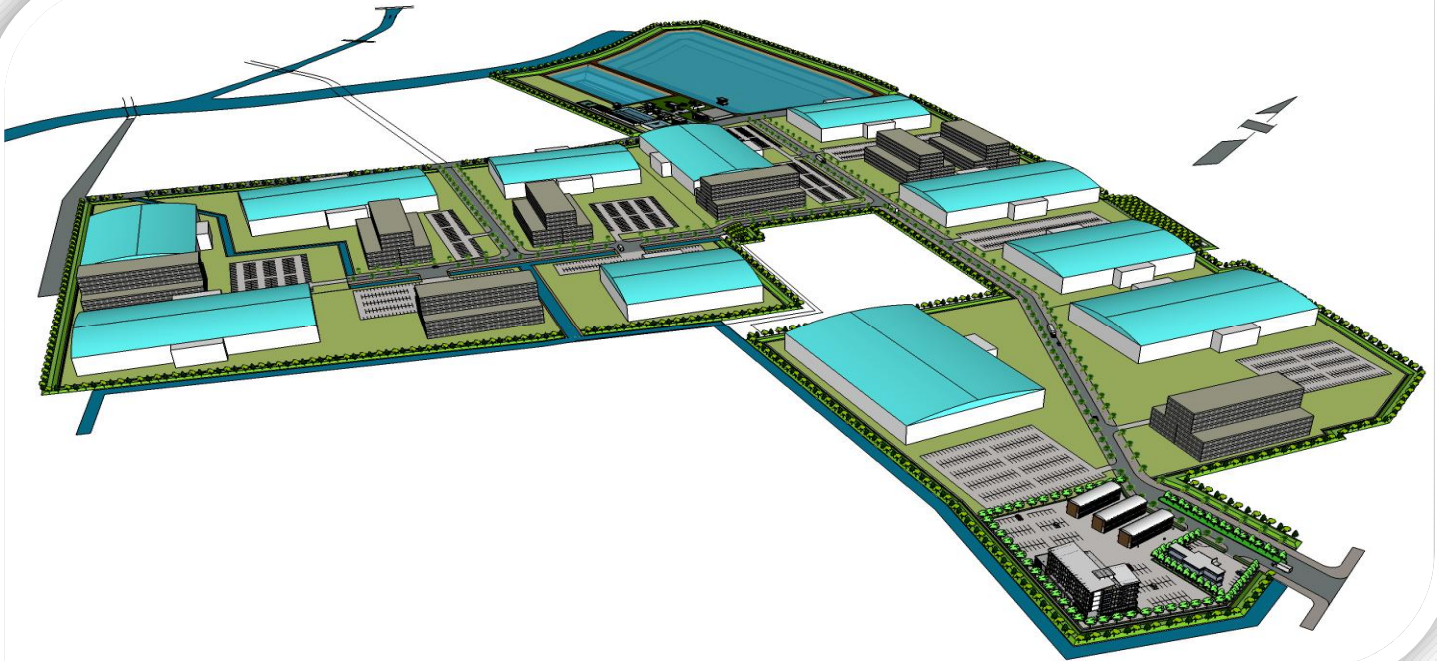




WORLD CORPORATION PUBLIC COMPANY LIMITED



WORLD CORPORATION PUBLIC COMPANY LIMITED

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Pathumthani 12150

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# Message from the Chairman

Dear All Shareholders,

World Corporation Public Company Limited is a company engaged in the business of real estate and others which participates in the promotion of social development and prosperity in those communities around the project as well expanding business interests of the company.

The company has a strategic plan to create a strong and profitable model in the long term, with its mission;

- To expand investment in real estate to cover all areas and meet different requirements.
- To promote sustainable energy and expand renewable energy
- To care for the communities we serve
- To increase the value of shareholders' equity

For the fiscal year 2019, The Company will focus on improving business policy, development and services for improved efficiency, better quality and cost management. Meanwhile, the company will continue contributing to the development of the economy and society through activities under our Corporate Social Responsibility (CSR) Policy, good governance, transparency, and adherence to good leadership. In addition, the discipline of risk management is an important factor that will bring success in creating value for our shareholders and generate stable returns.

The board of directors is confident in, and committed to, increasing the effectiveness and efficiency of operations and strengthening the stability of the Company and would like to thank our customers and the organizations that have provided support and trust.

On behalf of the Board of Directors I am confident that our strategies are in line with the project environments, can increase efficiency and effectiveness in operations and are committed to strengthening the stability of the company. I would like to thank our shareholders, clients and organizations which have supported and trusted the management of the company throughout.

Finally, thank you to the management and all employees for their participation as the major force in driving and developing the company to progress steadily.



Associate Professor Dr. Chirasak Chiyachantana  
Chairman

# The Board of directors



Associate Professor Dr. Chirasak Chiyachantana			
Position	Chairman/Chief Executive Officer		
Age	48 yrs.		
Education	Ph.D. Leadership and Human Behavior United States International University , U.S.A.		
	MBA Marketing Oklahoma City University , U.S.A.		
	B.S.C.E. Civil Engineering, University of Manila, Philippines		
Training	DCP 177/2013, 9 August 2013		
Working experience	2013-Current	Chairman	World Corporation Pubic Company Limited
	2006-Current	President	Western University

Dr.Sangsri Chiyachantana			
Position	Director		
Age	74 yrs.		
Education	DPA Public Administration , Ateneo De Davoa University , Philippines		
	MPA Organization and Management, NIDA		
	BBA Finance and banking Thammasat University		
Training	DCP 105/2013, 3 September 2013		
Working experience	2013-current	Director	World Corporation Public Company Limited
	2007-current	Member of University Council	Western University





Miss Jatechanya Boonchaleo			
Position	Director		
Age	45 yrs		
Education	Bachelor of Communication Arts Chulalongkorn University, Thailand		
Working experience	2561-current	director	World Corporation Pubic Company Limited

Associate Professor Dr.Ekaporn Rakkwamsuk			
Position	Director		
Age	57 yrs.		
Education	DPA Public Administration Ramkhamhaeng University		
	MA Political Science Thammasat University		
	LLB Laws Thammasat University		
Training	DAP 77/2009, 21 January 2009		
Working experience	2015-current	Director	World Corporation Public Company Limited
	2012-current	Member of University Council	Western University
	2008-current	Visiting Professor	Western University





Dr. Aphichat Samoon			
Position	Independent Director		
Age	48 yrs		
Education	Ph.D. Civil Engineering, Nagaoka University of Technology		
	Master of Soil Engineering, Asian Institute of Technology		
	Bachelor of Civil Engineering (First Class Honor), King Monkut's University of Technology Thonburi		
Working experience	2560-current	Director	World Corporation Public Company Limited
	2558-current	Senior Executive Vice President	TEAM Consulting Engineering and Management Co., Ltd.
	2557-current	President	Underground and Tunnel Construction Committee (TUTG)

Ph.D. Assoc. Professor. Chalermkiat Wongvanichtawee			
Position	Independent Director		
Age	48 yrs		
Education	Ph.D, Management, Siam University		
	Master of Construction Management, The University of New South Wales, Australia		
	Bachelor of Civil Engineering (Second Class Honor), King Monkut's University of Technology Thonburi		
Working experience	2560-current	Director	World Corporation Public Company Limited
	2543-current	Lecturer	Siam University





Mr.Sukont Kanjanahuttakit			
Position	Chairman of the Audit Committee		
Age	72 yrs.		
Education	MA Finance Virginia Polytechnic and State University , U.S.A.		
	BA Finance Virginia Polytechnic and State University , U.S.A.		
Training	DCP 96/2007 AACP 30/2010		
Working experience	2015-current	Chairman of the Audit Committee	World Corporation Public Company Limited
	2015-current	Chairman	Jasasset property development Plc.
	2012-current	Chairman	Srisawad Power 1979 Plc.

Dr.Praphakorn Smiti			
Position	Member of the Audit Committee		
Age	70 yrs.		
Education	Ph.D. in in Regional Development Strategies Chaiyaphum Rajabhat University		
	MPA Public Administration NIDA		
	Bachelor of Political Science Program in Politics and Governments Parsons College , U.S.A.		
Training	DAP 105/2013, 3 September 2013		
Working experience	2013- current	Member of the Audit Committee	World Corporation Public Company Limited
	2013-current	Chairman of University Council	Western University
	2004-2008	Governor	Chaiyaphum Province Chai Nat Province





Colonel Phanthip Katipagdeetham			
Position	Member of the Audit Committee		
Age	60 yrs.		
Education	MPA Public Administration NIDA		
	BBA Marketing Thammasat University		
Training	DAP 105/2013, 3 September 2013		
Working experience	2013- current	Member of the Audit Committee	World Corporation Public Company Limited
	2013- current	Member of University Council	Western University
	1987-current	Major General	Royal Thai Armed Forces

# Business Operations

## 1. Policy and overall Business Operations

### 1.1 Policies and corporate direction

The company plans to generate growth and profits over the long term, through quality process and creating flexibility for the company through the following corporate philosophy, vision and mission statement;

#### **Vision**

World Corporation, the leader in real estate investment in both industrial and commercial real estate, delivers unmatched value at the best possible time. Developing infrastructure and infrastructure through innovative technology and innovation, along with sustainable social development.

#### **Mission**

Commitment to develop industrial and commercial real estate projects. High-quality residential and infrastructure projects with innovative technology and innovation to address all customer needs.

- Focus on expanding business to sustainable growth, seeking for partners, investment opportunities, generating good returns, and protecting the interests of shareholders.
- Commitment to grow the organization to meet the good returns to shareholders, executives and employees.
- Provide customer service with willingness.
- Satisfy customers' different needs quickly and easily to maximize customer satisfaction.
- Carry out real estate projects along with the promotion of economic, social, environmental and community development to improve the quality of life of the people, management system with a standard of morality. Ethics and Good Governance

The Company and its subsidiaries intend to engage in horizontal and vertical real estate development business as industrial and commercial real estate for sale and lease of short-term and long-term space. It also includes short and long-term rental services. Products are divided into 7 groups.

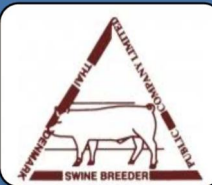
- Purchase and sale of land for commercial purposes, large, medium and small, for the company and the general public for development.
- Purchase, development, allocation and distribution of commercial land to the company and the general both inside and outside the industrial estate.
- Industrial and commercial projects for sale include industrial estate and commercial building.
- Residential projects for sale and lease of commercial space include condominiums.
- Business for rent and sale of commercial real estate (lands, warehouses, factories, small office buildings, large office building commercial buildings) with the general public.

- Development projects for industrial and commercial infrastructure services. This includes the sale of gas and water.
- Real estate project management business for the company and the general public.

The Company and its subsidiaries focus on the development of projects in the Central Business District and the Trade Zone of the Tourism Industry Zone, in the location of the potential and convenient transportation routes. To meet the needs of the target group of the company as well.

Industrial and commercial projects both horizontal and vertical, the projects developed by the company and its subsidiaries are land development projects, sales under construction, projects or sales characteristics upon completion of the project, depending on the nature of the project, market trends of the real estate, location, consumer demand and price suitability, and socio-economic factors.

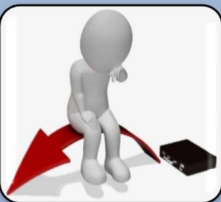
## 1.2 Change and Development of the Company.



World Corporation Public Company Limited ("the Company"), formerly known as "Thai-Danish Swine Breeding Company Limited" was incorporated in 1988. The company operates a pig farm. The livestock and live pigs to be propagated



In 1994, registered as a Public Company Limited (PCL) and changed name to "Thai-Denmark Swine Breeder Public Company Limited" with securities listed on the Stock Exchange of Thailand



Company faced liquidity problems. The Central Bankruptcy Court ordered rehabilitation and required the Company to form a rehabilitation plan on 26 July 2005.



In 2013, the family of Chiyachantana interested in investing in the Company (Back Door Listing). The Central Bankruptcy Court issued an order approving the revised rehabilitation plan on 23 May 2013. The Company successfully implemented the rehabilitation plan. Later, the company changed its name to World Corporation Public Company Limited.



In 2014, the Company is principally engaged in investment in educational institutions in the higher education sector. Real estate development and rental.



In 2015, the Company expanded its investment base in real estate development. Acquisition of 50% shares of Capital Link North Sathorn Co., Ltd. and acquisition of 80% shares of Phuket Future Development Co., Ltd. The Emerald Terrace Project in Patong

After the company expanded its investment base in the property development business. Management realizes the opportunity to make the most of the company. The investment plan after 2015 is as follows.

On 19 March 2016, the meeting of the Board of Directors of World Corporation Public Company Limited ("the Company") No. 4/2560 resolved to approve the policy on business operation. By the company. The Company and its subsidiaries intend to engage in real estate development business in the flat and vertical areas. It is an industrial and commercial real estate for sale and for short and long term rental. The industrial estate and residential areas are also sold. Including both short-term and long-term rental.

Subsequently, the Company acquired ordinary shares of World Industrial Estate Co., Ltd. (formerly known as Suburb Estates Co., Ltd.), which operates Lamphun 2 Industrial Estate in Lamphun. 100% shareholding in Thai Bonnet Trading Zone Co., Ltd., which is the operator of Bangpoo Industrial Estate. (North) in Samutprakarn province at 100%.

In addition, the Company acquired land and buildings in Premier Hatthai 1 Project in Hat Yai, Songkhla, and set up a new subsidiary, World Property and Asset Co., Ltd., to engage in real estate development. The subsidiary acquired land and building in Premier Hat Yai 2 Project.

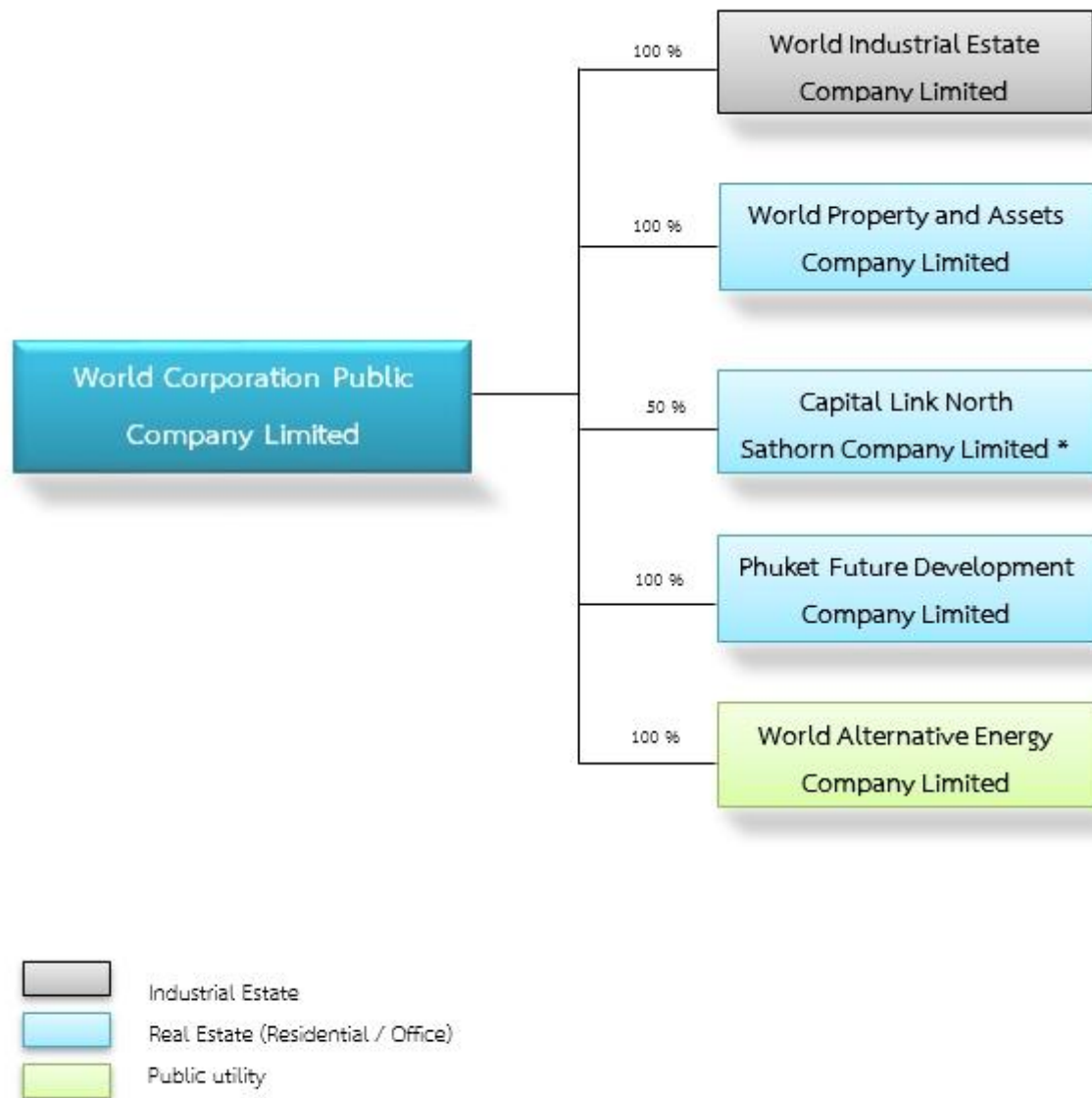
On July 19, 2017 the Board of Directors' Meeting of the Company approved to propose to the shareholders meeting to consider approving the disposition of shares from connected persons to details as follow:

1. Western U Company Limited and subsidiaries
- 2 . WP Assets Company Limited formerly known as Suvanabhumi Education Development Company Limited
3. WS Assets Company Limited formerly known as North Eastern International Education Company Limited
4. World Dental Hospital Company Limited
5. World Build Construction Company Limited

The objective is to sell the ordinary shares of the above company, which is a subsidiary company in the education business, in order to comply with the policy of the Company's business operation in the real estate development business and terminate the educational business.

On February 28, 2018, the Company disposed of its investment in Thai Bonnet Trading Zone Co., Ltd., as the management believes that the Company has no material assets to make profit. Also, if you continue to operate in the form of reaping the benefits of using utilities, you will have to invest and get a return instead of a slight return relative to the sale to invest in another property.

### 1.3 The shareholding structure



Note: \* Joint shareholder of Capital Link North Sathorn Co., Ltd. is Capital Link Company Limited holding 50%

## 2. Nature of Business

### 2.1 Revenue Structure by businesses

Product Line / Business Group	Operated by *	Shareholding	2018		2017		2016	
		(percent)	Million baht	(percent)	Million baht	(percent)	Million baht	(percent)
Real estate development	TBTZ	100	1,066.42	96.2	214.75	51.5	-	-
Condominium	WORLD	-	27.28	2.5	-	-	-	-
	PFD	100	-	-	30.10	7.2	370.42	30.2
Education Business (Canceled in 2018)	Education Group	-	-	-	-	-	801.93	65.4
Others			15.22	1.4	172.16	41.3	53.65	4.4
<b>Total</b>			<b>1,108.92</b>	<b>100.0</b>	<b>417.01</b>	<b>100.0</b>	<b>1,226.00</b>	<b>100.0</b>

Note: TBTZ is Thai Bonnet Trading Co., Ltd. The Company disposed its investment at the end of Q3.

WORLD is World Corporation Plc.

PFD is Phuket Future Co., Ltd. Development

Education is a subsidiary of 5 companies sold at the end of Q1.

1. Western Union Company Limited and a subsidiary of Western Union Company Limited
2. WTP PAs Co., Ltd. (formerly known as Suvarnabhumi Educational Development Co., Ltd.)
3. WASA ASSETS CO., LTD. Northeastern International Admissions Co., Ltd.)
4. World Dental Hospitality Company Limited
5. World Construction Co., Ltd.

\*\* Statements of 2061 and 2560 which are the comparative statements show the total income in the operation canceled.

### 2.2 Products and Services

The Company and its subsidiaries intend to engage in horizontal and vertical real estate development business as industrial and commercial real estate for sale and lease of short-term and long-term space. It also includes short and long-term rental services. Products are divided into 7 groups.

- Purchase and sale of land for commercial purposes, large, medium and small, for the company and the general public for development.
- Purchase, development, allocation and distribution of commercial land to the company and the general both inside and outside the industrial estate.
- Industrial and commercial projects for sale include industrial estate and commercial building.
- Residential projects for sale and lease of commercial space include condominiums.
- Business for rent and sale of commercial real estate (lands, warehouses, factories, small office buildings, large office building commercial buildings) with the general public.
- Development projects for industrial and commercial infrastructure services. This includes the sale of gas and water.
- Real estate project management business for the company and the general public.

The Company and its subsidiaries Focusing on the development of projects in the Central Business District and the Trade Zone, the tourist area in the potential location with convenient transportation routes.

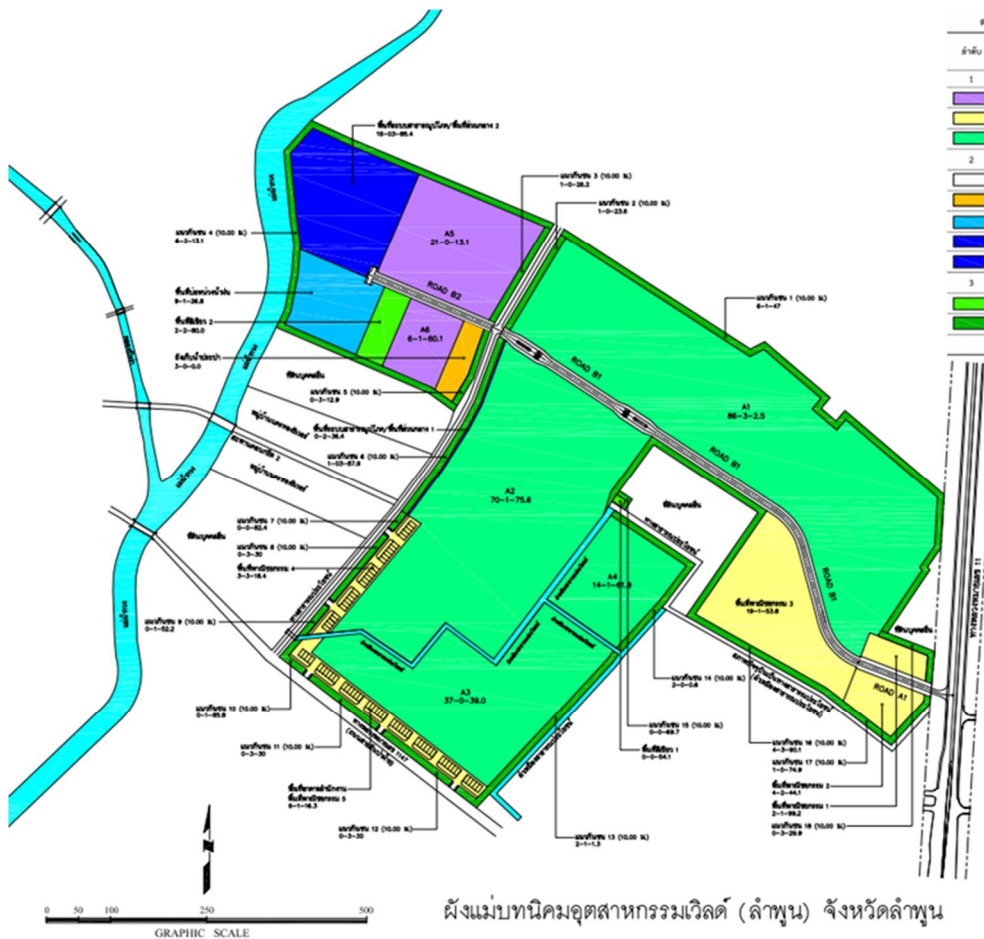
In addition, the Company's products have a variety of styles and quality that can meet the needs of the target group of the company as well.

Industrial and Commercial Projects Both horizontal and vertical. The projects developed and developed by the Company and its subsidiaries are land development projects under development. Or sales characteristics when completed. Depending on the nature of the project. Market trends of real estate, location, consumer demand and price level and socio-economic factors. Here are the details.

### **2.2.1 Industrial estate projects**

The industrial Estate operated by World Industrial Estate Company Limited (the subsidiary). The industrial estate is in operation between The Industrial Estate Authority of Thailand and the subsidiary with providing in property and investment costs by the subsidiary. The concept of Eco Industrial Estate is used in project development under the guidance and approval of The Industrial Estate Authority of Thailand control.

The entire project is located along Chiang Mai – Lampang super highway no. 11, at kilometer 533, Makua Jae sub district, Muang District, Lamphun Province, within the proximity to the Northern Region Industrial Estate. The surrounding areas is mainly of commercial and industrial areas which are consisted of shopping centers, markets, car showrooms, petrol stations, restaurants, Northern Region Industrial Estate and factories (located outside the estate). The secondary roads are alternately categorized by the functionalities between commercial and residential areas which are consisted of commercial buildings, apartments, small space living projects and constructed houses. The notable places around the projects are such as the Northern Region Industrial Estate, Big C super market and Makro super market.



ผังแม่บทนิคมอุตสาหกรรมเวสต์ (ลำพูน) จังหวัดลำพูน

## Project's details

### Location

Located along Chaing mai – lampang Super highway (highway 11), Makua Jae Sub district, Muang District, Lamphun Province.

### Details of usable areas

The entire project's area is consisted of 104 lots

The total area is 350-1-47.6 rai or 140,147.6 square wah.

All areas of the project contains **104** plots of land

Total area **350-1-47.6** rai or **140,147.6** square two-meters

Utilities area consists of **8** plots of land

with total area of **33340.40** square two-meters, or **83-1-40.4** rai

Road **18-2-23** rai or **7,423** square two-meters

Green area **39-1-48** rai or **15,748.80** square two-meters

Other public area **25-1-68.6** rai or **10,168.60** square two-meters

Accounted for **23.79%** of the area.

sale areas contain **14** plots

Total area **267-0-7.2** acres or **106,807.2** square meters.

Accounted for **76.21%** of the area.

City planning mandates	The city planning mandates of Lamphun as of 2013 is applied as green areas (6.4) which is allocated for rural and agricultural areas
Optimal usage	Industrial and commercial sectors
Assets value	Based on Sale Comparison Value by Rich Appraisal Company Limited on March 4, 2017, valued at Baht 1,013,600,000.00.
Ownership document	167 Land title deeds
Public utilities	Roads, Water facility, water treatment facility, rain retention pond, electricity, telephone
Period of development.	2017-2020

### Utility System



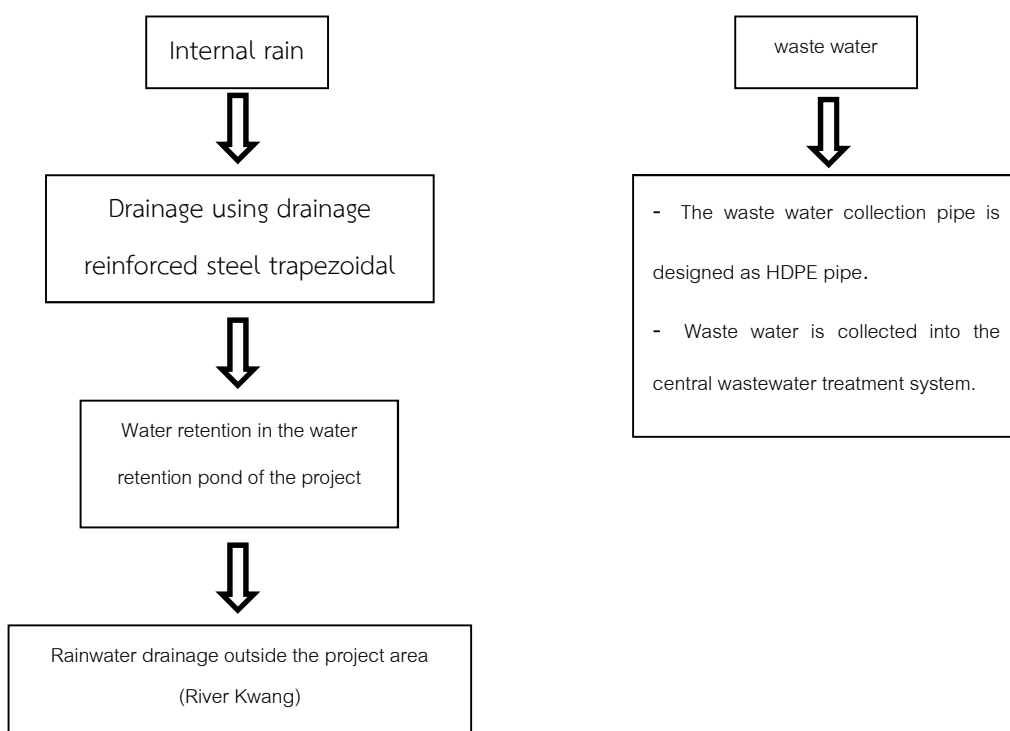
### Road system

The project provides a main road. There is a width of not less than 20 meters connected to Highway 11, and the secondary roads have a width of not less than 16 meters.



### Drainage and flood protection

Industrial wastewater collection systems and water collection pipes are separated by drainage and rainwater



**Water sources come from 2 sources.**

1. The surface water outside the project is the Kuang River.
  2. Provincial Waterworks Authority, Lamphun
- Water demand of the project is about 2,000 cubic meters / day.

### **Plumbing**

Stage 1 Pump water from the river in the rainy season to collect in the raw reservoir of the project.

Stage 2 Raw water from raw reservoirs is pumped into the Rapid Sand Filter system, which is a highly efficient system that uses less space and can easily expand the production rate of the system.

Stage 3 The water that is passed through the production system is released into the clear water tank to wait for further pumping.

The sludge generated by the tap water production system is dried and sent to the industrial waste disposal center licensed by the Department of Industrial Works.

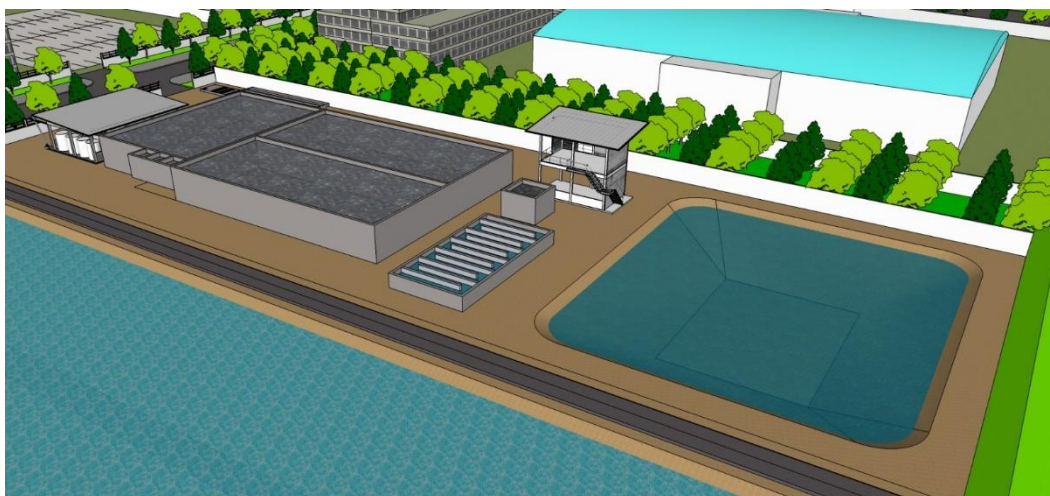
### **Central wastewater treatment**

Stage 1: Waste water from each plant will be treated with a primary wastewater treatment system.

Stage 2 Wastewater is treated with a central wastewater treatment system, which is a continuous aerator system. The treated wastewater will meet the criteria of wastewater discharge standards of the relevant authorities.

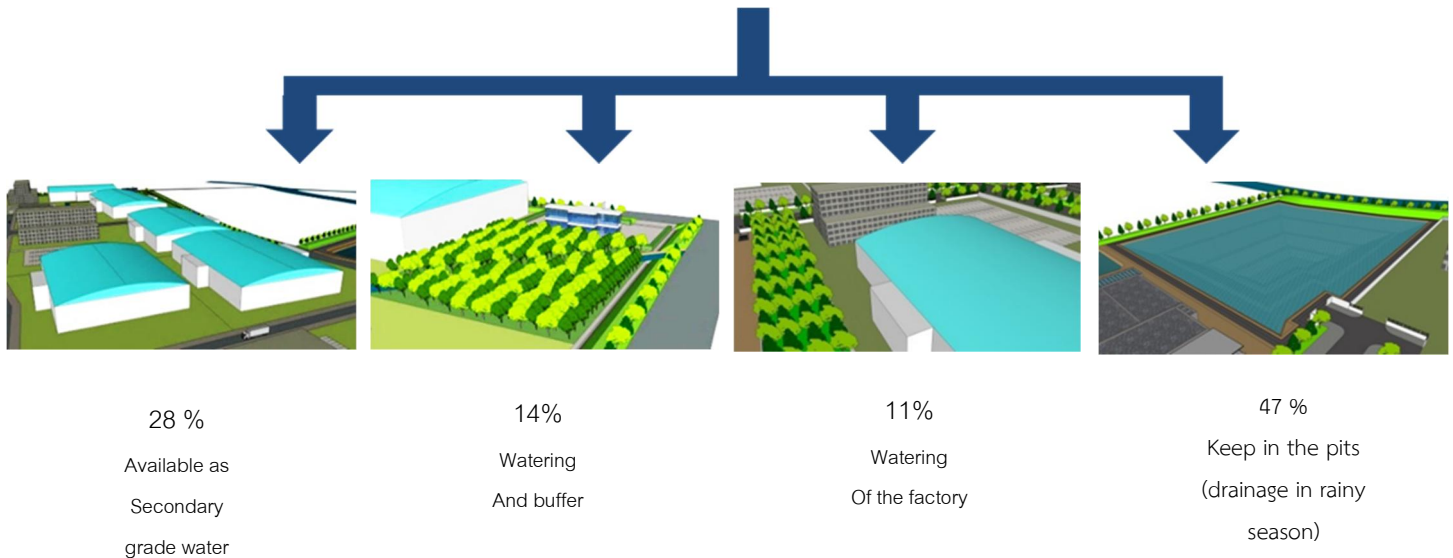
Stage 3: The treated wastewater is sent to the treatment pond to improve the effluent quality before discharge into the environment.

- The project will bring the wastewater treatment to the standards and reuse as much as possible to reduce the drainage into the canal.
- Ability to treat > 2,200 m<sup>3</sup> / day



## Wastewater management after treatment

### Central wastewater treatment

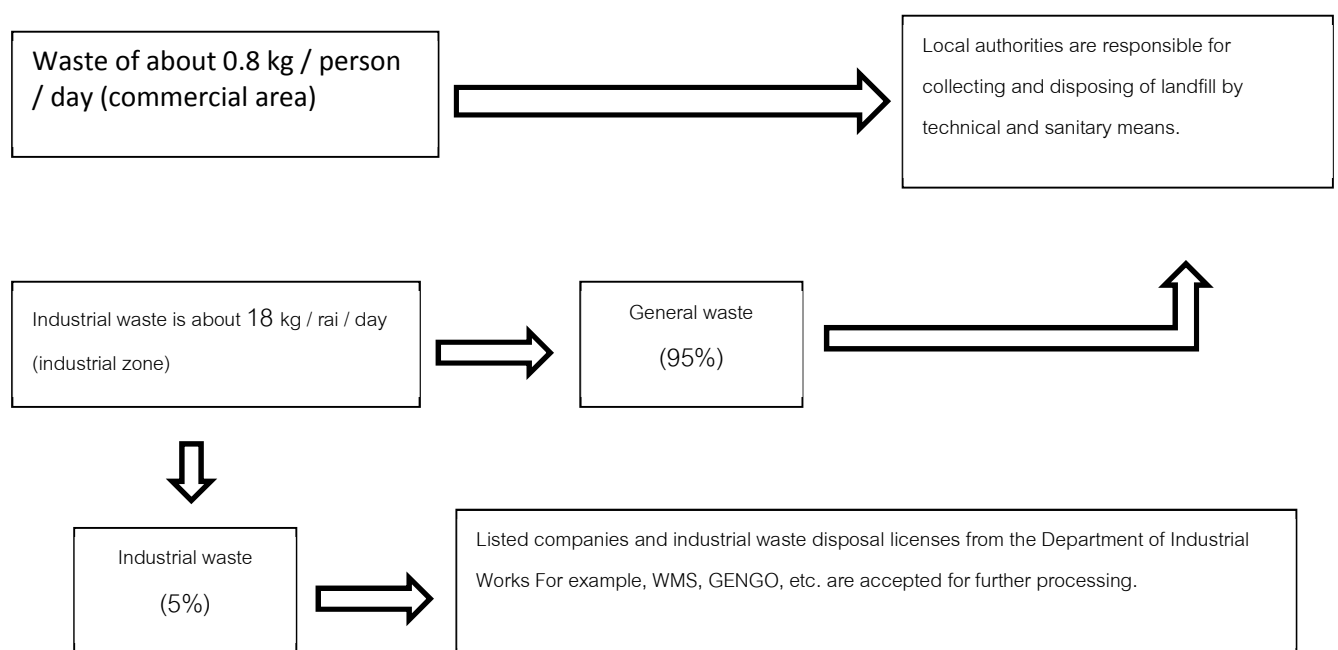


## electrical system

The project has a demand for electricity at a rate of 50 kV / rai, including a total electricity consumption of about 18 megawatts (when the plant is fully set up).

Power supply is from the main power station of Provincial Electricity Authority (Lamphun Province) to the subterranean area of the Northern Industrial Estate on the side of Highway 1147 or from the main road, Highway 11

## Waste Management, Waste and Industrial Waste



### Sprinkler System

- Firefighting design of standard reference projects.
- National Fire Protection Association (NFPA) of the United States.
- The project will use the fire extinguishing system in conjunction with the water supply pipeline, fire extinguisher and fire pumps.

### Progress in sales and construction.

Details	Progress
Sales progress (The project has already been launched)	
Land transferred	-
Land is not sold yet.	75 %
Land for sale	25 %
Progress in construction	
Land Development	31 %
Utility Development	-

### 2.2.2 Real estate development projects for sale

The company and its subsidiaries had invested in real estate development projects that consist of 3 condominiums projects for sale, as follows:

Premier Hat Yai 1 project, located at Hat Yai District, Song Kla Province, being developed by the company.

Premier Hat Yai 2 project, located at Hat Yai District Song Kla Province, being developed by World Property and Assets Company Limited.

And The Emerald Terrace Condo Patong, located in Phuket Province, being operated by Phuket Future Development Limited.

The details of the above mentioned projects are as follows:

#### Premier Hat Yai 1 and Premier Hat Yai 2

The Premier Hat Yai 1 project is developed by the company while Premier Hat Yai 2 is being developed by World Property and Assets Limited. Both projects are to be developed as condominium for sale and located along Kanchanawanich road, Kor Hong Sub District, Hat Yai District, Song Kla Province. The property is within the proximity of Central Festival Mall as well as Prince of Songkla University, hospitals and other notable places.

The total area of Premier Hat Yai 1 is approximately 3 rai while Premier Hat Yai 2 has a total area of 1 rai. The development details of the 2 projects are as follows:

Buildings and construction	Public Utility area	Land title deeds of the building construction	Number of units	value (Million baht)
<u>Project: Premier Hat Yai 1</u>				
7 stories Residential Building 1	4,006.66	270796	78	(Income Approach) 141.16
7 stories residential building 2	4,006.66	270798	78	(Income Approach) 141.16
Total	8,013.32	-	156	282.32
<u>Project: Premier Hat Yai 2</u>				
7 stories Residential Building 1	4,006.66	270799	78	(Income Approach) 140.72
7 stories residential building 2	4,006.66	270797	78	(Income Approach) 138.59
Total	8,013.32	-	156	279.31



completed Interior visualization



Project's interior visualization

The pictures demonstrate the project's concept of providing elegance and style to the residents while having the access to the main street of Hat Yai. The design is based on energy saving principle, spacious and fully equipped facility. Urban comfort in the heart of Hat Yai for Thais and foreign residents

## Current construction progress

Building constructions	Progress
<u>Project: Premier Hat Yai 1</u>	
7 stories residential building 1	95%
7 stories residential building 2	65%
<u>Project: Premier Hat Yai 2</u>	
7 stories residential building 1	58%
7 stories residential building 2	70%

## Project sale progress

Building constructions	Sold units	%	Unsold units	%	Transfer ownership (unit)	Percentage
<u>Project: Premier Hat Yai 1</u>						
7 stories residential building 1 (78units)	28	35.90	34	43.59	16	20.51
7 stories residential building 2 (78 units)	7	8.97	71	91.03	-	-
<u>Project: Premier Hat Yai 2</u>						
7 stories residential building 1 (78 units)	40	51.28	38	48.72	-	-
7 stories residential building 2 (78 units)	16	20.51	62	79.49	-	-

Project development's timeframe 2017 – 2019 (2 years)

### The Emerald Terrace Condo Patong Project

The Emerald Terrace Condo Patong Project is developed by Phuket Future Development Limited as property development to sell condominium units. It is located in the along Baramree Road, Patong Sub District, Kra Tu District, Phuket Province. It is in the vicinity of Patong Beach area and other important tourism spots.

The details of the project are as follows:

Project	Area Measurement (rai- ngarn- wah)	Number of floors	Number of Buildings	Units	Value (million baht)	Development timeframe	Progress	
							Sale	Construction process
Project: The Emerald Terrace Condo Patong								
Phase 1	1-3-89	8	1	141	(Cost Approach) 228.45 (Income Approach) 397.95	January 31 <sup>st</sup> , 2015 – December 31 <sup>st</sup> 2017	106 units sold, 29 units reserved, 6 units available	100 %
Phase 2	0-1-30	8	1	36	(Cost Approach) 62.66 (Income Approach) 45.86	January 31 <sup>st</sup> , 2015 – December 31 <sup>st</sup> 2019	24 units reserved, 12 units available	30 %

### 2.2.3 Utilities and others

#### Utility Distribution Project

Operated by World Alterne Energy Co., Ltd. The purpose is to produce energy for use in industrial estates of the Group. The main products planned for operation are gas.

#### North Satorn Resident Project

The project is being developed by Capitol Link North Satorn Limited as a real estate development business. At present, the project is going through feasibility studies and planning stages.

## 2.3 Marketing Competition and Industry Trends

### 2.3.1 Characteristics of the market

#### Customers and target groups

##### *Industrial Estate Projects*

The target group will be selected based on the adequacy and potential of the public utilities including the main pollution from the activities of various industries to be set up. The industrial groups that will be involved in the production activities will have to send their production activities and pollution to the project.

- Electronic industry, such as parts manufacturing and electronic devices for electronics, computers, mobile phones, automotive parts and accessories and microchips
- Agro-industry sector, such as agricultural processing plants, dried longan plant.
- Food and Beverage Industry, such as frozen vegetables and fruits, food products
- Construction industry such as assembly plants for shutters, windows, aluminum, UV or sun resistant materials and energy saving devices
- Manufacturing of parts and accessories industry such as automobile parts, motorcycles, camera lens.
- Wood processing industry such as photo frame, interior decoration.
- Jewellery industry, such as jewelry factory made of gold, diamond grinding
- Leather industry such as leather dyeing factory and leather
- Other industries such as cosmetic factories, cold storage and wood processing, warehouse for storage also domestic and international freight forwarders



The type of business supported by Thailand Board of Investment (BOI).

- Agricultural and agricultural products such as baking, production and preservation or food additives using modern technology
- Light industry, such as the manufacture of textile parts, the manufacture of shoes or parts, etc.
- Metal Products Machinery and equipment such as the manufacture of tools, measuring machines, equipment, parts etc.
- Electronic industry such as parts production, production of electrical appliances and electronics assembly
- Chemicals, paper and plastics, such as the production of environmentally friendly chemicals.
- Services and utilities such as basic utilities system, promotion of tourism, establishment of a distribution center.

Lamphun is an area that has the potential to develop as a center of prosperity in the upper northern region and an economic triangle with Chiang Mai. By the Northern Industrial Estate The project area is over 1,800 rai with full investment and can not be expanded to receive new investment. The project can accommodate new investors. And the former investors in the Northern Industrial Estate with additional demand for space.

Northern Thailand 2057 has the concept of sustainable management of natural resources and land use. To balance the urban system in urban and rural development. Increasing activity capacity and

economic growth in the area. And the balance between the population. Settlements and occupation The role of the northern region as a hub for the Mekong sub-region, which can be linked to different countries. The role of the Northern Region as a hub for the Greater Mekong subregion, which can be linked to other countries, is emphasized by linking the economic base of the city to the main centers. The North-South corridor and the East-West corridor.

Lamphun is designated as the textile and apparel industry. Thai Lanna Weaving Industry Electrical and Electronics Industry Automotive parts and zinc metal (Agricultural machinery And household appliances) and the local handicraft industry.

#### *Residential project*

Current housing projects Operated by the Company and its subsidiaries. All located in Southern Thailand. Customers and target customers are: Those who live in the south and foreigners traveling to the south.

The customers and target groups of Premier Hat Yai 1 and Premier Hat Yai 2 are the target customers and target groups who are domiciled in Songkhla. Neighborhoods Including foreigners in Malaysia and Singapore, as detailed in the following.

Customer's domicile (province)	Premier Hatyai 1 (Sold 51 units)	Premier Hatyai 2 (Sold 56 units)
	Proportion (percent)	Proportion (percent)
Songkhla	31.82	43.75
Pattani	10.23	12.50
Narathiwat	6.82	4.17
Yala	3.41	4.17
Trang	2.27	3.13
Satun	2.27	1.04
Other provinces are in the south.	7.95	3.13
Bangkok	18.18	2.08
Provinces in other parts of Thailand.	10.23	-
abroad	6.82	26.03

From the table showing the customer's domicile, more than half of Hat Yai 1 Premier's customers are domiciled in the South. 64.77% of customers are domiciled in Songkhla Province, accounting for 31.82%.

Customers in the neighboring provinces of Pattani, Narathiwat, Yala, Trang and Satun accounted for 25%. In other provinces of the South accounted for 7.95 percent. The customer is domiciled in Bangkok. And other provinces in the region of Thailand accounted for 28.41 percent. In addition, there are customers who are domiciled in foreign countries, Malaysia and Taiwan accounted for 6.82 percent.

Likewise, for Premier Hat Yai 2, more than half of its clients are domiciled in the south. The percentage of customers in the provinces is Pattani, Narathiwat, Yala, Trang and Satun, which accounts for 25.01% of the total. The customers are located in neighboring provinces of Pattani, Narathiwat, Yala, Trang and Satun. In other provinces The southern part accounted for 3.13 percent. The customer is domiciled in Bangkok. There are also overseas customers, Malaysia and Singapore, accounting for 26.03%.

It can be seen that in addition to customers in Songkhla province where the project is located. Customers residing in other southern provinces and foreigners in Malaysia. They are interested in buying condominium units. This is due to the location of the project. Hat Yai is the main campus of Prince of Songkla University. It is a large university that offers a wide range of courses. There are many students from all over the country. It is also the workplace of many personnel. There are also medical centers with people from many provinces. Hat Yai is also considered as a commercial center in the south. Customers who come to work, contact business or other necessities, whether education. Medical Services Choose to buy the project suite for ease of doing business and stay.

The Emerald Terrace Condo Group's customers and target groups include foreigners in Europe, the USA, Australia and more.

## 2.3.2 Distribution channels and marketing strategies.

### Industrial Estate Projects

#### Distribution channels

**MASTER PLAN | マスタープラン**

**Summary Land Use (ตารางการใช้ที่ดิน)**

ประเภทการใช้ที่ดิน	เนื้อที่ (ไร่)	เนื้อที่ (ตารางวา)	เนื้อที่ (ตารางเมตร)	เนื้อที่ (ไร่)	เนื้อที่ (ตารางวา)	เนื้อที่ (ตารางเมตร)
1. Industrial Zone	1,000.00	160,000.00	1,600,000.00	1,000.00	160,000.00	1,600,000.00
2. Residential Zone	500.00	80,000.00	800,000.00	500.00	80,000.00	800,000.00
3. Commercial Zone	200.00	32,000.00	320,000.00	200.00	32,000.00	320,000.00
4. Public Use Zone	100.00	16,000.00	160,000.00	100.00	16,000.00	160,000.00
5. Green Zone	100.00	16,000.00	160,000.00	100.00	16,000.00	160,000.00
6. Road Zone	100.00	16,000.00	160,000.00	100.00	16,000.00	160,000.00
7. Water Zone	100.00	16,000.00	160,000.00	100.00	16,000.00	160,000.00
8. Other Zone	100.00	16,000.00	160,000.00	100.00	16,000.00	160,000.00
<b>Total</b>	<b>2,100.00</b>	<b>336,000.00</b>	<b>3,360,000.00</b>	<b>2,100.00</b>	<b>336,000.00</b>	<b>3,360,000.00</b>

**WORLD INDUSTRIAL ESTATE (LAMPHUN)**  
**วอร์ลด์อุตสาหกรรมเวิลด์ (ลำพูน)**  
**ワールド工業団地(ラムプーン)**

**บริษัท เวิลด์ อินดัสเทรียล เอสเตท จำกัด**  
**WORLD INDUSTRIAL ESTATE CO.,LTD.**  
 Subsidiary of WORLD CORPORATION PUBLIC COMPANY LIMITED

**World Industrial Estate Co., Ltd.**  
 4/100-11, Rajabhat Rd., Lamphun, Lamphun, 51000  
 Telephone : +66 2 551-4356 Fax : +66 2 551-4357  
 Mobile : +66 92 575-7000  
 Website : www.worldindustrial.co.th  
 E-mail : info@worldindustrial.co.th

**Office Industrial Estate Authority of Thailand (IEAT)**  
 618 Monivattana Rd., Bangkok, 10500  
 Telephone : +66 2 253-0500 Fax : +66 2 253-4036  
 Website : www.ieat.go.th  
 E-mail : ieat@ieat.go.th

**Northern Region Industrial Estate**  
 61/100-11, Rajabhat Rd., Lamphun, 51000  
 Telephone : +66 53 581-001  
 Fax : +66 53 581-001  
 Website : www.worldindustrial.co.th  
 E-mail : northern@worldindustrial.co.th



The sales price of the project is as follows.

Area (rai)	Price per Rai (Baht)
150-236	6,400,000
120-150	6,700,000
70-120	7,600,000
1-70	8,000,000

**World Industrial Estate (Lamphun)** Sale Office located at no. 4 Moo 11, Lamlukka, Patumthani and at World Industrial Estate (Lamphun), Chiang Mai – Lampang Super Highway, Makua Jae Sub District, Muang District, Lamphun Province.

Tel. : 02-563-4056, 092-537-7500 Fax : 02-563-4057 Website : [www.worldcorp.co.th](http://www.worldcorp.co.th)

*Residential project*

Distribution and distribution channels

Currently, the Company has three projects, namely, Premier Hatyai 1, Premier Hadyai 2 and The Emerald Terrace Condo in which each project is priced. as follows

Building	Unsold (Unit)	Price (bath)/unit
<u>Premier Hatyai 1</u>		
7 storey condominium building 1	34	2,000,000-3,600,000
7 storey condominium building 2	71	2,000,000-3,600,000

Building	Unsold (Unit)	Price (bath)/unit
<u>Premier Hatyai 2</u>		
7 storey condominium building 1	38	2,000,000-3,600,000
7 storey condominium building 2	62	2,000,000-3,600,000

Building	Unsold (Unit)	Price (bath)/unit
<u>The Emerald Terrace Condo Patong</u>		
8 storey condominium building 1 (141 units)	6	2,000,000-4,000,000
8 storey condominium building 2 (36 units)	12	2,000,000-4,000,000

Premier Hat Yai 1 and Premier Hat Yai 2 Sale office located at 85/35 Moo 5, Kanchanawanich road, Hat Yai District, Song Kla Province 90110

Tel. : 088-7816477 , 02-5634056 Websie: [www.worldcorp.co.th](http://www.worldcorp.co.th) , [www.ibgrandhatyai.com](http://www.ibgrandhatyai.com)

The Emerald Terrace Condo Patong Sale Office Located at Baramee Road, Patong Sub District, Kra Tu District, Phuket 83150

Tel : 02-5634056 Website [www.worldcorp.co.th](http://www.worldcorp.co.th)

### Marketing strategies

#### -Location

The location of Premier Hat Yai 1 Premier Hat Yai 2 is located near Hat Yai city center. There are many places such as Prince of Songkla University. Hospital Medical Center Central Plaza Make your living comfortable in the city of Hat Yai. Suitable for people of all ages. The Emerald Terrace Condo is located in one of Phuket's major tourist destinations, Patong Beach.

#### Clients

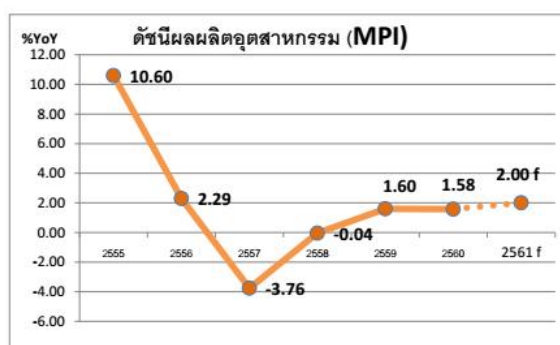
Premier Hat Yai 1 and Premier Hat Yai 2 have targeted clients who work in Hat Yai. Businessmen or entrepreneurs in various fields in the city of Hat Yai. Neighborhoods Malaysian and Singaporean

### 2.3.3 Industry conditions and competition

#### Industry potential

##### *Industrial Estate*

Industrial estates are land areas allocated to industrial plants. Industrial area Facilities and infrastructure such as roads, sewers, central sewage plants. Flood protection, electricity, water supply, telephone, the factors that affect the industrial trend of the industrial estate project is the factory.



Manufacturing Production Index (MPI) 2012-2018

Source: The Industrial Economic Status Report for 2017 and Trend for 2016 by the Office of Industrial Economics

According to the Office of Industrial Economics, in 2017, the MPI grew by 1.58%, compared to 2016, expanding by 1.6 %. Industrial production expanded well in 2017, electronics (Exports to mainstream markets and trends in The Internet of Things (IOT)). Automobiles (the expansion of the domestic market due to the expansion of the domestic economy). Food industry (From increased productivity. Moreover, the food industry has been driven by export growth as demand for food continues to grow. Consumption in the country increased.)

In addition, the Ministry of Industry recognizes the importance and necessity of upgrading the Thai industry to the 4.0 industry under the Thailand 4.0 concept.

- Establishment of measures / guidelines for the development of target industries and the implementation of measures under the measure.

1. Measures to support the production of electric cars powered by electricity in Thailand, approved by the Cabinet on March 28, 2017, with the vision "Thailand is a safe, clean and safe vehicle, and a powerful test center to raise Thai standards to international standards." Targeted to produce xEV 25 % of domestic car production by 2036.

2. Measures to develop robots and automation The Cabinet approved on August 29, 2017, a two-year target to stimulate the domestic robotics market over a five-year period to enhance sophisticated robotics and automation technology. Thailand is the leader in manufacturing and using robots and automation systems in ASEAN with their own technology. It is expected that within 5 years after the drive, the industry will increase the use of robots. Especially many labor-intensive industries, such as the food industry. Logistics and Electrical and Electronics Industry It is expected to increase by at least 30 % from current.

- Entrepreneurship Development

Ministry of industry By the Department of Industrial Promotion. Integrated with the Office of Small and Medium Enterprises Promotion Small and Medium Enterprise Development Bank of Thailand Industrial Estate Authority of Thailand Specialized Financial Institutions And other related agencies. Set measures to support and develop SMEs in 2018 under "Special measures to drive SMEs towards the 4.0." The Cabinet approved a resolution on December 19, 2017, divided into two parts. And financial measures, as well as budgetary frameworks for implementing projects.

Measures for promotion and development are integrated with government agencies, the private sector, the education sector and other relevant agencies under key frameworks and projects, such as the upgrading of the Local Economy. The program consists of the Creative Industry Village Plus, the Industrial Build-up Opportunities Program, the Community Revenue Generation Opportunity Program, and the Thai Agro-Industry Business Entrepreneurship Project. The upgrading and expansion of the Industry Transformation Center. Train the Coach by developing a coach with the knowledge, skills and abilities that will help the entrepreneurs to solve business problems. The Big Brothers project is encouraging big industry players to help SMEs upgrade the Digital Value Chain to Drive SMEs to the Global Value Chain via the Digital Platform B2B. Enhancement Program for SMEs around Financial To encourage SMEs to have knowledge and access to one account. SME Standard Up project to upgrade SMEs to the right standards. The standard system (TIS) is used to meet market demand.

For financial measures It is a measure that helps SMEs to access capital by improving access to capital. Raise the limit Adding target Include restrictions on certain criteria or conditions to enable SMEs to access capital resources based on their potential. It can revitalize business, expand business, create jobs or create jobs and generate income for SMEs in a comprehensive and thorough way. The first group focused on supporting small enterprises. 8,000 million baht for SMEs (local economy loan). 50,000 million baht for local economy loan. Transforming Loan for Soft Loan (Soft Loan). Phase 2) 20,000 million baht. There are also loan programs for SMEs of specialized financial institutions. There are plans to carry out credit projects to support SMEs. Target groups covering the manufacturing, trade and service sectors will have access to

capital resources to run their businesses in 2018 or as a continuation project. Total amount is 165,000 million baht.

- Industrial development in the Eastern Economic Corridor

The Ministry of Industry places emphasis on spatial development under the concept that spatial development must be linked in line with the development of industry in other issues in a consistent and harmonious way. Operations / projects must take place in appropriate areas. And bring benefits to people in the area. Not only in big cities. A concrete example of a driving force is the development of the Eastern Economic Corridor (EEC), which covers the development of three areas, namely Chachoengsao, Chonburi and Rayong, in order to develop a strategic and important strategic area. Manufacturing 10 Target Industries targeted by the investment plan to develop the area. The total investment of both the public and private sectors is estimated at 1.5 trillion baht in the first five years, including investment in new cities worth 400 billion baht, industrial investment of 500 billion baht, and investments in infrastructure such as U Tapao Airport. Supports 3 million passengers / year. Investment for Map Ta Phut and Laem Chabang Ports. It will focus on upgrading the competitiveness of the country while promoting quality of life and sustainable development. To propel the national strategy according to the guidelines of Thailand 4.0.

If the EEC Area Development Plan is in place, it will lead to the development of industrialized clusters in the Eastern Economic Corridor. It is expected to contribute to the economic growth of 5 percent per year, employing over 100,000 new jobs per year, cutting logistics costs by 400 billion baht a year. 10 million tourists a year and the new tax base 100 billion per year. In developing the EEC area, the government will push through the targeted projects. The investment plan for 5 years (2017-2021), such as

1) Development of infrastructure and transportation including U-Tapao Airport. Sattahip Commercial Port Laemchabang Port Map Ta Phut Port high-speed train The new motorway and the Digital Infrastructure

2) Development of target industries including intelligent vehicles. Aviation industry Robotics and Automation, Smart Electronics, Advanced Petrochemicals and Bio-economy, Complete Medical Industry. Including the Innovation Hub.

3) Tourism Development The landmark of the area for tourism development. And take advantage of the transportation network.

4) Global Business Hub Development There will be a free trade area. And urban development Infrastructure in all dimensions Both electricity and water supply systems and high speed internet.

In addition, the Ministry of Industry is in the process of drafting the Special Area Development Act in order to develop the area continuously and systematically in accordance with the principle of sustainable development, the land use in the Eastern Region will be appropriately suited to the conditions and potential of the area. It will also enhance the competitiveness of the country as a whole. In particular, the promotion of commercial and industrial enterprises using advanced technology, innovation and innovation. And environmentally friendly in that area. The Cabinet (Cabinet) on September 19, 2560 approved the bill proposed by the Ministry of Industry. It is currently under consideration by the National Legislative Assembly prior to its adoption in 2018.

- The use of information technology to support industrial development

In 2018, the Ministry of Industry will implement the technology to facilitate the issuance of licenses to support industry 4.0 (Thailand) and Thailand 4.0 (Thailand) according to the government policy.

The Thai Industrial Standards Institute (TISI) will launch the TIS (E-license) system to reduce licensing time from 46 days to 10 days. This has further facilitated the consideration of imported standard eye-care products. To the entrepreneur and the public. The National Single Window (NSW) takes just one working day and the certification of the Community Product Standards (NTC) is introduced. E-Certificate is available to reduce the service time from 73 business days to 33 business days and use QR Code on the certificate. This will give consumers access to valid credentials. Complete and increase confidence in the product. The Department of Industrial Works (FOC) has developed the Factory Information Center (FICs), which will provide a database system that is accurate and consistent with the factory data. To be the center of industrial information of the country.

The Industrial Estate Authority of Thailand (IEAT) has approved the import-export program. Digital QR Code with the QR code shown on the import license. To prevent tampering By allowing the operator to print the license. Import - export itself. Then proceed to customs clearance. The preliminary link to the customs database. By piloting 10 free zones in the industrial estate. Such as 5) Bang Pa-in Industrial Estate 6) Laem Chabang Industrial Estate 7) Gateway City Industrial Estate 8) Hemaraj Chonburi Industrial Estate 9) TSD Industrial Estate and 10) Industrial Estate Uthanae

In addition, the ITD has developed a Big Data System to improve the competitiveness of the industry. In 2018, the infrastructure development to support the Big Data. Expected to receive this year. Is Economic Situation Analysis Model The relevant industry economic data has been collected. Structured and Unstructured Data

### *Property development for sale*

According to the Bank of Thailand, real estate statistics are as follows.

Million Baht

	2017	2016	2015
Registration fee and legal fees.	21,148.31	15,647.88	16,154.49
Land and building trading value nationwide	1,057,415.26	1,059,201.78	961,149.24
Land Allocation Licenses	76,079.00	87,570.00	94,052.00
Classified by usage.			
For housing	70,845.00	79,194.00	85,953.00
For commercial purposes	3,436.00	5,726.00	4,398.00
Empty land	1,594.00	2,450.00	3,648.00
other	204.00	200.00	53.00
Classified by region			
Bangkok	14,011.00	14,796.00	20,875.00
Other Province	62,068.00	72,774.00	73,177.00
Permitted area in municipal area (Thousand square meters)	19,463.14	19,605.22	20,731.47
Bangkok	12,897.94	12,089.29	12,376.11
Other Province	6,565.19	7,515.92	8,355.37
Application for registration of condominiums nationwide (Unit)	72,521.00	113,395.00	117,600.00
<b>Bangkok</b>	34,490.00	41,859.00	41,186.00
<b>Other Province</b>	38,031.00	71,536.00	76,414.00
Registered housing added in Bangkok and perimeter (unit)	111,032.00	126,543.00	123,830.00
<b>housing estate</b>	30,834.00	31,742.00	33,827.00
<b>Flats and condominiums</b>	59,791.00	72,886.00	67,628.00
<b>Build yourself</b>	20,407.00	21,915.00	22,375.00
Real estate loans of commercial banks	2,708,754.90	2,568,965.36	2,463,182.78
<b>Credits to entrepreneurs</b>	626,528.22	594,944.43	617,167.02
<b>Personal Loan</b>	2,082,226.68	1,974,020.93	1,846,015.76

Factors that affect the purchase of residential real estate projects. This is partly due to the economic situation, which will affect the financial status of the family. The Bank of Thailand has the following macroeconomic data:

	2017	2016	2015
	66.19	65.93	65.73
Population (millions)	-	9,823.10	9,510.90
Gross Domestic Product (billions of baht)			
inflation	100.85	100.19	100.00
Consumer Price Index	0.70	0.20	(0.90)
% change	101.30	100.74	100.00
Consumer Price Index	0.60	0.70	1.10
% change	235.3	214.3	214.0
Export Products (US \$ Billion)	9.8	0.1	(5.6)
% change	201.1	177.7	187.2
Imported goods (US \$ billions)	13.2	(5.1)	(10.6)
% change	34.2	36.5	26.8
Trade deficit (US \$ billion)	51.1	48.2	32.1
% Of total products	11.2	11.7	8.0
Net Capital Moving (US \$ billions)	(19.1)	(21.0)	(16.8)
balance of payments (US \$ billions)	26.0	12.8	5.9
Reserve (US \$ billions)	202.6	171.9	156.5
Foreign currency debt (US \$ billions)	(36.7)	(25.8)	(11.7)
Foreign debt outstanding (US \$ billions)	149.4	134.4	131.4
Official Debt	39.9	31.5	29.6
Foreign debt ratio (%)	5.7	5.9	6.3
Official Debt	0.6	0.8	0.7
Cash Balance (Billion Baht)	(406.3)	(381.9)	(344.2)
(% Of total product)	(2.7)	(2.7)	(2.5)
Government Debt Surplus (Billion Baht)	6,369.3	5,988.4	5,783.3
Domestic Debt	6,067.8	5,641.9	5,423.0
Money in the narrow sense (billion baht)	2,038.9	1,864.2	1,778.1
(% change)	9.4	4.8	5.7

	2017	2016	2015
Money in a broad sense (billion baht)	19,205.7	18,290.9	17,551.7
(% change)	5.0	4.2	4.4
Deposits of other depository institutions (%change)	5.1	3.7	5.1
Interest rate			
MLR: Low	6.03	6.25	6.50
Top MLR client: highest	6.60	6.60	6.85
Fixed Deposit (1 Year): Minimum	1.30	1.30	1.30
Time Deposit (1 year): Maximum	1.50	1.50	1.50
The average exchange rate (Baht: US \$ 1)	33.94	35.30	34.25
Credits from financial institutions to GDP	78.0	79.3	80.8

## Industrial structure

Real estate business consists of land development such as residential land, office building, shopping center, industrial estate. And real estate for leisure. The nature of the land. The building is divided into apartments. Or rent to be for commercial purposes such as shopping centers.

Type of real estate

The real estate business is divided into 5 main categories according to the nature of the real estate and function

1. Real Estate for Agriculture Agricultural Properties, such as agricultural land or land allocation. Other agriculture
2. Residential Properties such as residential projects, single houses, townhouses, condominiums, apartments for rent, etc.
3. Commercial Real Estate such as mini office, office building, shopping center, mini market, car park, etc.
4. Industrial real estate (Industrial Properties) such as mini factories, industrial parks. Or industrial zone This is an industrial estate developed by the private sector. The industrial estates developed by the Industrial Estate Authority of Thailand Or share with private operators. To use the name "Industrial Estate" etc.
5. Resort Properties such as hotel, resort, resort, condominium, etc.

The characteristics of each type of real estate.

The business and economic characteristics of the various types of real estate are as follows.

1. Housing is the purchase of housing is important. Resellable Because of population increase. And relocate frequently
2. Commercial Real Estate In case of shopping center Must be large enough and larger sizes are usually available for survival opportunity.
3. Commercial Real Estate Especially the office building. There may be different styles, that is, there are. The better the combination, the better it will be a business center, such as Silom.
4. Industrial real estate such as mini factories or industrial estates. It is the product of the goods. Buyers or renters in this type of property also have the privilege of promoting the investment.
5. Real estate in various forms such as condominiums by the sea. By resort or resort. The nature of buying a holiday is not buying it because it is necessary (Buy), so there is no regular use and often do not bid.

For industrial estate projects There are agencies responsible for developing and setting up industrial estates. It is the mechanism of the government to distribute industrial development to the region, namely the Industrial Estate Authority of Thailand ("IEAT"). Currently, there are 59 industrial estates spread in 18 provinces. IEAT owns 11 industrial estates and industrial estates that operate with 48 developers.

#### **competition**

##### *World Industrial Estate (Lamphun)*

The nearby World Project Industrial Estate (Lamphun) is similar to World Industrial Estate (Lamphun). It is divided into an empty area located on Super Highway. Chiang Mai - Lampang And the land within the Northern Industrial Estate Project. ("Comparative Data"), with the following details:

list	Comparative Data 1	Comparative Data 2	Comparative Data 3	Comparative Data 4
category	Empty land	Empty land	Empty land	Empty land
location	Located on the street.	Located on the street.	Located on the street.	Located on the street.
environment	industry	industry	industry	industry
Size (rai)	69	20	5	27.45
Price per Rai (Million Baht)	2.60	4.00	5.00	5.00

list	Comparative Data 5	Comparative Information 6	Comparative Information 7	Comparative Information 8
category	Empty land	Empty land	Empty land	Empty land
location	Located on the street.	Industrial Estate	Industrial Estate	Industrial Estate
environment	industry	industry	industry	industry
Size (rai)	68.08	3.20	7.05	11
Price per Rai (Million Baht)	6.00	6.20	5.77	6.20

Based on comparative data. Vacant land in the vicinity is still a lot. This is due to being in the provinces. And in green areas, which are rural and agricultural land. At present, land has been developed in this area for commercial and industrial use.

Comparison with Lamphun Industrial Estate Project (2) Most of the area is empty on the main road. The land is divided between 5 rai and 70 rai of land. Whether it is land development or the supply of utilities. Also, the investment in these vacant land is still limited for foreigners. The World Industrial Estate (Lamphun) has a target group of foreign investors. It is anticipated that target customers of World Industrial Estate (Lamphun) and vacant land for sale on the side of the road are different.

The industrial estate projects in the vicinity are the Northern Industrial Estate Project. The World Industrial Estate (Lamphun) project is currently still available for sale in the Northern Industrial Estate Project. The sales price is between 5.50-6.20 million baht, but the number of sales area is small, can not establish a large factory.

Development of Industrial Estate Project in Northern Region Therefore, attracting customers into each industrial estate project will support each other more than the competition. No matter if the customer is going to build a factory in any industrial estate project. The area is becoming more industrial. This will attract more new customers to come.

Therefore, there are government agencies that oversee the industrial sector, such as the Industrial Estate Authority of Thailand Ministry of industry The industrial sector is spreading to other parts of the country as well as the northern region.

#### *Real estate for sale*

The Company and its subsidiaries invested in real estate for sale. Hatyai Premier 1, Premier Hadyai 2, and The Emerald Terrace Condo are all over 50% of the projects. Reduce problems with competition. In addition, the Company and its subsidiaries focus on investment in the metropolitan area. There are no competitors as much in the metropolitan area. But the population is very large. And convenient transportation. Suitable for investment.

### **2.3.4 Product sourcing or services**

At present, the company and its subsidiaries maintain sourcing policies in obtaining property development projects for either Industrial estate development projects or property development for sale that have been partially developed by which the company and its subsidiaries can continue the development. Each project has contacted the company through their representatives to seek agreements with the company on entering the development of the projects.

### **2.3.5 Environmental impact**

To minimize the environmental impact of its operations, the Company attaches importance to society and the environment through the creation of parks, planting of trees throughout the project and improvement of the surrounding area to create beautiful scenery. The Company also provides staff support for community projects and activities with community and takes into account feedback and suggestions from the local community to improve the Company even more.

## **3. Risk Factors**

Before deciding to invest in shares of the company, investors should carefully review the risk factors considered in this section as well as other information contained in this document. The risk factors that could affect the share price and/or operations of the Company are not all known at this time.

The Forward-Looking Statements that appear in this document, using words such as "anticipate", "budget execution", "expect", "future projects" etc. are predictions about the effects of the business' expansion plan. These cannot take into account changes in the law relating to the business of the Company and/or policies of the state and other relevant future events. The opinion of the Company in the present is not a guarantee of future performance or events and actual results may differ significantly from current expectations or predictions. The University operates strictly according to law and monitors and reports on the operations of the University under the relevant legislation.

### **Risks involved in the business**

#### **3.1 Risk of Flooding**

Thailand had encountered major flooding on several occasions such as the flood crisis in 1942, 1983 and 1995. However, the previous flood crisis in 1995 did not affect the property development industry because of the booming property market that occurred prior to the economy crisis in 1997. Later in 2011, a major flood crisis occurred in Bangkok and its vicinity as well as in the provinces in the central region and lower northern region which had negatively impact the property development industry.

Today, Industrial Estate applies a preventive measure for flooding by building flood barrier surrounding the entire estate. Both Bang Pu Industrial estate (north) and Lamphun Industrial Estate (2) have implemented the same preventive measure by building flood barrier along the perimeter.

As for residential property development projects for sale, the building constructions are designed to cope with flooding by elevating the foundation to be higher than the street level and the adjacent properties. The drainage system is also designed to prevent flooding.

Therefore, the company and its subsidiaries are confident that said preventive measure can potentially prevent issues related to flooding.

### **3.2 Risk involved in pre-selling of the condominium units.**

The company and its subsidiaries' engagement in Property development project to sell condominium units by offering for pre-selling. This is a favorable approach to minimize marketing risk and also generate advance cash flow needed for revolving fund.

However, the pre-selling of condominium units also provides a risk on cost control on construction since the property's value was set prior to the construction. Therefore, there is a risk of losing of gross profit if the construction cost increases as well as the risk involved in the delay of construction from the contractors.

To address the risk involved in pre-selling, the company and its subsidiaries resolve the matter by securing a comprehensive contract prior to the construction and ensure close monitoring of the construction works to ensure the timely handover of the condominium units.

### **3.3 Risk of unsold units**

The offering of both Industrial Estate projects and Property development of condominium units is regulated to have reasonable numbers of items to be sold that is appropriate to the sale forecast. This is because of the fluctuation of global economy that may influence the failure to meet the sale target and produce unsold units. Therefore, the company manages the risk of unsold units by having implementing construction in phases and ensures the completion for each phase in order to adjust in time to the significant changes and factors. Furthermore, the pre-selling of the condominium units also helps to reduce the risk of having unsold units.

## **Financial risk**

### **3.4 Risks from the case of the Chiyachantana family can control special resolutions.**

The major shareholder of the company is the Chiyachantana Family, holding 84.01 percent of total sold shares of the company. This proportion of the shares, which is more than three quarters of the total, empowers the Chiyachantana Family to exercise the special control power in shareholder meetings. This form of shareholding makes the company unable to make any decisions without the consent from the major shareholder.

### 3.5 Risks of Shareholders not receiving the Dividend

Since the company is still in the initial stage of conducting real estate development projects, the funds needed for the investment is exceedingly crucial by which the gross profit may be reinvested to promote the business better.

Therefore, the company maintains a dividend policy that ensure annual dividend payout not less than 30% of the company's net profit (based on consolidated financial statement) after all the reserved funds. However, the dividend payout may be subject to change, depending on operation, cash flows, liquidity, business expansion plans, future necessities and appropriateness and other factors that may influence the company.

## 4. General information and other important information

Company Name	World Corporation Public Company Limited
Registration Number	0107537000301
Nature of Business	Property Development
Address	No. 4 Moo 11 Ladsawai, Lam Luk Ka, Pathumthani 12150
Authorized	3,712,500,000.00 Baht
Issued and fully paid	3,648,377,849.50 Baht
Home Page	<a href="http://www.worldcorp.co.th/">www.worldcorp.co.th/</a>
Phone	66 (0) 2 563 4056
Fax	66 (0) 2 563 4057

References	
Securities Register	Securities Depository Company (Thailand) Company, Limited.
	93 The Stock Exchange of Thailand Building, Ratchadapisek Rd
	Dindaeng, Bangkok 10400
	Tel. 66 (0) 2 009 9000 Fax 66 (0) 2 009 9991
Auditors	PricewaterhouseCoopers ABAS Company Limited
	179/74-80 South Sathorn Road, Sathorn, Bangkok 10120
	Tel. 66 (0) 2 344 1000 Fax 66 (0) 2 686 5050

# Management and Governance

## 5. Securities and Shareholders

### 5.1 Number of registered shares and paid-up capital

The company has a registered capital of 3,648,377,849.50 baht with the issued and paid-up amount 3,648,377,849.50 baht and a par value per share of 0.50 baht.

### 5.2 Shareholders (Information as August 16, 2018.)

Shareholders	The amount of shares	Proportion
Chiyachantana Family	6,130,002,000	84.01
Mr. Kritsada Tanpao	225,987,000	3.10
Mr.Jitrapat Israngkura Na Ayudhaya	225,810,700	3.09
Mrs.Pensri Wanchai	200,238,540	2.74
Pompen Phetsuksiri Ph.D. Asso.Prof.	70,000,000	0.96
Panichayakul Family	76,075,800	1.04
Miss Jatechanya Boonchaleo	33,439,180	0.46
Mr. Kriangkrai Siavanichkan	27,000,000	0.37
Chantranukul Family	39,712,660	0.54
Mrs.Aree Siavanichkan	24,526,635	0.34
Others	243,963,184	3.34
<b>Total</b>	<b>7,296,755,699</b>	<b>100.00</b>

## 6. Dividend Payment Policy

It is the policy of the Company to consider the payment of the annual dividend of not less than 30 percent from the net profit of the operation of the company groups (from the total financial statement) after deducting the reserve funds. However, the payment of the dividend may be subject to change depending on the performance and the financial statement, the liquidity, the business expansion plan and the appropriateness for the future, including other factors related to the Company's operations. The resolution of the Board that approved the payment of the dividend would be submitted for approval at the shareholder meeting. However, the payment of the interim dividend approved by the Board would be reported for acknowledgement at the next shareholder meeting.

## 7. Management Structure

### 7.1 Board of Directors

Name of directors	Position
Assoc. Prof. Dr. Chirasak Chiyachantana *	Chairman
Dr. Sangsri Chiyachantana *	Director
Miss Jatechanya Boonchaleo	Director
Assist. Prof. Dr.Ekaporn Rakkwamsuk	Director
Dr. Aphichat Samoon	Independent Director
Ph.D. Assoc. Professor. Chalermkiat Wongvanichtawee	Independent Director
Dr.Praphakorn Smiti	Independent Director
Colonel Phanthip Katipagdeetham	Independent Director
Mr.Sukont Kanjanahuttakit	Independent Director

\* Authority to sign 2 of 3 signatory of “WORLD”

Board of Directors is meeting every three months and special meetings as necessary. Fiscal 2017 the Company’s Board of Directors as follows.

Name of directors	Number of participants
1. Assoc. Prof. Dr. Chirasak Chiyachantana	7/7
2. Dr. Sangsri Chiyachantana	1/7
3. Miss Jatechanya Boonchaleo	1/7
4. Assist. Prof. Dr.Ekaporn Rakkwamsuk	2/7
5. Dr. Aphichat Samoon	1/7
6. Ph.D. Assoc. Professor. Chalermkiat Wongvanichtawee	1/7
7. Dr.Praphakorn Smiti	3/7
8. Colonel Phanthip Katipagdeetham	5/7
9. Mr.Sukont Kanjanahuttakit	6/7

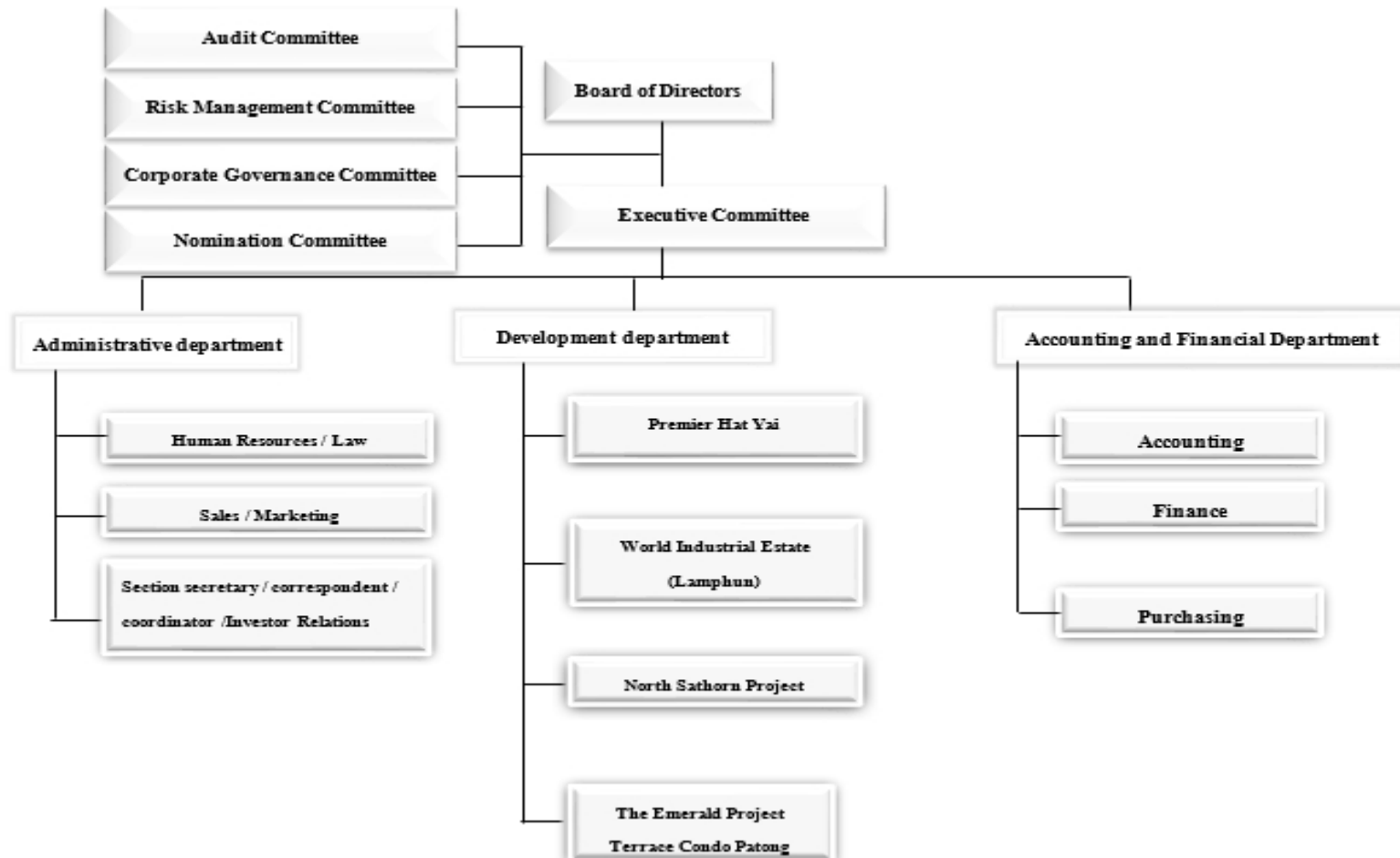
## 7.2 Executive

“WORLD” consists of 4 executive members as follows;

Name		Position
1. Assoc. Prof. Dr. Chirasak	Chiyachantana	Chief Executive Officer
2. Miss Sasitorn	Ketphueak	Director of Accounting and Finance
3. Miss Preeyanan	Jarukamolset	Director of Administration

“WORLD” has a total of 4 executives to the table above without additional executives.

The organizational chart of the company is as follows.



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### 7.3 Company Secretary

Miss Sasitorn Ketphueak is the company secretary responsible for the following duties:

#### 1. Shareholders' Meeting

- Before the meeting, the meeting must be sent to the meeting. Agenda Annual Report

And the financial statements of the Company to the shareholders within the period prescribed by law.

- The meeting must consider whether the letter appointing a proxy to vote on behalf of the company. The letter must be signed by the shareholder. Number of shares held by the proxy. Name of the proxy holder and appoint the proxy to attend the meeting at any time.

- Take care that issues are important and require the shareholders to vote separately on a case-by-case basis. New company directors.

- If there is a share split and the capital increase of the company Management must hold a shareholders meeting to ask for a share issue.

Apply for a share issue in accordance with the law. Also, the shareholder register book has been amended.

For the transfer of shares of the Company The Company's secretary must consider the Company's Articles of Association that there are restrictions on transfer rights. Is the stock always available to the shareholders? (Right to buy shares before) and when the shares are transferred. Company secretary must check stock transfer form, name, address, share details. Transferor's liability requirements and signature of the transferee. Payment of share transfer fee Payment Cancellation of the original share certificate Amendment of the share register book Make a share certificate and send the share certificate to the transferee.

#### 2. Annual Report

It is important to consider what information is important to be included in the annual report.

- Financial Statement

- list of each director And the director's term

- A statement about the responsibilities of the Board of Directors to the preparation of the Company's financial statements.

#### 3. Meeting of Directors

- Prepare meeting schedules in advance. The details and agenda must be complete. The format and schedule are sorted by priority. Including voting for the resolution. These documents should be brought to the meeting with the copy of the memorandum of association. Company regulations List of attendees Agenda Company Law And other necessary documents.

Prepare the agenda and distribute the information to the directors for use in the meeting within a reasonable time. The directors have enough time to study and reflect on the information before the meeting.

- Coordinate with various parties related to the agenda so that they can propose opinions to the Board. completely

- To ensure that all directors have the opportunity to express their views and arguments, arguments and arguments.

Comments differ.

- Prepare the meeting. Place or meeting room To determine whether the directors have attended the quorum. The minutes of the meeting must be submitted to the Board of Directors within the specified period.

- Let the participants sign. Record the attendees list. Or to leave the meeting before the meeting Recorded Minutes and Notes Take care of compiling and destroying secret documents after the meeting is finished.

- Ensure that the committee considers all issues that may affect the welfare and security of the company.

- Keep the minutes in a safe place at the office of the company. Sort by time sequence. The index or the content of the meeting. The meeting resolution and the project implementation, including the date and time.

- Report of the Board of Directors regarding the Company's business to be carried out in the future.

#### 4. Information and advice of the Board

- The admission of new directors

- Explain what directors are required to perform for each director and prepare a schedule.

Make sure that you have the necessary information.

- Preparing for the steps of becoming a director No matter what the director is in.

Country or abroad

- Suggesting the necessary and appropriate training courses for directors.

- Access to external expert advice.

- draft rules Consider cases that may require external expert advice.

- Specify the list of external consultants.

Provides information on the company's business operations, authority, and practices to its advisors.

The company can advise advisors.

- Check the budget allocation of the company for advice.

- advice and services

Company secretary must be able to provide advice to the directors. The company's business. Procedures and practices in the Company. Principles of Risk Management. Regulations in the Company's Articles of Association, such as sending the notice of the meeting. Special Resolution Quorum The Appointment of Directors and Company Secretary Company Seal The Annual General Meeting

Knowledge of laws is the law of the company and the responsibilities of the Board of Directors in accordance with the law. Bankruptcy law Labor Law Laws related to the business of the company. Income Tax Law Taking into account the double taxation treaties Tax rate Tax calculation method Taxation, etc. Banking Law Environmental law

Laws and regulations on listing and disclosure. Law on mergers and acquisitions And intellectual property law In addition, the Company Secretary must also ensure that the Company's regulations are in line with the Company's objectives. Also, the Company's regulations must be in line with the Company's objectives and provide information for the Board's decisions. The directors are documented, readable and understandable.

- Being a non-executive director secretary
  - Keep details of each director. Particularly for personal and business interests.
- Any changes, including the independence of directors.

- Providing necessary and quality information to non-executive directors.
- Non-Executive Directors' Meetings And those directors can express their opinions fully.

This is especially the case if there are directors present at the meeting. Non-executive directors may be concerned and do not have the freedom to express their views fully, so there should be a meeting between the directors who are not executives.

Record the minutes Include opinions that are beneficial to the development of the company or keep the statement.

Summarize issues related to the organization of non-executive directors to present to the shareholders.

- Report of non-executive directors' performance to the Board of Directors

#### 5. Internal Control System

The Company Secretary plays a leading role in internal control and advises the Board of Directors. In the following.

- Report the purpose and importance of the internal control system.
- Report significant business risks that may occur at an early stage and monitor them consistently.
- Engage with the Board of Directors to determine or establish an internal control system.
- Promote and support effective internal control.
- Advise the Board on responsibilities in the internal control system. Prepare policies and strategies for internal control. And the potential risk. Prepare a summary report of the internal control system.
- To advise the Board of Directors on the responsibility for monitoring the effectiveness of the internal control system.
- Ensure that the Board conducts an internal control evaluation at least once a year.

6. Annual Performance Evaluation of the Board of Directors Individual director And other subcommittees appointed.

The Company Secretary is responsible for ensuring that the Board of Directors is aware of the scope of work that has been agreed. Evaluation schedule, performance appraisal Prepare a summary report for the evidence. And collect all performance reports.

#### 7. Termination of the tenure

The Company Secretary must perform the following duties:

- The registration of the appointment of directors and the correctness of the new director appointment
- Ensure that the Company's Articles of Association stipulate the appointment of directors at the annual general meeting.
- Pay attention to issues that may arise from contractual agreements, such as specific timeframes. And agreement on the termination of the contract.
- Draft contract to appoint a new director and term of office.

8. Maintaining the register book and other important documents as required by law to be submitted to the Registrar as well as report any changes in the register to the Registrar.
9. Prepare and send a copy of the company's financial statements and financial reports within the deadline.
10. Prepare and submit detailed information in case the company acquires its own shares.
11. Publish in newspaper when the company wishes to buy or repay the company's shares.
12. The duty not to act in competition with the company. In this case, include hidden or unseen interests.
13. Duty to disclose conflicts of interest to the Company
14. Honestly performing duties.
15. The Company Secretary must exercise due diligence and diligence in performing his / her duties according to his / her authority.
16. The offense according to The Company may claim compensation for the offense of the Company Secretary for the benefit that the Company Secretary receives from the Company.
17. Duty to Prevent Unfair Discrimination
18. The duty to provide insurance information from insurance companies. To compensate for damage from future risk events.
19. The duty to take care of the health and safety of working in accordance with the relevant laws.
20. Perform tax and stamp duty in accordance with tax law.
21. Provide coordinated advice on salaries and pensions in proportion to the legal requirements.
22. Disclosure of accounting information Prepare and submit the Company's financial statements to the Securities and Exchange Commission. And other agencies.
23. Check and prepare financial reports for submission to the Official Receiver. In case of bankruptcy order
24. To assist the directors in complying with the laws and regulations of the Stock Exchange of Thailand, such as the disclosure of beneficial information in any contract.
25. Follow up compliance with the Memorandum and Articles of Association of the Company.
26. Supervise the signing of documents related to the bank.
27. In case of establishment Does the Company Secretary need to check the list of companies that are duplicates of other companies or have similar voices to established companies?
28. Supervise the registration of trade names and comply with relevant regulations.
29. Taking care of patents and trademarks The company secretary must record the details of the name of the owner of the registration number of the country where the registration is made. Date of registration of copyright, patent and trademark, as the case may be.

## 8. Corporate Governance

### 8.1 Administrative Policy

World Corporation PLC intends to operate its business with efficiency and success in achieving its goals by adhering to the morals, ethics, transparency, accountability and consideration of social and environmental effects. The company is aware that the stable foundation of business is the fact that the company grows as well as creating benefits for all parties concerned, including shareholders, employees, customers and communities. The company has the administrative policy with the application of Good Corporate Governance 2012 as regulated by the Stock Exchange of Thailand. The details are divided into 5 categories as follows:

1. Rights of shareholders
2. Equal practices for shareholders
3. Roles of Interested Persons
4. Disclosure and Transparency
5. Responsibilities of the Board

### 8.2 The recruitment and appointment of directors and top management

The Board is in charge of recruiting people with the right qualifications and the approval of the appointment at a meeting of shareholders by the following criteria.

1. One shareholder in the election of one share, one vote.
2. Each shareholder must act according to article 3 of the votes to elect one or more persons as directors but cannot divide the vote.
3. Voting for election of directors is reliant on a majority decision, if the vote is tied; the chairman has the deciding vote.

Each director's term of office is three years. In the event of a vacancy on the board caused by factors other than by rotation a new director shall be appointed. At the annual general meeting of shareholders one-third of the directors shall retire from office, if the number of directors cannot be divided into three parts then the number nearest to one-third will be retired. The directors who were in office the longest shall retire with directors retiring by rotation being eligible for appointment in the following year if shareholders approve. In the case of new appointments, the Company committee shall recruit individuals with the right qualifications and ability to serve.

If a directorship becomes vacant due to any reason other than the balance of the term, and a term of not less than two months remains, an individual will be appointed to our Board of Directors by the Directors at their next meeting. The resolution must be passed by not less than three quarters of the remaining directors. Newly appointed directors will have a term of office only for the remaining term of the director whom he replaces.

Audit Committees consist of at least three persons, and the Company has a policy for appointing to members to the board of directors / audit committee by considering from qualifications as follows:

1. The person must not have a stake in the company, or its subsidiaries, of more than 1 percent

shares with voting rights. The holding includes shares held by related persons.

2. A director who is not involved in the management of the company, subsidiary companies, associated companies or a major shareholders in the Company and must not be an employee or advisor who receives a regular salary from the Company, subsidiary companies, associated companies or major shareholders of the Company.

3. Director has no interest or interests, whether directly or indirectly, in the financial and operational management of the Company, subsidiaries, associates or shareholders of the company. This must cover a period of at least 2 years prior to being appointed as an independent director. Unless the board has carefully considered the matter, the benefits or interests will have no impact on the performance and to see its release.

In the case of independent directors not seeing out their term due to other reasons and the balance of the remaining term is not less than two months then an appointment will be made by the board of directors at their next meeting. The resolution must be passed by not less than three- quarters of the remaining directors and newly appointed directors will have a term of office only for the remaining term of the director whom he replaces.

The appointment of the Company's chief executive officer will be decided by the Chairman.

### 8.3 The remuneration of the auditing

The fiscal year ended of 31 May, 2018.

No.	Company / Subsidiary	Auditor's remuneration <sup>/1</sup>		
		Audit fees	Other fees <sup>/2</sup>	Total
1.	World	1,940,000.00	230,000	2,170,000.00
2.	Subsidiary	5,956,700.00	-	5,956,700.00
	<b>Total</b>	<b>7,896,700.00</b>	<b>230,000</b>	<b>8,126,700.00</b>

Remark / 1 The audit firm is PricewaterhouseCoopers ABAS Company Limited.

/ 2 Other service fees are tax consultant fees.

There is no service fee to be paid in the future because the service is not completed.

## 9. Corporate Social Responsibility

World Corporation Public Company Limited is committed to conducting business with community and environmental responsibilities in mind and in a manner in which growth is sustainable and acceptable to all concerned parties and encourages the performance of the executives and employees of the company in the same direction. The company has a corporate social responsibility policy, community and natural environment as follows;

## **Social**

Corporate Social Responsibility is a key area in the sustainability of the company. To build the community and society and strengthen the quality of life, our company is to support activities that focus on the development of the curriculum and teaching to meet the needs of the market in Science and Social Studies. Promoting students' quality of life and the development of their learning and knowledge society will provide effective and continuous support to the social, academic and professional services of the country. The policy follows;

1. Operate the business in an ethical and socially responsible manner.
2. Participate in community development and society in terms of the cognitive development of personnel and students to apply the knowledge to develop the community and society in terms of economic, social and environmental health.
3. Respecting human rights, without discrimination in the areas of race, nationality, religion and culture to promote a fair working environment.
4. To encourage Company staff to volunteer and be socially responsible without expecting something in return.
5. Encourage activities that create lasting benefits to the community and society under the following guidelines.
  - o To be consistent with the business activities of the company.
  - o Activities that can be carried out continuously with clearly visible results
  - o Activities that benefit the community and the environment in the long run.
  - o Activities that promote the development of education and learning with continued support of youth development and knowledge application to social and national development.

## **Environment and Energy Conservation**

The Company follows the principles of good corporate governance and ethics. Coupled with social and environmental responsibility the Company is well aware that these are part of the development of a sustainable society. We have adopted a policy of caring for the natural environment follows;

- 1.1 Using resources efficiently
- 1.2 All staff adheres to strict ethical practices in accordance with Corporate Social Responsibility towards global warming and helping protect the environment.
- 1.3 Environmental management practices are in place to ensure the safety, health, environment and facilities for employees and customers.

## **Employees**

We recognize that each employee is the Company's most valuable resource. We focus on the potential benefits and advancement opportunities for all employees. In support of the development of their abilities, the Company's employees have a duty to comply with regulations and policies on corporate

social responsibility; the company has to focus on the training and development of personnel. We encourage our employees to advance in their jobs and the future of the Company.

### **The Shareholders and Investors**

The Company communicates with its shareholders and investors with transparency. The accuracy and adequacy of disclosures to shareholders and investors is equal to all through transparent, timely and easy access to information.

### **Governance and Ethical Practice**

The Company promotes and strives to improve ethical standards in its business operations in compliance with an ethical code of conduct, including transparent disclosure in the care and control of information to maintain standards of good corporate governance. It includes strategies to manage risk effectively.

## **10. Internal control, risk management**

### **10.1 Opinion of the Audit Committee**

The Board of Directors of World Corporation Public Company Limited Conference 4/2018 held on July 26, 2018, was attended by the Company's Audit Committee which attended all three meetings. The Board of Directors considered the evaluation of the adequacy of the internal control systems of the Company prepared by the Board of Directors and answered inquiries from the management and internal auditors as well as approving the evaluation of such internal control systems of the company in various fields as follows;

1. Organization and Environment
2. Risk Management
3. Operational control of the management.
4. Information and Communication.
5. Tracking systems

The Board of Directors is of the opinion that, in the current conditions, the Company's internal control systems are adequate and consistent with the evaluation of internal control of the SEC, particularly in the areas of internal controls related to transactions with directors, major shareholders, managers and persons associated with such individuals. The Company's internal controls are enough to make the listing transparent and fair. In other areas, the board considers the company internal controls to be adequate and appropriate.

The Company appointed an independent director and an audit committee of the company in October 2012 to allow the directors to study and understand the operations of the company. The audit committee of the Company will hold a meeting at least quarterly to consider and review the financial statements and disclosure of information that is vital to the investment of the investors.

## 10.2 Operations Concerning Internal Administration

At the 3/2018 meeting of the audit committee dated July 26, 2018 and the 9/2017 Board Meeting dated July 31, 2017, ACT Consult Service Company Limited (“ACC”) was appointed to be in charge of auditing the internal company and university’s operations from 1<sup>st</sup> June 2018 onwards. ACC assigned Miss Sarawadee Poontien, Managing Director, to be in charge of the operation as the internal auditor of the Company and university.

## 10.3 Summary of the Audit and Suggestions

As for the 4/2018 quarter (1<sup>st</sup> March – 31<sup>st</sup> May 2018), the internal auditor of World Corporation PLC summarized the audit results as follows.

According to the audit of performance according to the operations manual and university administrative systems of the cash subsystem, advance payment system, income receivable and payable system, monthly salary and wage payment system, settlement system, loan system, payment system, including following-up the modification of previous outstanding payment, it was found that all systems are operating appropriately.

## 11. Transactions

### 11.1 Transactions with persons who may have conflicts of interest.

In 2018, the company has entered into transactions with related parties. Such transactions were priced according to market prices or per contract and returns were in accordance with normal trade (detailed further in article 11 of the notes regarding the consolidated and separate financial statements for the year ended 31 May 2018). The Audit Committee has considered transactions that have already occurred and is of the opinion that the transactions are fair and reasonable. The disclosure of such transactions and their compliance is required by The Stock Exchange of Thailand. Transactions that occurred during the year 2017-2018 are as follows.

Names	Relationships	transactions	Amount (Million baht)		Necessity and reasonableness of connected transactions
			31 May 2018	31 May 2017	
1. Transactions between the Company and related persons or Juristic persons.					
Chirasak Chiyachant	holders of the com	Short-term loans	251.20	-	The long-term loan has evidence of loan agreement and charged interest at the rate of 4% per annum, which is the financial assistance of the Company.
		Accrued interest	4.69	-	Interest is in accordance with the loan agreement, which is a financial assistance item of the Company.

		Short-term loans	31.06	646.00	The long-term loans are evidence of loan agreement. Interest is charged at 3-5% per annum, which is the Company's financial assistance.
		Accrued interest	12.06	74.78	Interest is in accordance with the loan agreement, which is a financial assistance item of the Company
<b>2. Related Transactions between Subsidiaries and Other Persons or Related Entities</b>					
Capital Link North Sa	Joint venture (The	Short-term loans	87.78	87.78	It is a business agreement that both parties must jointly invest. Have a loan agreement as evidence. Interest at the rate of 3% per annum
		Accrued interest	3.72	1.09	The interest is stated in the loan agreement.

#### Pricing Policy

1. The service is priced according to market price equivalents.
2. The interest rate on the loan during the agreement.

#### 11.2 Rationale of the Necessity of the Transaction

In a transaction with a third party or a person that is not a normal business transaction which may cause a conflict of interest with the Company and its subsidiaries, the interests of the Company and its subsidiaries must be taken into account. Transactions between the Company and its subsidiaries are reviewed by the Audit Committee to ensure that no conflict of interest exists. The Audit Committee may also hire an independent appraiser or a financial advisor to assess the price of the transaction which then can be used as a comparative value before presenting to the Board for approval.

#### 11.3 Policy or the transactions in the future

Expect that in the future may be connected transactions of the Company's core company or university. Which is based on transactions that occur, the Company will provide the audit committee or auditor of the company or an independent expert to review and provide comments on the appropriateness of the price and reasonableness of the transaction. The transactions that may occur in the future. Board must comply with the Securities and Exchange Act and the regulations, notifications, orders, or requirements of the Stock Exchange of Thailand including compliance with the requirements regarding disclosure of related party transactions and the acquisition or disposition of assets of the Company. Or its subsidiaries Or joint According to the account given by the FAP.

## Audit Committee Report

### World Corporation Public Company Limited

The Board of Directors of World Corporation Public Company Limited appointed the audit committee comprising independent directors, namely, Mr. Sukont Kanjanahuttakit, Dr. Prapakorn Smiti and Colonel Panthip Katipagdeetham. All members of the committee have a qualification as prescribed by the Stock Exchange of Thailand (SET). The Board of Directors set up a charter specifying the structure, qualification, term, and scope of duty and responsibility of the audit committee.

In 2018 the committee held a total of 5 meetings. All members of the audit committee attended 4 of the meetings. One member was unable to attend 2 of the meetings; however, all meetings had the required quorum. The audit committee also has regularly reported all its meetings to the Board of Directors.

In 2018 the audit committee has performed its duties as specified in the charter as follows:

- Reviewing the quarterly and annual financial reports with the external auditor and the management to ensure that the procedures in preparing financial reports and disclosure of significant information were accurate, reliable, and complied with laws, regulations, notifications, and relevant rules and that the financial reports were prepared in accordance with the generally accepted accounting standards.

- Reviewing the disclosure of information involving connected transactions, or transaction with conflict of interest in the Company, to ensure completeness and accuracy. According to laws, regulations, Notifications and relevant rules.

- Reviewing the adequacy of internal control system to ensure that it is appropriate and efficient, taking into account the reports of the internal auditor from outside firm and the independent statutory auditor, as well as the annual evaluation of internal control system adequacy checklist.

- Reviewing and assigning the internal auditor from outside firm to audit the management control system, to ensure that the company has an adequate system and practice.

- Reviewing and acknowledging a letter from the President to the Chairman of the Board certifying conformance to ethical conduct and the internal control system; and that the accounting information and disclosure was true, complete, and reliable.

- Reviewing and approving the scope of internal auditing and an auditing plan and reviewing results of internal auditing performed by internal auditor from outside firm.

- Reviewing to ensure that the Company has an efficient process compliance with laws on security exchange and other laws relevant to the Company's businesses.

- Reviewing the nature of services other than the audit work, performed by the independent auditor to ensure audit personnel or the audit firm do not affect the auditor's independence and neutrality.

- Hold meeting with the external auditor without participation of the management to ensure the

independence and neutrality of the audit work.

■ Reviewing the Charter of Audit Committee to ensure that the Audit Committee performed its functions in compliance with the SET regulation as well as international guidelines of good practice.

The Audit Committee also assessed its performance for 2016 using the Self-Assessment Form in compliance with the SET and international guidelines, and reported the results to the Board of Directors.

In the selection of auditor for the financial year 2016, the Audit Committee had recommended the auditors from PricewaterhouseCoopers ABAS Company Limited to the Board of Director for further approval by the Annual General Meeting of Shareholders .

For the Year 2018 the Audit Committee was of the opinion that the Company had prepared its financial report with accuracy, completeness, and reliability under an appropriate and adequate internal control system. The Company has fully complied with the laws regarding Public Company regulations and regulations of the SET and any other laws relevant to the Company's businesses. The Company has accurately and sufficiently disclosed in case of connected transaction or transaction with possible conflict of interest.



Mr. Sukont Kanjanahuttakit  
Chairman of Audit Committee

Financial position and

Results of operations

## 12. Important financial information

### Summarized Financial information

#### Statements of Financial Position (Consolidated)

Statements of financial position	31 May 2018		31 May 2017 (Edited)		31 May 2016		31 May 2015	
	Million baht	Percent	Million baht	Percent	Million baht	Percent	Million baht	Percent
<b>asset</b>								
<b>current assets</b>								
Cash and cash equivalents	27	1.1	67	1.4	86	3.5	228	10.6
Temporary investment	-	-	205	4.2	76	3.1	50	2.3
Trade and other receivables	492	20.8	173	3.5	148	6.0	200	9.3
Short-term loans	395	16.7	89	1.8	85	3.5	92	4.3
Left in stock	1,424	60.2	2,163	44.0	385	15.7	15	0.7
<b>Total current assets</b>	<b>2,338</b>	<b>98.9</b>	<b>2,697</b>	<b>54.8</b>	<b>780</b>	<b>31.8</b>	<b>585</b>	<b>27.3</b>
<b>Non-current assets</b>								
Investments in joint ventures	7	0.3	7	0.1	7	0.3	7	0.3
Long-term loans	-	-	102	2.1	-	-	-	-
Investment Property	-	-	146	3.0	-	-	-	-
Other non-current assets	2	0.1	1,893	38.5	1,664	67.8	1,544	72.1
Other non-current assets	18	0.8	75	1.5	4	0.2	6	0.3
<b>Total non-current assets</b>	<b>27</b>	<b>1.1</b>	<b>2,223</b>	<b>45.2</b>	<b>1,675</b>	<b>68.2</b>	<b>1,557</b>	<b>72.7</b>
<b>Asset Included</b>	<b>2,365</b>	<b>100.0</b>	<b>4,920</b>	<b>100.0</b>	<b>2,455</b>	<b>100.0</b>	<b>2,142</b>	<b>100.0</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>								
<b>Total current liabilities</b>								
Bank overdrafts and loans								
Short of financial institutions	190	8.0	456	9.3	-	-	-	-
Other payables	350	14.8	1,299	26.4	297	12.1	501	23.4
Short-term loans	31	1.3	947	19.2	134	5.5	68	3.2
Income tax payable	6	0.3	29	0.6	7	0.3	-	-
<b>Total current liabilities</b>	<b>577</b>	<b>24.4</b>	<b>2,731</b>	<b>55.5</b>	<b>438</b>	<b>17.8</b>	<b>569</b>	<b>26.6</b>
<b>Non-current liabilities</b>								
Long-term loans	-	-	335	6.8	613	25.0	603	28.2
Other non-current liabilities	11	0.5	42	0.9	9	0.4	5	0.2
<b>Non-current liabilities</b>	<b>11</b>	<b>0.5</b>	<b>377</b>	<b>7.7</b>	<b>622</b>	<b>25.3</b>	<b>608</b>	<b>28.4</b>
<b>Debt consolidation</b>	<b>588</b>	<b>24.9</b>	<b>3,108</b>	<b>63.2</b>	<b>1,060</b>	<b>43.2</b>	<b>1,177</b>	<b>54.9</b>
<b>Shareholders' Equity</b>								
Issued and paid-up share capital	3,648	154.2	3,467	70.5	3,467	141.2	3,467	161.9
Other capital improvements	(3,359)	(142.0)	(3,326)	(67.6)	(3,351)	(136.5)	(3,351)	(156.4)
Retained earnings	1,488	62.9	1,671	34.0	1,239	50.5	842	39.3
<b>Total Shareholders' Equity</b>	<b>1,777</b>	<b>75.1</b>	<b>1,812</b>	<b>36.8</b>	<b>1,355</b>	<b>55.2</b>	<b>958</b>	<b>44.7</b>
Non-controlling interests	-	-	-	-	40	1.6	7	0.3
<b>Total Shareholders' Equity</b>	<b>1,777</b>	<b>75.1</b>	<b>1,812</b>	<b>36.8</b>	<b>1,395</b>	<b>56.8</b>	<b>965</b>	<b>45.1</b>
<b>Total liabilities and shareholders' equity</b>	<b>2,365</b>	<b>100.0</b>	<b>4,920</b>	<b>100.0</b>	<b>2,455</b>	<b>100.0</b>	<b>2,142</b>	<b>100.0</b>

## Statements of Comprehensive Income (Consolidated)

Statement of comprehensive income	31 May 2018		31 May 2017 (Edited)		31 May 2016		31 May 2015	
	Million baht	Percent	Million baht	Percent	Million baht	Percent	Million baht	Percent
<b>income</b>								
Income from property development business	1,094	98.6	245	58.8	370	30.2	-	-
Income from education business	-	-	-	-	791	64.5	727	95.8
other	15	1.4	172	41.2	65	5.3	32	4.2
<b>Total revenue</b>	<b>1,109</b>	<b>100.0</b>	<b>417</b>	<b>100.0</b>	<b>1,226</b>	<b>100.0</b>	<b>759</b>	<b>100.0</b>
<b>Expenses</b>								
Cost of Sales from Business Development								
Real estate	891	80.3	191	45.8	272	22.2	-	-
Cost of education business	-	-	-	-	235	19.2	231	30.4
Selling and administrative expenses	491	44.3	26	6.2	245	20.0	168	22.1
Financial costs	8	0.7	10	2.4	38	3.1	37	4.9
<b>Total cost</b>	<b>1,390</b>	<b>125.3</b>	<b>227</b>	<b>54.4</b>	<b>790</b>	<b>64.4</b>	<b>436</b>	<b>57.4</b>
<b>Income before income tax expense</b>	<b>(281)</b>	<b>(25.3)</b>	<b>190</b>	<b>45.6</b>	<b>436</b>	<b>35.6</b>	<b>323</b>	<b>42.6</b>
Income tax expense	(21)	(1.9)	(22)	(5.3)	(13)	(1.1)	-	-
<b>Total income</b>	<b>(302)</b>	<b>(27.2)</b>	<b>168</b>	<b>40.3</b>	<b>423</b>	<b>34.5</b>	<b>323</b>	<b>42.6</b>
Profit for the year from canceled operations.	40	3.6	263	63.1	-	-	-	-
<b>Profit (loss) for the year</b>	<b>(262)</b>	<b>(23.6)</b>	<b>431</b>	<b>103.4</b>	<b>423</b>	<b>34.5</b>	<b>323</b>	<b>42.6</b>
Unrealized gains on discontinued operations = re-measurement of commitments Post-employment benefits	4	0.4	-	-	-	-	-	-
<b>Gain (loss) for the year</b>	<b>(258)</b>	<b>(23.3)</b>	<b>431</b>	<b>103.4</b>	<b>423</b>	<b>34.5</b>	<b>323</b>	<b>42.6</b>

## Statements of Cash Flows (Consolidated)

Cash Flow Statement	31 May 2018	31 May 2017 (Edited)	31 May 2016	31 May 2015
Net cash provided by (used in) operating activities	340	306	130	359
Net cash flows (used in) in investing activities	17	(921)	(254)	(370)
Net cash received (used in) financing activities	(396)	596	(19)	34
<b>Net increase (decrease)</b>	<b>(39)</b>	<b>(19)</b>	<b>(143)</b>	<b>23</b>

### Financial Ratio (Consolidated)

Financial Ratios	Unit	2018	2017	2016	2015
<u>Liquidity ratio</u>					
Liquidity ratio	(Times)	4.05	0.88	1.78	1.03
Quick ratio	(Times)	0.18	0.09	0.53	0.70
Liquidity ratio, cash flow	(Times)	0.19	0.19	0.27	0.81
<u>Profitability Ratios</u>					
Net profit margin	(%)	(27.32)	40.29	32.43	41.97
Return on equity	(%)	(16.88)	10.61	34.36	31.76
<u>Performance Ratio</u>					
Return on Assets	(%)	(7.50)	5.42	20.61	19.03
<u>Financial Policy Analysis Ratios</u>					
Debt to equity ratio	(Times)	0.33	1.76	0.78	1.23

### 13. Management's description and analysis

#### 13.1 Management's description and analysis on financial status

##### 13.1.1 Business Overview from the previous year

In the year 2017, the Company has adjusted its main business policy by holding a shareholding in another company ("Holding company"), which invested in its core business. The education business was operated by Western Company. United Co., Ltd. is a core company. The "Western University" was established as a private educational institution. This is due to the opportunity and the availability of this business. Initially, the company began to develop real estate projects. From 2016 under the project name. The Emerald Terrace of Patong is a condominium project in Patong, Phuket. Phuket Future Then, in 2017, the Company invested in the project. "Bangpoo Industrial Estate (North)" operated by Thai Bonnet Trading Zone Co., Ltd. Samut Prakan, which is considered in the industry. Both local and foreign investors are interested in investing and "Lamphun 2 Industrial Estate" is operated by World Industrial Estate Co., Ltd. (formerly known as Subbureal Estate Company Limited). Limited. Buy and buy land and buildings in condominium projects in Hat Yai, Songkhla under the name of "PremierHatyai" project located in the commercial and tourist district of Hat Yai. And close to Malaysia. It can attract customers as tourists and business people as well.

In line with our mission to develop industrial and commercial real estate projects. The main business policy of the company last year was to change the business structure of the company. And real estate development. Management of the Company The decision to dispose of all investment-related businesses. Western Union Company Limited, a major accounting firm of the Group. Entire Business Transfer Agreement to Western Union Education Co., Ltd., a related company, at Baht 1,350.00 million, with net asset transfer as at 31 August 2017 amounting to Baht 1,299.55 million. Million baht The Group discloses the difference between the value of the business transfer and the net assets of the business in the amount of Baht 50.45 million in the excess of the transfer of business under the same control. And consequently the Western University. Ratchaphruek Education Co., Ltd., Ratchaphruek Syndicate Co., Ltd. and Buriram Education Co., Ltd. (a subsidiary of Western University) are not subsidiaries of Western Union Company Limited. Group of companies longer. Finally, the sale of investment in ordinary shares of Thai Bonnet Trading Zone Co., Ltd. under the project. The Bangpoo Industrial Estate (North) "was sold to a private company for a total of Baht 230 million. The Company reported a net disposal of Baht 244.34 million in net disposal proceeds. After the above mentioned changes. The Company will hold 4 subsidiaries (four of which have 10 subsidiaries) and 1 associated company.

The Company There are 3 real estate development projects.

- Lamphun Industrial Estate (north), Lamphun, which will start to recognize revenue in 2016.
- Condominium project in Hat Yai, Songkla province recognized revenue in Q4
- The condominium project in Patong, Phuket, is divided into 2 phases. Phase 1 is a condominium unit and is under sale. Phase 2 is under construction.

### 13.1.2. Company's performance

Statement of comprehensive income	31 May 2018		31 May 2017 (Edited)		Increase (Decrease)	
	Million baht	Percent	Million baht	Percent	Million baht	Percent
income						
Income from property development business	1,094	98.6	245	58.8	849	346.5
Income from education business	-	-	-	-	-	-
other	15	1.4	172	41.2	(157)	(91.3)
Total revenue	1,109	100.0	417	100.0	692	165.9
Expenses						
Cost of Sales from Business Development						
Real estate	891	80.3	191	45.8	700	366.5
Cost of education business	-	-	-	-	-	-
Selling and administrative expenses	491	44.3	26	6.2	465	1,788.5
Financial costs	8	0.7	10	2.4	(2)	(20.0)
Total cost	1,390	125.3	227	54.4	1,163	512.3
Income before income tax expense	(281)	(25.3)	190	45.6	(471)	(247.9)
Income tax expense	(21)	(1.9)	(22)	(5.3)	(1)	(4.5)
Total income	(302)	(27.2)	168	40.3	(470)	(279.8)
Profit for the year from canceled operations.	40	3.6	263	63.1	(223)	(84.8)
Profit (loss) for the year	(262)	(23.6)	431	103.4	(693)	(160.8)
Unrealized gains on discontinued operations =- re-measurement of commitments Post- employment benefits	4	0.4	-	-	4	100.00
Gain (loss) for the year	(258)	(23.3)	431	103.4	(689)	(159.9)

The Company's total revenues were Baht 1,109 million, an increase of Baht 692 million or 165.9% from the same period of last year. Revenue from real estate development business was Baht 1,067 million over the nine-month period. The sale of investment in Thai Bonnet Trading Zone Co., Ltd.) and the sale of condominium units in Hat Yai, amounting to Baht 27 million.

Business /	2018	2017	Increase	
Product Line	Million baht	Million baht	Million baht	Percent
Real estate development	1,067	215	852	396.3
Condominium	27	30	(3)	(10.0)
Total	1,094	245	849	346.5

Based on the nature of the business group or product line. Can be classified as follows.

- Property Development

The revenue derived from the sale of land in "Bangpoo Industrial Estate (North)" was operated by Thai Bonnet Trading Zone Co., Ltd. in both 2017 and 2018. Invested in Thai Bonnet Trading Zone Co., Ltd. The Company also has "Lamphun 2 Industrial Estate Project" operated by World Industry Estate Co., Ltd., which has entered into a land purchase and sale agreement in the period. The proceeds received in advance were paid in advance. Expected to be recognized by the year 2016.

- Condominium

Income derived from the sale of condominium units for the year 2017 belongs to the project. The Emerald Terrace of Patong is a condominium project in Patong, Phuket. Phuket Future For the year 2018 the "PremierHatyai" project is located in the commercial and tourist district of Hat Yai. Operated by World Corporation Plc, which started its revenue in the fourth quarter as the first quarter.

Name	Project value (A)	Worth for (B)	Value sold (A) - (B) (1)
	Million baht	Million baht	Million baht
Premier-C	126.15	71.50	54.65
Premier-D	131.10	120.20	10.90
Premier-E	127.81	82.50	45.31
Premier-F	126.22	70.41	55.81
<b>Total</b>	<b>511.28</b>	<b>344.61</b>	<b>166.67</b>

Name	Accumulated Payment due (2)		Accumulated payment (3)		Accumulated Overdue (2) - (3)		Balance Number Not yet due (1) - (2)	
	Million baht	Percent	Million baht	Percent	Million baht	Percent	Million baht	Percent
Premier-C	37.66	27.52	16.99	21.18	20.67	36.49	16.99	56.95
Premier-D	8.82	6.44	2.09	2.60	6.73	11.88	2.09	7.00
Premier-E	34.56	25.25	10.76	13.41	23.80	42.01	10.76	36.06
Premier-F	55.81	40.78	50.36	62.80	5.45	9.62	-	-
<b>Total</b>	<b>136.84</b>	<b>100.00</b>	<b>80.19</b>	<b>100.00</b>	<b>56.66</b>	<b>100.00</b>	<b>29.83</b>	<b>100.00</b>

The total expenses were 1,411.45 million baht, increased by 1,162.16 million baht or 466.19% from the same period last year.

- Cost of sales - Real estate development business amounting to Baht 891.17 million was generated by the Bangpoo Industrial Estate Project cost of Baht 875.63 million, which was 70-80% of the selling price and condominium project cost in Hat Yai, Songkhla, amounting to Baht 15.54 million. The suite is at 70-75% of the selling price.
- Selling expenses of Baht 64.19 million, mainly for specific business tax. The birth on the land transfer date. And commission from the sale in the industrial estate project.
- Administrative expenses amounted to Baht 53.89 million, namely salary of employees And fees related to the operation of the industrial estate project.
- Expenses incurred in this quarter amounted to Baht 372.33 million.

o Allowance for doubtful accounts of short-term loans amounting to Baht 127.99 million, with allowance for doubtful accounts For short-term loans And interest receivable of World Industrial Estate Co., Ltd. (formerly known as Subburn Estates Co., Ltd.), a subsidiary. Such short-term loans are those arising from the acquisition date of this company. Since the date of this share purchase Management considers the return expected in the future. Compared to the money paid to buy, it is worthwhile to invest. However, after reviewing the net asset value and debt at the end of the period In the past year, no debt has been paid. And no contact back in every. This has been tracked for debt. As a result, short-term loans are not recognized. As such, the Company has set aside allowance for doubtful accounts. This expense will have little impact on future returns.

Disposal of investment in subsidiary in the amount of Baht 244.34 million. The purchase of ordinary shares in Thai Bonnet Trading Zone Co., Ltd. at the price of Baht 200 million compared to the net assets at the acquisition date of Baht 351.92 million, resulting in a gain on purchase at a price lower than the fair value. Baht 151.92 million due to the Company Valuation is underway. Based on the value of the registered and paid-up capital of ThaiBonnet Trading Zone Co., Ltd. of Baht 200 million. The investment in Thai Bonnet Trading Zone Co., Ltd. is Baht 230 million (based on the purchase of ordinary shares of Baht 200 million plus an additional Baht 30 million) compared to net assets as at the disposal date. Amounting to Baht 474.34 million. As a result, the difference is the loss from disposal of investment in a subsidiary amounting to Baht 244.34 million. The gain on the acquisition date and loss at the date of sale is only accounting profit. Based on the cash flow, the Company had a gain from disposal of investment in this subsidiary amounting to Baht 30 million.

The net loss from continuing operations of the parent company for the year ended 31 May 2018 was Baht 302 million, while net profit was Baht 168 million decreased from the same period of last year. 470 million baht or 279.8%. Based on the normal operation of the company before deducting extra expenses. The Company's net profit from operating activities was Baht 70 million, an increase of Baht 54 million from the previous year. (In the fourth quarter, the extra expenses were not incurred from the normal operation of the Company. Losses and disposals of investments in subsidiaries In the previous year, the Company had gain on purchase of investment in subsidiaries.

Transaction	31 May 2018	31 May 2017
<b>Net profit (loss)</b>	(302)	168
Deductions		
1. Set aside allowance for doubtful accounts	128	-
2. Differences on the purchase of investment in a subsidiary	-	152
3. Disposals of investments in subsidiaries	244	-
<b>Net profit from normal operation</b>	<b>70</b>	<b>16</b>

### 13.1.2 Financial analysis

Statements of financial position	31 May 2018		31 May 2017 (Edited)		Increase (Decrease)	
	Million baht	Percent	Million baht	Percent	Million baht	Percent
<b>asset</b>						
<b>current assets</b>						
Cash and cash equivalents	27	1.1	67	1.4	(40)	(59.7)
Temporary investment	-	-	205	4.2	(205)	(100.0)
Trade and other receivables	492	20.8	173	3.5	319	184.4
Short-term loans	395	16.7	89	1.8	306	343.8
Left in stock	1,424	60.2	2,163	44.0	(739)	(34.2)
Total current assets	2,338	98.9	2,697	54.8	(359)	(13.3)
<b>Non-current assets</b>						
Investments in joint ventures	7	0.3	7	0.1	-	-
Long-term loans	-	-	102	2.1	(102)	(100.0)
Investment Property	-	-	146	3.0	(146)	(100.0)
Other non-current assets	2	0.1	1,893	38.5	(1,891)	(99.9)
Other non-current assets	18	0.8	75	1.5	(57)	(76.0)
Total non-current assets	27	1.1	2,223	45.2	(2,196)	(98.8)
Asset Included	2,365	100.0	4,920	100.0	(2,555)	(51.9)
<b>LIABILITIES AND SHAREHOLDERS 'EQUITY</b>						
<b>Total current liabilities</b>						
Bank overdrafts and loans						
Short of financial institutions	190	8.0	456	9.3	(266)	(58.3)
Other payables	350	14.8	1,299	26.4	(949)	(73.1)
Short-term loans	31	1.3	947	19.2	(916)	(96.7)
Income tax payable	6	0.3	29	0.6	(23)	(79.3)
Total current liabilities	577	24.4	2,731	55.5	(2,154)	(78.9)
<b>Non-current liabilities</b>						
Long-term loans	-	-	335	6.8	(335)	(100.0)
Other non-current liabilities	11	0.5	42	0.9	(31)	(73.8)
Non-current liabilities	11	0.5	377	7.7	(366)	(97.1)
Debt consolidation	588	24.9	3,108	63.2	(2,520)	(81.1)

Statements of financial position	31 May 2018		31 May 2017 (Edited)		Increase (Decrease)	
	Million baht	Percent	Million baht	Percent	Million baht	Percent
<b>Shareholders' Equity</b>						
Issued and paid-up share capital	3,648	154.2	3,467	70.5	181	5.2
Other capital improvements	(3,359)	(142.0)	(3,326)	(67.6)	(33)	1.0
Retained earnings	1,488	62.9	1,671	34.0	(183)	(11.0)
<b>Total Shareholders' Equity</b>	<b>1,777</b>	<b>75.1</b>	<b>1,812</b>	<b>36.8</b>	<b>(35)</b>	<b>(1.9)</b>
Non-controlling interests	-	-	-	-	-	-
<b>Total Shareholders' Equity</b>	<b>1,777</b>	<b>75.1</b>	<b>1,812</b>	<b>36.8</b>	<b>(35)</b>	<b>(1.9)</b>
<b>Total liabilities and shareholders' equity</b>	<b>2,365</b>	<b>100.0</b>	<b>4,920</b>	<b>100.0</b>	<b>(2,555)</b>	<b>(51.9)</b>

### Assets

As at May 31, 2018, the Company and its subsidiaries Total assets were Baht 2,365 million, compared to Baht 4,920 million in the year 2017, a decrease of Baht 2,555 million or 51.9%. As a result, the assets of the educational business decreased. Other items that can be compared. Clearly, inventories this year amounted to 1,424 million baht, a decrease of 739 million baht or 34.2% from last year. Only the development of the original project. Details are as follows.

Order	Name	Located	Business	Value (Million Bath)
1	Northern Industrial Estate World	Makhuea Chae, Lamphun	Land	853
2	IB Grand Hatyai	Hat Yai, Songkhla	Condominium	321
3	The Emerald Terrace Project, Patong	Patong, Phuket	Condominium	250
	<b>Total</b>			<b>1,424</b>

The liquidity ratio in 2018 and 2017 was 4.05x and 0.99x, respectively, increasing from the previous year due to the divestment in the education business. The sale of Thai Bond Trading Co., Ltd., the debt to reduce the debt. This shows that the company has better liquidity.

In 2018, the Company's net cash flow decreased by Baht 39 million, consisting of net cash from operating activities of Baht 340 million, a decrease of Baht 34 million or 11.1% from 2017. Transfer of ownership Cash flow came in. And there are lower payables.

Net cash received from investing activities was Baht 17 million, while the year 2017 was Baht 921 million, due to the fact that in the year 2017, the Company acquired ordinary shares in real estate development business. The two companies paid a total of Bt488mn in paid-up shares and cash paid to purchase fixed assets of Bt 310mn

The net cash used in financing activities in 2018 was Baht 396 million, while the year 2017 was Baht 596 million, due to the fact that in 2018, cash paid for short-term loans from related parties was Baht 418 million. The Company has cash payment of Baht 181 million.

#### Liability and Shareholders' equity

As at May 31, 2018, the Company and its subsidiaries had total liabilities of Baht 588 million, compared with Baht 3,108 million in the year 2017, a decrease of Baht 2,520 million or 81.1%. Baht 35 million or 1.9%. The reason why both of them are down is mainly because of the education business. As a result, the assets of the educational business decreased. Because real estate development business itself. It is a new business of the company. This has not resulted in an increase in debt this year.

The debt-to-equity ratio for the year 2018 and 2017 was 0.33 times and 1.72 times, respectively, down from the previous year due to the disposals of investments in the education business. And the sale of investment of Thai Bonnet Trading Zone Co., Ltd.

#### Cash flow statement

Cash Flow Statement	31 May 2018	31 May 2017 (Edited)	Increase (Decrease)	
			Million baht	Percent
Net cash provided by (used in) operating activities	340	306	34	11.1
Net cash flows (used in) in investing activities	17	(921)	938	(102)
Net cash received (used in) financing activities	(396)	596	(992)	(166)
<b>Net increase (decrease)</b>	<b>(39)</b>	<b>(19)</b>	<b>(20)</b>	<b>105</b>

In 2018, the Company's net cash flow decreased by Baht 39 million, consisting of net cash from operating activities of Baht 340 million, a decrease of Baht 34 million or 11.1% from 2017. Transfer of ownership Cash flow came in. And there are lower payables.

Net cash received from investing activities was Baht 17 million, while the year 2017 was Baht 921 million, due to the fact that in the year 2017, the Company acquired ordinary shares in real estate development business. The two companies paid a total of Bt488mn in paid-up shares and cash paid to purchase fixed assets of Bt310mn

The net cash used in financing activities in 2018 was Baht 396 million, while the year 2017 was Baht 596 million, due to the fact that in 2018, cash paid for short-term loans from related parties was Baht 418 million. The Company has cash payment of Baht 181 million.

## **Liability obligation And off balance sheet management**

### **1. Letter of Guarantee from the Bank**

As at 31 May 2018, the Group had contingent liabilities in respect of which the Company and its subsidiaries issued letters of guarantee for the joint venture agreement of the Industrial Estate Authority of Thailand amounting to Baht 3.63 million for the Lamphun Industrial Estate Project.

### **2. Capital commitments**

As at 31 May 2018, the Company had capital commitments. The outstanding construction contract for the property development project was Baht 46.83 million.

### **3. Contingent liabilities**

company

On May 30, 2017, the Company and the authorized directors were sued by a former shareholder of a subsidiary for damages of Baht 112.49 million. Subsequently, on April 3, There are words to dismiss the lawsuit.

Subsidiary

Phuket Future Development Co., Ltd., a subsidiary company. Litigation from apartment buyers To request the subsidiary to transfer ownership of the condominium unit or to pay a fee of Baht 663,100, the subsidiary is in the process of mediation.

The results of the verdict of the Court of First Instance. The management and legal advisors of the Group consider that the evidence of the subsidiary is sufficient for the court to hear the objection. Therefore, the management of the Group is not expected to be affected by the lawsuit. It is important for the financial information of the Group

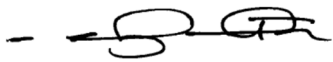
### **4. Contingent liabilities**

On 5 August 2011, Subterb Estate Co., Ltd. entered into a Joint Operation Agreement for Lamphun Industrial Estate 2 Project in Lamphun Province. The deadline for the development is 2 years from the date the construction is approved by the Industrial Estate Authority of Thailand (IEAT). The Company will be granted the right to manage the industrial estate. Under the Rules The Company is bound to pay a fee to IEAT at the rate specified in the agreement.

## **Report of the Board of Directors for the Financial Report**

The Board is responsible for the financial statements of the company and its subsidiaries. Financial information and statements appearing in the annual report have been prepared in accordance with generally accepted accounting standards using the appropriate accounting policies to which consistent and careful judgment has been applied with best estimates in their preparation, including adequate disclosure in the notes to the financial statement

The Board of Directors has appointed the audit committee, who are independent directors, to include the following person(s) 3 who will be responsible for the quality of financial reporting and internal controls. The opinions of the Audit Committee on these matters appear in the Audit Committee reports which are presented in this annual report.



(Associate Professor. Dr. Chirasak Chiyachantana)  
Director (authorized)



(Miss Jatechanya Boonchaleo)  
Director (authorized)