2,909,384,476
Non-Current Assets						
Restricted deposit at financial institutions	6, 13	63,048,112	76,241,523	5,639,369	100,000	101,881
Unbilled operating leases receivables		80,315,732	49,649,272	-	-	-
Investments in associates	6, 14	6,032,872,410	5,976,195,659	2,500,384,251	24,071,000	24,071,000
Investments in subsidiaries	6, 15	-	-	-	11,356,241,366	11,179,091,320
Investments in joint ventures	16	4,068,278	4,204,581	-	-	-
Investment in related company		256,500	256,500	-	-	-
Land held for development		1,942,928,023	4,365,171,134	2,167,090,723	1,083,466,450	3,220,806,654
Investment properties - net	17	33,015,925,853	28,941,270,319	19,637,064	226,842,147	226,842,147
Property, plant and equipment - net	18	20,092,955,409	19,803,289,937	19,290,133,830	1,471,940,419	1,538,733,313
Goodwill	3	1,171,358,203	1,171,358,203	-	-	-
Intangible asset - net	19	92,794,496	102,540,306	107,413,708	-	-
Deferred tax assets	33.2	306,177,978	301,551,723	-	-	-
Advances to purchase land and construction	6	128,159,283	751,913,325	51,759,056	4,000	100,121,550
Prepaid rental expenses		714,983,875	758,269,439	-	-	-
Other non-current assets	6	69,847,631	111,732,129	24,634,331	7,504,100	26,277,622
Total Non-Current Assets		63,715,691,783	62,413,644,050	24,166,692,332	14,170,169,482	16,316,045,487
Total Assets		76,023,278,754	69,738,544,335	31,725,422,140	21,190,273,264	19,225,429,963

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

ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT DECEMBER 31, 2015

		Unit: Baht					
		Consolidated financial statements			Separate financial statements		
Notes	December 31, 2015	December 31, 2014	January 1, 2014	December 31, 2015	December 31, 2014		
		(Restated)	(Restated)	(Restated)			
Liabilities and Shareholders' Equity							
Current Liabilities							
Bank overdrafts and short-term							
	loans from financial institutions	6, 20	7,540,823,912	6,532,811,838	1,595,816,674	5,500,823,912	5,871,570,357
	Trade and other payables	6, 21	1,092,498,138	1,307,078,935	1,329,092,009	14,315,890	19,432,145
	Assets payables		332,313,786	23,040,396	368,967,334	-	-
	Retention payables		219,953,877	172,123,355	420,327,415	388,092	388,092
	Accrued expenses		199,609,485	152,423,118	248,937,324	63,516,661	55,491,093
	Advance received from customers		76,086,338	13,053,864	12,798,328	63,512,474	480,000
Current portion of liabilities under financial							
	lease agreements	22	1,149,769	685,676	-	-	-
	Current portion of long-term loans from related parties	6	71,600,000	-	-	-	-
Current portion of long-term loan from							
	financial institutions	23	2,018,242,403	2,018,422,784	1,686,595,855	903,896,364	692,241,795
	Current portion of debenture	24	3,962,000,000	2,170,000,000	400,000,000	712,000,000	-
	Short-term loan from related parties	6	-	-	112,000,000	126,192,895	328,355,121
	Unearned income	6	327,070,333	758,601,626	1,763,509,189	184,735,006	508,837,000
	Corporate income tax payable		36,736,525	100,795,037	10,298,614	-	-
	Short-term provisions	31.2	76,327,864	39,406,040	-	-	-
	Other current liabilities	6	219,747,656	225,939,587	97,795,256	2,479,592	2,494,341
	Total current liabilities		16,174,160,086	13,514,382,256	8,046,137,998	7,571,860,886	7,479,289,944
Non-Current Liabilities							
	Other payable - related parties	6	-	-	88,109,651	-	-
	Liabilities under financial lease agreements	22	2,910,640	2,531,583	-	-	-
	Long-term loans from related parties	6	676,780,000	748,380,000	-	-	-
	Long-term loans from financial institutions - net	23	15,022,580,865	15,950,112,999	13,576,133,968	3,680,243,202	4,129,078,150
	Debenture - net	24	16,220,000,000	13,132,000,000	312,000,000	1,280,000,000	492,000,000
	Other liabilities - deposit received		339,653,917	314,719,538	33,195,656	40,336,407	37,217,762
	Employee benefit obligations	25	58,881,823	52,915,930	22,301,357	11,406,785	10,276,955
	Long-term provisions	31.2	59,690,523	93,785,312	-	-	-
	Unearned land rental income	6	1,382,486,942	1,185,761,781	-	-	-
	Deferred tax liabilities	33.2	728,129,912	741,916,067	-	-	-
	Total Non-Current Liabilities		34,491,114,622	32,222,123,210	14,031,740,632	5,011,986,394	4,668,572,867
	Total Liabilities		50,665,274,708	45,736,505,466	22,077,878,630	12,583,847,280	12,147,862,811

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

ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

AS AT DECEMBER 31, 2015

Unit: Baht					
Notes	Consolidated financial statements			Separate financial statements	
	December 31, 2015	December 31, 2014	January 1, 2014	December 31, 2015	December 31, 2014
		(Restated)	(Restated)		(Restated)
Shareholders' Equity					
Share capital					
Registered capital					
	1,997,038,492 common shares, at Baht 1 each	1,997,038,492	1,602,956,678	1,997,038,492	1,997,038,492
Issued and fully paid-up,					
	1,431,599,305 common shares, at Baht 1 each		1,431,599,305		
	1,755,087,815 common shares, at Baht 1 each	1,755,087,815			1,755,087,815
	1,967,256,174 common shares, at Baht 1 each			1,967,256,174	
	Cash receipts from share subscription	2,863,952	4,011,056	4,597,382	2,863,952
	Premium on share capital	4,686,062,103	2,787,974,996	5,470,700,457	4,686,062,103
Retained earnings					
Appropriated					
	Legal reserve	168,820,036	160,295,668	199,703,849	168,820,036
	Unappropriated	4,068,273,525	2,029,107,412	964,168,122	464,733,246
	Other components of equity	-	190,765,376	-	-
Total Shareholders' Equity attributable to					
owners of parent					
		10,681,107,431	6,603,753,813	8,606,425,984	7,077,567,152
	Non-controlling interests	13,320,931,438	3,043,789,697	-	-
Total Shareholders' Equity					
		24,002,038,869	9,647,543,510	8,606,425,984	7,077,567,152
Total Liabilities and Shareholders' Equity					
		69,738,544,335	31,725,422,140	21,190,273,264	19,225,429,963

ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED DECEMBER 31, 2015

		Unit: Baht			
		Consolidated financial statements		Separate financial statements	
Notes		2015	2014	2015	2014
		(Restated)			
Revenues	4, 5, 35				
Revenue from sales of land		2,215,106,225	2,635,917,332	1,203,248,500	314,865,725
Revenue from sales of land and factory buildings	31.1	3,345,605,866	-	-	-
Revenue from sales of house and condominium		-	6,900,000	-	-
Revenue from sales of electricity		9,177,364,715	8,532,972,641	-	-
Service income		990,226,748	385,998,443	344,084,978	318,349,817
Rental income		615,368,667	35,394,990	68,360,900	69,918,710
Compensation income from insurance companies		-	95,299,277	-	-
Management fee income from associates		204,123,010	-	-	-
Dividend income	6, 14, 15	-	-	1,011,308,772	605,578,756
Gain on change in investment classification	3	-	1,361,333,016	-	-
Other income		60,701,925	21,494,688	21,365,390	30,279,951
Total revenues		16,608,497,156	13,075,310,387	2,648,368,540	1,338,992,959
Expenses	32				
Cost of land sold		(882,195,703)	(1,634,259,560)	(516,315,151)	(106,464,143)
Cost of land and factory buildings sold	31.1	(2,799,865,350)	-	-	-
Cost of house and condominium sold		-	(7,008,823)	-	-
Cost of electricity sold		(7,767,472,496)	(7,478,637,067)	-	-
Cost of services		(525,716,076)	(364,997,504)	(365,738,460)	(349,510,202)
Cost of rental		(533,881,593)	(39,535,365)	(48,312,239)	(39,535,365)
Provision related to sales of properties		(33,316,822)	-	-	-
Selling expenses		(123,580,555)	(123,325,763)	(66,402,278)	(19,368,327)
Administrative expenses		(1,385,376,273)	(419,742,055)	(196,660,309)	(165,911,309)
Total expenses		(14,051,404,868)	(10,067,506,137)	(1,193,428,437)	(680,789,346)
Profit before share of profit from investment in associates and joint ventures, unrealised gains on sales of properties to associates, financial costs and income tax		2,557,092,288	3,007,804,250	1,454,940,103	658,203,613
Share of profit from investment in associates	14	276,021,013	129,515,105	-	-
Share of loss from investments in joint ventures		(136,303)	-	-	-
Unrealised gains on sales of properties to associates		(18,220,881)	-	-	-
Profit before financial costs and income tax		2,814,756,117	3,137,319,355	1,454,940,103	658,203,613
Finance costs		(1,837,200,696)	(931,901,759)	(454,144,749)	(310,556,720)
Profit before income tax		977,555,421	2,205,417,596	1,000,795,354	347,646,893
Income tax	33.1	(64,225,825)	(7,543,866)	-	-
Profit for the years		913,329,596	2,197,873,730	1,000,795,354	347,646,893
Other Comprehensive item					
<i>Items that may be reclassified subsequently to profit or loss</i>					
Premium on share from change in ratio of associate	3	-	(190,765,376)	-	-
Surplus (deficit) on change in shareholding in subsidiary	15	(2,449,142)	-	-	-
Total items that may be reclassified subsequently to profit or loss		(2,449,142)	(190,765,376)	-	-
<i>Items that will not be reclassified subsequently to profit or loss</i>					
Foreign currency translation differences		1,651,151	-	-	-
Actuarial loss - net from tax		800,447	-	-	-
Total items that will not be reclassified subsequently to profit or loss		2,451,598	-	-	-
Other comprehensive income (loss) for the year - net of income tax		2,456	(190,765,376)	-	-
Total Comprehensive income for the years		913,332,052	2,007,108,354	1,000,795,354	347,646,893

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

ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED DECEMBER 31, 2015

		Unit: Baht			
		Consolidated financial statements		Separate financial statements	
Notes	2015	2014	2015	2014	
		(Restated)			
Total income attributable to					
Equity holders of the Company	697,539,616	2,047,690,481	1,000,795,354	347,646,893	
Non-controlling interests	215,789,980	150,183,249	-	-	
	<u>913,329,596</u>	<u>2,197,873,730</u>	<u>1,000,795,354</u>	<u>347,646,893</u>	
Total comprehensive income attributable to					
Equity holders of the Company	696,158,145	1,856,925,105	1,000,795,354	347,646,893	
Non-controlling interests	217,173,907	150,183,249	-	-	
	<u>913,332,052</u>	<u>2,007,108,354</u>	<u>1,000,795,354</u>	<u>347,646,893</u>	
Earnings per share	34				
Basic earnings per share	0.38	1.42	0.52	0.24	
Diluted earnings per share	<u>0.37</u>	<u>1.36</u>	<u>0.51</u>	<u>0.23</u>	

ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CHANGES IN SHAREHOLDER'S EQUITY

FOR THE YEAR ENDED DECEMBER 31, 2015

		Unit: Baht					
		Separate financial statements					
		Retained earnings					
		Cash receipts					
		Issued and paid-up	from share	Premium on	Appropriated		
Notes		share capital	subscription	share capital	to legal reserve	Unappropriated	Total
	Balance as at January 1, 2014	1,431,599,305	4,011,056	2,787,974,996	160,295,668	125,610,721	4,509,491,746
	Share capital	323,488,510	-	1,898,087,107	-	-	2,221,575,617
	Cash receipts from share subscription						
	transferred as share capital during the year	-	(4,011,056)	-	-	-	(4,011,056)
	Advance received from warrant	-	2,863,952	-	-	-	2,863,952
	Legal reserve	-	-	-	8,524,368	(8,524,368)	-
	Total comprehensive income for the year	-	-	-	-	347,646,893	347,646,893
	Balance as at December 31, 2014	1,755,087,815	2,863,952	4,686,062,103	168,820,036	464,733,246	7,077,567,152
	Cash receipts from share subscription						
	transferred as share capital during the year	-	(2,863,952)	-	-	-	(2,863,952)
	Legal reserve	-	-	-	30,883,813	(30,883,813)	-
	Stock dividend paid	38,550,354	-	-	-	(38,550,354)	-
	Dividend paid	-	-	-	-	(431,926,311)	(431,926,311)
	Total comprehensive income for the year	-	-	-	-	1,000,795,354	1,000,795,354
	Balance as at December 31, 2015	1,967,256,174	4,597,382	5,470,700,457	199,703,849	964,168,122	8,606,425,984

ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED DECEMBER 31, 2015

	Unit: Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
		(Restated)		
Cash Flows from Operating Activities:				
Profit before tax	977,555,421	2,205,417,596	1,000,795,354	347,646,893
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	2,318,494,187	896,652,320	57,118,777	51,751,139
Allowance for doubtful accounts	(1,907,915)	3,253,678	-	-
Amortization of intangible asset	-	10,348,405	-	-
Written off withholding tax	21,933,508	7,476,861	21,933,508	-
Unrealized (gain) loss on exchange rate	13,828,444	(6,276,178)	-	-
Dividend income from associates	-	-	(22,500,000)	(18,000,000)
Gain on sales of investment in associates	(18,542,140)	-	-	-
Share of profit from investments in associates	(276,021,013)	(129,515,105)	-	-
Deferred gain on sales of properties to associates	18,220,881	-	-	-
Eliminated gain from sale of land to associate	-	153,225,481	-	-
Dividend income from subsidiaries	-	-	(988,808,772)	(587,578,756)
Gain on change in investment classification	-	(1,361,333,016)	-	-
Loss from write-off of investment in subsidiary dissolved	5,150,496	-	-	-
Translation adjustment from subsidiary dissolved	(12,722,177)	-	-	-
Share of loss from investments in joint ventures	136,303	-	-	-
Gain on sales of land held for development	(502,597,093)	-	-	-
Cost of properties sold	2,678,863,857	-	-	-
Reversal of provision related to sales of properties	33,316,822	-	-	-
(Gain) loss on disposal of asset	32,159,849	(89,765)	4,245,119	(74,765)
Provision for long-term employee benefits	8,083,452	2,210,033	1,129,830	557,511
Interest income	(7,466,039)	(7,145,688)	(16,966,631)	(21,944,808)
Adjusted depreciation to interest expenses	22,117,373	21,255,789	22,117,373	21,255,789
Interest expenses	1,826,315,958	931,901,759	454,144,749	310,556,720
Profit from operating activities before changes in operating assets and liabilities	7,136,920,174	2,727,382,169	533,209,307	104,169,723
Changes in operating assets (increased) decreased				
Temporary investment used as collateral	-	341,042,231	-	-
Trade and other receivables	(15,701,712)	(69,094,095)	(7,827,668)	(106,618)
Property development costs	(1,743,396,957)	1,154,864,387	(1,876,784,821)	27,742,613
Inventories	(376,134)	(27,318)	-	-
Spare part	(9,205,171)	(51,384,664)	-	-
Advance for purchase land and construction	-	(79,764,984)	-	(100,121,550)
Other current assets	(10,035,504)	(50,730,923)	4,628,740	(25,730,626)
Prepaid rental expenses	43,285,564	-	-	-
Other non-current assets	4,901,122	3,710,140	(18,209,852)	3,642,038

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

ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED DECEMBER 31, 2015

	Unit: Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
		(Restated)		
Changes in operating liabilities increased (decreased)				
Trade and other payables	(563,868,849)	(768,558,944)	(5,116,255)	(2,041,889)
Retention payables	34,190,570	(138,377,626)	-	76,850
Accrued expenses	3,396,495	(79,497,807)	(6,097,303)	8,435,041
Advance received from customers	63,032,474	255,536	63,032,474	200,000
Unearned income	(431,531,293)	(1,004,907,563)	(324,101,994)	330,464,025
Other current liabilities	(6,383,808)	(11,043,837)	(14,749)	(550,111)
Provisions	(39,388,347)	-	-	-
Unearned land rental income	196,725,161	-	-	-
Other liabilities - deposit received	24,934,379	(2,194,692)	3,118,643	1,396,146
Cash provided from (used in) operating activities	4,687,498,164	1,971,672,010	(1,634,163,478)	347,575,642
Employee benefit obligations paid	(1,117,000)	-	-	-
Interest received	7,459,184	7,122,973	16,966,631	31,054,238
Cash paid for interest expenses	(1,782,526,086)	(925,488,515)	(440,021,877)	(295,034,046)
Cash paid for income tax	(178,038,462)	(30,348,075)	(15,568,901)	(6,884,328)
Net cash from (used in) operating activities	2,733,275,800	1,022,958,394	(2,072,787,626)	76,711,506
Cash Flows from Investing Activities:				
Decrease in temporary investments	235,501,396	-	-	-
Increase in temporary investment used as collateral	(589,355,864)	-	-	-
Cash received from short-term loans to related parties	1,600,000,000	-	755,906,000	1,061,944,154
Cash paid for short-term loans to related parties	(1,600,000,000)	-	(679,685,201)	(1,291,536,710)
Decrease in restricted deposits at financial institutions	13,193,411	20,346	1,881	346
Cash received from sales of investment in associate	955,472,500	-	-	-
Cash received from decrease in value of trust units from capital reduction	15,786,399	-	-	-
Cash paid for purchase of investments in associates	(1,136,478,850)	(5,302,296,749)	-	(5,302,296,748)
Dividend income	399,442,736	205,578,756	1,011,308,772	605,578,756
Cash paid for purchase of investment in subsidiary	-	-	(177,150,046)	(350,811,000)
Cash of subsidiary from investment classification	-	202,079,981	-	-
Cash received from subsidiary dissolved	7,571,681	-	-	-
Deficit on change in shareholding in subsidiary	(2,449,142)	-	-	-
Cash paid for purchase of Land held for development	-	(2,198,080,411)	-	(2,197,224,411)
Cash received from sale of land held for development	787,500,000	-	-	-
Cash paid for purchase of investment properties	(7,024,035,468)	-	-	-
Cash paid for purchase of fixed assets	(1,091,970,109)	(1,590,695,098)	(31,748,375)	(10,958,734)
Cash received from sale of fixed assets	21,103,270	624,766	15,060,000	124,766
Cash paid for purchase of intangible asset	(2,427,543)	(277,405)	-	-
Advances to purchase land and construction	(24,094,548)	-	-	-
Net cash from (used in) investing activities	(7,435,240,131)	(8,683,045,813)	893,693,031	(7,485,179,581)

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

ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED DECEMBER 31, 2015

	Unit: Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
		(Restated)		
Cash Flows from Financing Activities:				
(Decrease) Increase in bank overdraft and short-term loans				
from financial institutions	1,008,012,074	4,276,995,164	(370,746,445)	4,306,570,357
Cash received from short-term loans from related parties	71,600,000	30,000,000	2,118,430,000	1,191,155,121
Repayment of short-term loans from related parties	(71,600,000)	(142,000,000)	(2,320,592,226)	(1,451,167,165)
Cash received from long-term loan from financial institutions	983,783,393	6,014,308,906	-	4,610,000,000
Cash payment for long-term loans from financial institutions	(1,911,495,908)	(4,315,886,062)	(237,180,379)	(3,193,732,889)
Proceeds from issuance of debentures	7,050,000,000	180,000,000	1,500,000,000	180,000,000
Redemption of debentures	(2,170,000,000)	(400,000,000)	-	(400,000,000)
Cash received from share subscription	4,597,382	2,863,952	4,597,382	2,863,952
Cash received from increase in share capital	955,392,407	2,217,564,561	955,392,407	2,217,564,561
Dividends paid	(741,723,685)	-	(431,926,311)	-
Cash received from increase in share capital				
from non-controlling interests	225,299,096	398,919,000	-	-
Net cash from financing activities	5,403,864,759	8,262,765,521	1,217,974,428	7,463,253,937
Exchange differences on translation of financial statements				
in foreign currency	(6,567,058)	-	-	-
Net increase in cash and cash equivalents	695,333,370	602,678,101	38,879,833	54,785,862
Cash and cash equivalents, Beginning of years	743,270,007	140,591,906	138,098,616	83,312,754
Cash and cash equivalents, End of years	1,438,603,377	743,270,007	176,978,449	138,098,616

Supplemental Disclosures of Cash Flows Information

Cash paid during the period :

Interest expense capitalized in cost of the asset.	60,842,762	54,236,037	25,363,825	-
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Non-cash items:

Property, plant and equipment decreased by receiving discount on accrued retentions payment.	-	(105,867,707)	-	-
Assets payables increase (decrease)	309,273,390	(290,326,938)	-	-
Purchase of investment properties and property, plant and equipment for which cash has not yet been paid.	349,288,052	-	29,797,124	-
Deposits for purchase of property capitalised to related assets.	647,848,590	-	100,117,550	-
Stock dividend paid.	38,550,354	-	38,550,354	-

ROJANA INDUSTRIAL PARK PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2015

1. GENERAL INFORMATION

Rojana Industrial Park Public Company Limited (“The Company”) is listed on the Stock Exchange of Thailand. The Company’s main business operations are the development of industrial estates in Ayuthaya and Rayong Provinces. The head office is located at 2034/115, Ital Thai Tower, 26th Floor, New Petchaburi Road, Bang Kapi, HuaiKhwang, Bangkok.

2. BASIS FOR THE PREPARATION OF FINANCIAL STATEMENTS

The financial statements are prepared in accordance with Thai Accounting Standards (“TAS”) including related interpretations and guidelines promulgated by the Federation of Accounting Professions (“FAP”) and applicable rules and regulations of the Securities and Exchange Commission.

The presentation of the financial statements has been made in compliance with the stipulations of the Notification of the Department of Business Development dated September 28, 2011, issued under the Accounting Act B.E. 2543.

They are prepared on the historical cost basis, except as disclosed in respective accounting policies.

The accompanying financial statements have been prepared in the Thai language and expressed in Thai Baht. Such financial statements have been prepared for domestic reporting purposes. For the convenience of the readers not conversant with the Thai language, an English version of the financial statements has been provided by translating from the Thai version of the financial statements.

The preparation of financial statements in conformity with TAS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances. Therefore, actual result may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods, if the revision affects both current and future periods.

Basis for preparation of the consolidated financial statement

The consolidated financial statements included the financial statements of Rojana Industrial Park Public Company Limited (Referred to as the “Company”) and its subsidiaries (Referred to as the “subsidiaries”) that together referred to as the “Group”.

The details of the subsidiaries are as follows:

Company’s name	Nature of business	Incorporation	% Equity interest owned by the Company	
			December 31, 2015	December 31, 2014
			Percent	Percent
Subsidiaries directly held by the Company				
Rojana Industrial Management Co., Ltd.	Production and distribution industrial water	Thailand	90.00	90.00
Rojana Power Co., Ltd.	Manufacturing electricity	Thailand	41.00*	41.00*
Rojana Property Co., Ltd.	Real estate business development	Thailand	100.00	100.00
Rojana Energy Co., Ltd.	Manufacturing electricity from solar cell system	Thailand	70.00	70.00
Rojana Industrial Park Rayong 2 Co., Ltd.	Real estate business development	Thailand	100.00	100.00
Rojana Industrial Park Prachinburi Co., Ltd.	Real estate business development	Thailand	100.00	100.00
TICON Industrial Connection PLC.	Real estate business development and the provision of construction services	Thailand	43.55**	43.45
Subsidiaries held by Ticon Industrial Connection PLC.				
ECO Industrial Services Co., Ltd.	Real estate business development of factories for rent/sale	Thailand	99.99	99.99
TICON Logistics Park Co., Ltd.	Real estate business development of warehouses for rent/sale	Thailand	99.99	99.99
TICON Management Co., Ltd.	REIT manager	Thailand	69.99	69.99
Shanghai TICON Investment Management Co., Ltd.	Fund management	China	100.00	100.00
TICON Property, Inc.	Investment in general real estate	USA	-	100.00
TICON (HK) Limited	Investment in real estate in overseas	Hong Kong	100.00	-

*The Company and a shareholder which carries the share more than 60% and has management policy in the same direction. Therefore, the Company has power to exercise control. The consolidated financial statements included the financial statement of Rojana Power Company Limited.

**The Company has two representative of directors in Ticon Industrial Connection PLC. (TICON) from 5 directors excluding independent directors. Two directors with the company's seal are able to sign on behalf of Ticon. The Company has the majority voting right in the shareholders' meeting. As a result, the Company is able to control Ticon and therefore includes the financial statements of Ticon to prepare the consolidated financial statements.

The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.

Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.

The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.

The assets and liabilities in the financial statements of overseas subsidiary companies are translated to Baht using the exchange rate prevailing on the end of reporting period, and revenues and expenses translated using monthly average exchange rates. The resulting differences are shown under the caption of "Exchange differences on translation of financial statements in foreign currency" in the statements of changes in shareholders' equity.

Material balances and transactions between the Company and its subsidiaries have been eliminated from the consolidated financial statements.

Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not belong to the Company and are presented separately in the consolidated statement of comprehensive income, and within equity in the consolidated statement of financial position.

The separate financial statements, which present investments in subsidiaries and associates under the cost method, have been prepared solely for the benefit of the public.

The structure of the Group during the current period

The financial statements of Shanghai TICON Investment Management Company Limited ("TICON's subsidiary") for the years ended December 31, 2015 and 2014, included in the consolidated financial statements of TICON, were audited by its auditor.

The financial statements of TICON Property, Inc. ("TICON's subsidiary") for the six month period ended June 30, 2015 and the year ended December 31, 2014, included in the consolidated financial statements of

TICON, was prepared by the management of the subsidiary and was not audited by its auditor. On June 30, 2015, the subsidiary was dissolved and liquidated.

The financial statements of TICON (HK) Limited (“TICON’s subsidiary”) for the period as from April 16, 2015 to December 31, 2015, included in the consolidated financial statements of TICON, were prepared by the management of the subsidiary and were not audited by its auditor.

The financial statements of TICON Industrial Connection PLC and its subsidiaries for the years ended December 31, 2015 and 2014, included in the consolidated financial statements of the Company were audited by its auditor.

Prior year adjustments

During the year ended December 31, 2012, the Company had invested in two subsidiary companies. The acquisition was considered as a business acquisition. The difference between the fair value of net assets acquired and amount paid was recorded as "Goodwill" and was shown in the consolidated financial statements of the Company. However, the management has currently determined that such acquisition is considered as property purchased. Therefore the originally goodwill which had been recorded in the consolidated financial statements as goodwill should be recorded as part of cost of assets and be amortized on a linear economy of property. The adjustments of the goodwill in the consolidated financial statements have been made retroactively on the consolidated financial statements as follows:

	Unit: Thousand Baht	
	Consolidated financial statements	
	December 31, 2014	January 1, 2014
Statement of financial position		
Increased in development costs	17,431	70,381
Decrease in good will	(234,968)	(234,968)
Decrease in retained earnings	217,537	164,587

	Unit: Thousand Baht	
	Consolidated financial statements	
	2015	2014

Statements of profit or loss and other comprehensive income

For the year ended December 31

Increase in cost of sale	4,374	52,950
Decrease in net profit	4,374	52,950
Basic earnings per share decreased (Baht per share)	0.002	0.036
Diluted earnings per share decreased (Baht per share)	0.002	0.034

New financial reporting standards

Below is a summary of financial reporting standards that became effective in the current accounting year and those that will become effective in the future.

a) Financial reporting standards that became effective in the current year

The Company and its subsidiaries have adopted the revised (revised 2014) and new financial reporting standards issued by the Federation of Accounting Professions which become effective for fiscal years beginning on or after 1 January 2015. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards, with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of standards. The adoption of these financial reporting standards does not have any significant impact on the financial statements of the Company and its subsidiaries. However, some of these standards involve changes to key principles, which are summarized below:

TAS 19 (revised 2014) Employee Benefits

This revised standard requires that the entity recognize actuarial gains and losses immediately in other comprehensive income while the existing standard allows the entity to recognize such gains and losses immediately in profit or loss, or in other comprehensive income, or to recognize them gradually in profit or loss.

At present, the Company and its subsidiaries immediately recognize actuarial gains and losses in profit or loss in the period in which they occur. The assessment of the management of the Company and its subsidiaries is that when the revised standard is applied in 2015 and the method of recognizing those gains and losses is changed to immediately recognize them in other comprehensive income, there will be no impact to provision for long-term employee benefit liabilities and brought forward retained earnings in the financial statements.

TFRS 10 Consolidated Financial Statements

TFRS 10 prescribes requirements for the preparation of consolidated financial statements and replaces the part dealing with consolidated financial statements as included in TAS 27 Consolidated and Separate Financial Statements. This standard changes the principles used in considering whether control exists. Under this standard, an investor is deemed to have control over an investee if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns, even if it holds less than half of the shares or voting rights. This important change requires the management to exercise a lot of judgement when reviewing whether the Company and its subsidiaries have control over the investees and determine which entities have to be included for preparation of the consolidated financial statements.

The management of the Company and its subsidiaries believes that the standards will not have any significant impact on the Company and its subsidiaries' financial statements.

TFRS 11 Joint Arrangements

TFRS 11 supersedes TAS 31 Interests in Joint Ventures. This standard requires an entity investing in any other entity to determine whether the entity and other investors have joint control in the investment. When joint control exists, there is deemed to be a joint arrangement and the entity then needs to apply judgement to assess whether the joint arrangement is a joint operation or a joint venture and to account for the interest in the investment in a manner appropriate to the type of joint arrangement. If it is a joint operation, the entity is to recognize its shares of assets, liabilities, revenue and expenses of the joint operation, in proportion to its interest, in its separate financial statements. If it is a joint venture, the entity is to account for its investment in the joint venture using the equity method in the financial statements in which the equity method is applied or the consolidated financial statements (if any), and at cost in the separate financial statements.

This standard does not have any impact on the financial statements since the Company and its subsidiaries already apply the equity method to account for the investment in joint ventures.

TFRS 12 Disclosure of Interests in Other Entities

This standard stipulates disclosures relating to an entity's interests in subsidiaries, joint arrangements and associates, including structured entities. This standard therefore has no financial impact to the financial statements of the Company and its subsidiaries.

TFRS 13 Fair Value Measurement

This standard provides guidance on how to measure fair value and stipulates disclosures related to fair value measurements. Entities are to apply the guidance under this standard if they are required by other accounting standards to measure their assets or liabilities at fair value. The effect of the change from the adoption of this standard is to be recognized prospectively.

Based on the preliminary analysis, the management of the Company and its subsidiaries believes that this standard will not have any significant impact on the Company and its subsidiaries' financial statements.

b) Financial reporting standard that will become effective in the future

During the current year, the Federation of Accounting Professions issued a number of the revised (revised 2015) and new financial reporting standards and accounting treatment guidance which is effective for fiscal years beginning on or after 1 January 2016. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards. The management of the Company and its subsidiaries believe that the revised and new financial reporting

standards and accounting treatment guidance will not have any significant impact on the financial statements when they are initially applied.

3. BUSINESS COMBINATIONS BY GRADUALLY BUYING

Shares Acquisition of TICON

During the year 2014, the Company exercised warrants to purchase the increased shares capital, transferable subscription rights No. 2 (TICON-2), of TICON Industrial Connection Public Company Limited (TICON) which have been allocated of 73,515,751 unit equivalent to 73,515,751 shares at an exercise price of 15 Baht per share. In addition, the Company acquired the warrants to purchase the increased shares capital of 36,000,000 unit equivalent to 36,000,000 shares.

The resolution of the Extraordinary Meeting of Shareholders No. 1/2014 held on November 4, 2014, has approved the Company to purchase share capital of TICON Industrial Connection Public Company Limited not over 49 percent through the trading system of SET.

Investments in TICON before controlling

The Company recognized a gain from the change in fair value of investments as compared to the equity method applied prior to the control in the accounts "Gain on changes of investment classification" in the consolidated statement of profit or loss for the year ended December 31, 2014 as presented below:

Unit: Thousand Baht

Consolidated financial statements

Book value of investment in TICON prior to control date

Book value of investment in TICON beginning as at January 1, 2014	1,513,960
Cost of shares acquisition according to warrants	
Exercise of warrants allocated	562,736
Cost of purchase a warrant (36,000,000 unit)	5,539
Exercise of warrant purchased	540,000
Cost of acquired investments in TICON according to the resolution of the Extraordinary Meeting of Shareholders No. 1/2014	4,194,022
Book value of investment in TICON at the control date	6,816,257
Share of profit in associates	713,973
Less unrealized profit in investment properties	(246,670)
Surplus on changes in shareholding	397,831
Investments under equity method prior to reclassification as investments in subsidiary	7,681,391

	Recognized in		
	Profit or loss	Other comprehensive loss	
Surplus on changes in shareholding	397,831	(397,831)	
Realized profit in investment properties	246,670		
Gains on changes in investment classification	716,832		
Total profit or loss and other comprehensive income	1,361,333	(397,831)	963,502
Fair value of investment in TICON before control date (December 30, 2014)			8,644,893

The Company has recognized a business combination in accordance with the Thai Financial Reporting Standard 3 (revised 2014) , Business Combinations. The information of consideration transferred and the amount recognized for the assets acquired and liabilities assumed for each category are as follows:

Indentifiable assets acquired and liabilities assumed

	<u>(Unit: Thousand Baht)</u>
Cash and cash equivalents	202,080
Current investments	257,685
Trade and other receivables	87,093
Other current assets	23,089
Pledged deposits at financial institution	70,623
Unbilled operating leases receivables	49,649
Investments in joint ventures	4,205
Investments in associates (Fair value)	5,877,130
Investment in related company	257
Investment properties under development and available for rent/sale (Fair value)	20,436,479
Investment properties for rent (Fair value)	8,485,622
Property, plant and equipment (After reclassify become investment properties)	292,253
Computer software	5,176
Deferred tax assets	301,552
Deposits for purchase of property	751,913
Prepaid rental expenses	758,269
Other non-current assets	83,915

Identifiable assets acquired and liabilities assumed (continue)

	(Unit: Thousand Baht)
Short-term loans	660,000
Trade and other payables	660,754
Current portion of liabilities under financial lease agreements	686
Current portion of long-term loans	55,000
Current portion of debentures	2,170,000
Income tax payable	83,498
Short-term provisions	39,406
Other current liabilities	139,188
Liabilities under financial lease agreements	2,532
Long-term loans from related party	748,380
Long-term loans	952,383
Debentures	12,640,000
Provision for long-term employee benefits	28,405
Long-term provisions	93,785
Customer deposits	283,719
Unearned land rental income	1,185,762
Deferred tax liabilities	741,917
Net assets	17,201,575
Non-controlling interests of the acquiree (at fair value)	(9,728,040)
	7,473,535
Goodwill	1,171,358
The fair value of investments TICON existing at the date that control (December 30, 2014)	8,644,893

The Company has a policy to continuously review the fair value of identifiable assets acquired; such as property, plant and equipment, Investment properties, etc., and liabilities assumed; and allocation of acquisition-date fair value. In accordance with TFRS No. 3 (revised 2014), if new information obtained within one year from the acquisition date about facts and circumstances that existed at the acquisition date identifies adjustments to the above provisional fair values, or any additional assets or liabilities that existed at the acquisition date, then the acquisition accounting will be revised.

As at December 31, 2015, the Company had adjusted accounting on business acquisition at acquisition date, according to the appraisal report and completed information prepared by the company as well as other relevant information obtained within one year from the acquisition date. Thus, the consolidate statement of financial

position as at December 31, 2014, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in shareholders' equity and consolidated statement cash flows for the year ended have been restated, as follows:

Effect to separate financial statements and consolidated financial statements

	Unit: Thousand Baht	
	Separate statements of financial position	
	as at December 31, 2014	
	As restated	Before adjusted
Investments in associates	24,071	6,840,328
Investments in subsidiaries	11,179,091	4,362,834

	Unit: Thousand Baht		
	Consolidated financial statements		
	as at December 31, 2014		
	Before adjusted	Adjusted	As restated
Statements of financial position			
Current Assets	6,737,522	587,378	7,324,900
Non-Current Assets	32,041,604	30,372,040	62,413,644
Current Liabilities	9,705,850	3,808,532	13,514,382
Non-Current Liabilities	15,545,242	16,676,881	32,222,123
Shareholders' Equity attributable			
to owners of parent	9,935,142	745,965	10,681,107
Non-controlling interests	3,592,892	9,728,039	13,320,931

	Unit: Thousand Baht		
	Consolidated financial statements		
	For the year ended December 31, 2014		

Statement of profit or loss and other comprehensive income

Profit for the year increased	1,361,333
Other comprehensive income decreased	(397,831)
Earnings per share increased	0.94
Earnings per diluted share increased	0.90

4. SIGNIFICANT ACCOUNTING POLICIES

Revenue and expenses

Revenues from sales of land are recognized as income when transfer right of land or transfer significant risk.

Revenues from sales of condominium are recognized as income when the significant risk and rewards of ownership have been transferred to the buyer and the Company does not involve neither continuing management nor effective control over the condominium sold.

Sales are shown net of value added tax and discounts. Sales under the Power Purchase Agreements (PPA) comprise Availability Payments and Energy Payments. Availability Payments are recognized according to the terms set out in the Power Purchase Agreement. Energy Payments are calculated based on electricity delivered. Sales under the Electricity and Steam Sales/Purchase Agreements with industrial users are recognized on delivery of electricity and steam and the customer acceptance.

Sales of tap water and raw water, which are included in revenue from services, are recognized when water is delivered to customers.

Service revenues, which include waste water treatment and management of common areas of the industrial estates, which are included in revenue from services, are recognized when services have been rendered taking into account the stage of completion.

Rental income which consists of land rental, rental of apartment is recognized as an income on straight-line basis over the lease term. The recognized revenue which is not yet due per the operating lease agreements has been presented under the caption of "Unbilled operating leases receivables" at the end of reporting period.

Dividends are recognized when the right to receive the dividends is established.

Interest income is recognized on an accrual basis based on the effective interest rate.

Other revenues and expenses are recognized on an accrual basis.

Cash and cash equivalents

Cash and cash equivalents represented cash on hand and at financial institute and short-term investment with high liquidity of less than 3 months due date and no restrictions on use.

Trade receivables and allowance doubtful accounts

Account receivables are presented on anticipated realizable value. The Company and subsidiary record the allowance for doubtful accounts by historical uncollected experiences, condition of economic and the account receivable's ability for the repayment.

Inventories

Inventories are stated at cost or net realizable value whichever is lower. Net realizable value is estimated on selling price in normal business condition less expenses that needed to be paid for sales of that specific goods.

Cost is calculated as follow:

- Raw material and spare parts are calculated by the first-in first-out.

Investments

Investments in securities held for trading are stated at fair value. Changes in the fair value of these securities are recorded in profit or loss.

Investments in debt securities, both due within one year and expected to be held to maturity, are recorded at amortised cost. The premium/discount on debt securities is amortised/accreted by the effective rate method with the amortised/accreted amount presented as an adjustment to the interest income.

Investments in non-marketable equity securities, which the Company classifies as other investments, are stated at cost net of allowance for impairment loss (if any).

Investments in joint venture and associates are accounted for in the consolidated financial statements using the equity method.

Investments in subsidiaries and associates are accounted for in the separate financial statements using the cost method net of allowance for impairment loss (if any).

The weighted average method is used for computation of the cost of investments.

On disposal of an investment, the difference between net disposal proceeds and the carrying amount of the investment is recognised in profit or loss.

Property development cost

Property development cost is stated at the lower of cost or net realizable value. Cost consists of cost of land, land development expenditures, borrowing cost which related directly to the project. The Company and subsidiaries record borrowing costs as cost of land development since the beginning of the project until the development is completed and ready to sell.

Investment properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and allowance for loss on impairment (if any).

Depreciation of investment properties is calculated by reference to their costs on the straight-line basis over estimated useful lives of 20-50 years. Depreciation of the investment properties is included in determining income.

No depreciation is provided on land and construction in progress.

On disposal of investment properties, the difference between the net disposal proceeds and the carrying amount of the asset is recognized in profit or loss in the period when the asset is derecognized.

Property, plant and equipment

Land is stated at cost. Buildings and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment (if any).

Depreciation of buildings and equipment is calculated by reference to their costs on the straight-line basis over the following estimated useful lives:

	<u>Years</u>
Power plants	5-25
Water and wastewater treatment systems for industrial use	5-20
Bunding	50
Building and constructions	5-25
Buildings, rooms for rent	20
Tool and equipment	5-20
Furniture and equipment	3-5
Vehicles	5

Depreciation is included in determining income.

No depreciation is provided on land and assets under construction.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on disposal of an asset is included in the income statement when the asset is derecognized.

Government grants

Government grants related to assets measured at fair value are recorded as Deferred Income and presented by the deduction from the value of the related assets in the statements of financial position. Government grants are recognized in profit or loss over the useful life of the asset deterioration in the form of a reduced depreciation for a period of 50 years.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Land awaiting for future development

Land awaiting for future development is valued at the lower of specific cost or net realizable value. Cost included costs of land.

Intangible assets

Intangible assets initially acquired are measured at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses.

Intangible assets with finite lives are amortized on a systematic basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method of such intangible assets are reviewed at least at each financial year end. The amortization expense is charged to profit and loss.

A summary of the intangible assets with finite useful lives is as follows:

	<u>Years</u>
Computer software	3, 5 and 10
Right of use the gas pipelines system	19

Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net assets of the acquired subsidiaries, associated companies or joint venture at the date of acquisition. Goodwill on acquisitions of subsidiaries is separately reported in consolidated statements of financial position and of associated companies and joint ventures is included in investments in the consolidated statements of financial position.

Recognized goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of a subsidiaries, associated companies or a joint venture include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash generating units for the purpose of impairment testing. The allocation is made to those cash generating units or group of cash generating units that are expected to benefit from the business combination in which the goodwill arose.

Related party transactions

Related parties comprise enterprises and individuals that control or are controlled by the Company, whether directly or indirectly, or which are under common control with the Company.

They also include associated companies and individuals which directly or indirectly own a voting interest in the entities that gives them significant influence over the Company, key management personnel, directors, and officers with authority in the planning and direction of the Company's operations.

Long-term leases

Leases which the Company and its subsidiaries transfer substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lower of the fair value of the leased assets and the present value of the minimum lease payments. The outstanding rental obligations, net of finance charges, are included in long-term payables, while the interest element is charged to profit or loss over the lease period. The assets acquired under finance leases are depreciated over the useful life of the asset.

Leases of assets which do not transfer substantially all the risks and rewards of ownership are classified as operating leases. Operating lease income is recognized in profit and loss on a straight line basis over the lease term.

Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Company's functional currency. Items of each entity included in the consolidated financial statements are measured using the functional currency of that entity.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange are included in determining income.

Impairment of assets

At the end of each reporting period, the Company and its subsidiaries perform impairment reviews in respect of the investment properties, property, plant and equipment or intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognized when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount.

An impairment loss is recognized in profit and loss.

In the assessment of asset impairment if there is any indication that previously recognized impairment losses may no longer exist or may have decreased, the Company and its subsidiaries estimate the asset's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The increased carrying amount of the asset attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in profit or loss.

Employee benefits

Short-term employee benefits

Salaries, wages, bonuses and contributions to the social security fund are recognized as expenses when incurred.

Post-employment benefits

Defined contribution plans

The Company and its subsidiary and their employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company and its subsidiary. The fund's assets are held in a separate trust fund and the Company and its subsidiary's contributions are recognized as expenses when incurred.

Defined benefit plans

The Company and its subsidiary have obligations in respect of the severance payments it must make to employees upon retirement under labor law. The Company and its subsidiary treat these severance payment obligations as a defined benefit plan.

The obligation under the defined benefit plan is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from post-employment benefits are recognised immediately in other comprehensive income.

Provisions

Provisions are recognized when the Company and its subsidiaries have a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Income tax

Income tax expense represents the sum of corporate income tax currently payable and deferred tax.

Current tax

Current income tax is provided in the accounts at the amount expected to be paid to the taxation authorities, based on taxable profits determined in accordance with tax legislation.

Deferred tax

Deferred income tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts at the end of each reporting period, using the tax rates enacted at the end of the reporting period.

The Company and its subsidiaries recognize deferred tax liabilities for all taxable temporary differences while it recognizes deferred tax assets for all deductible temporary differences and tax losses carried forward to the extent that it is probable that future taxable profit will be available against which such deductible temporary differences and tax losses carried forward can be utilized.

At each reporting date, the Company and its subsidiaries review and reduce the carrying amount of deferred tax assets to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

The Company and its subsidiaries record deferred tax directly to shareholders' equity if the tax relates to items that are recorded directly to shareholders' equity.

Earnings per share and diluted earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year.

Diluted earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the year plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares. The calculation assumes that the conversion took place either at the beginning of the year or on the date the potential ordinary shares were issued.

Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Company and its subsidiaries apply a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Company and its subsidiaries measure fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

At the end of each reporting period, the Company and its subsidiaries determine whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

5. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgments and estimates regarding matters that are inherently uncertain. These judgments and estimates affect reported amounts and disclosures, and actual results could differ from these estimates. Significant judgments and estimates are as follows:

Recognition of investments in joint ventures by equity method when TICON holds more than half of shares

The management of TICON determined that TICON and its subsidiary has no control over TICON Demco Power 6 Company Limited and TICON Demco Power 11 Company Limited, even though the subsidiary holds 51% of shares and voting rights, which is more than half of shares and voting rights because TICON's subsidiary and the other shareholder have mutual control over these companies. One shareholder is not able to direct the significant activities without the other shareholder's consent.

Leases

In determining whether a lease is to be classified as an operating lease or finance lease, the management is required to use judgment regarding whether significant risk and rewards of ownership of the leased asset have been transferred, taking into consideration terms and conditions of the arrangement.

Allowance for doubtful accounts

In determining an allowance for doubtful accounts, the management needs to make judgement and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the prevailing economic condition.

Fair value of financial instruments

In determining the fair value of financial instruments recognised in the statement of financial position that are not actively traded and for which quoted market prices are not readily available, the management exercise judgement, using a variety of valuation techniques and models. The input to these models is taken from observable markets, and includes consideration of credit risk (bank and counterparty, both) liquidity, correlation and longer-term volatility of financial instruments. Change in assumptions about these factors could affect the fair value recognised in the statement of financial position and disclosures of fair value hierarchy.

Impairment of securities investments

The Company treats available-for-sale investments and other investments as impaired when there has been a significant or prolonged decline in the fair value below their cost or where other objective evidence of impairment exists. The determination of what is “significant” or “prolonged” requires judgment of the management.

Impairment of investments in subsidiaries, joint ventures and associates

The Company treats investment in subsidiaries, joints venture and associates as impaired when there has been a significant or prolonged decline in the fair value below their cost or where other objective evidence of impairment exists. The determination of what is “significant” or “prolonged” requires judgement of the management.

Investment properties available for rent/sale, investment properties for rent, and property, plant and equipment and depreciation

In determining depreciation of investment properties available for rent/sale, investment properties for rent, and property, plant and equipment, the management is required to make estimates of the useful lives and residual values of the Company and its subsidiaries’ investment properties available for rent/sale, investment properties for rent, and property, plant and equipment and to review estimate useful lives and residual values when there are any changes.

In addition, the management is required to review investment properties available for rent/sale, investment properties for rent, and property, plant and equipment for impairment on a periodical basis and record impairment losses in the period when it is determined that their recoverable amount is lower than the carrying amount. This requires judgements regarding forecast of future revenues and expenses relating to the assets subject to the review.

Deferred tax assets

Deferred tax assets are recognized for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the temporary differences and losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of estimate future taxable profits.

Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

Provision related to sale of properties

In recording provision related to sale of properties, the management needs to estimate the operating results of properties based on historical data on rental income and related expenses, and other current available information, including the estimation of the compensation for the difference between the fair market price and the net exercise price to TICON Freehold and Leasehold Real Estate Investment Trust (“the Trust”) when tenants exercise the option to buy, and record the amount that is expected to be paid to the Trust as provision.

6. RELATED PARTIES TRANSACTIONS

The following present relationships with enterprises and individuals that control or are controlled by the Company, whether directly or indirectly, or have common directors or shareholders with the Company.

Name of entities	Nature of relationships
Rojana Industrial Management Co., Ltd.	Subsidiary company
Rojana Power Co., Ltd.	Subsidiary company
Rojana Property Co., Ltd.	Subsidiary company
Rojana Energy Co., Ltd.	Subsidiary company
Rojana Industrial Park Rayong 2 Co., Ltd.	Subsidiary company
Rojana Industrial Park Prachinburi Co., Ltd.	Subsidiary company
TICON Industrial Connection PLC.	Subsidiary company
Operational Energy Group Limited	Associated company
ECO Industrial Services Co., Ltd.	Subsidiary company of TICON
TICON Logistics Park Co., Ltd.	Subsidiary company of TICON and Common directors
TICON Management Co., Ltd.	Subsidiary company of TICON
Shanghai TICON Investment Management Co., Ltd.	Subsidiary company of TICON
TICON (HK) Limited	Subsidiary company of TICON
TICON Demco Power 6 Co., Ltd.	Joint venture (Held by subsidiary company of TICON)
TICON Demco Power 11 Co., Ltd.	Joint venture (Held by subsidiary company of TICON)
TICON Property Fund	Associated of TICON
TPARK Logistics Property Fund	Associated of TICON
TICON Industrial Growth Leasehold Property Fund	Associated of TICON
TICON Freehold and Leashold Real Estate Investment Trust	Associated (Held by subsidiary company of TICON)
PT SLP Surya TICON Internusa	Associated (Held by subsidiary company of TICON)
Asia Plus Securities PLC.	Co-Director of TICON
Asia Industrial Estate Co., Ltd.	Co-Director of TICON
SVI PLC.	Co-Director of TICON
Sathron City Tower Property Fund	Common shareholder of TICON
Bangkok Bank PLC.	Directors of TICON are in the same family
Nippon Steel & Sumiki Bussan Corporation	Common directors and shareholdings
Rojana Distribution Center Co., Ltd.	Common directors and shareholdings
Bangkok Office 3 Co., Ltd.	Common directors and shareholdings
Bangkok Office 4 Co., Ltd.	Common directors and shareholdings

The Company had business transactions with related parties. These parties are directly and indirectly related through common shareholding and/or directorship. The financial statements reflect the effects of these transactions on the basis determined by the Company and the parties concerned. For the years ended December 31, the significant transactions with related parties can be summarized as follows:

Unit: Thousand Baht

	For the year ended December 31,			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Transactions between the Company and its subsidiaries				
Revenue from sales of land	-	-	91,037	-
Service income	-	-	63,726	53,874
Rental income	-	-	34,524	34,524
Dividend income	-	-	1,011,309	605,579
Other income	-	-	2,400	2,400
Interest income	-	-	15,538	19,331
Cost of land sold	-	-	31,170	-
Cost of water supply and waste water treatment	-	-	174,697	156,790
Interest expenses	-	-	4,828	7,143
Transactions between the Group and its associates and its joint ventures				
Revenue from sales of land and factory buildings warehouse	3,037,000	-	-	-
Service income	8,275	72	-	-
Land rental income	54,000	-	-	-
Management fee income from associates	128,000	-	-	-
Assurance for rental and service income	50,000	-	-	-
Common area service fees	5,000	-	-	-
Other service expense	32,812	33,349	-	-
Cost of services - management fee	221,641	176,173	-	-
Cost of services - rental machine	87,010	79,931	-	-
Management fee income	76,000	-	-	-
Transactions between the Group and its related companies				
Service income	380	363	380	363
Commission expenses	7,873	22,000	5,653	4,404
Service expenses	1,500	1,500	-	-
Office rental and related fees	26,190	4,268	3,130	2,897
Interest income	3,000	-	-	-
Interest expenses	37,280	1,313	4,280	1,313
Utility services expenses	4,000	-	-	-

Such transactions are on commercial terms and bases agreed upon between the Company and those related parties in the normal course of business as follows:

<i>Transactions with related companies</i>	<i>Pricing policy</i>
Revenue from sale of land	Market price under the agreement in the prescribed dosage
Service income	Mutually agreed
Rental income	Mutually agreed (32,000 Baht/rai/month and 40,000 Baht/rai/year)
Management free income	Defined as the percentage variation as defined in the agreement
Interest income	Interest rate at the average 6 month fixed deposit interest rate of Thai Financial Institution +1% per annum.
Other income	Mutually agreed (200,000 Baht/month)
Water and waste treatment costs	Market price or mutually agreed (Water cost 15-22 Baht per cubic meter) (Waste treatment costs as announced (IEAT))
Service fee	Contracted price
Commission	4%
Interest expenses	
- Short-term loans	Interest rate at the average 6 month fixed deposit interest rate of Thai Financial Institution +1% per annum.
- Long-term loans	MLR minus certain rate.

Management compensation – for key management personnel

For the year ended December 31, these consist of the following:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statement	
	2015	2014	2015	2014
Short-term benefits	109,034	40,460	21,691	20,639
Post-employment benefits	3,929	815	250	(49)
Total	112,963	41,275	21,941	20,590

The outstanding balances with the relate parties as at December 31, were as following:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Cash at bank				
Related company of TICON	96,210	97,340	-	-
Trade and other receivables				
Subsidiaries	-	-	18,522	16,151
Related company	11	54	11	54
Associates of TICON	33,114	17,498	89	105
Short-term loans to related parties				
Subsidiaries	-	-	846,402	922,623
Prepaid commission				
Related company	8,249	7,399	6,329	3,814
Pledged deposits at financial institutions				
Related company of TICON	57,431	70,623	-	-
Assurance for rental and service income				
Related company	2,291	2,255	740	710
Deposits for purchase of property				
Related company of TICON	-	65,785	-	-
Other deposits				
Associates of TICON	-	45	-	-
Related company of TICON	7,494	7,045	-	-
Short-term loans from related parties				
Subsidiaries	-	-	126,193	328,355
Trade payables				
Subsidiaries	-	-	8,969	5,650

Unit: Thousand Baht

	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Other payables				
Associates	43,068	29,713	-	-
Related company	2,490	98,626	990	4,224
Associates of TICON	6,364	7,867	-	-
Unearned income				
Subsidiaries	-	-	-	88,624
Related company	101,683	-	101,683	-
Accrued interest expense				
Related company of TICON	82	87	-	-
Accrued expenses				
Associates	45,758	33,000	-	-
Related company of TICON	133	-	-	-
Unearned land rental income				
(presented under other current liabilities)				
Associates of TICON	50,918	42,639	-	-
Other liabilities - deposit received				
Subsidiaries	-	-	10,462	10,462
Associates of TICON	45	30	-	-
Long-term loans from related parties				
Related company of TICON	748,380	748,380	-	-
Unearned land rental income				
Associates of TICON	1,382,487	1,185,762	-	-

The Group has movements on short-term loans to related parties, short-term loans from related parties and long-term loans from related parties during the period and their balances as follows.

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Short-term loans to related parties				
Subsidiaries				
Balance at the beginning of the years	-	-	922,623	693,030
Increase during the years	-	-	679,685	1,291,537
Decrease during the years	-	-	(755,906)	(1,061,944)
Balance at the end of the years	-	-	846,402	922,623

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Short-term loans from related parties				
Subsidiaries and related parties				
Balance at the beginning of the years	-	54,000	328,355	588,367
Increase during the years	1,600,000	20,000	2,118,430	1,191,155
Decrease during the years	(1,600,000)	(74,000)	(2,320,592)	(1,451,167)
Balance at the end of the years	-	-	126,193	328,355
Director				
Balance at the beginning of the years	-	-	-	-
Increase during the years	-	-	80,000	-
Decrease during the years	-	-	(80,000)	-
Balance at the end of the years	-	-	-	-

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Short-term loans from related parties				
Related parties of TICON				
Presented under bank overdrafts and				
shot-term loans from financial				
institutions				
Balance at the beginning of the years	-	-	-	-
Increase during the years	5,840,000	-	-	-
Decrease during the years	(5,840,000)	-	-	-
Balance at the end of the years	-	-	-	-
Long-term loans from related parties				
Related parties of TICON				
Balance at the beginning of the years	748,380	707,300	-	-
Increase during the years	-	41,080	-	-
Decrease during the years	-	-	-	-
Balance at the end of the years	748,380	748,380	-	-

The outstanding long-term loan obtained from a financial institution, which is considered as a related company, is as follows

Loans	Contract date	Unit: Million Baht		Period	Significant conditions			
		Consolidated			Repayment	Installment	Period	Interest rate
		2015	2014					
1	April 23, 2013	707	707	9 Years	Every 6 months	November 2016 - May 2022	MLR minus certain rate	
2	April 3, 2014	20	20	9 Years	Every 6 months	November 2017 - May 2023	MLR minus certain rate	
3	April 3, 2014	21	21	9 Years	Every 6 months	November 2017 - November 2022	MLR minus certain rate	
Total Loan		748	748					
Less Current portion								
due within one year		(72)	-					
Total Long term - net		676	748					

As at December 31, 2015 a part of the investment properties under development and available for rent/sale, investment properties for rent, land and buildings of TICON's subsidiary, with a book value of Baht 2,924 million (2014 :Baht 3,201 Million), have been pledged as collateral for the loans mentioned above.

As at December 31, 2015 TICON's subsidiary had available long-term loan facilities from a related party which had not yet been drawn down by the subsidiary of approximately Baht 4,324 Million (2014: Baht 4,605 Million).

7. CASH AND CASH EQUIVALENTS

Cash and cash equivalents as at December 31, consisted of:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Cash	1,032	1,022	110	70
Saving account	1,437,571	588,190	176,868	138,029
Current account	-	154,058	-	-
Total	1,438,603	743,270	176,978	138,099

8. Current investment

Current investment as at December 31, consisted of:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Fixed deposit	22,183	-	-	-
Held for trading securities				
Unit trusts	-	124,685	-	-
Held to maturity debt security				
due within one year				
Bills of exchanges	-	133,000	-	-
Total current investment	22,183	257,685	-	-

9. TEMPORARY INVESTMENT USED AS COLLATERAL

Cash at financial institute of the subsidiary are considered bank security according to the credit facility agreement. The subsidiary cannot use investment for any purpose other than repayments of loans and interest as approved by commercial bank and financial institute (Note 23).

10. TRADE AND OTHER RECEIVABLES – NET

Trade and other receivables as at December 31, consisted of:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Trade receivables				
Receivables from sales of real estate	-	-	12,480	12,480
Services and rental receivables	79,847	89,223	39,979	33,056
Water supply receivables	52,840	28,406	-	-
Receivables from sale of electricity	1,239,128	1,288,278	-	-
Total trade receivables	1,371,815	1,405,907	52,459	45,536
Unbilled operating leases receivables	14,274	11,026	-	-
Less Allowance for doubtful debt	(25,018)	(26,927)	(3,204)	(4,109)
Trade receivables - net	1,361,071	1,390,006	49,255	41,427
Other receivable	39,897	24,016	-	-
Trade and other receivables - net	1,400,968	1,414,022	49,255	41,427

As at December 31, the Company had outstanding balances of trade receivables aged as follows:

	Unit: Million Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Less than 3 months	1,292	1,332	36	27
More than 3 - 6 months	41	38	-	2
More than 6 - 12 months	3	12	-	1
Over 12 months	36	24	16	16
Total	1,372	1,406	52	46

11. PROPERTY DEVELOPMENT COSTS

Property development costs as at December 31, consisted of:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Land	12,212,723	8,111,000	10,112,322	6,043,984
Fair value over the book value of land	104,023	138,865	-	-
Development cost	6,316,832	6,053,566	3,743,835	3,544,241
Borrowing cost	543,953	543,953	384,113	384,113
	19,177,531	14,847,384	14,240,270	9,972,338
<u>Less:</u> Transfer to :				
Cost of sales	(11,835,926)	(11,386,516)	(8,391,490)	(8,237,800)
Investment properties	(19,637)	(19,637)	-	-
Property developed cost - net	7,321,968	3,441,231	5,848,780	1,734,538

The Company acquired two subsidiaries at price higher than net book value of the two subsidiaries because of the land to be developed as an industrial park for sale in Prachinburi. The fair value was estimated by independent valuer. The Company presents the amount of fair value over the book value of land from acquired two subsidiaries in property development costs.

The Company and subsidiaries have mortgaged 85% of total area of land that presented in property development cost and under property, plant and equipment with the financial institutions as collaterals for bank overdraft, short-term loans and long-term loans from financial institutions (Notes 20 and 23).

12. OTHER CURRENT ASSETS

Other current assets as at December 31, consisted of:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Revenue Department receivable	634,367	658,124	56,662	54,567
Refundable Value Added Tax	39,539	32,602	-	-
Withholding income tax	232,363	128,424	15,569	6,884
Advance for construction	22,923	52,194	10,819	-
Prepaid expenses	125,550	152,056	13,035	6,740
Accrued interest income	-	23	-	-
Other	36,242	11,327	2,603	4,507
Total other current assets	1,090,984	1,034,750	98,688	72,698

13. Pledged deposits at financial institution

As at December 31, 2015, TICON and its subsidiaries have deposits at financial institution of Baht 57.4 million (2014: Baht 70.6 million) which are pledged with certain banks as collateral for compensating the difference between the fair market price and the net exercise price to TICON Freehold and Leasehold Real Estate Investment Trust when tenants exercise the option to buy, letter of credit and trust receipt credit lines together with pre-settlement risk lines and letters of guarantees issued by banks in favor of a government entity, a state enterprise and private companies.

14. INVESTMENTS IN ASSOCIATES

Investments in associates as at December 31, consisted of:

		Consolidated financial statements							
		Unit: Thousand Baht							
Company's name	Business	Paid up share capital (Million Baht)		Investment portion (%)		Investment at equity method		Share of profit from investments in associates	
		2015	2014	2015	2014	2015	2014	For the year ended December 31,	
								2015	2014
TICON Industrial Connection PLC. and its subsidiaries	Development of factories and warehouses, mainly for rent and sale	-	1,099	-	43.45	-	-	-	110,841
Operational Energy Group Limited	Provide maintenance, manage and operate the electric plant	30	30	25.00	25.00	104,120	99,066	27,554	18,674
TICON Property Fund	Investing in properties	11,825	11,825	18.46	23.63	2,147,576	2,824,463	115,812	-
TPARK Logistics Property Fund	Investing in properties	4,469	4,469	16.21	20.04	764,288	978,456	36,142	-
TICON Industrial Growth Leasehold Property Fund	Investing in properties and/or leasehold rights in properties	5,550	5,550	25.48	27.36	1,493,367	1,654,991	75,236	-
TICON Freehold and Leasehold Real Estate Investment Trust	Investing in properties and/or leasehold rights in properties	5,460	3,425	19.62	12.00	1,101,913	419,220	19,487	-
PT SLP Surya TICON Internusa	Development of factories and warehouse	1,657	-	25.00	-	421,608	-	1,790	-
Total investments in associated company						6,032,872	5,976,196	276,021	129,515

On August 18, 2015, TICON (HK) Limited, (“TICON’s subsidiary”) purchased the ordinary shares of PT SLP Surya TICON Internusa for 11.6 million shares at par value of USD 1 each, amounting to USD 11.6 million. This shareholding is 25% of the issued and paid-up shares.

The deterred gains on sales of land, factory and warehouse buildings to TICON Property Fund, TPARK Logistics Property Fund, TICON Industrial Growth Leasehold Property Fund (“the Funds”) and TICON Freehold and Leasehold Real Estate Investment Trust (“the Trust”) are calculated in proportion to TICON investments in the Funds and the Trust and presented as reductions on costs of investments in the statement of financial position as at December 31, 2015 amounted to Baht 18.22 million.

As at December 31, 2015, TICON’s investment units in TICON Property Fund of 66 million units, were pledged with a bank as collateral for short-term loans and long-term loans. In addition, TICON’s investment units in the TPARK Logistics Property Fund of 22 million units, were pledged with a bank as collateral for guarantee of lease and service incomes, as mentioned in Note to the financial statements, item 39.6.

Separate financial statements

		Unit: Thousand Baht							
Company's name	Business	Paid up share capital (Million Baht)		Investment portion (%)		Investment at cost method		Dividend income	
		2015	2014	2015	2014	2015	2014	For the year ended December 31,	
								2015	2014
								(Restated)	
Operational Energy Group Limited	Provide maintenance, manage and operate the electric plant	30	30	25.00	25.00	24,071	24,071	22,500	18,000
Total investments in associated company						24,071	24,071	22,500	18,000

Movements of investments in associates

Unit: Thousand Baht

	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Investment in associates				
Balance at beginning of year	5,976,196	99,066	24,071	24,071
Purchases of investment	1,136,479	5,877,130	-	-
Sales of investment	(936,932)	-	-	-
Return from decrease in value				
of trust units	(15,786)	-	-	-
Share of profit	276,021	-	-	-
Dividend received	(399,443)	-	-	-
Translation adjustment	5,659	-	-	-
Balance at end of year	6,042,194	5,976,196	24,071	24,071
Deferred gains on sales of properties				
Balance at beginning of year	-	-		
Increase during the year	18,221	-		
Decrease during the year	-	-		
Balance at end of year	18,221	-		
Unrealised expenses on provision related to sales of properties				
Balance at beginning of year	-	-		
Increase during the year	9,863	-		
Decrease during the year	(964)	-		
Balance at end of year	8,899	-		
Investment in associates, net	6,032,872	5,976,196		

The significant movements of the deferred gains on sales of properties to associates during the years 2015 are as follows.

		Unit : Million Baht		
Date	Transactions during the year 2015	Number of land and buildings / number of investment units	Selling price/lease hold price	Increase (decrease) in deferred gains on sales of properties
December 18 , 21, 2015	TICON leased land and factories and sold land and factories to TICON Freehold and Leasehold Real Estate Investment Trust	7 factories	568	(21) *
December 18 , 21, 2015	TICON's subsidiary leased land and leased warehouses, leased land and sold warehouses, and sold land and warehouses to TICON Freehold and Leasehold Real Estate Investment Trust	46 warehouse	2,592	39 **
				<u>18</u>

** The fair values of the leased land and factories as appraised using the income approach method by two independent valuers totaled Baht 511 million and Baht 529 million.

*** The fair values of the leased land and leased warehouses, leased land and sold warehouses and sold land and warehouses as appraised using the income approach method by two independent valuers totaled Baht 2,416 million and Baht 2,428 million.

Fair value of the investments in associates which are listed companies on the Stock Exchange of Thailand

	Unit: Million Baht		Unit: Baht	
	Fair value as at December 31,		Fair value per unit as at	
	2015	2014	2015	2014
TICON Property Fund	2,250	2,824	10.60	10.40
TPARK Logistics Property Fund	812	978	12.10	11.80
TICON Industrial Growth Leasehold Property Fund	1,555	1,655	11.00	10.90
TICON Freehold and Leasehold Real Estate Investment Trust	1,106	420	9.95	10.20
	<u>5,723</u>	<u>5,877</u>		

Summarised financial information of associates

Financial information of the associated companies is summarised below.

Summarised information about Financial Position

Unit: Million Baht

As at December 31, 2015							
	Operational				TICON Industrial	TICON Freehold and	
	Energy Group	TICON Property	TPARK Logistics	Growth Leasehold	Leasehold Real Estate	PT SLP Surya	
	Limited	Fund	Property Fund	Property Fund	Investment Trust	TICON Internusa	Total
Current assets	288	13,315	4,966	6,320	7,623	392	32,904
Non-current assets	237	7	2	2	64	1,571	1,883
Current liabilities	(54)	(47)	(18)	(19)	(93)	(36)	(267)
Non-current liabilities	(54)	(321)	(98)	(644)	(1,993)	(235)	(3,345)
Assets-net of associates	417	12,954	4,852	5,659	5,601	1,692	31,175
Shareholding percentage (%)	25.00%	18.46%	16.21%	25.48%	19.62%	25.00%	
Share of net assets	104	2,391	787	1,442	1,099	423	6,246
Elimination entries	-	-	-	-	(18)	-	(18)
The difference between the accounting by using fair value and the carrying amount of associates	-	(243)	(23)	51	20	-	(195)
Carrying amounts of associates based on equity method	104	2,148	764	1,493	1,101	423	6,033

Summary information about profit or loss and other comprehensive income

Unit: Million Baht

	For the year ended December 31, 2015							
	Operational Energy Group Limited	TICON Property Fund	TPARK Logistics Property Fund	TICON Industrial Growth Leasehold Property Fund	TICON Freehold and Leasehold Real Estate Investment Trust	PT SLP Surya TICON Internusa		Total
Revenue	554	899	382	596	416	29		2,876
Profit	110	708	320	491	286	7		1,922
Other comprehensive income	-	340	49	(45)	(126)	-		218
Total Comprehensive income	110	1,048	369	446	160	7		2,140

During the period 2015, the investments in the subsidiaries have been changed as follows:

On October 20, 2015, TICON (HK) Limited, registered the capital increase for 11.6 million shares at par value of USD 1 each, amounting to Baht 413 million. The Company made the payment for the share increase.

On September 29, 2015, the Extraordinary Shareholders Meeting No. 2/2015 of Rojana Power Company Limited, approved the capital increase to Baht 820 million, divided into common 82 million shares at Baht 10 per share, paid up Baht 4.88 per share and the registration of the increase of its capital with the Ministry of Commerce is made on December 25, 2015.

On September 4, 2015, the Extraordinary General Meeting No. 4/2015 of TICON Logistics Park Company Limited, approved the capital increase to Baht 2,000 million. TICON made the payment for the share increase on September 4, 2015, and TICON's subsidiary registered the increase of its capital with the Ministry of Commerce on September 10, 2015.

On August 7, 2015, the Company acquired the shares of TICON by way of purchase of shares through the trading system of the stock exchange of an additional 1,081,200 shares. The shareholding then increased to 43.55 percent having the difference in change in shareholding in TICON of Baht 2.45 million.

On July 7, 2015, the Extraordinary Shareholders Meeting No. 1/2015 of Rojana Industrial Park Prachinburi Company Limited, approved the capital decrease of 2,490,000 shares from 8,059,840 shares to 5,569,840 shares at Baht 100 per share and the registration of the decrease of its capital with the Ministry of Commerce is made on August 11, 2015.

On May 13, 2015, the Board of Directors Meeting No. 3/2015 of TICON approved the dissolution of TICON Property, Inc. in the United States of America. On June 30, 2015, the subsidiary was dissolved and liquidated. TICON received the returned money amounting to Baht 184 million.

On April 16, 2015, TICON established a wholly-owned subsidiary in Hong Kong, named TICON (HK) Limited for overseas investment. Its initial registered capital is USD 1. TICON holds 100% of the subsidiary's issued and paid-up capital. At the first stage, this subsidiary will invest in new project in Indonesia. On April 21, 2015, TICON made an initial payment of share capital amounting to USD 1, or Baht 33.

On March 26, 2015, the meeting of the Extraordinary Shareholders Meeting No. 1/2015 of TICON Logistics Park Company Limited, approved the capital increase amounting to Baht 3,000 million. TICON made the payment for the share increase on March 27, 2015, and TICON's subsidiary registered the increase of its capital with the Ministry of Commerce on March 30, 2015.

Non-controlling interests

The following table summarises the information relating to each of the Group's subsidiaries that has a material non-controlling interest, before any intra-group eliminations:

Significant non-controlling interest in subsidiaries consisted of:

	Unit: Thousand Baht				
	As at December 31, 2015				
	TICON Industrial				
			Connection PLC and its subsidiaries	Other individually immaterial subsidiaries	Total
	Rojana Power Co., Ltd.	Rojana Energy Co., Ltd.			
Non-controlling interest percentage	59.00%	30.00%	56.45%		
Current assets	2,515,943	575,290	1,548,622		
Non-current assets	13,894,384	2,303,797	41,012,426		
Current liabilities	1,650,307	195,356	6,485,224		
Non-current liabilities	8,547,967	1,683,601	18,650,377		
Net assets	6,212,053	1,000,130	17,425,447		
Carrying amount of non-controlling interest	3,665,111	300,039	9,385,703	101,822	13,452,675

Unit: Thousand Baht

For the year ended December 31, 2015

	TICON Industrial connection PLC. and its subsidiaries			Other individually immaterial subsidiaries	Total
	Rojana Power Co., Ltd.	Rojana Energy Co., Ltd.			
Revenue from sale of goods and rendering of services	8,653,547	523,818	4,424,311		
Profit	257,670	257,372	769,741		
Other comprehensive income	-	-	2,452		
Total comprehensive income	257,670	257,372	772,193		
Profit allocated to non-controlling interest	152,025	77,212	(22,042)	8,595	215,790
Total comprehensive income allocated to non-controlling interest	152,025	77,212	(20,658)	8,595	217,174
Cash flows from operating activities	581,608	201,333	3,247,265		
Cash flows from investing activities	(682,428)	(76,705)	(6,672,439)		
Cash flows from financing activities	(1,241)	(180,029)	4,230,119		
Net increase (decrease) in cash and cash equivalents	(102,061)	(55,401)	804,945		
Dividends paid to non-controlling interest	-	-	310,729	-	310,729

16. INVESTMENTS IN JOINT VENTURE

Details of joint ventures

Investment in joint ventures represent investments in entities which are jointly controlled by TICON's subsidiary. Details of these investments are as follow:

Joint ventures	Nature of business	Country of incorporation	Consolidated financial statements						
			Registered capital		Paid-up capital		Percentage of investment		
			2015	2014	2015	2014	2015	2014	
			(Million Baht)	(Million Baht)	(Million Baht)	(Million Baht)	(%)	(%)	
TICON Demco	Electric generator								
Power 6 Co., Ltd.	and seller	Thailand	5.00	5.00	5.00	5.00	51.00	51.00	
TICON Demco	Electric generator								
Power 11 Co., Ltd.	and seller	Thailand	4.00	4.00	4.00	4.00	51.00	51.00	

Details of investments in joint ventures

(A) Carrying amounts of investments in joint ventures

Joint ventures	Unit: Thousand Baht			
	Consolidated financial statements			
	Cost method		Equity method	
	2015	2014	2015	2014
TICON Demco Power 6				
Company Limited	2,550	2,550	2,218	2,282
TICON Demco Power 11				
Company Limited	2,040	2,040	1,850	1,923
Total	4,590	4,590	4,068	4,205

(B) Share of losses from investments in joint ventures

Joint ventures	Unit: Thousand Baht	
	Consolidated financial statements	
	For the year ended	
	December 31, 2015	
TICON Demco Power 6 Company Limited		(64)
TICON Demco Power 11 Company Limited		(72)
Total		(136)

Summarised financial information of jointly controlled entities

TICON's proportionate shares of the assets, liabilities, revenue and expenses of TICON Demco Power 6 Company Limited and TICON Demco Power 11 Company Limited, are as follows:

Summary information about financial position

	Unit: Thousand Baht			
	TICON Demco Power 6		TICON Demco Power 11	
	Company Limited		Company Limited	
	As at December 31,		As at December 31,	
	2015	2014	2015	2014
Cash and cash equivalents	465	4,916	935	2,091
Current assets	1,777	2,221	1,159	1,583
Non-current assets	14,685	11,637	11,032	8,810
	16,927	18,774	13,126	12,484
Short-term loans	(900)	-	(526)	-
Other current liabilities	(1,801)	(2,623)	(3,319)	(2,008)
Long-term loans	(9,963)	(11,763)	(5,735)	(6,788)
	(12,664)	(14,386)	(9,580)	(8,796)
Net assets	4,263	4,388	3,546	3,688
Shareholding percentage (%)	51	51	51	51
Share of net assets	2,174	2,238	1,808	1,881
Operating result before jointly controlled entity	44	44	42	42
Carrying amounts of jointly control entity based on equity method	2,218	2,282	1,850	1,923

Summarised information about income

	Unit: Thousand Baht			
	TICON Demco Power 6		TICON Demco Power 11	
	Company Limited		Company Limited	
	As at December 31,		As at December 31,	
	2015	2014	2015	2014
Revenue	1,258	-	943	-
Cost of sale	(499)	-	(369)	-
Administrative expense	(230)	(329)	(339)	(117)
Interest expense	(654)	(196)	(377)	(113)
Profit (loss)	(125)	(525)	(142)	(230)

17. INVESTMENT PROPERTIES

Investment properties as at December 31, consisted of:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Investment properties under development and available for rent/sale	22,680,977	20,455,648	-	-
Investment properties for rent	10,334,949	8,485,622	226,842	226,842
Total	33,015,926	28,941,270	226,842	226,842

17.1 Investment properties under development and available for rent/sale

17.1.1 Movements of the net book value

	Unit: Thousand Baht							
	Consolidated financial statements							
	Investment properties under development			Investment properties available for rent/sale				
	Land and land Improvement	Construction in progress	Total	Land and land Improvement	Factory and warehouse building	Condominium for rent	Total	Grand Total
Cost								
January 1, 2015	10,840,639	2,661,558	13,502,197	1,381,685	6,114,043	19,637	7,515,365	21,017,562
Purchase	2,631,778	4,877,124	7,508,902	-	-	-	-	7,508,902
Disposal	(158,558)	-	(158,558)	(27,798)	(173,727)	-	(201,525)	(360,083)
Transfer in/out	(1,954,179)	(3,275,962)	(5,230,141)	252,668	408,165	-	660,833	(4,569,308)
Capitalised interest	-	60,843	60,843	-	-	-	-	60,843
December 31, 2015	11,359,680	4,323,563	15,683,243	1,606,555	6,348,481	19,637	7,974,673	23,657,916
Accumulated depreciation								
January 1, 2015	23,908	3,371	27,279	5,504	528,664	467	534,635	561,914
Depreciation for the year	-	-	-	-	490,295	467	490,762	490,762
Depreciation on disposal	-	-	-	(28,132)	(10,533)	-	(38,665)	(38,665)
Transfer in/out	10,837	1,932	12,769	8,501	(58,342)	-	(49,841)	(37,072)
December 31, 2015	34,745	5,303	40,048	(14,127)	950,084	934	936,891	976,939
Net book value								
January 1, 2015	10,816,731	2,658,187	13,474,918	1,376,181	5,585,379	19,170	6,980,730	20,455,648
December 31, 2015	11,324,935	4,318,260	15,643,195	1,620,682	5,398,397	18,703	7,037,782	22,680,977

17.1.2 The fair value of the investment properties

	Unit: Thousand Baht	
	Consolidated financial statements	
	2015	2014
Land and land improvement under development	11,881,984	10,326,387
Land and factory and warehouse buildings available for rent/sale	43,015,589	42,426,978

For 2015 and 2014, the fair value has been determined based on the Group independent values. The fair value of the land and land improvement under development has been determined based on market prices, while that of the factory and warehouse buildings available for rent/sale has been determined using the income approach and condominium determined based on to the management's assessment by reference to the current purchase price. The main assumptions used in the valuation are yield rate, vacancy rate and long-term growth in real rental rates. However, the fair value does not include construction in progress which had book value of Baht 4,318 million (2014: Baht 2,609 million).

17.1.3 Finance cost capitalised as investment properties under development

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Investment properties under development (book value of TICON)	15,380,553	12,717,804	-	-
Capitalised interest expenses from the part of loans from financial institutions and debentures	60,843	109,508	-	-
Capitalisation rate (%)	4.04	4.28	-	-

17.1.4 Collateralised investment properties under development and available for rent/sale

As at December 31, 2015, investment properties under development and available for rent/sale of the Group have been used as collateral for bank overdrafts, short-term loans, and long-term loans from financial institutions (Notes 20 and 23).

17.1.5 Amounts recognised in profit and loss that are related to investment properties under development and available for rent/sale are as follows:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Direct operating expense arise from investment property that did not generated rental income for the year	217,856	-	-	-

17.2 Investment properties for rent

17.2.1 Movements of the net book value

	Unit: Thousand Baht		
	Consolidated financial statements		
	Land and land improvement <input type="checkbox"/>	Factory and warehouse building	Total
Cost			
January 1, 2015	2,379,691	6,973,322	9,353,013
Disposal	(298,091)	(1,766,752)	(2,064,843)
Transfer in/out	1,987,225	2,660,995	4,648,220
December 31, 2015	4,068,825	7,867,565	11,936,390
Accumulated depreciation			
January 1, 2015	84,949	782,442	867,391
Depreciation for the year	-	764,815	764,815
Depreciation on disposal	(4,673)	(113,221)	(117,894)
Transfer in/out	34,752	52,377	87,129
December 31, 2015	115,028	1,486,413	1,601,441
Net book value			
January 1, 2015	2,294,742	6,190,880	8,485,622
December 31, 2015	3,953,797	6,381,152	10,334,949

	Unit: Thousand Baht			
	Separate financial statements			
	As at	Movement during the year		As at
	January 1, 2015	Increase	Decrease	December 31, 2015
Land	181,622	-	-	181,622
Development cost for sale	43,721	-	-	43,721
Borrowing costs	1,499	-	-	1,499
Total	226,842	-	-	226,842

17.2.2 The fair value of investment properties

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Land and land improvement with factory and warehouse buildings for rent	13,757,244	8,603,677	254,934	254,934

For 2015 and 2014, the fair value has been determined based on the Group independent values. The fair value of the land and land improvement under development has been determined based on market prices, while that of the factory and warehouse buildings available for rent/sale has been determined using the income approach. The main assumptions used in the valuation are yield rate, vacancy rate and long-term growth in real rental.

17.2.3 Investment properties for rent under operating leases

The Company

On December 1, 2012, and January 24, 2013, the Company has entered into land lease contract for solar energy building total 3 contracts with subsidiary to lease the land at Ayutthaya Provinces total 22 land plots for 12 years. The rental is Baht 40,000 per rai per year. The payment will be made monthly of Baht 1.47 million each for 12 years totaling of Baht 211.59 million as follows:

Subsidiaries

TICON and its subsidiaries have several operating lease agreements in respect of the lease of land, factory and warehouse buildings. The terms of the agreements are generally between 10 months to 12 years.

As at December 31, 2015 and 2014, future minimum rental income to be generated under these operating leases is as follows.

Period	Unit: Million Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Less than 1 year	863	18	18	18
Over 1-5 years	2,123	71	71	71
More than 5 year	789	90	72	90

17.2.4 Collateralised investment properties for rent

As at December 31, 2015, investment properties for rent part of the Group have been used as collateral for bank overdrafts, short-term loans, and long-term loans from financial institutions (Notes 20 and 23).

17.2.5 Amounts recognized in profit and loss that are related to investment properties for rent are as total amounts presented in rental and related service income and cost of rental and related services in income statement.

18. PROPERTY, PLANT AND EQUIPMENT - NET

Property, plant and equipment as at December 31, 2015 consisted of:

	Unit: Thousand Baht					As at December 31, 2015
	Consolidated financial statements					
	As at January 1, 2015	Movement during the year			Translation adjustment	
	Increase	Decrease	Transfer in/ Transfer out			
Cost						
Land and land improvement	1,140,882	3,591	(8,284)	(127,464)	-	1,008,725
Building and constructions	661,647	3,607	(51,969)	136,592	1,895	751,772
Buildings for rental	474,143	1,850	-	-	-	475,993
Bunding	2,228,640	-	-	-	-	2,228,640
Water and wastewater treatment systems						
for industrial use	1,686,269	-	(5,080)	433,404	-	2,114,593
Power plants	19,389,173	8,936	-	23,405	-	19,421,514
Furniture and equipment	157,415	12,455	(1,631)	3,112	77	171,428
Machinery, tool and equipment	261,118	9,763	(6,019)	21,714	-	286,576
Vehicles	157,702	36,040	(6,842)	-	(67)	186,833
Construction in progress	578,729	1,367,295	(3,431)	(570,434)	-	1,372,159
Total	26,735,718	1,443,537	(83,256)	(79,671)	1,905	28,018,233
Accumulated Depreciation						
Land and land improvement	-	49,059	-	(48,973)	-	86
Building and constructions	251,259	45,281	(15,728)	(4,910)	266	276,168
Buildings for rental	335,711	12,420	-	-	-	348,131
Bunding	31,515	17,974	-	-	-	49,489
Water and wastewater treatment systems						
for industrial use	394,670	93,056	(4,010)	-	-	483,716
Power plants	4,265,797	789,896	-	-	-	5,055,693
Furniture and fixture	118,218	24,503	(4,125)	3,588	-	142,184
Machinery, tool and equipment	95,543	19,874	(2,747)	-	52	112,722
Vehicles	109,758	20,799	(3,384)	-	(41)	127,132
Total	5,602,471	1,072,862	(29,994)	(50,295)	277	6,595,321
Property, plant and equipment - net	21,133,247					21,422,912
Less government grants (Notes 29)	(1,329,957)					(1,329,957)
Net book value	19,803,290					20,092,955

Land of the Company, land improvement, plant and buildings, machinery and equipment of the subsidiaries are mortgaged to guarantee overdraft, short-term loans from financial institute and long-term loans (Notes 20 and 23).

As at December 31, 2015 and 2014, the consolidated financial statements have fixed assets, which were fully depreciated but still in use, at cost approximately Baht 481.61 million and Baht 379.07 million, respectively.

The consolidated financial statements has depreciation for the years ended December 31, 2015 and 2014 of Baht 1,072.86 million and Baht 917.44 million, respectively, including in the statements of profit and loss.

As at December 31, 2015 and 2014, TICON's subsidiaries had vehicles with net book value of Baht 4 million and Baht 3 million which were acquired under finance lease agreements.

	Unit: Thousand Baht				As at December 31, 2015
	Separate financial statements				
	As at January 1, 2015	Movement during the year		Transfer in/ Transfer out	
		Increase	Decrease		
Cost					
Land	145,253	-	(7,059)	-	138,194
Building and constructions	435,140	2,349	(12,518)	52,706	477,677
Buildings, room for rent	474,143	1,850	-	-	475,993
Bunding	2,228,640	-	-	-	2,228,640
Furniture and equipment	9,667	2,305	-	-	11,972
Tool and equipment	141,481	4,228	(1,394)	-	144,315
Vehicles	90,155	20,867	-	-	111,022
Construction in progress	55,038	148	(2,331)	(52,706)	149
Total	3,579,517	31,747	(23,302)	-	3,587,962
Accumulated depreciation					
Building and constructions	220,417	26,965	(2,603)	-	244,779
Buildings, room for rent	335,711	12,420	-	-	348,131
Bunding	31,515	17,973	-	-	49,488
Furniture and equipment	7,583	970	-	-	8,553
Tool and equipment	45,621	9,797	(1,394)	-	54,024
Vehicles	69,980	11,110	-	-	81,090
Total	710,827	79,235	(3,997)	-	786,065
Property, plant and equipment - net	2,868,690				2,801,897
<u>Less government grants (Notes 29)</u>	<u>(1,329,957)</u>				<u>(1,329,957)</u>
Net book value	1,538,733				1,471,940

Land and building of the Company are mortgaged to guarantee overdraft, short-term loans from financial institute and long-term loans (Notes 20 and 23).

Depreciation for the years ended December 31, 2015 and 2014 are Baht 79.23 million and Baht 73.01 million, respectively, including in the statements of profit and loss.

As at December 31, 2015 and 2014, the Company's plant and equipment amounting to Baht 178.13 million and Baht 171.13 million, respectively, are fully depreciated but are still in use.

19. INTANGIBLE ASSETS - NET

Intangible assets as at December 31, 2015 consisted of:

	Unit: Thousand Baht		
	Consolidated financial statements		
	Right of use the gas pipelines	Computer software	Total
Cost			
Balance as at January 1, 2015	192,951	31,094	224,045
Increase during the year	-	2,427	2,427
Disposal/write off during the year	-	(168)	(168)
Balance as at December 31, 2015	192,951	33,353	226,304
Amortization			
Balance as at January 1, 2015	96,044	25,461	121,505
Increase during the year	10,155	1,876	12,031
Disposal/write off during the year	-	(26)	(26)
Balance as at December 31, 2015	106,199	27,311	133,510
Book value as at January 1, 2015	96,907	5,633	102,540
Book value as at December 31, 2015	86,752	6,042	92,794

In 2005, a subsidiary has transferred right of gas pipeline system linking to the pipeline system of PTT to PTT Public Company Limited for gas transmission from PTT Public Company Limited. According to the condition of supply agreement to purchase gas, a subsidiary has right to use gas pipeline for 21 years which is renewable for another 4 years.

As at December 31, 2015 and 2014, TICON and its subsidiaries have certain items of computer software which were fully amortised but are still in use. The gross carrying amount of those assets amounted to Baht 23 million and Baht 22 million, respectively.

20. OVERDRAFT AND SHORT-TERM LOANS FROM THE FINANCIAL INSTITUTE

Overdraft and short-term loans from the financial institute as at December 31, consisted of:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Overdraft	-	1,242	-	-
Short-term loans	6,045,000	4,495,000	4,005,000	3,835,000
Bills of exchange and promissory notes				
Bills of exchange and promissory notes	1,510,000	2,060,000	1,510,000	2,060,000
<u>Less</u> Deferred interest	(14,176)	(23,430)	(14,176)	(23,430)
Bills of exchange and promissory notes - net	1,495,824	2,036,570	1,495,824	2,036,570
Total	7,540,824	6,532,812	5,500,824	5,871,570

The short-term loans and long-term loans are guaranteed by the mortgage of property development cost, land held for development, investments properties, plant and property, machinery, and construction in progress of the Group (Note 23).

As at December 31, 2015 and 2014, the Group had overdraft lines and short-term loans credit facilities which have not yet been drawn down totaling Baht 2,230 million and Baht 2,155 million, respectively.

As at December 31, 2015, the parts of TICON and its subsidiaries investment properties under development and available for rent/sale and investment properties for rent, and a certain numbers of the Company's investment units in TICON Property Fund, have been pledged as collateral for liabilities under trust receipts, bank overdrafts and short-term loans from financial institutions.

21. TRADE AND OTHER PAYABLES

Trade and other payables as at December 31, consisted of:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Trade payables - related company	-	-	8,969	5,650
Trade payables - other	785,421	925,389	4,357	9,558
Other payables - related company	52,547	134,003	990	4,224
Other payables -other	254,530	247,687	-	-
Total	1,092,498	1,307,079	14,316	19,432

22. LIABILITIES UNDER FINANCE LEASE AGREEMENTS

	Unit: Thousand Baht	
	Consolidated financial statements	
	2015	2014
Liabilities under finance lease agreements	4,727	3,850
<u>Less</u> Deferred interest expenses	(666)	(632)
Total	4,061	3,218
<u>Less</u> Portion due within one year	(1,150)	(686)
Liabilities under finance lease agreements - net		
of current portion	2,911	2,532

TICON's subsidiaries have entered into finance lease agreements for rental of vehicles for use in their operations, whereby they are committed to pay rental on a monthly basis. The terms of the agreements are generally 4 years.

As at December 31, 2015, TICON's subsidiaries have future minimum lease payments required under the finance lease agreements were as follows:

	Unit: Thousand Baht		
	As at December 31, 2015		
	Less than 1 year	Over 1-5 year	Total
Future minimum finance lease payments	1,391	3,336	4,727
Deferred interest expenses	(241)	(425)	(666)
Present value of future minimum lease payments	1,150	2,911	4,061

23. LONG-TERM LOANS FROM FINANCIAL INSTITUTIONS - NET

Long-term loans from financial institutions as at December 31, consisted of:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Rojana Industrial Park PLC.	4,584,139	4,821,319	4,584,139	4,821,320
Ticon Industrial Connection PLC.	1,026,880	1,007,384	-	-
Rojana Power Co., Ltd.	9,036,957	9,436,957	-	-
Rojana Industrial Management Co., Ltd.	519,900	649,900	-	-
Rojana Energy Co., Ltd.	1,872,947	2,052,976	-	-
The benefit of lower interest rate to market rate	197,612	219,729	197,612	219,729
Less deferred the benefit of lower interest rate	(197,612)	(219,729)	(197,612)	(219,729)
Total	17,040,823	17,968,536	4,584,139	4,821,320
Less Current portion of long-term loans				
due within 1 year	(2,018,242)	(2,018,423)	(903,896)	(692,242)
Long-term loans from financial institutions - net	15,022,581	15,950,113	3,680,243	4,129,078

Movements in the long-term loans during the years ended December 31, are summarized below.

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Balance as at January 1,	17,968,536	16,270,113	4,821,320	3,405,053
Add: Additional borrowings	983,783	6,014,309	495,061	4,610,000
Less: Repayment	(1,911,496)	(4,315,886)	(732,242)	(3,193,733)
Balance as at December 31,	17,040,823	17,968,536	4,584,139	4,821,320

The Company

As at December 31, 2015 and 2014, the Company's long-term loans from banks carried interest at MLR minus certain rate, as stipulated in the agreement. The loan principle is to be repaid in monthly, semi-annually, or quarterly and interest is to be paid every month. Full settlement of these loans is to be made within December 2016 to November 2027 (2014: December 2016 to November 2027).

Subsidiaries

As at December 31, 2015, the subsidiaries' long-term loans from banks carried interest at MLR minus certain rate, as stipulated in the agreement. The loan principle is to be repaid in monthly, semi-annually or quarterly and interest is to be paid every month. Full settlement of these loans is to be made within June 2016 to July 2026 (2013: December 2015 to July 2026).

The loan agreements contain several covenants which, among other things, require the Company and its subsidiaries to maintain debt-to-equity ratio and debt service coverage ratio at the rate prescribed in the agreements, and the Company and its subsidiaries agreed not to mortgage or otherwise encumber the land with any other parties throughout the loan periods.

As at December 31, 2015, the long-term credit facilities of the Group which have not yet been drawn down amounted to Baht 8,533 million.(December 31, 2014: Baht 5,540 million.)

As at December 31, 2015, property development cost, land held for development, investment properties under development and available for rent/sale, investment properties for rent of the Company and its subsidiary land and buildings, have been used as collateral for aforesaid long-term loans.

24. DEBENTURES - NET

As at December 31, 2015 and 2014, the Group had outstanding of debentures amounting to Baht 20,182 million and Baht 15,302 million, respectively. All debentures are name specified, unsubordinated, and unsecured debentures. The debentures were sold at the price of Baht 1,000 per unit, with a face value of Baht 1,000 each. Among other things, the Group is obliged to maintain its debt-to-equity ratio as specified in the terms and condition of the debentures. Significant details of the debentures are summarised below.

No.	Issued date	No. of debentures		Amount		Coupon rate	Tenure	Maturity date
		2015	2014	2015	2014			
		(Million unit)	(Million unit)	(Million Baht)	(Million Baht)			
The Company								
1/2011	May 13, 2011	0.21	0.21	212	212	4.35%	5 Years	May 13, 2016
1/2011	May 13, 2011	0.10	0.10	100	100	4.75%	7 Years	May 13, 2018
1/2014	April 30, 2014	0.08	0.08	80	80	4.27%	3 Years	April 28, 2017
2/2014	July 23, 2014	0.10	0.10	100	100	4.27%	3 Years	July 23, 2017
							11	
1/2015	April 27, 2015	0.50	-	500	-	2.85%	Months	April 27, 2016
							30 Days	
2/2015	May 29, 2015	0.38	-	382	-	4.00%	3 Years	May 29, 2018
2/2015	May 29, 2015	0.62	-	618	-	4.40%	5 Years	May 29, 2020
Total the Company		1.99	0.49	1,992	492			
Subsidiaries								
1/2010	February 12, 2010	-	0.25	-	250	4.28%	5 Years	February 12, 2015
3/2010	September 3, 2010	-	0.20	-	200	3.73%	5 Years	September 3, 2015
4/2010	September 29, 2010	-	0.22	-	220	3.52%	5 Years	September 29, 2015
1/2011	May 20, 2011	0.65	0.65	650	650	4.23%	5 Years	May 20, 2016
2/2011	July 8, 2011	0.35	0.35	350	350	4.78%	7 Years	July 8, 2018
3/2011	December 28, 2011	0.65	0.65	650	650	4.60%	5 Years	December 28, 2016
4/2011	December 30, 2011	0.35	0.35	350	350	4.60%	5 Years	December 30, 2016
1/2012	January 10, 2012	0.10	0.10	100	100	4.60%	5 Years	January 10, 2017
3/2012	May 18, 2012	-	0.80	-	800	4.28%	3 Years	May 18, 2015
4/2012	July 5, 2012	0.50	0.50	500	500	4.49%	5 Years	July 5, 2017
5/2012	August 17, 2012	-	0.70	-	700	4.05%	3 Years	August 17, 2015

No.	Issue date	No of Debenture		Amount		Coupon rate	Tenure	Maturity date
		2015	2014	2015	2014			
		(Million Unit)	(Million Unit)	(Million Baht)	(Million Baht)			
Subsidiaries								
5/2012	Augusy 17, 2012	0.30	0.30	300	300	4.17%	5 Years	August 17, 2017
6/2012	September 26, 2012	1.00	1.00	1,000	1,000	4.90%	10 Years	September 26, 2022
1/2013	February 11, 2013	0.50	0.50	500	500	3.62%	3 Years	February 11, 2016
2/2013	May 15, 2013	0.30	0.30	300	300	3.60%	3 Years	May 15, 2016
2/2013	May 15, 2013	1.20	1.20	1,200	1,200	4.00%	5 Years	May 15, 2018
2/2013	May 15, 2013	0.50	0.50	500	500	4.30%	7 Years	May 15, 2020
3/2013	September 12, 2013	0.60	0.60	600	600	4.13%	3 Years	September 12, 2016
3/2013	September 12, 2013	0.30	0.30	300	300	4.73%	5 Years	September 12, 2018
							3 Years 11	
4/2013	October 8, 2013	0.44	0.44	440	440	4.49%	Months 12	September 20, 2017
							Days	
5/2013	October 18, 2013	0.62	0.62	620	620	4.85%	6 Years	October 18, 2019
1/2014	January 17, 2014	1.00	1.00	1,000	1,000	3.89%	3 Years	January 17, 2017
1/2014	January 17, 2014	0.60	0.60	600	600	4.71%	5 Years	January 17, 2019
2/2014	July 18, 2014	1.15	1.15	1,150	1,150	3.82%	3 Years	July 18, 2017
2/2014	July 18, 2014	0.80	0.80	800	800	4.80%	7 Years	July 18, 2021
3/2014	July 21, 2014	0.53	0.53	530	530	3.82%	3 Years 4 Days	July 25, 2017
4/2014	December 3, 2014	0.20	0.20	200	200	2.90%	2 Years 4 Days	December 7, 2016
1/2015	January 19, 2015	1.55	-	1,550	-	3.08%	3 Years	January 19, 2018
2/2015	May 15, 2015	1.00	-	1,000	-	2.91%	4 Years	May 15, 2019
2/2015	May 15, 2015	1.00	-	1,000	-	3.69%	7 Years	May 15, 2022
3/2015	August 14, 2015	0.70	-	700	-	2.44%	3 Years	August 14, 2018
3/2015	August 14, 2015	0.60	-	600	-	3.22%	5 Years	August 14, 2020
3/2015	August 14, 2015	0.70	-	700	-	4.03%	8 Years	August 14, 2023
	Total Subsidiaries	18	15	18,190	14,810			
	Grand Total	20	15	20,182	15,302			

The outstanding balance of the debentures as at December 31, 2015, are as follows:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Debentures	20,182,000	15,302,000	1,992,000	492,000
<u>Less</u> Current portion	(3,962,000)	(2,170,000)	(712,000)	-
Debentures - net of current portion	<u>16,220,000</u>	<u>13,132,000</u>	<u>1,280,000</u>	<u>492,000</u>

Movements of debentures for year ended December 31, 2015, are summarized below:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Balance as at January 1,	15,302,000	12,502,000	492,000	892,000
Add: Issuances of debentures during the year	7,050,000	4,280,000	1,500,000	-
Less: Redemptions during the year	(2,170,000)	(1,480,000)	-	(400,000)
Balance as at December 31,	<u>20,182,000</u>	<u>15,302,000</u>	<u>1,992,000</u>	<u>492,000</u>

25. EMPLOYEE BENEFITS OBLIGATIONS

The Group has defined benefit plan in accordance with severance payment under the labor law which entitled retired employee within work service period in various rates, such as more than 10 years to receive severance payment not less than 300 days or 10 months of the last salary.

Movements of the present value of employee benefits obligation for the years ended December 31, are as follows:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Defined benefit obligation at beginning				
of year	52,916	47,646	10,277	9,720
Included in profit or loss:				
Current service cost	7,003	4,277	1,002	518
Interest cost	1,080	1,073	128	39
Included in other comprehensive income:				
Actuarial (gain) loss arising from				
Demographic assumptions changes	(4,164)	-	-	-
Financial assumptions changes	1,978	-	-	-
Experience adjustments	1,186	-	-	-
Benefits paid during the year	(1,117)	(80)	-	-
Defined benefit obligation at end of year	58,882	52,916	11,407	10,277

Employee benefit expenses in the statements of profit or loss for the years ended December 31, consisted of:-

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Current service cost	7,003	4,277	1,002	518
Interest from obligation	1,080	1,073	128	39
Total employee benefits expenses	8,083	5,350	1,130	557

As at December 31, 2015, the Group have cumulative actuarial gains, which were recognised in other comprehensive income of the Group, amounted to Baht 1.0 million. The weighted average duration of the liabilities for long-term employee benefit is 19-24 years (2014: 19 - 21 years).

The Group expect to pay none of long-term employee benefits during the next year (2014: Baht 1 million).

Principal actuarial assumptions (express as weighted averages) as follows:-

	Percentage	
	Consolidated and Separate financial statements	
	2015	2014
Discount rate	2.92%, 3.74%	3.90%, 3.41%
Future salary increase rate	4-5%	4-5%
Percentage change in the number of employees	0-40%	0-50%
Age of retirement	60 Years	60 Years

As at 31 December 2015, the result of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation are summarised below:

	Unit : Million Baht			
	Consolidated financial statements		Separate financial statements	
	Increase 1%	Decrease 1%		
Discount rate	(3)	3	-	-
Future salary increase rate	3	(3)	-	-
Staff turnover rate (depending on age)	(3)	2	-	-

The actuarial assumption of discount rate is estimated from weighted average of yield rate of government bonds that reflects the estimated timing of benefit payments.

The actuarial assumption of mortality rate for reasonable estimation of probability of retirement in the future is estimated from mortality table.

26. SHARE CAPITAL

During the year 2015 and 2014, there have been changes of registered share capital as follows:

Reconciliation of issued and paid-up share capital year 2015:

	Number of shares (shares)	Paid-up share capital (Thousand Baht)	Premium on share capital (Thousand Baht)	Registered share capital
Balance as at January 1, 2015	1,755,087,815	1,755,088	4,686,062	
Exercise of warrants				
- ROJNA - W3 NO. 13	715,988	716	2,148	January 9, 2015
- ROJNA - W3 NO. 14	84,268,571	84,269	252,806	April 7, 2015
- ROJNA - W3 NO. 15	773,546	774	2,258	July 7, 2015
Share capital increase				
- Private placement <input type="checkbox"/>	87,859,900	87,860	557,911	February 3, 2015
- Underwriting fee	-	-	(30,484)	
- Stock dividend	38,550,354	38,550	-	May 22, 2015
Total	1,967,256,174	1,967,257	5,470,701	

On November 4, 2014, the Company's Extraordinary General Meeting of Shareholders No. 1/2014 passed the following resolutions:

- a) Approved the reduction of registered capital from Baht 1,602.96 million to Baht 1,597.63 million by cancelling 5.33 million unissued ordinary shares, at a par value of Baht 1 per share, totaling Baht 5.33 million. The Company registered the reduction of its capital with the Ministry of Commerce on November 17, 2014.
- b) Approved the increase of registered capital from Baht 1,597.63 million to Baht 1,997.04 million by issuing ordinary shares totaling 399.41 million shares, at a par value of Baht 1 per share. The newly issued shares will be allotted to existing shareholders of the Company according to the purporting of their shareholdings (Right Offering). The Company registered the increase of its capital with the Ministry of Commerce on November 18, 2014.

Reconciliation of issued and paid-up share capital year 2014:

	Number of shares (shares)	Paid-up share capital (Thousand Baht)	Premium on share capital (Thousand Baht)	Registration date
Balance as at January 1, 2014	1,431,599,305	1,431,599	2,787,975	
Exercise of warrants				
- ROJNA - W3 No. 9	1,002,764	1,003	3,008	January 6, 2014
- ROJNA - W2 No. 18	583,431	583	1,362	March 5, 2014
- ROJNA - W3 No. 10	85,633	86	257	April 4, 2014
- ROJNA - W2 No. 19	1,952,776	1,953	4,558	June 6, 2014
- ROJNA - W3 No. 11	31,074	31	93	July 3, 2014
- ROJNA - W2 No. 20	8,006,649	8,007	18,687	August 7, 2014
- ROJNA - W3 No. 12	278,443	278	835	October 6, 2014
Increase in ordinary shares				
to existing shareholders.	311,547,740	311,548	1,869,286	December 26, 2014
Total	1,755,087,815	1,755,088	4,686,061	

Capital management

The Company and its subsidiaries' objective in the management of capital is to maintain the ability to run the operation and generate the return to equity holder and for the benefit of other shareholders, and to maintain proper equity structure to reduce the cost of capital.

The Company and subsidiaries may adjust dividend payment policy to equity holder, returning capital to equity holder, the issuing of new equity, or selling assets to reduce debt burden in order to maintain its capital structure.

Warrants

Movements of the warrants during the year 2015, are as follows:

	Unit: Thousand Baht			
	As at	Movement during the year		As at
	January 1, 2015	Increase	Decrease	December 31, 2015
Warrants				
- ROJNA - W3	141,005	-	(86,176)	54,829
Total	141,005	-	(86,176)	54,829

As at December 29, 2015, the warrant holders exercised 1,149,233 ROJNA-W3 warrants to purchase 1,172,802 ordinary shares at Baht 3.92 each in the amount of Baht 4.60 million. The Company recorded such exercised warrants under “Cash receipts from share subscription”, presented under shareholders’ equity in the statement of financial position.

On April 22, 2015, the Company has adjusted the exercise price and the exercise ratio of the ROJANA-W3 warrants from 1 unit of warrants to 1 ordinary share at the exercise price of Baht 4.00 per share to 1 unit of warrants to 1.02051 ordinary shares at the exercise price of Baht 3.920 per share. This is to maintain the interests of the shareholders not to be inferior than the initial rights when the Company pay stock dividends (Note 28).

Movements of the warrants during the year 2014 are as follows:

	Unit: Thousand Baht				As at December 31, 2014
	As at	Movement during the year			
	January 1, 2014	Increase	Decrease	Cancell	
Warrants					
- ROJNA - W2	12,734	-	(8,787)	(3,947) *	-
- ROJNA - W3	142,116	-	(1,111)	-	141,005
Total	154,850	-	(9,898)	(3,947)	141,005

* No longer been listed securities since August 1, 2014.

As at December 31, 2014, the warrant holders exercised 715,988 ROJNA-W3 warrants to purchase 715,988 ordinary shares at Baht 4 each in the amount of Baht 2.86 million. The Company recorded such exercised warrants under “Cash receipts from share subscription”, presented under shareholders’ equity in the statement of financial position.

27. STATUTORY RESERVE

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535, the Company is required to set aside a statutory reserve at least 5 percent of its net profit after deducting accumulated deficit brought forward (if any), until the reserve reaches 10 percent of the registered share capital. The statutory reserve is not available for dividend distribution.

28. DIVIDENED

According to the Minutes Shareholders’ Meeting of 2015 held on April 22, 2015, approved the allotment of 2014 net profit and retained earnings for pay dividend to the shareholders of Baht 0.20 per share, in form of cash dividend at the rate of Baht 0.02 per share and common stock dividend not exceeding 39,540,770 shares

at a rate of 50 old shares for 1 new ordinary share (50: 1), or Baht 0.18 per share (determined by the market price with discount at Baht 9 per share according to the objective and resolution of the shareholders). The dividend payment was made on May 22, 2015.

On August 14, 2015, the Board of Directors Meeting No.7/2015 approved the allotment of six-months interim net profit from January 1, 2015 until June 30, 2015, for dividend payment to shareholders of Baht 0.20 per share. The dividend payment was made on September 14, 2015.

29. GOVERNMENT GRANTS

In 2013, the Company received government grants for the construction of flood protection in Rojana Industrial Park, Ayutthaya province totaling Baht 1,329.96 million and received in full amount in 2013. This was recorded as deferred income and presented net in property, plant and equipment. The amount is amortized by the straight-line method for fifty years throughout the useful life of assets and the amortization amount is presented by netting with the depreciation of the assets.

In 2012, the Company entered into a long-term loan agreement with a commercial bank of Baht 752.87 million, with interest rate at 0.01 per annum per annum. The interest rate is lower than the market rate since the government had a policy to subsidize the victims of the floods in year 2011. In the third quarter of the year 2013, the Company drew down the full amount of the loan (Notes 23). The Company had recorded the difference of the lower rate against the market rate (reference to the 12 months fixed deposit rate of Savings Bank at 3 percent per annum) plus the operating cost at the rate of 0.98 per annum totaling of Baht 247.07 million. The Company recorded the loans at fair value (Notes 23) calculated from the present value of future cash flows discounted using a market interest rate. This is amortized as interest expenses with the effective rate over the term of the loan net of depreciation.

30. PROVIDENT FUND

The Company, its subsidiaries and their employees have jointly established a provident fund. The fund is contributed to by both employees and the Company and its subsidiaries at the rates of 2 - 5% of wages. The fund was managed by SCB Asset Management Company Limited and Bank Ayudhya Public Company Limited. During the year 2015, the Company and its subsidiaries contributed Baht 7.26 million (2014: Baht 7.21 million) to the fund.

31. REVENUE AND COST FROM SALES OF LAND AND FACTORY

31.1 Revenue and cost from sale of land and factory

	Unit: Million Baht			
	For the year ended December 31,			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Revenue from sales of land and factory				
Land and building sales	2,216	-	-	-
Building sales by finance lease	1,130	-	-	-
	3,346	-	-	-
Cost from sales of land and factory				
Land and building sales	1,550	-	-	-
Building sales by finance lease	851	-	-	-
	2,401	-	-	-

31.2 Provision related to sales of land and factory

	Unit: Thousand Baht		
	Consolidated financial statements		
	Guarantees of rental and service income	Guarantees of purchase price for properties with options to buy at market price	Total
Balance as of January 1, 2015	67,963	65,228	133,191
Increase during the year	50,270	-	50,270
Utilised	(39,388)	-	(39,388)
Reversal	(18)	(8,037)	(8,055)
Balance as at December 31, 2015	78,827	57,191	136,018
Year 2015			
Current	65,558	10,770	76,328
Non-current	13,269	46,421	59,690
	78,827	57,191	136,018

The provision above included the proportion of the TICON's subsidiary interest in TICON Freehold and Leasehold Real Estate Investment Trust ("the Trust") amounting to Baht 25 million (December 31, 2014: Baht 16 million) as unrealized expense in consolidated financial statements.

Guarantees of rental and service income

TICON and its subsidiary recognized a provision for the vacant properties by applying assumptions based on current occupancy and rental and service fee of the properties. TICON and its subsidiary have guaranteed such income to the Trust for one year and four years in the amount of Baht 60 million and Baht 19 million, respectively.

Guarantees of purchase price for properties with options to buy at market price

TICON recognised a provision for guarantees of purchase price for properties with options to buy at market price, based on the estimation of difference between the price of option to buy of tenants who had option of purchasing the properties and the market price that the Trust shall receive from the sale of properties, and recorded the amount expected to be paid to the Trust as provision. TICON has guaranteed the purchase price for three tenants to the Trust. Two tenants have the rights to exercise the option within the first quarter of 2016, and the other tenant has the right to exercise the option within the second quarter of 2019.

32. EXPENSES BY NATURE

Significant expenses by nature are as follows:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Changing in property development cost	4,059,363	763,163	4,114,243	27,743
Used raw material and supplies	6,297,937	6,175,795	-	-
Purchase land and development	4,698,852	621,159	4,630,558	78,722
Depreciation and amortization	1,501,926	906,919	57,119	51,751
Expenses for employees	302,485	77,635	50,710	40,573
Management and directors benefit expenses	41,386	41,112	21,942	20,590
Specific business tax	83,857	96,802	40,202	10,476
Commission	23,719	21,585	16,499	4,769
Other expenses	71,375	69,005	32,215	39,350
Repair and maintenance	253,025	139,661	50,950	51,500
Electricity charge	94,742	79,316	39,028	37,012
General services	104,434	84,076	17,683	14,410
Security	60,512	53,696	36,177	36,266
Loss on exchange rate	16,098	1,174	-	-
Rental expense from operating lease agreements	215,781	131,691	3,162	2,226

33. INCOME TAX

33.1 Income tax expenses

Income tax expenses for the years ended December 31, 2015 and 2014 are made up as follows:

	Unit: Thousand Baht			
	For the years ended December 31,			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Current income tax:				
Current income tax charge	82,839	7,544	-	-
Deferred tax:				
Relating to origination and reversal of temporary differences	(18,613)	-	-	-
Income tax expenses reported in income statement	64,226	7,544	-	-

The amounts of income tax relating to each component of other comprehensive income for the years ended December 31, are as follows:

	Unit: Thousand Baht			
	For the years ended December 31,			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Deferred tax on actuarial gain	200	-	-	-
	200	-	-	-

The reconciliation between accounting profit and income tax expense is shown below.

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Accounting profit before income tax	977,555	2,205,418	1,000,795	347,647
Applicable tax rate	20%	20%	20%	20%
Accounting profit before tax multiplied <input type="checkbox"/>				
by income tax rate	195,511	441,084	200,159	69,529
Effects of:				
Promotional privileges	(249,090)	(312,714)	-	-
Dividend income from subsidiary and associates	-	-	(202,262)	(121,116)
Profit from reclassify of the investments	-	(272,267)	-	-
The difference between the fair value of the business combination	81,090	-	-	-
Eliminations	101,057	86,583	-	-
Non-deductible expenses and income	(21,922)	12,158	14,989	2,538
Tax losses are not expected to be utilized and the use of tax losses not recorded	(42,420)	52,700	(12,886)	49,049
Income tax expenses reported in income statement	64,226	7,544	-	-

33.2 Deferred tax assets and deferred tax liabilities

As at December 31, the components of deferred tax assets and deferred tax liabilities are as follows:

	Unit: Thousand Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Deferred tax assets				
Unrealised gains on sales of				
properties to associates	229,372	250,966	-	-
Provision for long-term				
employee benefits	6,374	5,638	-	-
Allowance for doubtful accounts	903	903	-	-
Provisions	28,623	31,907	-	-
Customer deposits	16,158	12,137	-	-
Write-off property and plant	1,811	-	-	-
Cost of sales of properties	22,640	-	-	-
Tax losses	297	-	-	-
Total	306,178	301,551	-	-
Deferred tax liabilities				
Operating leases receivables	4,301	3,352	-	-
Building sales by finance lease	273,580	207,225	-	-
Profit from valuation				
of investment property	450,249	531,339	-	-
Total	728,130	741,916	-	-

As at December 31, 2015, The Company and four subsidiaries have the taxable loss totaling of Baht 2,155 million and Baht 2,283 million, respectively, which the Group have not been recognized defer tax assets, because the Group considers that the future taxable profit on the non-granted promotional privileges transactions may not be sufficient to allow utilization of the unused taxable losses which will be expired by 2020.

34. BASIC AND DILUTED EARNINGS PER SHARE

Basic and diluted earnings per share for the year ended December 31, were calculated as follows:

	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Net profit attributable to shareholders				
of the parent (Baht)	697,539,616	2,047,690,481	1,000,795,354	347,646,893
Number of ordinary share outstanding				
at beginning of year	1,755,087,815	1,431,599,305	1,755,087,815	1,431,599,305
Effect of the stock dividend	38,550,354	-	38,550,354	-
Effect of shares issued during the year	-	5,121,333	79,916,402	5,121,333
Effect of conversion warrants to shares capital	63,195,030	5,958,669	63,195,030	5,958,669
Weighted average number of ordinary shares				
outstanding during the year (basic)	1,856,833,199	1,442,679,307	1,936,749,601	1,442,679,307
Basic earnings per share (Baht)	0.38	1.42	0.52	0.24
Number of ordinary share outstanding (basic)	1,856,833,199	1,442,679,307	1,936,749,601	1,442,679,307
Effect of warrants to be exercised	26,188,740	65,496,164	26,188,740	65,496,164
Weighted average number of ordinary shares				
outstanding during the year (diluted)	1,883,021,939	1,508,175,471	1,962,938,341	1,508,175,471
Diluted earnings per share (Baht)	0.37	1.36	0.51	0.23

35. BUSINESS SEGMENT INFORMATION

Business segment information of the Company and subsidiaries, consist

of:

Business segments

Unit: Million Baht

	Consolidated financial statements																	
	For the year ended December 31,																	
	Real estate sold and related service		Power plant		Utility		Development of factories		Development of warehouses		Provision of service		Management fee		Eliminations		Total	
	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014	2015	2014
Revenues	2,948	3,035	9,177	8,533	360	288	1,054	-	3,381	-	30	-	204	-	(606)	(259)	16,548	11,597
Profit from operations by segment	1,381	1,000	1,304	961	130	112	740	-	873	-	7	-	180	-	7	-	4,622	2,073
Other income																	61	21
Compensation income from insurance companies																	-	95
Gains from changes in the reclassify of investments.																	-	1,361
Share of profit from investment in associates																	276	130
Deferred gain on sales of properties to associates																	(18)	-
Unallocated costs																	(4,028)	(1,483)
Profit for the year																	913	2,197
Non-controlling interests																	216	121
Equity holders of the Company																	697	2,076
Operating assets as at December 31,																	76,023	69,739

Geographic information

The Company and its subsidiaries operate in Thailand only. As a result, all of revenues and assets as reflected in these financial statements pertain exclusively to this geographical reportable segment.

Major customers

For the year 2015, the Group have revenue from one major customer in the amount of Baht 3,159 million, arising from the development of factories and the development of warehouses.

36. PRESENTATION AND DISCLOSURE FOR FINANCIAL INSTRUMENTS

Interest rate risk

Interest rate risk has arising from changes in market interest rates, that lead to losses to the Company and subsidiaries in the current period and the next period. A subsidiary has risk management to hedge interest rate, by interest rate swap to change fixed deposit 3-month plus 1.80 per annum to THBFIX-REUTERS 3 Months for the loan of Baht 600 million, having fair value as at December 31, 2015 and 2014 of Baht 9.90 million and Bath 12.80 million respectively.

Investment and account receivable risk

The Company and subsidiaries has no significant concentrations of investment and account receivable risk related to its cash and short-term investments. The subsidiaries place its cash and short-term investments in low risk investment accounts and with banks and high quality financial institution. The Company has a policy in place to ensure that when land is sold, ownership will be transferred only when the customers have make full payment.

Foreign exchange rate risk

As at December 31, 2015, a subsidiary had balance of foreign exchange forward contracts USD 19.25 Million and as at December 31, 2015 and 2014; the subsidiary had liabilities in foreign currency as follows:

Unit	Consolidated financial statements	
	2015	2014
Million USD	48.35	4.34

Fair value for financial assets and financial liabilities

The Company and subsidiaries use following method to determine the fair value of financial assets and financial liabilities:

- Cash and cash equivalents, temporary investment, accounts and other receivable and short-term loan to related company is short-term financial instruments: Book value is equal to the estimated fair value.
- Account payable, assets payable, payable - related company and other current liabilities: Book value is equal to the estimated fair value.
- Overdraft and short-term loans from financial institute and long-term loans having floating interest rate: Book value is equal to the estimated fair value, except of loans from related companies which had fixed interest rates.

As at December 31, 2015 and 2014, fair values of financial assets are not materiality different from book value. Financial liabilities are presented at book value with equal to the estimated fair value.

Fair value is estimated by using the above method and assumption. The actual fair value may be different.

37. PROMOTIONAL PRIVILEGES

The Company and its subsidiaries have promotional privileges from the Board of Investment. Subject to certain imposed condition, the privileges include an exemption from corporate income tax.

38. REVENUES REPORTING OF A PROMOTED INDUSTRY

Based on the announcement of the Board of the Investment No. 14/1998 dated December 30, 1998 regarding revenues reporting of a promoted industry, the Company is required to report the revenues from domestic sales and export sales separately, also report separately between the promoted and non-promoted business. The required information are as follows:

Unit: Thousand Baht

For the year ended December 31, 2015

	Consolidated financial statements			Separated financial statements		
	Non-promoted		Total	Non-promoted		Total
	Promoted business	business		Promoted business	business	
Revenue						
Revenue from sales of land	320,564	1,894,542	2,215,106	315,692	887,557	1,203,249
Revenue from sales of land and factories	1,490,022	1,855,584	3,345,606	-	-	-
Revenue from sales electricity	6,170,893	3,006,472	9,177,365	-	-	-
Service income	489,523	500,704	990,227	10,341	333,744	344,085
Rental income	-	615,369	615,369	-	68,361	68,361
Compensation income from insurance companies	-	204,123	204,123	-	-	-
Dividend income	-	-	-	-	1,011,309	1,011,309
Other revenues	480	60,221	60,701	-	21,365	21,365
Total	8,471,482	8,137,015	16,608,497	326,033	2,322,336	2,648,369

Unit: Thousand Baht

For the year ended December 31, 2014

	Consolidated financial statements			Separated financial statements		
	Non-promoted		Total	Non-promoted		Total
	Promoted business	business		Promoted business	business	
Revenue						
Revenue from sales of land	2,618,048	17,870	2,635,918	296,996	17,870	314,866
Revenue from sales of condominium	-	6,900	6,900	-	-	-
Revenue from sales	8,447,113	85,860	8,532,973	-	-	-
Service income	303,363	82,636	385,999	12,038	306,312	318,350
Rental income	-	35,395	35,395	-	69,919	69,919
Interest income	40	7,106	7,146	-	21,945	21,945
Dividend income	-	-	-	605,579	-	605,579
Compensation income from insurance companies	-	95,299	95,299	-	-	-
Gain on change in investment classification	-	1,361,333	1,361,333	-	-	-
Other revenues	72	14,275	14,347	-	8,334	8,334
Total	11,368,636	1,706,674	13,075,310	914,613	424,380	1,338,993

39. COMMITMENTS AND CONTINGENT LIABILITIES

39.1 Long-term lease agreements

The Company and its subsidiaries

- (1) The Company and a subsidiary, has entered into the office rental and services agreement with a related company for 3 years starting December 1, 2015 to November 30, 2018. The monthly rental and services charge of Baht 497,798.50. The Company has paid deposit in the amount of Baht 1,345,078.50.
- (2) A subsidiary have entered into the office rental and services agreement with a related company for 3 years starting July 1, 2013 to June 30, 2016. The monthly rental and services charge of Baht 107,580. A Subsidiary have paid deposit in the amount of Baht 571,997.
- (3) A subsidiary have entered into the office rental and services agreement with a related company for 3 years starting April 1, 2015 to March 31, 2018. The monthly rental and services charge of Baht 182,368. A subsidiary have paid deposit in the amount of Baht 342,775.
- (4) TICON has commitments in respect of office rental and related service agreements made with a related company, with rental and service fees charged at a rate of Baht 17 million per annum. These lease agreements cover a 3 year period as from July 2015 to June 2018.
- (5) TICON and its subsidiaries have commitments in respect of 6 contracts made with “Industrial Estate Authority of Thailand” to rent land for the construction of standard factories for rent. These lease agreements are summarised as follows:

Contract No.	Contract period	Fees
21/2538-Nor Chor	December 13, 1995 - December 12, 2025	Baht 4.70 million per annum (a)
14/2540-Nor Chor	November 14, 1997 - November 13, 2027	Baht 0.66 million per annum (a)
8/2542-Nor Chor	August 18, 1999 - August 17, 2029	Baht 2.21 million per annum (a)
9/2544-Nor Chor	June 6, 2001 - December 31, 2018	Baht 5.59 million per annum (b)
Nor Chor Kor 002/2548	January 25, 2005 - December 31, 2018	Baht 0.75 million per annum (b)
Nor Chor 005/2549	April 25, 2006 - December 31, 2018	Baht 2.08 million per annum (b)

(a) The fee will be raised every ten years, at the rate of not more than 10% of the previous fee.

(b) The fee will be raised every five years, at the rate of not more than 10% of the previous fee.

As at December 31, 2015, the Company and its subsidiaries have future minimum lease payments required under these operating leases contracts as follows:

	Unit: Million Baht			
	Consolidated financial statements		Separate financial statements	
	2015	2014	2015	2014
Payable :				
within 1 year	46	108	3	3
Over 1 and up to 5 years	98	69	7	-
Over 5 years	49	58	-	-

39.2 Commitments from long-term agreement

Subsidiaries

- (1) Agreement to sale electricity to the Electricity Generation Authority of Thailand (EGAT), which is effective for a period of 25 years commencing from May 1999. Such company has to provide security of Baht 163.08 million in form of bank guarantee according to the Power Purchase Agreement with EGAT.
- (2) Agreement to purchase gas from PTT Public Company limited for the period of 21 years. Such agreement can be renewed or extended for another 4 years.

39.3 Capital commitments

As at December 31, 2015 and 2014, the Company and its subsidiaries have commitments in respect of projects development and constructions of approximately as follow:

Unit	Consolidated financial statements	
	2015	2014
Million Baht	2,700.06	3,072.34
Million USD	43.22	-

As at December 31, 2015, the Group has entered into the land purchase agreement in the amount of Baht 12 million. The Group have paid deposit of land in the amount of Baht 6 million.

39.4 Bank guarantees

As at December 31, 2015 and 2014, the Group has obligations with guarantees issued by commercial banks as follows:

Unit: Million Baht

	2015			2014		
	Parent		Total	Parent		Total
	Company	Subsidiaries		Company	Subsidiaries	
Letter of guarantee	642.02	1,330.92	1,972.94	630.52	1,123.44	1,753.96

39.5 Servitude over properties

As at December 31, 2015, the Group has servitude over land is presented under the caption of Property development costs, land held for development, investment properties and property, plant and equipment.

39.6 Guarantees of rental and service income

TICON as a property manager of TPARK Logistics Property Fund (“the Fund”) for 27 warehouses, has guaranteed minimum rental and service incomes (net of common area service fees of any vacant warehouses) of Baht 188 million per annum for the period from January 1, 2012 to December 31, 2016,. In the event that these net total rental and service incomes are less than the guaranteed amount, the Company is obliged to compensate the Fund for the shortfall.

TICON and TICON Logistics Park Company Limited, as the Property Managers of TICON Freehold and Leasehold Real Estate Investment Trust (“the Trust”), have agreed to guarantee the occupancy as follows:

- For only properties sold/leased on December 22 and 23, 2014 that have been vacant after the registration of the transfer of ownership or leasehold rights of properties was completed by compensating the Trust at the same rate of rental and service fee that the latest tenant had paid until the Property Managers are able to find a new tenant and the new tenant pays the rental and service fee to the Trust or until after 12 months from date that the Trust first invested in the properties and registered the ownership transferring or the leasehold rights of the properties.

- For only properties sold/leased on December 18 and 21, 2015 that have been vacant after the registration of the transfer of ownership or leasehold rights of properties or the contracts terminated during 12 months was completed by compensating the Trust at the same rate of rental and service fee that the latest tenant had paid until the Property Managers are able to find a new tenant and the new tenant pays the rental and service fee to the Trust or until after 12 months from date that the Trust first invested in the properties and registered the ownership transferring or the leasehold for 1st capital increase rights of the properties.

As at December 31, 2015, Baht 22 million units (2014: 22 million units) of the Ticon’s investment units in TPARK Logistics Property Fund, with a value under the equity method of Baht 152 million (2014: Baht 165 million), and a market value amounting to Baht 269 million (2014: Baht 263 million), were pledged with a bank as collateral for such guarantee.

39.7 Guarantees of rental and service income

Ticon has issued a letter of undertaking to a financial institution with respect to the indebtedness of the subsidiary of PT SLP Surya TICON Internusa of 25%, which is the proportion of the Ticon's indirect shareholding in this subsidiary. The undertaking is effective from October 29, 2015 to October 29, 2021.

39.8 Undertaking

As of December 31, 2015, the group guarantees the credit lines from financial institutions of the subsidiaries as follows:

	Unit: Million Baht
	Credit line
Company	723
TICON	4,067

40. Fair value hierarchy

As at December 31 2015, the Company and its subsidiaries had the assets and liabilities that were measured at fair value using different levels of inputs as follows:

	Unit: Million Baht			
	Consolidated financial statements			
	Level 1	Level 2	Level 3	Total
Assets for which fair value are disclosed				
Investments in associates	5,723	-	-	5,723
Investment properties	-	-	33,145	33,145
Liabilities for which fair value are disclosed				
Debenture	-	20,728	-	20,728

	Unit: Million Baht			
	Separate financial statements			
	Level 1	Level 2	Level 3	Total
Assets for which fair value are disclosed				
Investment properties	-	-	255	255
Liabilities for which fair value are disclosed				
Debenture	-	2,009	-	2,009

41. EVENTS AFTER THE REPORTING PERIOD

41.1 The Company allowed the holders of the Company's warrants the entitlements to the 17th exercise of ROJNA-W3 warrants on December 31, 2015, the Company has now completed the registration of the increase in its paid-up capital from Baht 1,967,256,174 to Baht 1,968,428,976, issuing new 1,172,802 shares at Baht 1 par value, with the Department of Business Development, the Ministry of Commerce on January 8, 2016.

42.2 The resolution of the Board of Directors Meeting 1/2016 held on February 29, 2016 has approved following matters:

Approved proposing the payment of a dividend of Baht 0.45 per share from the operating results for the year 2015, to propose to the Annual General Meeting of the Company's shareholders. During the year 2015, the Company already paid an interim dividend of Baht 0.20 per share.

Approved reducing the share capital of 990,416 shares with par value of Baht 1 per share from the registered capital of Baht 2,036,579,204 to Baht 2,035,588,788 by canceling ordinary shares outstanding from the stock dividend.

Approved issuing the debentures to be used as working capital, expanding its business or to repaying the outstanding debt. The total value of debentures offered each time, including all types of unredeemed outstanding debt shall not exceed Baht 5,000 million.

42. APPROVAL OF FINANCIAL STATEMENT

These financial statements have been approved by the Company's authorized director to be issued on February 29, 2016.