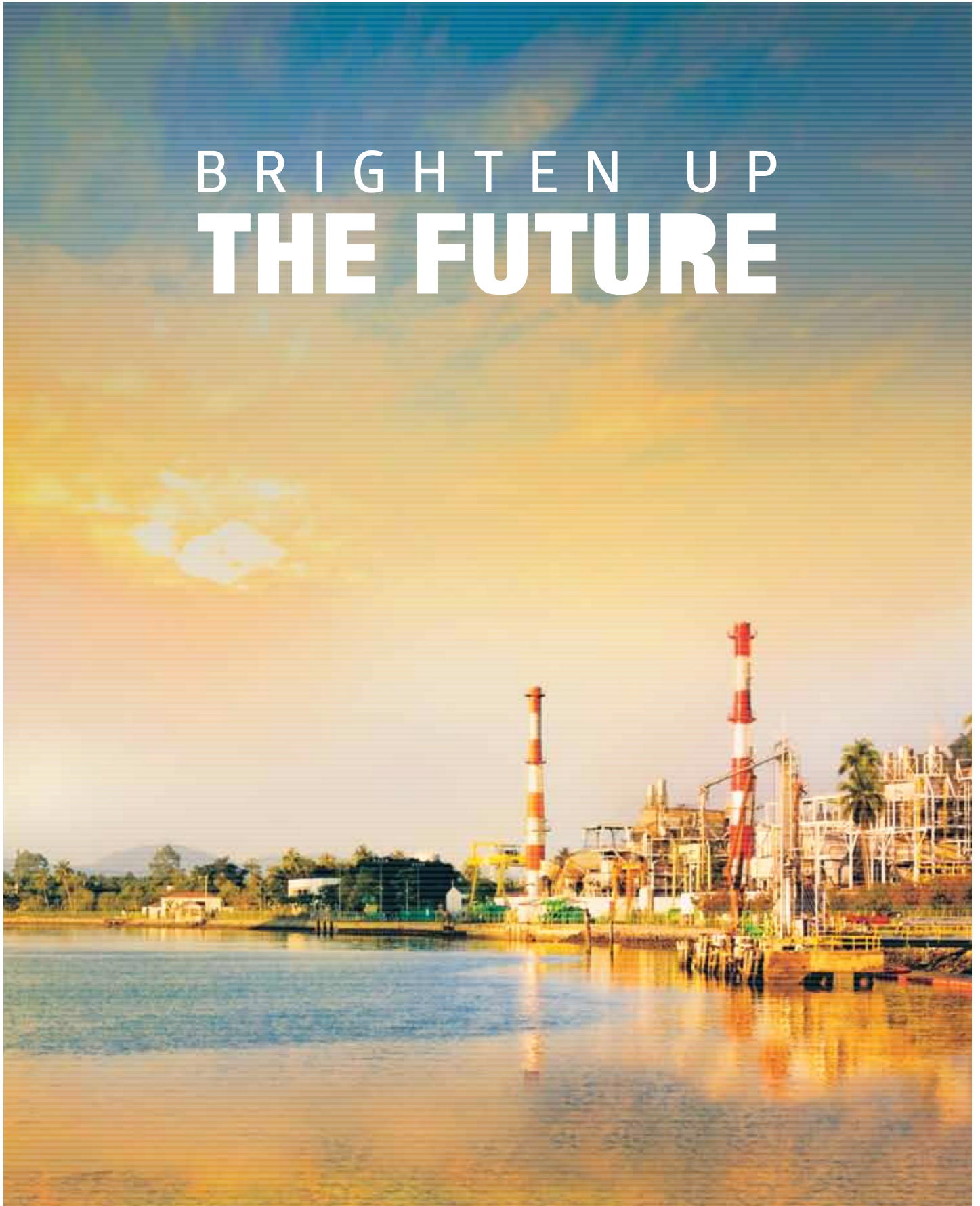


BRIGHTEN UP THE FUTURE



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BRIGHTEN UP THE FUTURE

Throughout years, EGCO has been committed to growing its business in a sustainable manner. We have ensured highest efficiency in power plant operation, continuous investment and enhancing power system stability while taking good care of the environment and strengthening community and society everywhere we operate the business.

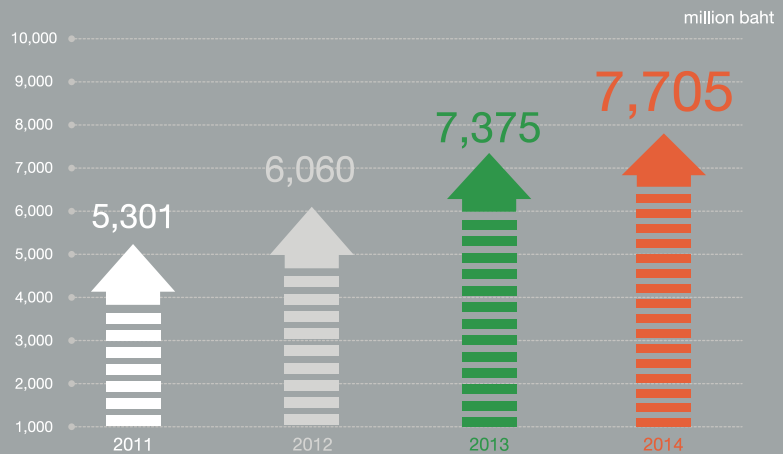
Today, EGCO cooperates with all stakeholders to keep enhancing success in all aspects, so as to brighten up our future together.

Constant Growth

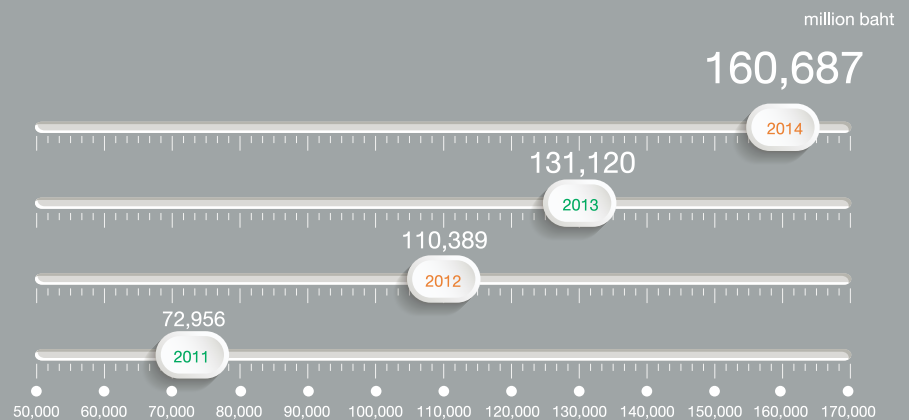




Constant growing performance



Increasing total assets from sound investment



2014 Achievements

Power plants that have been completed and starting commercial operations

GIDEC
Thailand

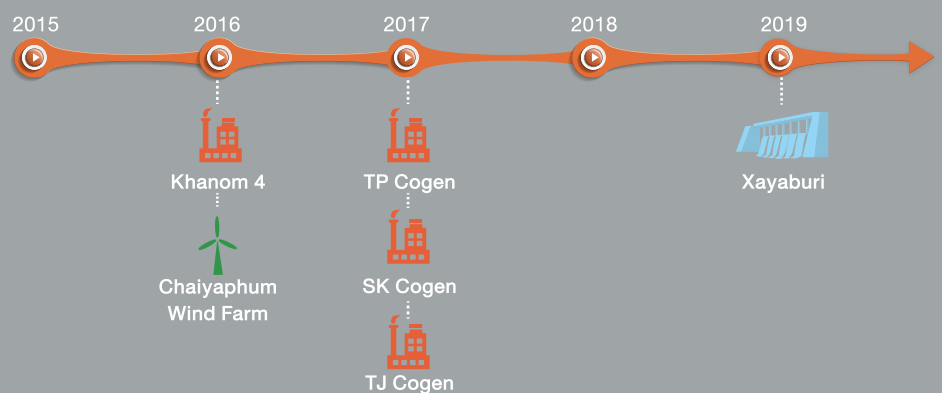
Boco Rock
Wind Farm
Australia

New investments in commercially operated power plants

Masinloc
Philippines

Star Energy
Indonesia

Power plants under construction and development





Be part in creating power stability



Commercially operating
power plants

24
plants

Total attributed
installed capacity

5,149.76
MWe

Investment in 5 countries

5
in the
Asia Pacific

Various types of power plants and diversify mix of fuel sources



Natural gas
7 plants
3,020.60 MWe



Coal
3 plants
1,467.39 MWe



Biomass
2 plants
18.46 MWe



Hydropower
1 plant
380.38 MWe



Solar
7 plants
94.53 MWe



Wind
2 plants
119.75 MWe



Waste
1 plant
3.25 MWe



Geothermal
1 plant
45.40 MWe

Employees' capability development



Succession
plan

Work
rotation

Individual
development
plan

Knowledge
transfer

Availability Payment higher
than required in the power
purchase agreement
and annual target

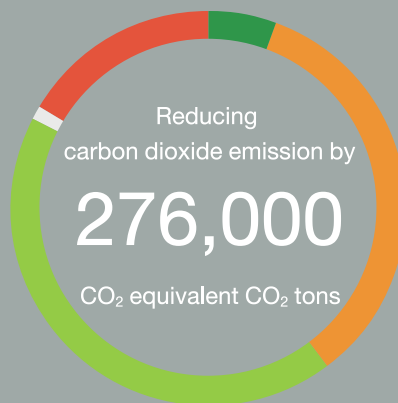


Promoting fertile environment





Ensure highest fuel efficiency in power generation



Electricity generation
from renewable energy

● Biomass	18.46	MWe
● Solar	94.53	MWe
● Wind	119.75	MWe
● Waste	3.25	MWe
● Geothermal	45.40	MWe

Continually develop

ENVIRONMENTAL

management system
in power plants

Taking care of
watershed forests covering

70,000 rai





Strengthening healthy community and society



Quality of life promotion in communities surrounding power plants

Skill and career
development
programs

9

projects

Community safety
and
health promotion

12

projects

Infrastructure
and other community
activity development

20

projects

Youth education
and
learning promotion

11

projects

Environment, natural resource
and biodiversity promotion
and conservation

8

projects

Job creations for locals



more than

80%

of contractors and suppliers
are local hired

Promotion of learning on Energy and Environment among youth



Schools participating
in "Energy for Life" project

60

schools

Partnering with networks for social benefits



Continuous support for
"Khon Khon Khon Award"

HIGHLIGHTS

2014

Award and Recognition

EGCO received “**Investors’ Choice Award 2014**” for a listed company in the Stock Exchange of Thailand (SET) with an excellent 2014 AGM, full score of 100 for the 6th consecutive year.



EGCO received “**Best award for Corporate Social Responsibility**” as an excellent listed company in integrating business operations with social responsibility, hosted by SET awards 2014 and the Finance and Banking magazine.



EGCO received “**CSR Recognition 2014 award**” for a listed company with the strong determination towards corporate social and environmental responsibility hosted.





EGCO received “Best Sustainability Report Award of the year 2014” to help elevate the listed companies’ information disclosure, hosted by CSR Club, Thai Listed Companies Association in cooperation with the The Securities and Exchange Commission as well as Thaipat Institute.



EGCO received “Excellent Green Office Award”, for the company with the strong commitment to environmental friendliness and sustainable use of resources and energy.



KEGCO received “EIA Monitoring Awards 2014” by Ministry of Natural Resources and Environment



EGCOM Tara received “Certificate of Standard for Corporate Social Responsibility (CSR-DIW Continuous)” for the 5th by Ministry of Industry

Business Activities

EGCO entered into the definitive agreement to acquire a 40.95% indirect offshore ownership interest in Masinloc Power Partners Co. Ltd. (MPPCL) from Singapore based AES Phil Investment Pte. Ltd. MPPCL is located in Sambales District, the Philippines.



EGCO entered into the investment in geothermal power project through the acquisition of 20% indirect ownership interest in Star Energy Geothermal Pte Ltd. ("SEG") from Star Energy Group Holdings Pte Ltd.,. SEG owns the geothermal power station located in Indonesia with installed capacity of 227 megawatt.



November 28, 2014, Boco Rock Wind Farm with the installed capacity of 113 megawatt, has started its commercial operation under long-term PPA with the EnergyAustralia Pty Ltd.



December 11, 2014, Hat Yai Municipal Waste Power Plant of GIDEC Company ("GIDEC"), has started its commercial operation to supply electricity to the PEA with the installed capacity of 6.7 megawatt.

Activities for Community and Society



EGCO in collaboration with Energy Policy and Planning Office, Ministry of Energy and Office of the Basic Education Commission of Thailand, Ministry of Education, continued the 2nd year of “Energy for Life...Fighting Global Warming with Sustainable Living” Project which covered the following main activities.

- The Most Outstanding School for 2013 and award presentation ceremony, 3.5 kilowatt solar power system presentation for 6 outstanding schools
- The “Energy for Life On Tour” activity, mobile exhibitions, together with quiz competitions named “Energy for Life Quiz”, aiming at educating on energy and environment conservation.
- The 2014 Student Project Competition Award Presentation Ceremony, with total 24 selected projects



EGCO collaborated with Doi Inthanon National Park, and Thai Forest Conservation Foundation organized the “43rd EGCO Forest Youth Camp” at Doi Inthanon National Park, Chiang Mai, with total 60 youths participating. The camp was arranged under the theme “Small People in Big Forest”, with an aim to raise awareness on watershed forest conservation and to learn hill tribe’s way of life in living coexistently with the watershed forest. Whereas, the 44th youth camp was held at Khao Luang National Park, Nakhon Si Thammarat, with 40 students from schools near Khanom power plant participating.





To continue the promotion of learning and instill consciousness in energy and environmental conservation among youths, Rayong power plant organized “Eco-Friendly Power Plant Youth Camp”, to welcome the youths to visit an ecological power plant, as a learning site about electricity generating process.



Roi-Et Green organized the “1st - 3rd Mobile Medical Unit of 2014 Project”, offering medical check-ups to people in the communities surrounding the power plant.



EGCO Cogen arranged the “Mobile Medical Unit Project” for the 7th consecutive year by offering medical and dental check-ups to people in the communities surrounding the power plant.

EGCO Cogen, in collaboration with Office of the Rubber Replanting Aid Fund, Rayong Province, and Mab Kha Pattana Sub-district Administrative Organization organized rubber tapping skill training to improve the occupational skill for agriculturists in Mab Kha community.



Khanom power plant in collaboration with Nakhon Si Thammarat Coastal Fisheries Research and Development Center continued the “Breeding of Blue Swimming Crab Project”. Blue swimming crabs bred at the research center were released into the sea at Khanom Bay, while crab breeders were released into floating baskets located on Plao Sub-district Beach and Pratub Cape at Khanom District.

[2014 Highlights]

Award and Recognition

EGCO

September	Investors' Choice Award for a listed company in the Stock Exchange of Thailand (SET) with an excellent 2014 AGM, full score of 100 for the 6 th consecutive year, evaluated by Thai Investors Association
November	Best award for Corporate Social Responsibility as an excellent listed company in integrating business operations with social responsibility, hosted by SET awards 2014 and the Finance and Banking magazine.
November	CSRI Recognition 2014 award for a listed company with the strong determination towards corporate social and environmental responsibility hosted by SET.
November	Best Sustainability Report Award of the year 2014 to help elevate the listed companies' information disclosure, hosted by CSR Club, Thai Listed Companies Association in cooperation with the The Securities and Exchange Commission as well as Thaipat Institute.
December	Excellent Green Office Award, for the company with the strong commitment to environmental friendliness and sustainable use of resources and energy.

Khanom Electricity Generating Company Limited (KEGCO)

July	National Safety Award for the 15 th consecutive year, at the 28 th National Work Safety Week by Ministry of Labour
December	EIA Monitoring Awards 2014 for the 9 th by Ministry of Natural Resources and Environment

Roi-Et Green Company Limited (Roi-Et Green)

July	National Safety Awards for the 5 th consecutive year, at the 28 th National Work Safety Week by Ministry of Labour
August	Outstanding Performance of Honourable Level for the Zero Accident Campaign by Ministry of Labour

EGCOM Tara Company Limited (EGCOM Tara)

September	Certificate Runner 2 Metabolic organization aimed at reducing consumption of sweet for 2014 of the establishment of the Governor of Ratchaburi
October	Certificate of Standard for Corporate Social Responsibility (CSR-DIW Continuous) by Ministry of Industry

Business Activities

A. Incorporation/Acquisition/Business Transfer/New Investment

May 30	San Buenaventura Power Ltd. Co. ("SBPL") a company 49%-owned by New Growth B.V., entered into a Power Supply Agreement ("PSA") with Manila Electric Company ("MERALCO") for the sale and purchase of 455 MW capacity and electrical output from a new coal-fired power plant. The SBPL plant will be located in Mauban, Quezon, the Philippines.
June 25	EGCO entered into the definitive agreement to acquire a 40.95% indirect offshore ownership interest in Masinloc Power Partners Co. Ltd. (MPPCL) from Singapore based AES Phil Investment Pte. Ltd. MPPCL is located in Sambales District, the Philippines.
July 30	EGCO entered into the investment in geothermal power project through the acquisition of 20% indirect ownership interest in Star Energy Geothermal Pte Ltd. ("SEG") from Star Energy Group Holdings Pte Ltd., SEG owns the geothermal power station located in Indonesia with installed capacity of 227 MW.

Business Activities

B. Accreditation of Standard Systems

KEGCO

February 3 - 5 Passing surveillance audit for ISO 9001:2008, TIS 18001:1999 & OHSAS 18001: 2007, and ISO 14001:2004 by TUV NORD (Thailand) Ltd.

September 8 Passing surveillance audit for ISO 9001:2008 by TUV NORD (Thailand) Ltd.

EGCOM Tara

February 3 - 4 Passing surveillance audit 2014 for ISO 9001:2008 (Quality Management), ISO14001:2004 (Environmental Management) and Re-Certification audits TIS 18001:1999 & OHSAS 18001:2007 (Occupational Health and Safety Management), by United Registrar of Systems (Thailand) Limited (URS : UKAS)

June 9 - 12 Passing re-certify audit 2014 for ISO/IEC 17025:2005 (for 26 parameter) by Thai Industrial Standards Institute

August 18 Passing surveillance audit 2014 for ISO 9001:2008 (Quality Management), ISO 14001:2004 (Environmental Management) and TIS 18001:1999 & OHSAS 18001:2007 (Occupational Health and Safety Management), by United Registrar of Systems (Thailand) Limited (URS : UKAS)

Roi-Et Green

December 3 Passing Re-certify audit for ISO 9001:2008 by SGS

Activities for Shareholders and Investors

A. Shareholders' Meeting

April 23 2014 Annual General Shareholders' Meeting

May 2 2013 Final Dividend Payment at 3.25 baht per share

September 19 2014 Interim Dividend Payment at 3.00 baht per share

B. Opportunity Day/Analyst Meeting

March 5	Opportunity Day/Analyst Meeting No.1/2014 to announce 2013 annual performance
May 23	Opportunity Day/Analyst Meeting No.2/2014 to announce 2014's first quarter performance
August 26	Opportunity Day/Analyst Meeting No.3/2014 to announce 2014's second quarter performance
November 28	Opportunity Day/Analyst Meeting No.4/2014 to announce 2014's third quarter performance

C. Investor Meeting

January 24	TISCO Corporate Day by Deutsche TISCO Investment Advisor
August 27 - 29	Thailand Focus 2014 in Bangkok by SET & Phatra Securities
November 20 - 23	SET in the City 2014 in Bangkok by SET

D. Knowledge Sharing and Site Visit

March 13	Newsletter to Shareholders & Investors
May 16	Knowledge Sharing : "New Accounting Standards" for Analysts & Fund Managers
June 6	Newsletter to Shareholders & Investors
July 24	Site Visit to Solarco Power Plant at Nakorn Pathom Province
September 26	Newsletter to Shareholders & Investors
October 2	Site Visit to Solarco Power Plant at Nakorn Pathom Province
December 1 - 2	Site Visit to Theppana Wind Farm Power Plant at Chaiyaphum Province
December 25	Newsletter to Shareholders & Investors

Activities for Employees

January 31	Communication Day between President and employees
March 20	Annual Physical Checkup for Employees
September 10	Annual fire drill
December 25	EGCO New Year Party

Activities for Community and Society

EGCO

January - December “Energy for Life ... How to Fight Global Warming with Sustainable Living” **Project** under the collaboration of EGCO Group, Energy Policy and Planning Office (EPPO), Ministry of Energy, Office of the Basic Education Commission (OBEC), Ministry of Education to organize the activities as follows:

- April: The 2013 Most Outstanding School Award Presentation Ceremony, and Sharing Workshop and Seminar for leading teachers from 60 schools participating in the project.
- July - August: “Energy for Life On Tour” roadshow and exhibitions, as well as quiz competition named “Energy for Life Quiz” across 29 schools nearby EGCO Group’s Power Plants in the North, Central, East, and Northeast regions.
- June - December: Energy for Life School Award 2014, 7 schools were selected to be awarded.
- November: Presentation of 3.5 kW. solar power system for the 6 outstanding schools of year 2013.
- September - December: Student Project Competition and Award Presentation Ceremony for year 2014, with total 24 selected projects.

March 22 - 29 EGCO in collaboration with Doi Inthanon National Park, and Thai Forest Conservation Foundation organized the “43rd EGCO Forest Youth Camp” project at Doi Inthanon National Park, Chiang Mai

Rayong Power Plant

February - October **Community Relations Project** : Monk robe offering ceremonies were organized at 12 temples in the surrounding area of the power plant, Rayong Province

February 11 **Public Health for Community Project** : Collaboration with National Health Security Office, organized training workshop “Self-preventive from breast cancer and prevention of cervical cancer”, for a group of Public Health Volunteer

June 9 - 12 **12th EGCO Youth Camp Project** : Youth camp was organized at Rayong Power Plant, a learning site of electricity generating process, and at Khao Laem Ya, Samet Island to build awareness in natural resources preservation. The participants were the youths from Mab Ta Pud community nearby the power plant.

September 25 **Basic Firefighting Training Project** : Demonstration was arranged for communities around power plant being Ban Bon, Mab Kha, Wat Huay Pong, Huay Pong Nai-Saphan Namtuam community.

November 27 **The 6th Community and Namcha Canal Cleaning Project** : To improve the ecological system, environment and life quality of the community

December 1 **Rayong Power Plant Open - House Project** : Invited youth, community leaders and volunteers to visit and learn about the power generation process

KEGCO

January - December **Breeding of Blue Swimming Crab Project** : In collaboration with Nakhon Sri Thammarat Coastal Fisheries Research and Development Center in breeding blue swimming crabs, and releasing baby crabs and breeders into the sea at Khanom Bay, Amphoe Khanom.

	Electrical System Repair and Maintenance Voluntary project for schools, temples, child development center and Islamic communities.
June 5	Living Development for Ban Tha Muang Islamic Community Project : Employees of the power plant volunteered in school building and infrastructure maintenance for Ban Tha Muang Islamic Community at Da Run Sa A Mosque.
June 24	Development and Conservation of Baan Wat Nai Community's Water Resource Project : supported for the construction of concrete check-dam in community's reservoir.
June 26	2014 Scholarship Ceremony : 220 scholarships and sport equipment were given to 23 schools in Amphoe Khanom.
June 4, 12, 19, 26	"Tonkla Kunnatham" Morality Youth Camp Project : in collaboration with the Learning Center's history and culture (Wat Klang) and the Office of Educational Service Area of Maha Chulalongkorn University, organized 4 batches of "Tonkla Kunnatham" youth training to build morale and ethics.
July 10	Annual Presentation of Lent Candle Activity : offered lent candles to 16 temples in Amphoe Khanom to carry on this tradition.
July 21 - 25	Presentation of Long-sighted Eyeglasses Project : presented long-sighted eyeglasses and provided eye check-up services for 2,270 elderly in Khanom District.
August 19 - 23	Youth Field Trip : arranged a field trip for students from 23 schools in Khanom District to Central Provinces such as Bangkok, Prachuap Khiri Khan, and Suphan Buri in order to broaden their learning.
August 20 - 24	Elder Trip : arranged a bus tour for elder people from the Elderly Club of Khanom Hospital and those living nearby the power plant to the central part of Thailand.
October 14 - 17	The 44th EGCO Forest Conservation Youth Camp : organized youth camp at Krungching Waterfall, Khao Luang National Park, Nop Phi Tum District, Nakhon Sri Thammarat Province

Roi-Et Green

January - December **Mobile Medical Unit Project** offered medical check-up to people living in surrounding areas of the power plant

EGCO Cogen

January - December **Mobile Medical Unit Project** : offered mobile medical and dental unit to give guidance, check-up and dental service at Map Kha, Nikompattana district, Rayong Province for the 7th consecutive year

June 23 - 27 **Rubber Tapping Skill Training Project** : collaboration with Office of the Rubber Replanting Aid Fund and Map Kha Municipality, Rayong Province organized rubber tapping skill training to improve the occupational skill for agriculturists in Mab Kha community

December 4 **Annual Community Cleaning Activity** : cleaning the public areas of the community to keep good environment of Nong Khla community, to celebrate the 2014 Father's Day

EGCOM Tara

January 10 **National Children's Day 2014 Activity** : With the objective of providing children, youths and communities in the surrounding areas of the water treatment plant with the opportunity to participate in the activities and giving gift for the children at Wat Sri Da Ram School

March 8 **Walk rally for Ratchaburi travel 2014 Activity** : With youths and communities in the surrounding areas of Ratchaburi Province as well as presented drinking water to the community

June 17 Water Safety Network visited EGCOM Tara water plant. In this regard, the working team welcomed, described and took the visitors around the water plant to show water supply process and operation of EGCOM Tara

July 5 **Scholarship Activity** : for Employees' children at water treatment plant

July 23 - 29

Inspection and maintenance of drinking water supply 2014 Activities : to assess water quality as well as maintenance, repair and replace defective equipment to schools based on the Donation Drinking Water System for 9 schools and 2 Provincial Waterworks Offices

August 14

Friendly Sport match 2014 Activities : EGCOT Tara executives, staff, supplier and communities nearby the water treatment plant participated in football match in Pang Puay water treatment plant

October 3

Donating Drinking Water System : A drinking water system was given to Amornyardsamakom School, Dum Neon Saduak District, Ratchaburi Province

October 12

Annual Presentation of Monk Robes Activity : and donated drinking water in the ceremony at Sri Da Ram temple, Dum Neon Saduak District, Ratchaburi Province

October 14

PWA District 3, PWA Samut Songkhram, and PWA Ratchaburi visited EGCOT Tara water plant. In this regard, the working team welcomed, described and took the visitors around the water plant to show water supply process and operation of EGCOT Tara

Vision

To be a major sustainable Thai power company doing business in Thailand and the Asia Pacific region, with full commitment to environment protection and social development support

Mission

1 2 3

To secure continuous growth in order to maximize shareholder's value

To offer reliable power supply

To be a good corporate citizen and be considerate to society and environment

[Financial Overview]

Consolidated Financial Statements

	2014	2013	2012	2011	2010
		Restated	Restated		Restated
FINANCIAL PERFORMANCE (Million Baht)					
Sales and service income	17,201	17,458	13,734	7,661	8,609
Other income	1,853	983	737	449	386
Accounting gains on a business combination achieved in stages, net	-	-	4,310	-	-
Cost of sales and services	10,310	10,396	9,673	5,589	5,678
Administrative expenses and income taxes	3,748	4,155	2,882	1,933	1,888
Finance costs	2,794	2,824	703	694	564
Share of profit (loss) from Subsidiaries, an associated and interest in joint ventures	5,461	6,156	5,541	5,200	6,109
Net Profit (loss) attributable to Non-controlling interests	140	164	29	126	115
Fx gain (loss)	144	107	205	22	(56)
Net Profit (loss) attributable to the Company	7,667	7,164	11,240	4,990	6,803
Net Profit (loss) attributable to the Company before the effects of Foreign Exchange					
(FX) gain (loss), Deferred Tax, Lease Income ⁽¹⁾ and Income from service concession ⁽²⁾	7,705	7,375	6,060 ⁽³⁾	5,301	6,264
FINANCIAL POSITION (Million Baht)					
Total assets	160,687	131,120	110,389	72,956	67,040
Total liabilities	86,468	60,867	45,388	14,423	11,712
Parent's shareholders' equity	73,264	69,343	64,160	57,978	54,819
Non-controlling interests' shareholders' equity	955	910	841	555	509
Issued and paid-up share capital	5,265	5,265	5,265	5,265	5,265
PER SHARE DATA (Baht)					
Basic earnings per share	14.56	13.61	21.35	9.48	12.92
Book Value	139.16	131.71	121.87	110.13	104.13
Dividend	N/A	6.00	6.00	5.25	5.25
RATIO ANALYSIS					
Liquidity ratio (Time)	1.25	2.23	1.32	11.72	10.26
Cashflows liquidity ratio (Time)	0.54	0.43	0.51	1.82	2.08
Gross profit ratio (%)	40.06	40.45	29.57	27.05	34.04
Earnings ratio (%)	31.27	29.13	35.27 ⁽³⁾	37.49	45.04
Return on equity ratio (%)	10.75	10.73	11.56 ⁽³⁾	8.85	12.91
Return on assets ratio (%)	5.25	5.93	7.70 ⁽³⁾	7.13	10.47
Debt to equity ratio (Time)	1.17	0.87	0.70	0.25	0.21

Remarks:

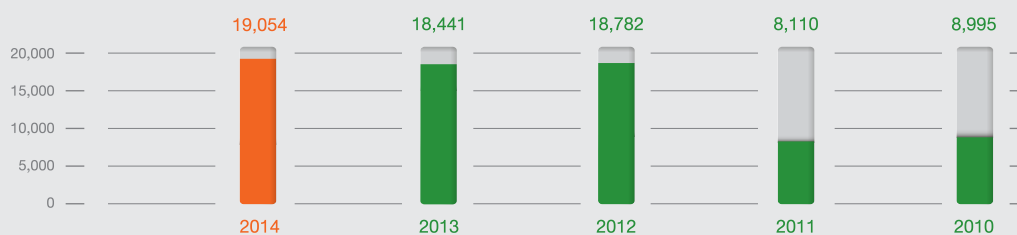
⁽¹⁾ TFRIC 4 Determining whether an arrangement contains a lease

⁽²⁾ TFRIC 12 Service concession arrangements

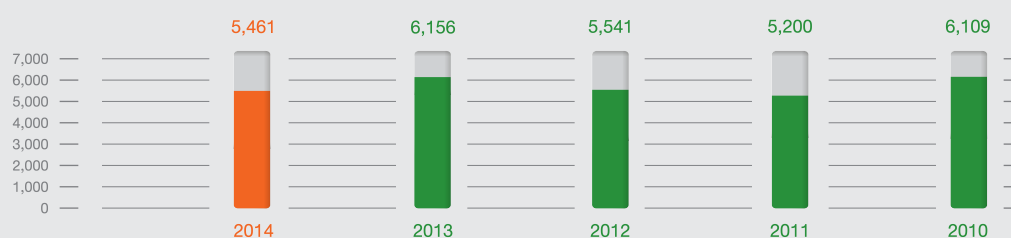
⁽³⁾ Excluding accounting gain on business combination after deducted the amortization amount 4,182 million baht of 52.125% of Quezon, before the company purchased the additional shares in the portion of 45.875%. This method was performed in accordance with the accounting standard.

Total Revenues

Unit : Million Baht

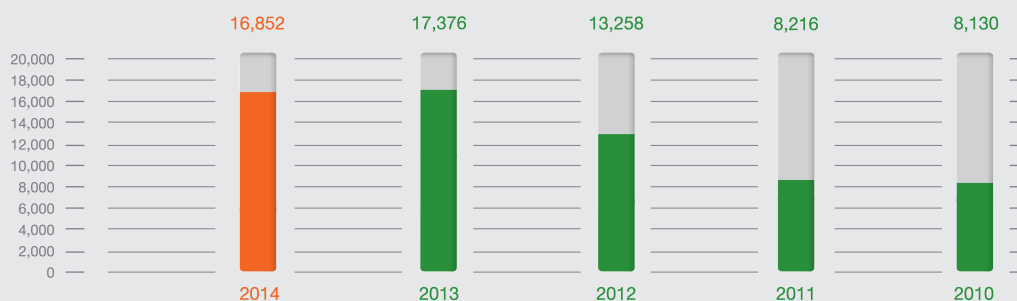
Share of profit (loss) from Subsidiaries,
an associated and interest in joint ventures

Unit : Million Baht



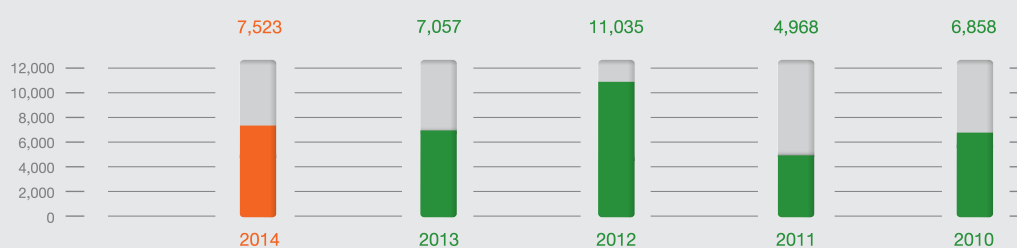
Total Expenses Excluding Currency Exchange Gains or Losses

Unit : Million Baht



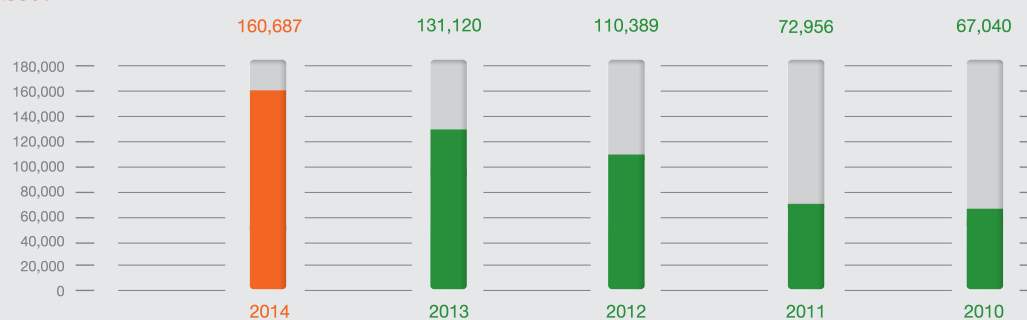
Net Profit Excluding Currency Exchange Gains or Losses

Unit : Million Baht



Total Asset

Unit : Million Baht





Message from the Chairman

EGCO realized its role as a power business player which is to reinforce the stability of power system, along with taking part in strengthening the communities within the power plant area and the society at large and protecting environmental sustainability. EGCO's roles are in line with its vision: "To be a major sustainable Thai power company doing business in Thailand and the Asia Pacific region, with full commitment to environment protection and social development support."

Power business is a basic infrastructure service in relation to economic growth of the nation and is a capital intensive industry. Therefore, investment decision requires thorough and prudent consideration by industry experts. At EGCO Group, we intend to build sustainable growth which yields continuous return to our valued shareholders. Precise assessment of the national economic directions, electricity demand as well as environmental and social trends which may impact the Company's business enables us to make the right decisions and run our business with stability and efficiency through changes in situation, opportunities and challenges in each period of time.

Power Business in Thailand

In 2014, Thailand's decelerated economy during the first 2 quarters resulted in the slight increase of the national need for electricity, compared to 2013. However, Thailand's power business illustrated significant active movements, being the government's policy on balancing the energy sources, especially on the diversification of fuels for electricity generation. Additionally, the government promoted power consumption efficiency along with renewable energy power generation projects. Therefore, most investment opportunities are then aiming for projects of power generation from renewable energy.

Power Business in the Region

The expansion of power business in other regions tends to increase continuously as a result of economic growth in each country and the integration of many countries, promoting the economic growth at a regional level. Consequently, it has been a great opportunity for EGCO to continuously expand its business towards overseas markets, especially in the countries that the Company has already had its investment such as in Lao PDR, Philippines, Indonesia and Australia. With respect to this, EGCO is confident that financial institutions' and investors' trust and the Company's professional employees would be main factors which allow EGCO to be competitive against its peers and has the potential to unceasingly expand its business towards overseas markets.

Proven Success

In 2014, EGCO has successfully completed the construction of 2 power plant projects to operate and transmit electricity into the system, namely [Hat Yai Municipal Waste Power Plant Project](#), a 50% joint venture in GIDEC Company Limited ("GIDEC"), and [Boco Rock Wind Farm](#) in Australia. Additionally, EGCO has invested in 2 new power plants, namely Masinloc Coal-Fired Power Plant in Philippines and Star Energy Geothermal

Power Plant in Indonesia. Both power plants are in operation phase and have potential to expand or increase their capacity in the future. Such investment benefitted EGCO from the immediate income from the projects and also the economic value in a long term.

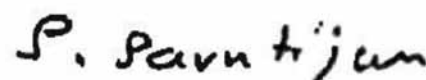
Sustainable Business

EGCO values sustainability in running its business which, in this definition, means to be exist in a long term by gaining acceptance and trust from stakeholders and general public as Thailand's first independent power producer. EGCO realizes its roles in power business which are to reinforce the stability of power system in Thailand and every country in which the Company conducts its business, to participate in strengthening the communities within the power plant area and the society at large, and to take part in protecting environmental sustainability. EGCO's roles are in line with its vision: **"To be a major sustainable Thai power company doing business in Thailand and the Asia Pacific region, with full commitment to environment protection and social development support."** In this regard, EGCO puts its priority on the continuous systematic sustainability management and regular business development on the principles of good corporate governance and responsibilities to stakeholders. In 2014, the Company has selected major sustainability items from stakeholders' expectation verification to develop a roadmap for action plan to decrease negative effect and increase positive effect in EGCO's business towards stakeholders. The particular item was the prevention and anti-corruption of all forms; bribery and corruption which is uncompromised in EGCO's business.

EGCO's Pride

Due to EGCO's commitment towards its business, the Company has been continuously recognized by many institutions. In 2014, EGCO has been selected to receive various awards such as **CSR Awards 2014** from the Stock Exchange of Thailand and Journal of Finance and Banking for listed companies with good social responsibility; **CSR Recognition 2014** for listed companies operating with social and environmental responsibility; and **Outstanding Sustainability Report Award** from Thai Listed Companies Association for companies with sustainable disclosure; as well as **Outstanding Corporate Governance Scorecard** from Thai Institute of Directors (IOD) and Investor's Choice Award on AGM Assessment Project with a full score of 100 for 6th consecutive year by Thai Investors Association.

On behalf of the Board of Directors, Management and staff of the Electricity Generating Public Company Limited, I would like to express my sincere gratitude to all shareholders, co-investors, business partners, clients, communities and other supporting parties for your continued trust and support that have been well rendering EGCO's business. We pledge that we will conduct our business prudently and adhere to the practice of good corporate governance and responsibilities to all stakeholders. As such, to maintain a continuous growth of the Company and create high return for shareholders together with reinforcing the stability of electrical power system and strengthening the communities and society as well as promoting environmental sustainability.



Mr. Sombat Sarntijaree

Chairman of the Board of Directors

Message from the President

EGCO's 2014 outstanding operating result continued to record better-than-expected performance. The Company's assets totaled 160,687 million baht, an increase of 29,567 million baht, compared to 2013. The operating profit before the effects of Foreign Exchange (FX) gains (losses), Deferred Tax, Lease Income and Income from Service Concession was 7,705 million baht, a rise of 330 million baht from the previous year. The operating profit before FX per share was 14.64 baht. EGCO is tireless to focus its efforts in maintaining the return on investment (ROE) at 10% minimum and for 2014, the Company's return on investment (ROE) of the shareholders was satisfactorily recorded at 10.67% which was higher than target.

Regarding EGCO's operation, in addition to the successful completion of 2 power plant projects which started commercial operation and supplied electricity into the system in 2014, EGCO further invested in 2 commercially operated power plants with immediate earnings which help enhance our profitability. Other 6 power plant projects were during the development and construction phase and are expected to complete and commercial operation as scheduled within 5 year time which would increase the Company's income and substitute income from power plants whose PPAs are expiring.

EGCO's 6 power plants under development and construction comprises 5 domestic projects being "Khanom power plant (Unit 4)" project in Nakhon Si Thammarat, "Chaiyaphum Wind Farm" project in Chaiyaphum, three Small Power Producer (SPP) projects, namely "TP Cogen" and "SK Cogen" in Ratchaburi and "TJ Cogen" in Pathumthani. While the other power plant is an overseas project "Xayaburi Hydroelectric Power Plant" in Lao PDR.

Contribution towards Power System Stability

EGCO has continually concentrated on generating electricity to meet the electricity demand by maintaining the availability of the power plants as required by system operators and take part in enhancing power system stability for Thailand as well as countries in which we have the invested projects. EGCO truly realizes that the quality and reliable power generated by Group would not only boost the Company's performance but also increase the country's power system stability, which ultimately benefits the public as a whole.

In this regard, most of EGCO Group's power plants, domestic and overseas, successfully yielded their availability factors higher than that specified in the power purchase agreement and also above the annual targets.

Environmental Responsibility

EGCO gives its priority to the efficiency of fuel usage in power generation since it would reflect in the production cost and natural resource consumption. EGCO aims at retaining the lowest heat rate, or at least lower than that stated in the power purchase agreement. The Company also targeted to increase its renewable energy power portfolio to 300 megawatts from domestic renewable power projects within 2015 in response to the country's policy of reducing fossil fuels in power generation.

In maintaining the efficiency of power generation, heat rate of most EGCO power plants was better than targeted in 2014.

As for the investment in renewable power projects, EGCO presently recorded its renewable energy power plants with the equity contracted capacity of approximately 120 megawatts which could reduce the carbon dioxide about 178,000 tons of carbon dioxide equivalents, comparing to conventional fossil fuels. Upon the completion of Chaiyaphum Windfarm project, another decrease of 83,000 tons of carbon dioxide equivalents per year would be expected. EGCO is also committed to seek opportunities to increase its capacity from renewable energy power projects as targeted.



On the overseas investment, EGCO has successfully invested in the wind power plant **Boco Rock Wind Farm**, Australia with the equity contracted capacity of 113 megawatts and the project could supply electricity into systems in November 2014 and could reduce the carbon dioxide of about 12,000 tons of carbon dioxide equivalents. In addition, EGCO's investment of the equity contracted capacity of 45.40 megawatts geothermal power plant **Star Energy**, Indonesia in July 2014 further reduced the carbon dioxide about 86,000 tons of carbon dioxide.

In summary, EGCO's renewable energy power portfolio for 2014 included 13 operated renewable energy power plants both domestic and overseas with the total equity contracted capacity of 278.68 megawatts. The power plants altogether significantly reduced 276,000 tons of carbon dioxide approximately.

Social Responsibility

EGCO believes that employees are the key success factor of its business, the Company therefore has the firm objective to develop employees' competencies to well correspond to company missions and support business expansion.

For 2014, employees' trainings and development programs were carried out on the continual basis including succession plan, job rotation, individual development plan and the expert and knowledge sharing. Employees were also encouraged to take part as volunteers in EGCO's community and social activities as part of the corporate and social responsibility of EGCO as a good corporate citizen.

In conducting power business, EGCO views safety of employees and all concerned parties as a most important factor and that safety measures are to be constantly reviewed and improved. However, there was 1 accident occurred to the contractor's staffs at Khanom power plant in 2014. In response to this accident, the work procedures were reviewed and that safety standards are to be strictly implemented and complied with to avoid repeating the mistakes.

Additional social contributions of EGCO Group in 2014 included the contribution of 391 million baht to the power plant community development fund, 63 community and social development projects and activities which comprised 52 projects in the country and 11 projects in the Philippines, were supported. Such CSR projects covered 3 main areas being improvement of "**Community's Quality of Life**" around power plants, promotion of "**Learning and Conserving Energy and Environment**" and "**Watershed Forest Conservation**" activities through EGCO's Thai Forest Conservation Foundation. EGCO also contributed 142 million baht to several community and social projects as the joint sponsors with other organizations. Equally important, EGCO deployed local hiring policy which made more than 80% of EGCO Group's contractors and suppliers being local hired.

On behalf of the executive team and staffs, I would like to express our gratitude to all parties concerned being our shareholders, customers, partners, communities and society for your continual trust and kind support. EGCO endeavors to grow our business for the constant success while adhering to the good corporate governance and with social accountability to create the sustainable return to our valued shareholders, along with the benefits of community, society and environment. We also commit to collaborate with all stakeholders and related parties to promote the sustainable development for the benefits of the country as a whole.



Mr. Sahust Pratuknukul

President

[EGCO' s Board of Directors]

as of January 31, 2015



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01 Mr. Sombat Sarntijaree

- Chairman
- Chairman of Investment Committee
(Authorized Director)

02 Mr. Thanapich Mulapruk

- Independent Director
- Chairman of Audit Committee

03 Mr. Somphot Kanchanaporn

- Independent Director
- Member of Audit Committee

04 Mr. Pongstorn Kunanusorn

- Independent Director
- Member of Audit Committee

05 Pol. Gen. Pansiri Prapawat

- Independent Director
- Member of Nomination and
Remuneration Committee
- Member of Corporate Governance
and Social Responsibility Committee



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06 Mr. Chotchai Charoenngam

- Independent Director
- Chairman of Corporate Governance and Social Responsibility Committee
- Member of Nomination and Remuneration Committee

07 Mr. Bandhit Sotipalalit

- Independent Director
- Member of Nomination and Remuneration Committee
- Member of Corporate Governance and Social Responsibility Committee

08 Mr. Kornrasit Pakchotanon

- Director
- Member of Investment Committee (Authorized Director)

09 Mr. Prapas Vichakul

- Director
- Member of Nomination and Remuneration Committee (Authorized Director)

10 Ms. Puangthip Silpasart

- Director
- Member of Corporate Governance and Social Responsibility Committee



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11 Mr. Shunichi Tanaka

- Director
(Authorized Director)

12 Mr. Yasuo Ohashi

- Director
- Member of Investment Committee
(Authorized Director)

13 Mr. Toshiro Kudama

- Director
(Authorized Director)

14 Mr. Satoshi Yajima

- Director
- Chairman of Nomination and Remuneration Committee
- Member of Investment Committee
(Authorized Director)

15 Mr. Sahust Pratuknukul

- President
- Member of Investment Committee
- Member of Corporate Governance and Social Responsibility Committee
- Chairman of Risk Management Committee

- Chairman of Good Corporate Governance Committee
- Chairman of EGCO Management Committee
(Authorized Director)

[EGCO's Board of Directors]

who Vacated the Office during the Year 2014 until January 31, 2015



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01 Mr. Pornchai Rujiprapa

- Chairman
- Chairman of Investment Committee

02 Mr. Phaiboon Siripanoosatien

- Independent Director
- Chairman of Corporate Governance and Social Responsibility Committee
- Member of Nomination and Remuneration Committee

03 Mr. Mongkol Sakulkao

- Director
- Member of Investment Committee

04 Mr. Piboon Buacham

- Director
- Member of Nomination and Remuneration Committee

05 Mr. Kulit Sombatsiri

- Director
- Member of Corporate Governance and Social Responsibility Committee

06 Mr. Hideo Kuramochi

- Director

07 Mr. Shigeru Inano

- Director
- Member of Investment Committee

[EGCO' s Board of Directors]

as of January 31, 2015

Mr. Sombat Sarntijaree (65)

• Chairman	2010 - 2012	Independent Director and Audit Committee Member
• Chairman of Investment Committee (Authorized Director) (Effective September 29, 2014)		PTT Chemical Public Company Limited
Education	2008 - 2009	Chairman Ratchburi Holding Public Company Limited
• Master of Mechanical Engineering, Lamar University, Texas, USA	2006 - 2009	Director Electricity Generating Public Company Limited
• Bachelor of Mechanical Engineering, Kasetsart University		
• Certificate of Director Certification Program, Thai Institute of Directors Association		
• Certificate of Role of Chairman Program, Thai Institute of Directors Association		
• Senior Executive Program, the Capital Market Academy		
• Senior Executive Development Program, General Electric Company, USA		
• Public Administrative and Public Law Program, King Prajadhipok's Institute		
• Senior Executive Program, Sasin Graduate Institute of Business, Chulalongkorn University		
Working Experience (during the recent 5 years)		
Listed Companies in SET		
2013 - 2014	Chairman of Good Corporate Governance Committee Gunkul Engineering Public Company Limited	2008 - 2012 Honorary Director Kasetsart University Council Member of Subcommittee Office of the National Anti- Corruption Commission
2012 - 2014	Independent Director and Audit Committee Member Gunkul Engineering Public Company Limited	2008 - 2009 Chairman EGAT International Company Limited 2007 - 2009 Governor Electricity Generating Authority of Thailand
	Other Organizations	
	Present	Honorary Director Board of Thai Industrial Standards Institute
	Present	Honorary Director Board of Energy Fund Administration Institute (EFAI)
	Oct 2014 - Dec 2014	Chairman Electricity Generating Authority of Thailand

Mr. Thanapich Mulapruk (65)

- Independent Director
- Chairman of Audit Committee

Education

- Master of Laws, Chulalongkorn University
- Bachelor of Laws, Thammasat University
- Certificate of Thai Bar, Thai Barrister at law of Thailand
- Certificate of National Defense Course, National Defense College
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of Executive Program, Capital Market Academy
- Certificate of Audit Committee and Continuing Development Program, Thai Institute of Directors Association
- Certificate of Monitoring Fraud Risk Management, Thai Institute of Directors Association
- Certificate of Monitoring the System of Internal Control and Risk Management, Thai Institute of Directors Association
- Certificate of Monitoring the Quality of Financial Reporting, Thai Institute of Directors Association
- Certificate of Monitoring the Internal Audit Function, Thai Institute of Directors Association

Working Experience (during the recent 5 years)

Listed Companies in SET

Feb 2009 - Feb 2014 Director
The Airports of Thailand Public Company Limited

Other Organizations

Oct 2011 - Present Senior Prosecutor
Office of Attorney-General

Oct 2005 - Jan 2014 Director
The Transport Company Limited

Oct 2009 - 2011 Director General of Department of Special Litigation
Office of Attorney-General

Apr 2008 - Jun 2011 Director
The Port Authority of Thailand

Oct 2008 - Feb 2009 Director
The Government Lottery Office

Dec 2005 - Sep 2009 Director General of Department of Economic Crime Litigation
Office of Attorney-General

Apr 2008 - Oct 2008 Executive Director
The Bangkok Mass Transit Authority

Oct 2007 - Feb 2008 Director
The Marketing Organization for Farmers, Ministry of Agriculture and Cooperatives

Mr. Somphot Kanchanaporn (68)

- Independent Director
- Member of Audit Committee

Education

- Master of Business Administration, National Institute of Development Administration (NIDA)
- Bachelor of Police Science and Administration, California State University at Los Angeles, USA
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of Director Accreditation Program, Thai Institute of Directors Association
- Certificate of National Defense Course, National Defense College
- Certificate of Executive Program, Capital Market Academy
- Certificate of Monitoring Fraud Risk Management, Thai Institute of Directors Association
- Certificate of Monitoring the System of Internal Control and Risk Management, Thai Institute of Directors Association
- Certificate of Monitoring the Quality of Financial Reporting, Thai Institute of Directors Association
- Certificate of Finance for Non-Finance Directors, Thai Institute of Directors Association

Working Experience (during the recent 5 years)

Listed Companies in SET

Apr 2010 - Feb 2012 Independent Director
Electricity Generating Public Company Limited

2008 - Apr 2009 Independent Director
PTT Aromatics and Refining Public Company Limited

2007 Independent Director
Aromatics (Thailand) Public Company Limited

Other Organizations

2008 - Nov 2010 Chairman of the Inspector General
Ministry of Energy

Dec 2006 - 2008 Chairman of Standing Committee
on Energy

Oct 2006 - 2008 Member
The National Legislative Assembly

Mr. Pongstorn Kunanusorn (63)

• Independent Director

• Member of Audit Committee

Education

- Master of Business Administration, North Texas State University, Denton, Texas, USA
- Mini MBA (Joint Program between Finance Associate and Thammasat University)
- Bachelor of Business Administration, Chiangmai University
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of Audit Committee Program, Thai Institute of Directors Association
- Certificate of Public Director Certification Program, Public Director Institute
- Advanced Grid Seminar: Effective Resources Management

Working Experience (during the recent 5 years)

Listed Companies in SET

Sep 2011 - Sep 2013 Director
The Amanah Leasing Public
Company Limited

Other Organizations

Present	Chairman - Ministering in Treasury and Asset The Church of Christ in Thailand
Present	Chairman The Bangkok Christian Hospital
Present	Director The World Vision Foundation of Thailand
Jan 2011 - Dec 2014	Chairman - Audit Committee Ministering in Treasury and Asset The Church of Christ in Thailand
Jan 2011 - Dec 2014	Director - The Committee of the Foundation of the Church of Christ in Thailand Development Fund Administration The Church of Christ in Thailand
Dec 2012 - Jul 2014	Director The Mass Rapid Transit Authority of Thailand (MRTA)
Mar 2005 - Sep 2011	Senior Executive Vice President Islamic Bank of Thailand
Jun 2010 - Jan 2011	Chairman CAT Wireless Network Company Limited
Jun 2010 - Jan 2011	Director CAT Mobile Company Limited
Jun 2010 - Jan 2011	Director CAT Contact Center Company Limited
Apr 2008 - Sep 2009	Director Dhanarak Asset Development Company Limited

Pol. Gen. Pansiri Prapawat (62)

- Independent Director
- Member of Nomination and Remuneration Committee
- Member of Corporate Governance and Social Responsibility Committee

Education

- Master of Political Science, Thammasat University
- Master of Science Police Administration Criminal Justice, Eastern Kentucky University, Kentucky, USA
- Bachelor of Public Administration (Police Science), Royal Police Cadet Academy
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of Capital Market Course, Capital Market Academy
- Diploma of the National Defense Course, the National Defense College
- Certificate of Program for Executive on Criminal Justice Administration, Judicial Training Institute

Working Experience (during the recent 5 years)

2010 - 2013	Chairman of Settlement Committee under the Securities and Exchange Act, B.E. 2535 (1992) Securities and Exchange Commission, Thailand
2009 - 2013	Deputy Commissioner General Royal Thai Police
2007 - 2009	Advisor (Level 10), equivalent to Deputy Commissioner General Royal Thai Police

Mr. Chotchai Charoenngam (51)

- Independent Director
- Chairman of Corporate Governance and Social Responsibility Committee
- Member of Nomination and Remuneration Committee

Education

- Ph.D. (Construction Engineering and Project Management, University of Texas at Austin, Texas, USA)
- Master of Science (Construction Engineering and Project Management, The University of Kansas, Kansas, USA)
- Bachelor of Engineering (Construction Engineering) (Honors Class), King Mongkut's University of Technology Thonburi
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of Anti-Corruption for Executive Program, Thai Institute of Directors Association

Working Experience (during the recent 5 years)

1998 - Present	Associate Professor, Construction Engineering and Infrastructure Management, Faculty of Engineering and Technology AIT
2002 - 2013	Consultant for Budget System Development, Bureau of Budget Office of the Prime Minister

Mr. Bandhit Sotipalalit (66)

- Independent Director
- Member of Nomination and Remuneration Committee
- Member of Corporate Governance and Social Responsibility Committee

Education

- Bachelor of Law, Thammasat University
- Certificate of Role of Chairman, Thai Institute of Directors Association
- Certificate of the Joint Public-Private Sectors Regular Course, Thai National Defence College
- Certificate of Executive Program, Office of The Civil Service Commission (OCSC)
- Certificate of Role of State Enterprise's Director on Good Governance, the Office of the National Counter Corruption Commission

Working Experience (during the recent 5 years)

2012 - Present	Chairman of Thai-Myanmar Association for Friendship Ministry of Foreign Affairs
2009 - Present	Advisor Ministry of Foreign Affairs
2011 - 2014	Co-Chairman of Joint Boundary Commission Ministry of Foreign Affairs
2011 - 2013	Director Provincial Electricity Authority
2009 - 2013	Chairman Islamic Bank of Thailand
2006 - 2009	Ambassador Extraordinary Royal Thai Embassy, Canberra, Australia

Mr. Kornrasit Pakchotanon (56)

- Director
- Member of Investment Committee
(Authorized Director)
(Effective January 1, 2015)

Education

- Bachelor of Engineering (Mechanical Engineering), Chulalongkorn University
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of Energy Literacy for a Sustainable Future TEA, Thailand Energy Academy
- Certificate of Advanced Management Program, Harvard Business School, USA
- Certificate of Senior Executive Program, Sasin Graduate Institute of Business Administration, Chulalongkorn University
- Certificate of Management of Public Economy for Executive, King Prajadhipok's Institute
- Certificate of Advanced Certificate Course in Strengthening Peaceful Society, King Prajadhipok's Institute

Working Experience (during the recent 5 years)

Oct 2013 - Present	Deputy Governor-Business Development Electricity Generating Authority of Thailand
Oct 2011 - Sep 2013	Assistant Governor-Generation 3 Electricity Generating Authority of Thailand
Oct 2008 - Sep 2011	Director - Bang Pakong Power Plant Maintenance Division Electricity Generating Authority of Thailand

Mr. Prapas Vichakul (59)

- Director
- Member of Nomination and Remuneration Committee (Authorized Director)
(Effective January 1, 2015)

Education

- Master of Science in Geology, New Mexico Institute of Mining and Technology, New Mexico, USA
- Bachelor of Science in Geology, Chulalongkorn University
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of Energy Literacy for a Sustainable Future TEA, Thailand Energy Academy
- Certificate of Advanced Certificate in Local Development Administration for Sustainability, King Prajadhipok's Institute
- Certificate of Naval War College, Institute of Advanced Naval Studies
- Certificate of Masterful Coaching Workshop, Hay Group
- Certificate of Finance for Executive Decision, Continuing Education Center, Chulalongkorn University
- Senior Executive Development Program-2, Foundation for International Human Resource Development
- Executive Program for Growing Companies, Stanford Graduate School of Business, California, USA

Working Experience (during the recent 5 years)

Oct 2014 - Present	Deputy Governor - Fuel Electricity Generating Authority of Thailand
Oct 2013 - Sep 2014	Deputy Governor - Corporate Social Affairs acting EGAT Spokesman Electricity Generating Authority of Thailand
Oct 2011 - Sep 2013	Assistant Governor - Fuel Management Electricity Generating Authority of Thailand
Jan 2010 - Sep 2011	Assistant Governor - Mae Moh Mine Electricity Generating Authority of Thailand
Nov 2008 - Jan 2010	Director - Energy Resources Engineering Division Electricity Generating Authority of Thailand

Ms. Puangthip Silpasart (60)

- Director
- Member of Corporate Governance and Social Responsibility Committee
(Effective January 1, 2015)

Education

- Bachelor of Arts (English), Silpakorn University
- Certificate of Senior Executive Program, Capital Market Academy
- Bhumiपालung Phandin Program, Chula Unisearch, Chulalongkorn University
- e-Government Executive Program, Electronic Government Agency (Public Organization)
- National Security Management for Senior Executives Course, National Intelligent Agency
- The Civil Service Executive Development Program: Visionary and Moral Leadership, OECD
- Development Program for Energy Top Executive, Office of the Permanent Secretary for Ministry of Energy
- Senior Executive Program, Sasin Graduate Institute of Business, Chulalongkorn University
- Organizational Reform, Petroleum's Exploration and Production Institute, Paris, France

Working Experience (during the recent 5 years)

Nov 2014 - Present	Director General, Department of Mineral Fuels Ministry of Energy
Feb 2013 - Nov 2014	Deputy Director General, Department of Mineral Fuels Ministry of Energy
Dec 2008 - Feb 2013	Director of Central Administration Bureau, Department of Mineral Fuels Ministry of Energy

Mr. Shunichi Tanaka (49)

• Director

(Authorized Director)

(Effective May 1, 2014)

Education

- Master of Agricultural Civil Engineering,
Kyushu University Graduate School

Working Experience (during the recent 5 years)

Apr 2014 - Present	Chief Executive Officer Diamond Generating Asia, Limited
Apr 2014 - Present	Managing Director TEPDIA Generating B.V.
Jun 2012 - Mar 2014	Power Project Development in Domestic Market, New Energy Business Development Japan Team, New Energy & Power Generation Division Mitsubishi Corporation
Feb 2008 - May 2012	Division Manager, Jakarta Representative Office Mitsubishi Corporation

Mr. Yasuo Ohashi (40)

• Director

• Member of Investment Committee

(Authorized Director)

(Effective April 23, 2014)

Education

- Bachelor of Mechanical Engineering,
Waseda University, Tokyo

Working Experience (during the recent 5 years)

2014 - Present	Director of Asset Management Diamond Generating Asia, Limited
2014 - Present	Director Khanom Electricity Generating Company Limited
2014 - Present	Director Natural Energy Development Company Limited
2011	Director of Business Development Diamond Generating Asia, Limited
2010	Manager of Business Development Diamond Generating Asia, Limited
2009	Manager of Power Generation and Marketing International Unit, Power & Electrical Systems Division Mitsubishi Corporation

Mr. Toshiro Kudama (56)

• Director

(Authorized Director)

Education

- Master of Mechanical Engineering,
Tokyo Institute of Technology, Japan
- Bachelor of Mechanical Engineering,
Tokyo Institute of Technology, Japan

Working Experience (during the recent 5 years)

2013 - Present	Corporate Executive Officer, Head of International Operations Tokyo Electric Power Company, Inc.
2010 - 2013	Executive Officer, Executive General Manager, International Affairs Department Tokyo Electric Power Company, Inc.
2006 - 2010	Executive General Manager, International Affairs Department Tokyo Electric Power Company, Inc.

Mr. Satoshi Yajima (47)

• Director

• Chairman of Nomination and Remuneration
Committee

• Member of Investment Committee

(Authorized Director)

Education

- Bachelor of Electrical Engineering,
Waseda University, Japan

Working Experience (during the recent 5 years)

2014 - Present	Director Khanom Electricity Generating Company Limited
2013 - Present	General Manager Business Planning & Coordination Group International Affairs Department Tokyo Electric Power Company, Inc.
2002 - 2013	General Manager, Overseas Business Group 2 International Affairs Department Tokyo Electric Power Company, Inc.

Mr. Sahust Pratuknukul (59)

- President
- Member of Investment Committee
- Member of Corporate Governance and Social Responsibility Committee
- Chairman of Risk Management Committee
- Chairman of Good Corporate Governance Committee
- Chairman of EGCO Management Committee (Authorized Director)

Education

- Bachelor of Electrical Engineering, Chulalongkorn University
- Certificate of the Joint Public-Private Sectors Regular Course, National Defence College
- Certificate of Senior Executive Program, Capital Market Academy
- Certificate of Senior Executive Program, Thailand Energy Academy
- Certificate of Senior Executive Development Program, General Electric Company, USA
- Certificate of Finance for Executive Decision Program, Continuing Education Center, Chulalongkorn University
- Certificate of Director Certification Program, Thai Institute of Directors Association

Working Experience (during the recent 5 years)

Listed Companies in SET

Apr 2012 - Present Director
Eastern Water Resources
Development and Management
Public Company Limited

Other Organizations

Oct 2013 - Present	Chairman Gulf Electric Public Company Limited
Oct 2011 - Present	Chairman Khanom Electricity Generating Company Limited
Oct 2011 - Present	Chairman EGCO Engineering and Service Company Limited
Oct 2011 - Present	Director Xayaburi Power Company Limited
Oct 2011 - Present	Director BLCP Power Company Limited
Apr 2012 - Apr 2014	Chairman Yanhee EGCO Holding Company Limited
Apr 2012 - Apr 2014	Chairman Solarco Company Limited
Oct 2011 - Jan 2013	Chairman Natural Energy Development Company Limited
Oct 2011 - Jan 2013	Chairman NED Wind Company Limited
Oct 2008 - Sep 2011	Deputy Governor - Policy and Planning Electricity Generating Authority of Thailand
Jan 2009 - Dec 2010	Director EGAT International Company Limited

[EGCO's Board of Directors]

who Vacated the Office during the Year 2014 until January 31, 2015

Mr. Pornchai Rujiprapa (62)

• Chairman

• Chairman of Investment Committee

(vacating the office by resignation with effect on August 28, 2014)

Education

- Ph.D. (Regional Economics),
University of Pennsylvania, USA
- Master of Science (Regional Economics),
University of Pennsylvania, USA
- Master of Public Administration (Programming Planning
Administration), National Institute of Development
Administration (NIDA)
- Bachelor of Science (Agro-Industry), Kasetsart University
- Certificate of Executive Program,
Capital Market Academy
- Certificate of Director Accreditation Program,
Thai Institute of Directors Association
- Certificate of National Defense Course,
National Defense College

Working Experience (during the recent 5 years)

Listed Companies in SET

Jul 2014 - Aug 2014	Chairman
	PTT Public Company Limited
2008 - 2011	Chairman
	PTT Aromatics and Refining Public Company Limited
Dec 2006 - 2008	Chairman
	PTT Public Company Limited
2005 - 2009	Chairman
	PTT Chemical Public Company Limited

Other Organizations

Sep 2014 - Present	Minister
	Ministry of Information and Communication Technology
2012 - Present	Advisor
	Thailand Center of Excellence for Life Sciences (Public Corporation)
2009 - Present	Honorable Committee Member
	Kasetsart University Council
Dec 2011 - Oct 2014	Chairman
	National Innovation Agency (Public Corporation)
Oct 2006 - Feb 2013	Chairman
	Electricity Generating Authority of Thailand
2012	Advisor
	Board of Investment (BOI)
Oct 2010 - Sep 2012	Permanent Secretary
	Ministry of Science and Technology
2006 - Sep 2010	Permanent Secretary
	Ministry of Energy

Mr. Phaiboon Siripanoosatien (52)

- Independent Director
- Chairman of Corporate Governance and Social Responsibility Committee
- Member of Nomination and Remuneration Committee

(vacating the office by rotation at 2014 AGM with effect on April 23, 2014)

Education

- Master of Political Science, Sukhothai Thammathirat University
- Bachelor of Engineering, Chulalongkorn University
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of Public Law and Management, King Prajadhipok's Institute
- Certificate of Democratic Politics and Governance for High-Level Administrators, King Prajadhipok's Institute
- Certificate of Executive Program, Capital Market Academy

Working Experience (during the recent 5 years)

Listed Companies in SET

2014 - Present	Director Eastern Water Resources Development and Management Public Company Limited
2014 - Present	Independent Director Amanah Leasing Public Company Limited
2008 - Present	Independent Director and Audit Committee Member Finansia Syrus Securities Public Company Limited
2008 - 2013	Independent Director Metrostar Property Public Company Limited

Other Organizations

2014 - Present	Director Provincial Electricity Authority
2011 - 2014	Member of Executive Committee Office of Small and Medium Enterprises
2009 - 2013	Independent Director Asia Credit Securities Company Limited

Mr. Mongkol Sakulkao (61)

- Director
- Member of Investment Committee
(Authorized Director)
(vacating the office by resignation with effect on January 1, 2015)

Education

- Master of Engineering (Water Resources Engineering), Asian Institute of Technology (AIT)
- Bachelor of Mechanical Engineering, Kasetsart University
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of Senior Executive Program, Sasin Graduate Institute of Business Administration, Chulalongkorn University
- Thai and Asean Economic Community, King Prajadhipok's Institute
- Senior Executive Development Program-2, Foundation for Human Resources Development
- Masterful Coaching Workshop, Hay Group
- Certificate of Finance for Executive Decision, Continuing Education Center, Chulalongkorn University
- Certificate of ASEAN Executive Development Programme, Faculty of Commerce and Accountancy, Thammasat University

Working Experience (during the recent 5 years)

Oct 2011 - Sep 2014	Deputy Governor - Policy and Planning Electricity Generating Authority of Thailand
Oct 2008 - Sep 2011	Assistant Governor - Planning Electricity Generating Authority of Thailand
Oct 2005 - Sep 2008	Director - Energy Economic Division Electricity Generating Authority of Thailand

Mr. Piboon Buacham (60)

- Director
- Member of Nomination and Remuneration Committee

(Authorized Director)

(vacating the office by resignation with effect on January 1, 2015)

Education

- Master of Science Program in Applied Statistics (Honors), National Institute of Development Administration (NIDA)
- Bachelor of Electrical Engineering, Chulalongkorn University
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of Public Law and Management, King Prajadhipok's Institute

Working Experience (during the recent 5 years)

Oct 2012 - Sep 2014	Deputy Governor - Administration Electricity Generating Authority of Thailand
Oct 2008 - Sep 2012	Assistant Governor - System Control Electricity Generating Authority of Thailand
Oct 2006 - Sep 2008	Director - Power System Control and Operation Division Electricity Generating Authority of Thailand

Mr. Kulit Sombatsiri (51)

- Director
- Member of Corporate Governance and Social Responsibility Committee

(vacating the office by resignation with effect on September 25, 2014)

Education

- Master of Business Administration, University of Southern California, USA
- Master of Public Administration, San Diego State University, USA
- Bachelor of Public Administration, Ramkhamhaeng University
- Certificate of Executive Program, Capital Market Academy
- Certificate of Director Certification Program, Thai Institute of Directors Association

Working Experience (during the recent 5 years)

Listed Companies in SET

2009 - 2014	Director Krung Thai Asset Management Public Company Limited
-------------	---

Other Organizations

Jul 2014 - Present	Director General The State Enterprise Policy Office, Ministry of Finance
2011 - 2014	Director Electricity Generating Authority of Thailand
Oct 2011 - Jun 2014	Inspector General Ministry of Finance
Oct 2010 - Sep 2011	Advisor to State Enterprise Development The State Enterprise Policy Office, Ministry of Finance
Sep 2008 - Sep 2010	Deputy - Director General The State Enterprise Policy Office, Ministry of Finance
2007- Aug 2008	Director, Bureau of Monetary Management The Treasury Department, Ministry of Finance
2005 - 2007	Deputy Secretary General The National Telecommunications Commission

Mr. Hideo Kuramochi (52)

- Director

(Authorized Director)

(vacating the office by resignation with effect on May 1, 2014)

Education

- Bachelor of Engineering (Electronics and Communication), Waseda University, Japan

Working Experience (during the recent 5 years)

Listed Companies in SET

2008 - 2009	Director
	Electricity Generating Public Company

Other Organizations

Apr 2012 - Mar 2014	Chief Executive Officer
	Diamond Generating Asia, Limited
Apr 2012 - Mar 2014	Managing Director
	TEPDIA Generating B.V.
Mar 2012 - Mar 2014	Director
	Natural Energy Development Company Limited
2011	Deputy General Manager,
	EMEA Business Unit
	Mitsubishi Corporation
2010	Deputy General Manager,
	New Energy Power Generation Unit
	Mitsubishi Corporation
2009	Head of International IPP,
	Power Generation and Marketing
	International Unit
	Mitsubishi Corporation

Mr. Shigeru Inano (44)

- Director

- Member of Investment Committee

(Authorized Director)

(vacating the office by rotation at 2014 AGM with effect on April 23, 2014)

Education

- Bachelor of Commerce, Waseda University, Japan

Working Experience (during the recent 5 years)

Present	Engineering Business Department
	Mitsubishi Corporation
2011 - Mar 2014	Director
	Natural Energy Development Company Limited
2010	Director of the Business
	Development & Head of Asset Management
	Diamond Generating Asia, Limited
2008	Power Generation and Marketing
	International Unit
	Mitsubishi Corporation
2005	Director of Business Development
	Electricidad Augila de Tuxpan /
	Electricidad Sol de Tuxpan

[Company's Management]

as of January 31, 2015



01



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01 Mr. John Matthew Palumbo

- Senior Executive Vice President - Business Development International 1

02 Mr. Niwat Adirek

- Senior Executive Vice President - Business Development International 2

03 Mr. Voravit Potisuk

- Senior Executive Vice President - Business Development - Domestic

04 Mr. Piya Jetasanon

- Senior Executive Vice President - Chief Finance Officer

05 Mr. Sakul Pochanart

- Senior Executive Vice President - Strategy and Asset Management

06 Mr. Narong In-Eav

- Senior Executive Vice President - Operation



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07 Ms. Wimolwan Sasanawin

- Executive Vice President – Business Development International 1

08 Ms. Saranya Kalawantwanich

- Executive Vice President – Business Development International 2

09 Mr. Danuja Simasathien

- Executive Vice President – Business Development Domestic

10 Mr. Gumpanart Bumroongjit

- Executive Vice President – Asset Management

11 Mr. Parnuwat Gururatana

- Executive Vice President – Project Management

12 Mr. Sathit Tanomkul

- Executive Vice President – Power Plant Management

13 Mr. Suvapan Chomchalerm

- Executive Vice President – Accounting

14 Ms. Somsiri Yoosook

- Executive Vice President – Finance

15 Mr. Thongchai Chotkajornkiat

- Executive Vice President – Subsidiaries Accounting and Finance
-



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16 Ms. Vasana Vongprommek

- Executive Vice President – Office of President
-

17 Ms. Ngamphis Chitphromphan

- Executive Vice President
-

18 Mr. Chaisak Tekhuad

- Executive Vice President – Khanom 4 Project
-

19 Ms. Pantipa Moolasart

- Executive Vice President
-

20 Mr. Mana Vitvaskul

- Executive Vice President
-

21 Mr. Witchaya Prasertlap

- Executive Vice President
-

22 Ms. Sirobon Danudomkit

- Senior Vice President – Accounting and Budget
-

23 Ms. Ploy Suksrisomboon

- Senior Vice President – Subsidiaries Accounting and Finance
-

[The positions of the Management and the Control Persons]

as of January 31, 2015

Mr. John Matthew Palumbo (51)

- Senior Executive Vice President - Business Development International 1
- Risk Management Committee Member
- Good Corporate Governance Committee Member
- Group Business Committee Member
- EGCO Management Committee

Education

- Bachelor of Science in Mechanical Engineering (Honors), Columbia University, School of Engineering and Applied Science, New York, USA

Working Experience

2014 - Present	Director Masin-AES Pte Ltd
2012 - Present	Director Kalilayan Power Holdings Inc.
2012 - Present	Director Mauban Holdings Company Inc.
2012 - Present	Director Pearl Energy Philippines Operating Inc.
2012 - Present	Director Quezon Power Inc.
2012 - 2014	Director Quezon Management Service Inc.
2012 - 2014	Director Ogden Power Development Cayman, Inc.
2012 - 2014	Director Quezon Generating Company Limited
2013 - 2014	Director GPI Quezon
2011 - 2014	Director Khanom Electricity Generating Company Limited
2011 - 2014	Director EGCO Engineering & Service Company Limited
2011 - 2013	Director North Pole Investment Company Limited
2009 - 2010	Director Natural Energy Development Company Limited
2004 - 2010	Director Gulf Electric Public Company Limited

Mr. Niwat Adirek (56)

- Senior Executive Vice President - Business Development International 2
- Risk Management Committee Member
- Good Corporate Governance Committee Member
- EGCO Business Committee Member
- EGCO Management Committee

Education

- Master of Engineering (Electric Power), Rensselaer Polytechnic Institute, Troy, New York, USA (Scholarship)
- Bachelor of Electrical Engineering, Chulalongkorn University (Honors)
- Certificate of Technology Transfer In Electrical Design of Gas Turbine Combined Cycle Power Plant Black & Veatch International

Working Experience

2014 - Present	Director Star Energy Geothermal Pte. Ltd.
2014 - Present	Director Phoenix Power B.V.
2013 - Present	Director South Pacific Power Pty Ltd
2013 - Present	Director Boco Rock Wind Farm Pty Limited
2013 - 2014	Director Khanom Electricity Generating Company Limited
2013 - 2014	Director EGCO Engineering & Service Company Limited
2013 - 2014	Director Millennium Energy B.V.
2013 - 2014	Director Mauban Holdings Company Inc.
2012 - 2014	Commissioner PT Manambang Muara Enim Company Limited
2011 - 2014	Director EGCO International (B.V.I.) Limited

2011 - 2014	Director Quezon Power, Inc.
2011 - 2014	Director Quezon Management Service Inc.
2011 - 2014	Director Quezon Management Company Limited
2011 - 2014	Director Quezon Generating Company Limited
2011 - 2014	Director Ogden Power Development Cayman Inc.
2011 - 2014	Director Pearl Energy Philippines Operating Inc.
2010 - 2014	Director North Pole Investment Company Limited
2010 - 2014	Director New Growth Cooperatief U.A.
2010 - 2014	Director New Growth B.V.
2010 - 2013	Director Conal Holdings Corporation
2010 - 2013	Director Alto Power Management Corporation
2010 - 2013	Director Northern Mindanao Power Corporation
2010 - 2013	Director Southern Philippines Power Corporation
2010 - 2013	Director Western Mindanao Power Corporation
2010 - 2013	Director Alsing Power Holding Inc.
2009 - 2012	Executive Vice President - Business Development (International) Electricity Generating Public Company Limited
2004 - 2011	Director Nam Theun 2 Power Company Limited
2003 - 2009	First Senior Vice President - Business Development Electricity Generating Public Company limited

Mr. Voravit Potisuk (57)

- Senior Executive Vice President - Business Development - Domestic
- Risk Management Committee Member
- Good Corporate Governance Committee Member
- Group Business Committee Member
- EGCO Management Committee

Education

- MBA, The University of the Thai Chamber of Commerce
- B.Eng. (Electrical & Communication) Chulalongkorn University
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Executive Leadership Program (ELP-NIDA Wharton)

Working Experience

2012 - Present	Director Klongluang Utilities Company Limited
2012 - Present	Director Banpong Utilities Company Limited
2011 - Present	Director Chaiyaphum Wind Farm Company Limited
2011 - Present	Director EGCO Engineering & Service Company Limited
2011 - Present	Director Khanom Electricity Generating Company Limited
2011 - Present	Director BLC Power Limited
2011 - Present	Director Nam Theun 2 Power Company Limited
2012 - 2014	Director Yanhee EGCO Holding Company Limited
2012 - 2014	Director Solarco Company Limited
2011 - 2014	Director Theppana Wind Farm Company Limited
2011 - 2012	Director Gulf Electric Public Company Limited
2009 - 2011	Director Quezon Generating Company Ltd, Philippines
2009 - 2011	Director Conal Holdings Corporation, Philippines
2004 - 2011	Executive Vice President - Business Development Electricity Generating Public Company Limited

Mr. Piya Jetasanon (57)

- Senior Executive Vice President - Chief Financial Officer
- Risk Management Committee Member
- Group Business Committee Member
- Good Corporate Governance Committee Member
- EGCO Management Committee

Education

- MBA, Ramkhamhaeng University
- B.A. (Economics), Thammasat University
- Certificate of Director Certification Program, Thai Institute of Directors Association
- Certificate of TLCP Executive Development Program, Thai Listed Companies Association

Working Experience

2012 - Present	Commissioner PT Manambang Muara Enim Company Limited
2012 - Present	Director Klongluang Utilities Company Limited
2012 - Present	Director Banpong Utilities Company Limited
2012 - Present	Director Subyai Wind Farm Company Limited
2011 - Present	Director Gulf Electric Public Company Limited
2011 - Present	Director BLCP Power Limited
2011 - Present	Director EGCO International (B.V.I) Limited
2011 - Present	Director EGCO Engineering & Service Company Limited
2007 - Present	Director Khanom Electricity Generating Company Limited
2012 - 2014	Director Yanhee Solar Power Company Limited
2012 - 2014	Director Solarco Company Limited
2011 - 2014	Director North Pole Investment Company Limited
2005 - 2010	Director Thai LNG Power Corporation Ltd.

Mr. Sakul Pochanart (57)

- Senior Executive Vice President - Strategy and Asset Management
- Risk Management Committee Member
- Good Corporate Governance Committee Member
- Group Business Committee Member
- EGCO Management Committee

Education

- D.Sc. (Civil Engineering), Sever Institute of Technology, Washington University, USA
- M. Eng. (Civil Engineering) Chulalongkorn University
- B. Eng. (Civil Engineering) Chulalongkorn University

Working Experience

2013 - Present	Director Quezon Power Inc.
2012 - Present	Director EGCO Engineering & Service Company Limited
2012 - Present	Director Khanom Electricity Generating Company Limited
2012 - Present	Director Gulf Electric Public Company Limited
2012 - Present	Director Nam Theun 2 Power Company Limited
2012 - Present	Commissioner PT Manambang Muara Enim Company Limited
2008 - Present	Director BLCP Power Limited
2012 - 2014	Director Quezon Generating Company Limited, Philippines
2012 - 2013	Director Absolute Power P Company Limited
2012 - 2013	Director SPP Two Company Limited
2012 - 2013	Director SPP Three Company Limited
2012 - 2013	Director SPP Four Company Limited
2012 - 2013	Director SPP Five Company Limited
2009 - 2012	Executive Vice President - Strategy and Corporate Management Electricity Generating Public Company Limited
2006 - 2009	Executive Vice President - Project Management Electricity Generating Public Company Limited

Mr. Chankij Jearaphunt (60)

(resigned by retirement effective December 31, 2014)

- Senior Executive Vice President - Operation
- Risk Management Committee Member
- Good Corporate Governance Committee Member
- EGCO Management Committee

Education

- Doctor of Philosophy (Ph. D.) (Administration Development - Executive Development), Pathumthani University
- Master of Public Administration (MPA), National Institute of Development Administration (NIDA)
- Bachelor of Engineering (B. Eng.) (Electrical Engineering), Chulalongkorn University

Working Experience

2014	Director Solarco Company Limited
2014	Director Yanhee EGCO Holding Company Limited
2004 - 2014	Director and Managing Director Khanom Electricity Generating Company Limited
2004 - 2014	Director EGCO Engineering & Service Company Limited
2008 - 2014	Director Gulf Energy Company Limited
2008 - 2014	Director Gulf IPP Company Limited
2008 - 2014	Director Gulf Power Generation Company Limited
2007 - 2009	Chairman Roi-Et Green Company Limited
2007 - 2009	Chairman EGCO Green Energy Company Limited
2004 - 2009	Director Rayong Electricity Generating Company Limited

Mr. Narong In-Eav (59)

- Senior Executive Vice President - Operation
- Risk Management Committee Member
- Good Corporate Governance Committee Member
- EGCO Management Committee

Education

- Doctor of Public Administration, University of Northern Philippines
- Master of Public Administration (Public Administration), National Institute of Development Administration
- Bachelor of Economics, Sukhothai Thammathirat Open University
- Bachelor of Industrial Technology (Material Handling Technology), King Mongkut's University of Technology North Bangkok

Working Experience

2015 - Present	Director EGCO Engineering and Service Company Limited
2014	Executive Vice President and Project Director - Khanom 4 Project Electricity Generating Public Company Limited
2012	Executive Vice President - Strategy & Corporate Management Electricity Generating Public Company Limited
2012	Director SPP Two Company Limited
2012	Director SPP Three Company Limited
2012	Director SPP Four Company Limited
2012	Director SPP Five Company Limited
2012	Director Theppana Wind Farm Company Limited
2012	Director EGCO Cogeneration Company Limited
2012	Director Roi-Et Green Company Limited
2012	Director EGCOM Tara Company Limited
2012	Director EGCO Green Energy Company Limited
2009 - 2011	Deputy Director - Operation, Rayong Power Plant Electricity Generating Public Company Limited
2008 - 2009	Deputy Managing Director - Operation Rayong Electricity Generating Company Limited

Mr. Suvapan Chomchalerm (54)

- Executive Vice President - Accounting

Education

- M.Sc. (Accounting), Thammasat University
- B.Sc. (Accounting), Chulalongkorn University

Working Experience

2014 - Present	Director Solarco Company Limited
2014 - Present	Director Yanhee EGCO Holding Company Limited
2014 - Present	Director Natural Energy Development Company Limited
2013 - Present	Director G-Power Source Company Limited
2012 - Present	Director PT Manambang Muara Enim Company Limited
2012 - 2013	Director SPP Two Company Limited
2012 - 2013	Director SPP Three Company Limited
2012 - 2013	Director SPP Four Company Limited
2012 - 2013	Director SPP Five Company Limited
2011 - 2014	Director Nam Theun 2 Power Company Limited
2011 - 2012	Executive Vice President - Finance Electricity Generating Public Company Limited
2010 - 2011	Chief Financial Officer (EGCO's Representative) BLCP Power Limited
2000 - 2010	Senior Vice President - Accounting and Budget Division Electricity Generating Public Company Limited

Mr. Thongchai Chotkajornkiat (54)

- Executive Vice President - Subsidiaries Accounting and Finance

Education

- M.B.A. (Finance), Thammasat University
- B.B.A. (Accounting), Thammasat University
- Director Certificate Program (DCP)
Thai Institute of Directors (IOD)
- CFO Certificate Program
Federation of Accounting Professions (FAP)

Working Experience

2013 - Present	Director EGCO Cogeneration Company Limited
2013 - Present	Director EGCO Green Energy Company Limited
2013 - Present	Director Roi-Et Green Company Limited
2013 - Present	Director SPP Two Company Limited
2013 - Present	Director SPP Three Company Limited
2013 - Present	Director SPP Four Company Limited
2013 - Present	Director SPP Five Company Limited
2013 - Present	Director Theppana Wind Farm Company Limited
2013 - Present	Director EGCOM Tara Company Limited
2013 - Present	Director Agro Energy Company Limited
2011 - 2012	Chief Financial Officer BLCP Power Limited
2006 - 2011	Director and General Manager EGCOM Tara Company Limited
1999 - 2011	Deputy Managing Director - Finance & Administration EGCO Engineering and Service Company Limited

Ms. Somsiri Yoosook (50)

- Executive Vice President - Finance

Education

- Master of Business Administration (Finance), Youngstown State University, USA
- Bachelor of Science (Accounting) (2nd Class Honors), Kasetsart University

Working Experience

2014 - Present	Director Quezon Management Service Inc.
2014 - Present	Director Pearl Energy Philippines Operating Inc.
2014 - Present	Director Ogden Power Development Cayman Inc.
2014 - Present	Director Quezon Power, Inc.
2014 - Present	Director Quezon Generating Company Limited
2014 - Present	Director North Pole Investment Company Limited
2014 - Present	Director Nam Theun 2 Power Company Limited
2013 - Present	Director Chaiyaphum Wind Farm Company Limited
2012 - 2013	Director EGCO Cogeneration Company Limited
2011 - 2012	Senior Vice President - Finance Electricity Generating Public Company Limited
2003 - 2011	Vice President - Subsidiaries Finance Electricity Generating Public Company Limited

Ms. Sirobon Danudomkit (43)

- Senior Vice President - Accounting and Budget

Education

- M.Sc. (Financial Accounting), Chulalongkorn University
- B.Sc. (Accounting), Chiang Mai University

Working Experience

2012	Vice President - Accounting Electricity Generating Public Company Limited
2011 - 2012	Vice President - Tax Compliance & Planning Electricity Generating Public Company Limited
2010 - 2011	Vice President - Accounting Electricity Generating Public Company Limited
2004 - 2010	Vice President - Tax Compliance & Planning Electricity Generating Public Company Limited

Ms. Ploy Suksrisomboon (46)

• Senior Vice President - Subsidiaries Accounting and Finance

2014 - Present

Company Limited

Director GPI-I, LTD.

Education

2014 - Present

Director GPI-II, LTD.

- Master of Science (Management Information System)
Assumption University

2014 - Present

Director GPI Quezon Limited

- Bachelor of Business Administration (Accounting)
Assumption University

2014 - Present

Director Phoenix Power B.V.

2014 - Present

Director Gen Plus B.V.

2014 - Present

Director Millennium Energy B.V.

2014 - Present

Director New Growth B.V.

Working Experience

2014 - Present

Director New Growth Cooperatief U.A.

2014 - Present Commissioner PT Manambang
Muara Enim Company Limited

2014 - Present

Director EGCO International (B.V.I.) Limited

2014 - Present Director Masin-AES Pte Ltd

2014 - Present Director Boco Rock Wind Farm Pty
Limited

2014 - Present

Director North Pole Investment Company Limited

2014 - Present Director South Pacific Power Pty
Limited

2013 - 2014

Vice President - Subsidiaries Accounting & Finance

2014 - Present Director Kalilayan Power Holdings
Inc.

Electricity Generating Public Company Limited

2014 - Present Director Mauban Holdings Company
Inc.

2012

Vice President - Disbursement Electricity Generating Public Company Limited

2014 - Present Director Quezon Management
Service Inc.

2011 - 2012

Vice President - Debt Management Electricity Generating Public Company Limited

2014 - Present Director Quezon Management
Company Limited

2014 - Present Director Pearl Energy Philippines
Operating Inc.

2010 - 2011

Executive Assistant Electricity Generating Public Company Limited

2014 - Present Director Ogden Power
Development Cayman Inc.

2010

Vice President - Tax Compliance & Planning

2014 - Present Director Quezon Power Inc.

2014 - Present Director Quezon Generating

Electricity Generating Public Company Limited

2003 - 2010

Vice President - Accounting Electricity Generating Public Company Limited

Name		EGCO	Major Subsidiaries		Subsidiaries (Core Business)		Subsidiaries					Joint Ventures																
			1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	24	25	26
1	Mr. Sombat Samtjarnee (effective September 29, 2014) Mr. Porchai Rujiprapa (resigned on August 28, 2014)	Δ, XX																										
2	Mr. Thanapich Mulapruk	AA																										
3	Mr. Pongstorn Kunanusorn	A																										
4	Mr. Chotchai Charoenngam	N, CC																										
5	Mr. Somphot Kanchanaporn	A																										
6	Pol. Gen. Pansiri Prapawat	N, C																										
7	Mr. Bandhit Sotpalalit (effective April 23, 2014) Mr. Phaiboon Sripanoosathien (resigned on April 23, 2014)	N, C																										
8	Ms. Puangthip Silpasart (effective January 1, 2015) Mr. Kult Sombatsiri (resigned on September 25, 2014)	C																										
9	Mr. Prapas Vichakul (effective January 1, 2015) Mr. Mongkol Sakulkao (resigned on December 31, 2014)	N		Deputy Governor																								
10	Mr. Kornrasit Pakchotanon (effective January 1, 2015) Mr. Piboon Buacham (resigned on December 31, 2014)	X		Deputy Governor																								
11	Mr. Shunichi Tanaka (effective May 1, 2014) Mr. Hideo Kuramochi (resigned on May 1, 2014)	O																										
12	Mr. Yasuo Ohashi (effective April 23, 2014) Mr. Shigeru Inano (resigned on April 23, 2014)	X			O																				O			
13	Mr. Satoshi Yajima	X, NN																										
14	Mr. Toshiro Kudama	O																										
15	Mr. Sahust Pratuksukul	President: X, C, GG		Engineer Level 14	Δ		Δ						O											O				
16	Mr. John Palumbo	SEVP - Business Development - International 1																										
17	Mr. Nivat Adirek	SEVP - Business Development - International 2																										
18	Mr. Voravit Potisuk	SEVP - Business Development - Domestic					O					O												O				
19	Mr. Sakul Pochanart	SEVP - Strategy and Asset Management					O					O		O									O					
20	Mr. Piya Jetsanon	SEVP - Chief Financial Officer					O						O											O				
21	Mr. Narong In-Eav (effective January 1, 2015) Mr. Chankij Jearaphunt (retired on December 31, 2014)	SEVP - Operation		Managing Director			O						O															
22	Ms. Somsiri Yoosook	EVP - Finance Division																										
23	Mr. Suwapan Chomchaleram	EVP - Accounting								O															O			
24	Mr. Thongchai Chokajornkiat	EVP - Subsidiaries Accounting & Finance				O																				O		O
25	Ms. Silobon Danudomkit	SVP - Accounting and Budget																										
26	Ms. Ploy Sukrisomboon	SVP - Accounting and Budget Division																										
27	Ms. Kulkanok Leongsothong	SVP - Corporate Secretary, Corporate Secretary Division								O																		

Remark

A. Δ = Chairman O = Director XX = Chairman of Investment Committee (appointed as a new Chairman of IC to succeed Mr. Porchai Rujiprapa effective October 14, 2014) X = Investment Committee Member AA = Chairman of Audit Committee
A = Audit Committee Member NN = Chairman of Nomination and Remuneration Committee N = Nomination and Remuneration Committee Member CC = Chairman of Corporate Governance and Social Responsibility Committee (appointed as a new Chairman of CC to succeed Mr. Phalboon Sripanoosathien effective October 27, 2014) C = Corporate Governance and Social Responsibility Committee Member GG = Chairman of Good Corporate Governance Committee
G = Good Corporate Governance Committee Member

[illegible]

The Positions of EGCO Cogen's Management and the Control Persons in EGCO Group Companies as of January 31, 2015

Name	EGCO Cogen	Other Companies in EGCO Group													
		1	2	3	4	5	6	7	8	9	10	11	12	13	14
1 Mr. Sathit Tanomkul (effective April 17, 2014) Mr. Pomsak Pornchanadham (retired by rotation on April 17, 2014)	Δ	Δ			○	○	○	○	○	○				○	○
2 Mr. Thongchai Chotkajomkiat	○	○	○		○	○	○	○	○	○	○				
3 Mr. Parnuwat Guraratana (effective April 17, 2014) Ms. Saranya Kalawantwanich (retired by rotation on April 17, 2014)	○		○	○	○	○	○	○	○	○		○			
4 Mr. Pasagorn Sasanawin	○, General Manager														
5 Mr. Yasuhiro Koide	○														

Remark

A. Δ = Chairman o = Director

B. 1 = EGCO Green Energy Co., Ltd.

2 = Roi-ET Green Co., Ltd.

3 = EGCOM Tara Co., Ltd.

4 = North Pole Investment Co., Ltd.

5 = G-Power Source Co., Ltd.

6 = SPP Two Co., Ltd.

7 = SPP Three Co., Ltd.

8 = SPP Four Co., Ltd.

9 = SPP Five Co., Ltd.

10 = Agro Energy Co., Ltd.

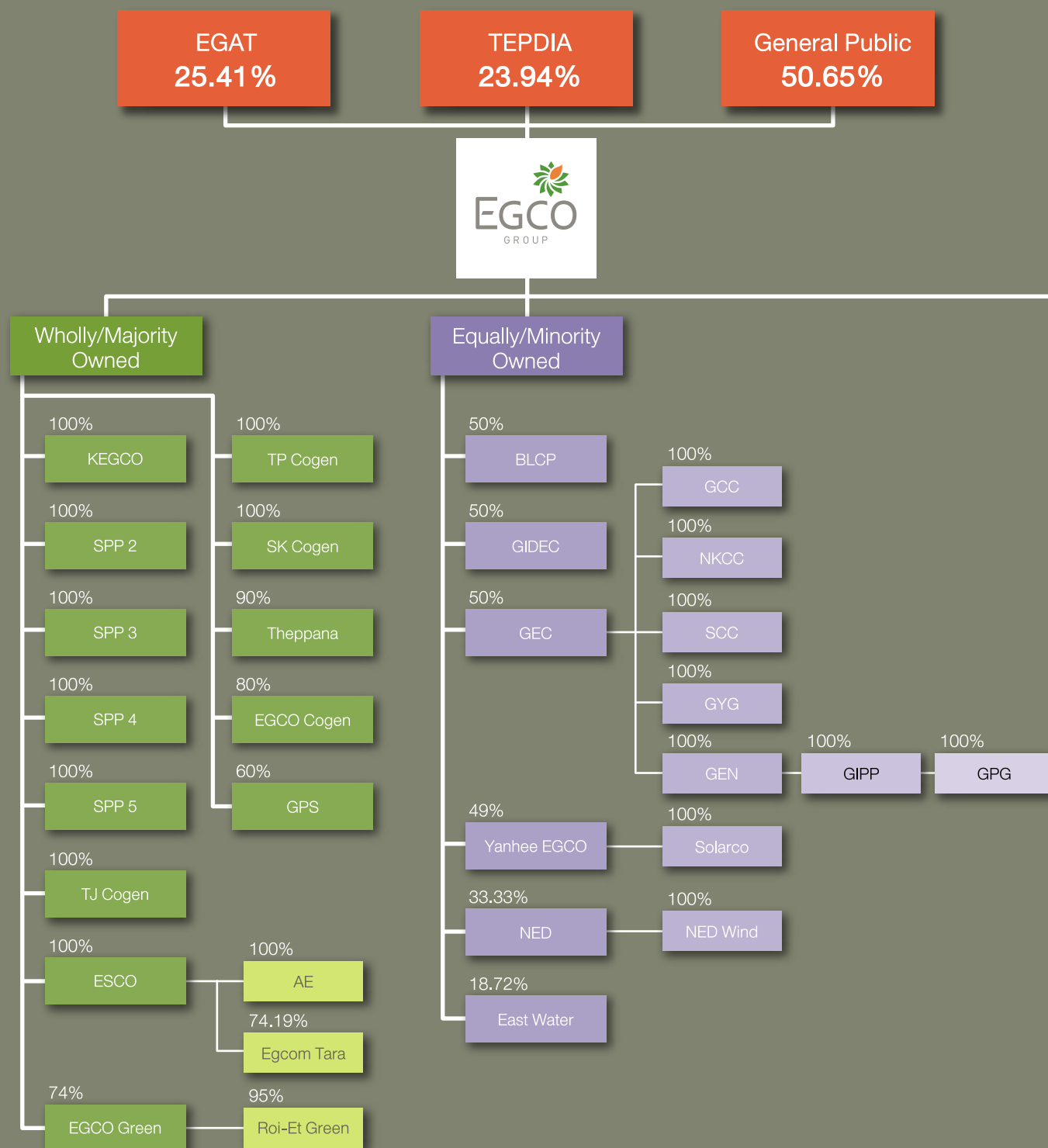
11 = Theppana Wind Farm Co., Ltd.

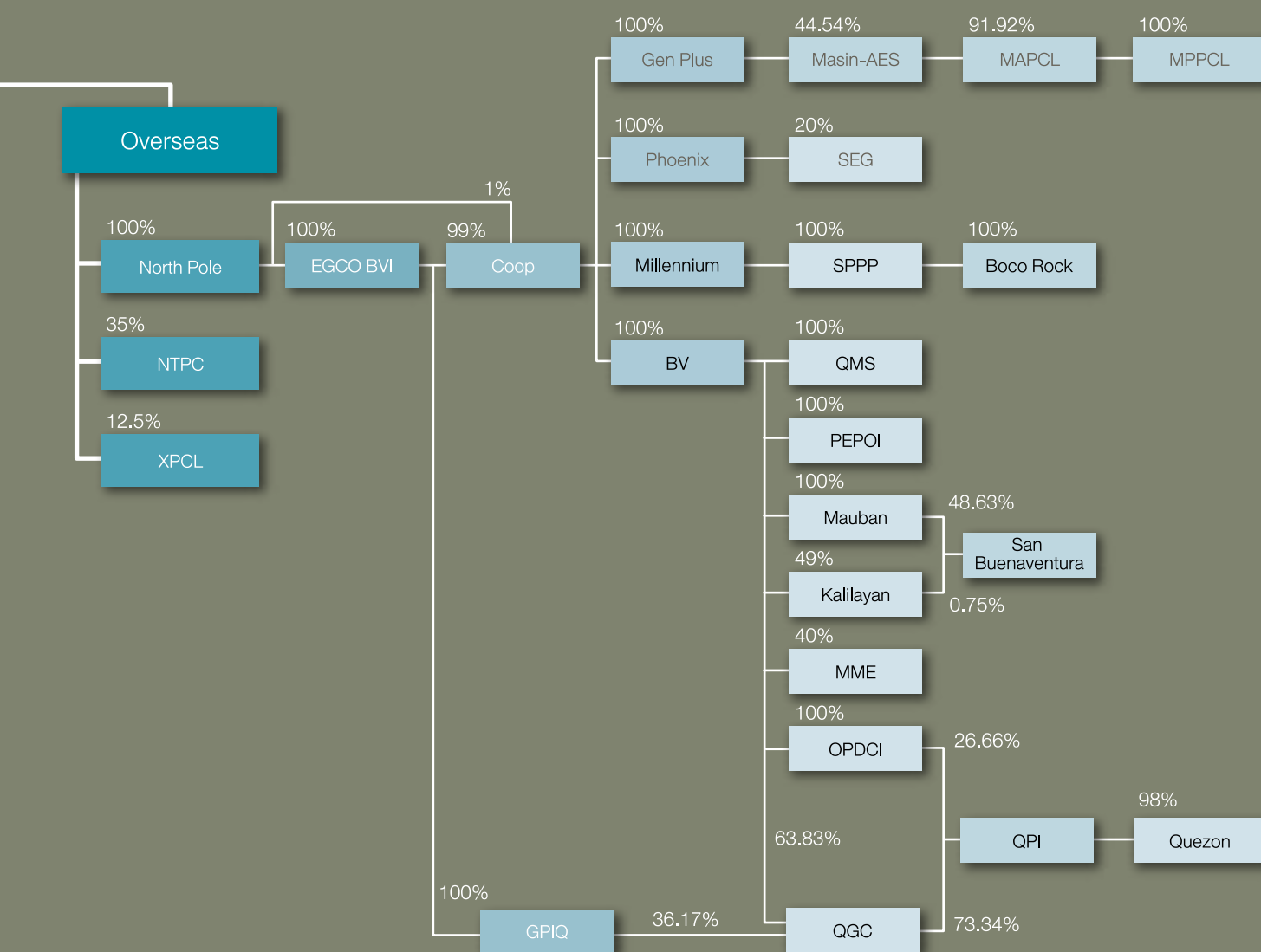
12 = PT Manambang Muara Enim Co., Ltd.

13 = Yanhee EGCO Holding Company

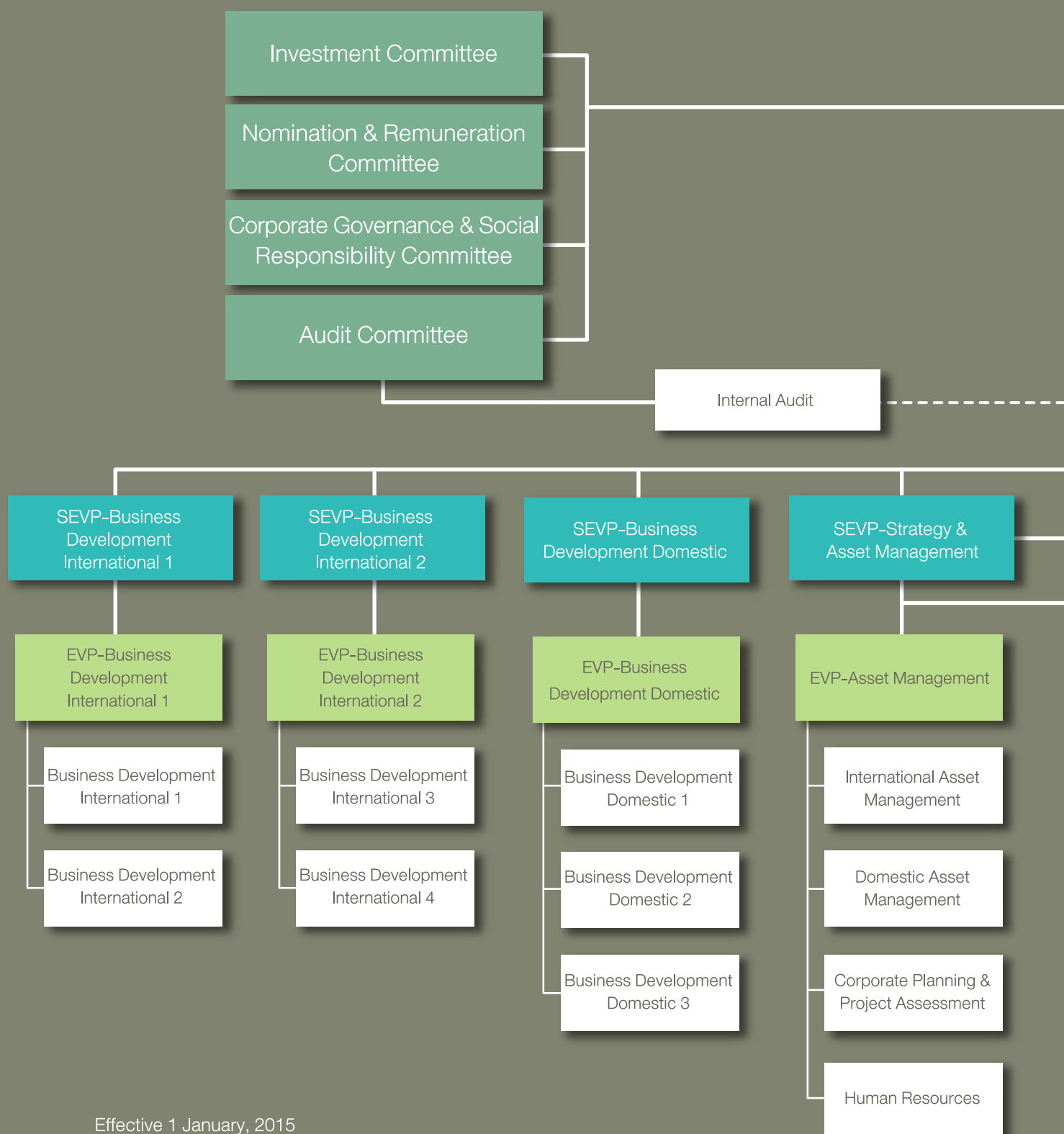
14 = Solaco Co., Ltd.

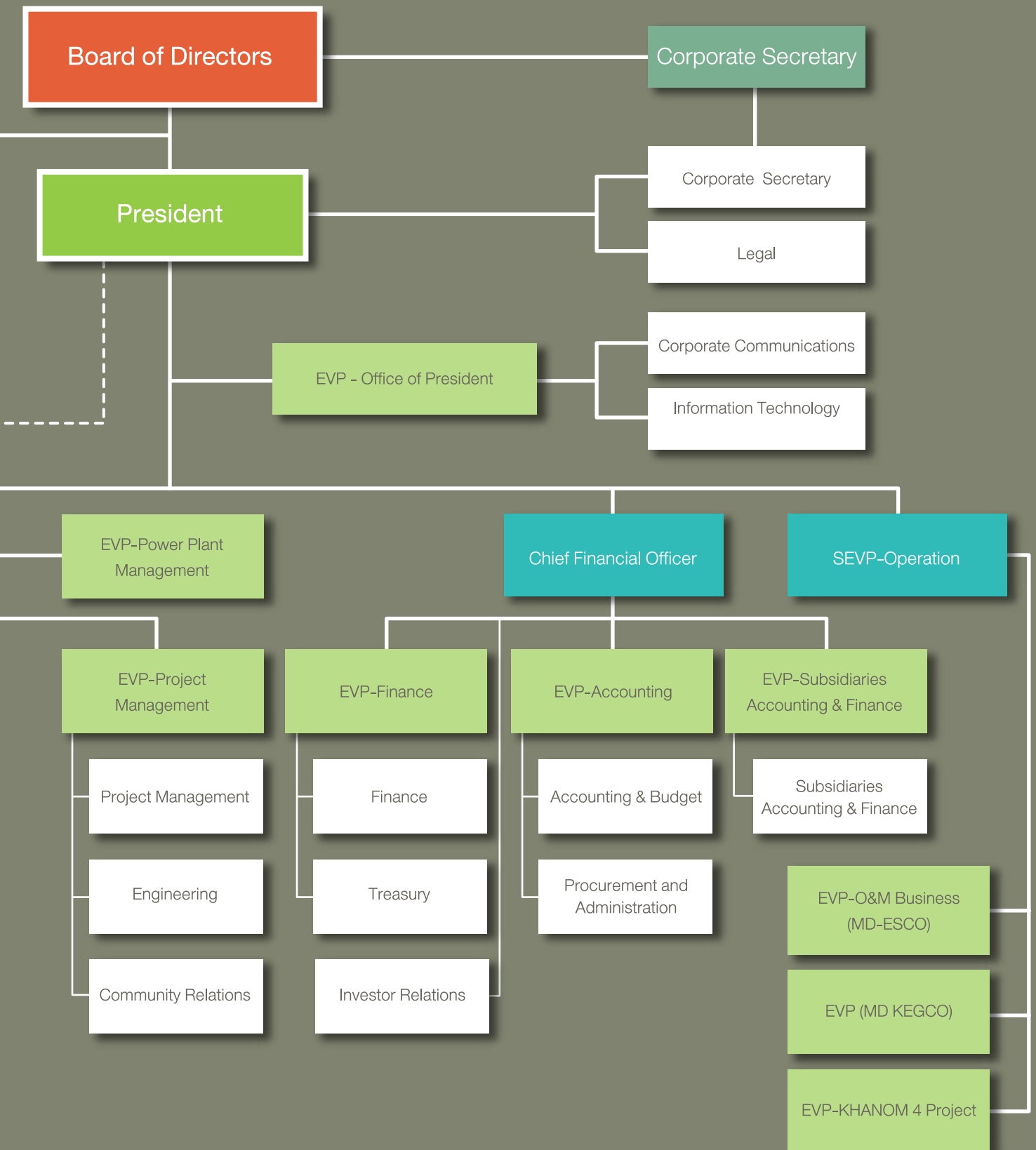
[Group Structure and Shareholders]





[EGCO 's Organization Structure]





[Business Characteristics]

Since EGCO is a holding company, its main source of revenue is from the dividend income from subsidiaries and joint ventures



Since EGCO is a holding company, its main source of revenue is from the dividend income from subsidiaries and joint ventures which are located in both Thailand and the Asia Pacific region. EGCO Group companies either operate in the power sector with Power Purchase Agreement (PPA) or conduct energy and related business.

The Electricity Generating Public Company Limited or EGCO is the first independent power producer in Thailand registered on May 12, 1992 by the Electricity Generating Authority of Thailand (EGAT). Such incorporation marked the commencement of the Thai government's privatization initiatives to allow broader private sector investment in the power sector. On March 23, 1994, EGCO was transformed into a public company and then listed on the Stock Exchange of Thailand (SET) on January 16, 1995.





Business Lines

EGCO businesses can be categorized into 5 groups as follows:

1. **Independent Power Producer (“IPP”)** : This Group comprises Rayong Power Plant, Khanom Electricity Generating Co., Ltd., (KEGCO), BLCP Power Ltd., (BLCP) and Gulf Power Generation Co., Ltd. (GPG). The combined megawatt equity as of December 31, 2014 is 3,463 megawatt which accounts for 67.25% of EGCO’s total asset capacity.
2. **Small Power Producer (“SPP”)** : This Group comprises EGCO Cogeneration Co., Ltd. (EGCO Cogen), Roi-Et Green Co., Ltd. (Roi-Et Green), Gulf Cogeneration Co., Ltd. (GCC), Nong Khae Cogeneration Co., Ltd. (NKCC), Samutprakarn Cogeneration Co., Ltd. (SCC), Gulf Yala Green Co., Ltd. (GYG) and Lopburi Solar Project (LSP) of Natural Energy Development Co., Ltd. (NED). The combined capacity is 311.39 megawatt equity, representing 6.05% of EGCO’s total asset capacity.
3. **Very Small Power Producer (“VSPP”)** : This Group comprises SPP Two Co., Ltd. (SPP 2), SPP Three Co., Ltd. (SPP 3), SPP Four Co., Ltd. (SPP 4), SPP Five Co., Ltd. (SPP 5), G-Power Source (GPS), Theppana Wind Farm Co., Ltd. (Theppana), Solarco Co., Ltd. (Solarco), Wang Ploeng Solar Project (WSP) of NED and GIDEC Co., Ltd. (GIDEC). The combined capacity is 86.20 megawatt equity, representing 1.67% of EGCO’s total asset capacity.
4. **Overseas Power Producer** : This Group comprises Quezon Power (Philippines) Ltd., Co. (Quezon) and Masinloc Power Partners Co., Ltd. (MPPCL) in the Philippines, Nam Theun 2 Power Co., Ltd. (NTPC) in Lao PDR (mainly sells electricity to Thailand), Star Energy Geothermal Pte. Ltd. (SEG) in Indonesia and Boco Rock Wind Farm Pty Limited (Boco Rock) in Australia. The combined megawatt equity is 1,289.17 megawatt, representing 25.03% of EGCO’s total asset capacity.
5. **Other Businesses** : This Group comprises 2 operation and maintenance companies being EGCO Engineering & Service Co., Ltd. (ESCO) and

Pearl Energy Philippines Operating, Inc. (PEPOI). There are 2 water supply companies being Egcom Tara Co., Ltd. (Egcom Tara) and the Eastern Water Resources Development and Management Public Co., Ltd. (East Water). There is a management services to Quezon power plant being Quezon Management Services Inc. (QMS). Also, there is a coal mining company being PT Manabung Maura Enim Co., Ltd. (MME).

Details of each project are shown in the table at the end of this part.

Significant Events

In 2014, EGCO Group operated 24 power plants in both Thailand and abroad with installed capacity of 5,149.76 megawatt equity. Contracted capacity was 4,921.07 megawatt equity. EGCO mainly sold power 3,879.86 megawatt to EGAT, 85.66 megawatt to PEA, 101.45 megawatt to Industrial Users (IUs) and the rest 854.10 megawatt to overseas customers. Highlights of event and commercial operation date (COD) in 2014 were as follows:

1. June 25, 2014, EGCO entered into the Share Purchase Agreement with AES Phil Investment Pte. Ltd. to indirectly invest in Masinloc Power Partners Co., Ltd. ("MPPCL") with 40.95% ownership interest. MPPCL, located in Zambales province, the Philippines, is the coal-fired power plant with gross dependable capacity of 630 megawatt and COD commenced since 1998.
2. July 30, 2014, EGCO entered into the investment in geothermal power project through the acquisition of 20% indirect ownership interest in Star Energy Geothermal Pte. Ltd. ("SEG"). The shareholders' Agreement was signed on October 30, 2014. SEG owns the geothermal power station located in Indonesia with the installed capacity of 227 megawatt. SEG sells the electricity to PT PLN (Persero), Indonesian government-owned electricity corporation, under long-term energy sales contract with the right to sell electricity up to 400 megawatt.
3. November 28, 2014, Boco Rock Wind Farm with the installed capacity of 113 megawatt, of which EGCO owns 100 percent interest, and started construction in 2013, has started its commercial operation under long-term PPA with the EnergyAustralia Pty Ltd.
4. December 7, 2014, the 20 years power purchase agreement between Rayong Power Plant, Thailand's first Independent Power Producer, and Electricity Generating Authority of Thailand ("EGAT") expired. Consequently, the Power Plant stopped its operation and electricity sale to EGAT on the same day.
5. December 11, 2014, Hat Yai Municipal Waste Power Plant of GIDEC Company ("GIDEC"), of which EGCO owns 50 percent interest, has started its commercial operation to supply electricity to the PEA with the installed capacity of 6.7 megawatt. The Project has entered into a non-firm power purchase agreement (PPA) with the PEA under the very small power producer (VSPP). The PPA is automatically renewable every 5 years. In addition to the wholesale tariff referred to EGAT, the project receives adder 3.5 baht per kWh, applicable for 7 years from the COD.

Table 1. EGCO's Business Line:

1. IPP Group

1.1 Rayong Power Plant

Rayong power plant is the first IPP in Thailand located in Rayong province. It is a 1,232 MW power plant comprising four identical 308 MW combined cycle power blocks using natural gas as the primary fuel. Rayong power plant generates and sells all electricity output to EGAT under the 20 years PPA.

In 2014, Rayong power plant generated and sold 1,155.25 gigawatt-hour ("GWh") electricity output to EGAT. Its annual average Equivalent Availability Factor ("EAF") was 99.19%.

1.2 Khanom Electricity Generating Company Limited (KEGCO)

EGCO holds 100% stake in KEGCO, which owns and operates Khanom power plant which is the largest private power plant in the southern Thailand, located in Nakhon Si Thammarat province. Currently, it is a 749 MW power plant combining of 75 MW barge-mouthed power unit and 674 MW combined cycle power block using natural gas as the primary fuel to generate and sell all electricity output to EGAT under the 20 years PPA.

On July 25, 2013, KEGCO entered into PPA for the Khanom 4 project ("KN4") with EGAT for 25 years. KN4 is a combined cycle power plant using natural gas as primary fuel to generate electricity at contracted capacity of 930 MW. The commercial operation date ("COD") is scheduled on June 19, 2016, which is the same date as the PPA expiration date of the existing power plant.

In 2014, Khanom power plant generated and sold 5,257.69 GWh electricity output to EGAT. Its annual average EAF was 92.35%.

1.3 BLCP Power Limited (BLCP)

EGCO holds 50% stake in BLCP, which owns and operates an IPP coal-fired power plant located in Rayong province. It is a 1,434 MW power plant comprising two identical 717 MW pulverized coal-fired power units using high quality bituminous imported from Australia as the primary fuel to generate and sell all electricity output to EGAT under the 25 years PPA.

In 2014, BLCP power plant generated and sold 10,825.52 GWh electricity output to EGAT. Its annual average EAF for unit 1 and unit 2 was 95.29% and 90.70%, respectively.

1.4 Gulf Power Generation Company Limited (GPG)

EGCO indirectly holds 50% stake in GPG, which owns and operates an IPP gas-fired power plant, called Kaeng Khoi 2 ("KK2"), located in Saraburi province. It is a 1,510 MW power plant composed of two 755 MW combined cycle power blocks using natural gas as the primary fuel to generate and sell all electricity output to EGAT under the 25 years PPA.

In 2014, KK2 power plant generated and sold 6,150.31 GWh electricity output to EGAT. Its annual average EAF for block 1 and block 2 was 93.36% and 89.12%, respectively.

2. SPP Group

2.1 EGCO Cogeneration Company Limited (EGCO Cogen)

EGCO indirectly holds 80% stake in EGCO Cogen, which owns and operates a SPP cogeneration power plant located in Rayong province. It is a 117 MW cogeneration power plant with steam supply of 30 tons per hour using natural gas as the primary fuel. Under the SPP firm cogeneration program, it generates and sells 60 MW electricity output to EGAT under the 21 years PPA, and remaining electricity along with steam output to Industrial Users ("IUs") in Rayong Industrial Park under the long-term PPAs.

In 2014, EGCO Cogen power plant generated and sold 708.48 GWh electricity output to EGAT and IUs. Its annual average EAF was 95.29% and the steam output to IUs was 40,380.00 tons.

2.2 Roi-Et Green Company Limited (Roi-Et Green)

EGCO indirectly holds 70.30% stake in Roi-Et Green, which owns and operates a SPP renewable power plant located in Roi-Et province. It is a 9.9 MW biomass-fired power plant using rice husk as the primary fuel. Under the SPP firm renewable program, it generates and sells electricity output to EGAT under the 21 years PPA.

In 2014, Roi-Et Green power plant generated and sold 67.01 GWh electricity output to EGAT. Its annual average EAF was 87.06%.

2.3 Gulf Cogeneration Company Limited (GCC)

EGCO indirectly holds 50% stake in GCC, which owns and operates a SPP cogeneration power plant located in Saraburi province. It is a 110 MW cogeneration power plant with steam supply of 16 tons per hour using natural gas as the primary fuel. Under the SPP firm cogeneration program, it generates and sells 90 MW electricity output to EGAT under the 21 years PPA, and remaining electricity along with steam output to IUs under the long-term PPAs.

In 2014, GCC power plant generated and sold 726.31 GWh electricity output to EGAT and IUs. Its annual average EAF was 99.19% and the steam output to IUs was 147,711.08 tons.

2.4 Nong Khae Cogeneration Company Limited (NKCC)

EGCO indirectly holds 50% stake in NKCC, which owns and operates a SPP cogeneration power plant located in Saraburi province. It is a 126 MW cogeneration power plant with steam of 24 tons per hour using natural gas as the primary fuel. Under the SPP firm cogeneration program, it generates and sells 90 MW electricity output to EGAT under the 21 years PPA, and remaining electricity along with steam output to IUs under the long-term PPAs.

In 2014, NKCC power plant generated and sold 847.89 GWh electricity output to EGAT and IUs. Its annual average EAF was 98.90% and the steam output to IUs was 176,921.50 tons.

2.5 Samutprakarn Cogeneration Company Limited (SCC)

EGCO indirectly holds 50% stake in SCC, which owns and operates a SPP cogeneration power plant located in Samutprakarn province. It is a 126 MW cogeneration power plant with steam of 24 tons per hour using natural gas as the primary fuel. Under the SPP firm cogeneration program, it generates and sells 90 MW electricity output to EGAT under the 21 years PPA, and remaining electricity along with steam output to IUs under the long-term PPAs.

In 2014, SCC power plant generated and sold 815.52 GWh electricity output to EGAT and IUs. Its annual average EAF was 97.74% and the steam output to IUs was 137,362.30 tons.

2.6 Gulf Yala Green Company Limited (GYG)

EGCO indirectly holds 50% stake in GYG, which owns and operates a SPP renewable power plant located in Yala province. It is a 23 MW biomass-fired power plant using para-wood residue as the primary fuel. Under the SPP firm renewable program, it generates and sells electricity output to EGAT under the 25 years PPA.

In 2014, GYG power plant generated and sold 155.53 GWh electricity output to EGAT. Its annual average EAF was 89.08%.

2.7 Natural Energy Development Company Limited (NED) (Lopburi Solar Project)

EGCO holds 33.33% stake in NED, which owns and operates 55 MW thin film solar power plant Lopburi Solar Project ("LSP") located in Lopburi province. NED signed a non-firm PPA for LSP with EGAT for the sale of electricity output generated. PPA is automatically renewable every 5 years. In addition to the wholesale tariff referred to EGAT, the projects receive adder 8 baht per kWh, applicable for 10 years from the COD.

In 2014, LSP generated and sold 114.45 GWh electricity output to EGAT. Its annual average availability was 99.41%.

3. VSPP Group

3.1 Natural Energy Development Company Limited (NED) (Wang Ploeng Solar Project)

EGCO holds 33.33% stake in NED, which owns and operates 8 MW thin film solar power plant Wang Ploeng Solar Project (“WSP”) located in Lopburi province. NED signed a non-firm PPA for WSP with PEA for the sale of electricity output generated. PPA is automatically renewable every 5 years with the same as LSP pricing structure.

In 2014, WSP generated and sold 17.06 GWh electricity output to PEA. Its annual average availability was 99.31%.

3.2 SPP Two Company Limited (SPP 2)

EGCO holds 100% stake in SPP 2, which owns and operates the 8 MW solar power plant located in Saraburi province. SPP 2 has entered into a non-firm PPA with PEA under VSPP program. The PPA is automatically renewable every 5 years with the same as NED’s pricing structure. SPP 2 is equipped with solar tracking system.

In 2014, SPP 2 power plant generated and sold 16.68 GWh electricity output to PEA. Its annual average availability was 99.83%.

3.3 SPP Three Company Limited (SPP 3)

EGCO holds 100% stake in SPP 3, which owns and operates the 8 MW solar power plant located in Srisaket province. SPP 3 has entered into a non-firm PPA with PEA under VSPP program. The PPA is automatically renewable every 5 years with the same as NED’s pricing structure. SPP 3 is equipped with solar tracking system.

In 2014, SPP 3 power plant generated and sold 16.54 GWh electricity output to PEA. Its annual average availability was 97.55%.

3.4 SPP Four Company Limited (SPP 4)

EGCO holds 100% stake in SPP 4, which owns and operates the 6 MW solar power plant located in Srisaket province. SPP 4 has entered into a non-firm PPA with PEA under VSPP program. The PPA is automatically renewable every 5 years with the same as NED’s pricing structure. SPP 4 is equipped with solar tracking system.

In 2014, SPP 4 power plant generated and sold 12.74 GWh electricity output to PEA. Its annual average availability was 97.95%.

3.5 SPP Five Company Limited (SPP 5)

EGCO holds 100% stake in SPP 5, which owns and operates the 8 MW solar power plant located in Roi-Et province. SPP 5 has entered into a non-firm PPA with PEA under VSPP program. The PPA is automatically renewable every 5 years with the same as NED’s pricing structure. SPP 5 is equipped with solar tracking system.

In 2014, SPP 5 power plant generated and sold 16.94 GWh electricity output to PEA. Its annual average availability was 97.01%.

3.6 G-Power Source Company Limited (GPS)

EGCO holds 60% stake in GPS, which owns and operates 4 solar power plants under 4 non-firm PPAs with the PEA under VSPP program with installed capacity of 6.5 MW each, total capacity of 26 MW. The PPAs are automatically renewable every 5 years with the same as NED’s pricing structure. GPS comprises 1) Ta Khit Solar Project, Nakhon Sawan province 2) Ta Sang Solar Project, Nakhon Sawan province 3) Dong Khon Solar Project, Chai Nat province, and 4) Bueng Sam Phan Solar Project, Petchaboon province.

In 2014, GPS’s solar power plants together generated and sold 47.81 GWh electricity output to PEA. Its annual average availability was 99.02%.

3.7 Solarco Company Limited (Solarco)

EGCO indirectly holds 49% stake in Solarco, which owns and operates 6 solar power plants located in Nakhorn Pathom and Suphanburi provinces. Solarco has entered into 6 non-firm PPAs with PEA under VSPP program with the installed capacity of 9.5 MW each, total capacity 57 MW. The PPAs are automatically renewable every 5 years with the same as NED's pricing structure. Solarco has 6 power plants, namely 1) Sai Kiew Solar Project, 2) Sai Yai 1 Solar Project, 3) Sai Yai 2 Solar Project, 4) Sai Phet 1 Solar Project, 5) Sai Phet 2 Solar Project and 6) Sai Phet 3 Solar Project.

In 2014, Solarco's power plants together generated and sold 118.23 GWh electricity output to PEA. Its annual average EAF was 99.14%.

3.8 Theppana Wind Farm Company Limited (Theppana)

EGCO holds 90% stake in Theppana, which owns and operates the 7.5 MW wind power plant located in Chaiyaphum province. Theppana has entered into a non-firm PPA with PEA under VSPP program. The PPA is automatically renewable every 5 years. In addition to the wholesale tariff referred to EGAT, the project receives adder 3.5 baht per kWh, applicable for 10 years from the COD.

In 2014, Theppana power plant generated and sold 12.98 GWh electricity output to PEA. Its annual average EAF was 96.47%.

3.9 GIDEC Company Limited (GIDEC)

EGCO holds 50% stake in GIDEC, which owns and operates 6.7 MW Municipal power plant located in Hat-Yai, Songkhla province. The power plant uses waste as the primary fuel. GIDEC signed a non-firm PPA with PEA under VSPP program. The PPA is automatically renewable every 5 years. In addition to the wholesale tariff referred to EGAT, the project receives adder 3.5 baht per kWh, applicable for 7 years from the COD.

In 2014, the power plant has achieved COD on December 11, 2014.

4. Overseas Group

4.1 Quezon Power (Philippines) Limited Company (Quezon)

EGCO indirectly holds 98% stake in Quezon, which owns and operates a 502.50 MW pulverized coal-fired power plant using the high quality coal imported from Indonesia as the primary fuel. Under the 25 years PPA, it generates and sells electricity output to Manila Electric Company ("MERALCO"), the country's largest power distribution company.

In 2014, Quezon power plant generated and sold 3,056.04 GWh electricity output to MERALCO. Its annual average EAF was 89.71%.

4.2 Masinloc Power Partners Company Limited (MPPCL)

EGCO indirectly holds 40.95% stake in MPPCL, which owns and operates a 630 MW pulverized coal-fired power plant using high quality coal imported from Indonesia and Australia as the primary fuel. Under the Power Supply Agreement, it generates and sells electricity output to MERALCO, as well as Electric Cooperatives and Industrial customers.

In 2014, MPPCL generated and sold 2,825.95 GWh electricity output to its customers. Its annual average EAF was 90.33%.

4.3 Nam Theun 2 Power Company Limited (NTPC)

EGCO holds 35% stake in NTPC, which owns and operates a 1,086.80 MW hydroelectric power plant located in Lao PDR. It generates and sells electricity output to EGAT, as well as Electricité du Laos ("EDL") under the 25 years PPAs starting from its COD.

In 2014, NTPC power plant generated and sold 5,963.22 GWh electricity output to EGAT and 320.17 GWh electricity output to EDL. Its annual average EAF was 96.08% for EGAT and 97.50% for EDL.

4.4 Star Energy Geothermal Pte Ltd. (SEG)

EGCO indirectly holds 20% stake in SEG, which owns and operates a 227 MW geothermal power plant located in Indonesia. It comprises 2 units of 110 MW and 117 MW. Under the long-term PPA, it generates and sells electricity output to PT PLN (Persero), an Indonesian government-owned electricity corporation.

In 2014, SEG power plant generated and sold 1,846.92 GWh electricity output to its customers. Its annual average EAF was 99.85%.

4.5 Boco Rock Wind Farm Pty Limited (Boco Rock)

EGCO indirectly holds 100% stake in Boco Rock, which owns and operates a 113 MW wind power plant located in Australia under long-term PPA with EnergyAustralia Pty Ltd.

In 2014, the power plant has achieved COD under long-term PPA on November 28, 2014.

5.1 EGCO Engineering & Service Company Limited (ESCO)

EGCO holds 100% stake in ESCO, which provides operation, maintenance, engineering and construction services to power plants, petrochemical plants, oil refineries and other industries.

5.2 Pearl Energy Philippines Operating, Inc. (PEPOI)

EGCO holds 100% stake in PEPOI (formally named Covanta Philippines Operating Inc.), which provides operation and maintenance services to Quezon power plant through a long-term operation and maintenance agreement.

5.3 Quezon Management Services Inc. (QMS)

EGCO holds 100% stake in QMS, which provides management services to Quezon power plant through a long-term management service agreement.

5.4 EGCOM Tara Company Limited (EGCOM Tara)

EGCO indirectly holds 74.19% stake in Egcom Tara. Under a 30 years agreement, Egcom Tara produces tap water according to Thai Industrial Standard (TIS) and supplies to the 3 water stations of the Provincial Waterworks Authority of Thailand (PWA), namely, Lak Muang Water Station, Damnoen Saduak Water Station and Samut Songkhram Water Station.

5.5 Eastern Water Resources Development and Management Public Company Limited (East Water)

EGCO holds 18.72% stake in East Water, which is responsible for developing and operating water supply including the main raw water pipe networks in the Thailand Eastern Seaboard area.

5.6 PT Manambang Muara Enim Company Limited (MME)

EGCO indirectly holds 40% stake in MME, which owns and operates a coal mining project (an open-pit mine), located in Muara Enim, South Sumatra, Indonesia. It has the concession agreement from Indonesian government for 28 years since March 2010 to March 2038. It has mineable coal reserves of 140 million tons. The sales volume of MME in the end of 2014 was at 0.87 million tons.

Revenue Structure

Since EGCO is a holding company, its sources of revenue are from electricity generation and sales, tap water together with providing services as such operation, maintenance, engineering and construction. Therefore, the revenue can be categorized into business lines as follow:

Unit : Million Baht

Product Service	Transaction	% Shareholding	2014		2013 (Restated)	
			Revenue	%	Revenue	%
Electricity	EGCO Cogen	80.00%				
	Capacity Charge		246.15	1.00%	242.30	0.99%
	Energy Charge		2,267.43	9.25%	2,305.18	9.37%
	Yanhee EGCO ^{/A}	49.00%				
	Energy Charge		436.55	1.78%	34.19	0.14%
	SPP 5	99.99%				
	Energy Charge		60.93	0.25%	57.24	0.23%
	SPP 2	99.99%				
	Energy Charge		60.41	0.25%	57.50	0.23%
	SPP 3	99.99%				
	Energy Charge		59.52	0.24%	54.65	0.22%
	SPP 4	99.99%				
	Energy Charge		45.84	0.19%	42.99	0.17%
	Boco Rock ^{/B}	100.00%				
	Energy Charge		42.43	0.17%	-	-
	Theppana ^{/C}	90.00%				
	Energy Charge		40.81	0.17%	16.45	0.07%
Finance lease income under power purchase agreements	Rayong power plant ^{/D}		264.32	1.08%	438.69	1.78%
	KEGCO	99.99%	354.70	1.45%	432.90	1.76%
	Roi-Et Green	70.30%	31.56	0.13%	33.86	0.14%
Operating lease income under power purchase agreements	Quezon	98.00%	3,556.33	14.51%	3,363.75	13.68%
Lease service income under power purchase agreements	Rayong power plant		900.58	3.67%	1,011.66	4.11%
	KEGCO	99.99%	683.07	2.79%	1,170.22	4.76%
	Roi-Et Green	70.30%	355.82	1.45%	317.26	1.29%
	Quezon	98.00%	6,963.30	28.40%	6,876.42	27.96%
Income from service concession arrangement under a water purchase agreement	EGCOM Tara	74.19%	9.48	0.04%	9.90	0.04%
Service income under a water purchase agreement	EGCOM Tara	74.19%	294.18	1.20%	267.50	1.09%
Service	ESCO	99.99%	527.39	2.15%	725.52	2.95%
Interest Income	ESCO		19.82	0.08%	26.64	0.11%
	Yanhee EGCO		13.09	0.05%	3.45	0.03%
	KEGCO		9.64	0.04%	7.81	0.03%
	Rayong Power Plant, EGCO Cogen, Roi-Et Green,					

Unit : Million Baht

Product Service	Transaction	% Shareholding	2014		2013 (Restated)	
			Revenue	%	Revenue	%
Interest Income (continued)	SPP2, SPP3, SPP4, SPP5, Quezon, Theppana, Boco Rock, Banpong, Klongluang, Chaiphaphum, ESCO, EGCOM Tara, PEPOI, QMS and Northpole		27.80	0.11%	29.04	0.12%
Others	Yanhee EGCO		940.30	3.84%	75.98	0.31%
	EGCO		214.86	0.88%	80.23	0.33%
	SPP 2		132.43	0.54%	129.23	0.53%
	SPP 3		131.34	0.54%	123.87	0.50%
	SPP 4		102.04	0.42%	97.41	0.40%
	SPP 5		137.38	0.56%	129.67	0.53%
	KEGCO		67.89	0.28%	1.24	0.01%
	Rayong Power Plant, KEGCO, EGCO Cogen, Roi-Et Green, Quezon, Theppana, Boco Rock, Klongluang, Chaiphaphum, ESCO, EGCOM Tara, PEPOI, QMS and Northpole		56.85	0.23%	278.54	1.13%
Share of profit (loss)	BLCP	50.00%	1,948.85	7.95%	2,130.70	8.66%
	GEC	50.00%	1,689.08	6.89%	2,119.90	8.62%
	NTPC	35.00%	1,323.02	5.40%	1,563.18	6.36%
	NED ^{/E}	33.33%	304.48	1.24%	243.24	0.99%
	GPS ^{/F}	60.00%	149.92	0.61%	134.69	0.55%
	Masin-AES ^{/G}	40.945%	121.77	0.50%	-	-
	SEG ^{/H}	20.00%	5.25	0.02%	-	-
	Conal ^{/I}	40.00%	-	-	34.04	0.14%
	APPC ^{/J}	50.00%	-	-	(24.05)	(0.10%)
	MME	40.00%	(21.74)	(0.09%)	(18.05)	(0.07%)
	SBPL ^{/K}	49.00%	(29.53)	(0.12%)	-	-
	GIDEC ^{/L}	50.00%	(30.46)	(0.12%)	(27.39)	(0.11%)
Total revenues (revenues item in consolidated)			24,514.87	100%	24,597.52	100%

Notes

^{/A} EGCO signed a Shareholder Agreement with Yanhee Solar Power Company Limited for the acquisition of 49% in Yanhee EGCO Holding Company Limited (Yanhee EGCO) on February 27, 2012. The commercial operation of 3 projects of Yanhee EGCO were on November 18, 2013 and the rest 3 projects on December 16, 2013.

^{/B} EGCO holds an indirect 100% ownership interest in - Boco Rock Wind Farm Pty Limited (Boco Rock). The commercial operation date was on November 28, 2014.

^{/C} EGCO acquired 90% stakes in Theppana Wind Farm Company Limited (Theppana) on January 18, 2012. The commercial operation date was on July 18, 2013.

^{/D} Rayong Power Plant stopped its operation and electricity sales to EGAT due to the expiration of PPA.

^{/E} EGCO acquired 33.33% stakes in Natural Energy Development Co., Ltd. (NED), an expansion NED 8 MW project from existing project started its commercial operation on May 2, 2013.

^{/F} EGCO acquired 60% stakes in G-Power Source Company Limited (GPS) from Gunkul Engineering Public Company Limited on March 18, 2012. The commercial operation date was on February 1, 2013.

^{/G} EGCO acquired 44.54% stakes in Masin-AES Pte. Ltd (Masin-AES) on July 15, 2014.

^{/H} EGCO acquired 20% stakes in Star Energy Geothermal Pte. Ltd. (SEG) on July 30, 2014.

^{/I} EGCO sold ordinary shares in Conal on July 2, 2013.

^{/J} EGCO invested in a Biodiesel Plant through the acquisition of 50% stakes in Absolute Power P Co., Ltd. (APPC) on May 15, 2012, and sold such shares on October 21, 2013.

^{/K} EGCO acquired 49% stakes in San Buenaventura Power Ltd. Co. (SBPL) on February 6, 2014.

^{/L} EGCO Invested in Hat Yai Municipal Waste Power Plant Project through the acquisition of 50% stakes in GIDEC Company Limited (GIDEC) on September 28, 2012. The commercial operation date was on December 11, 2014.

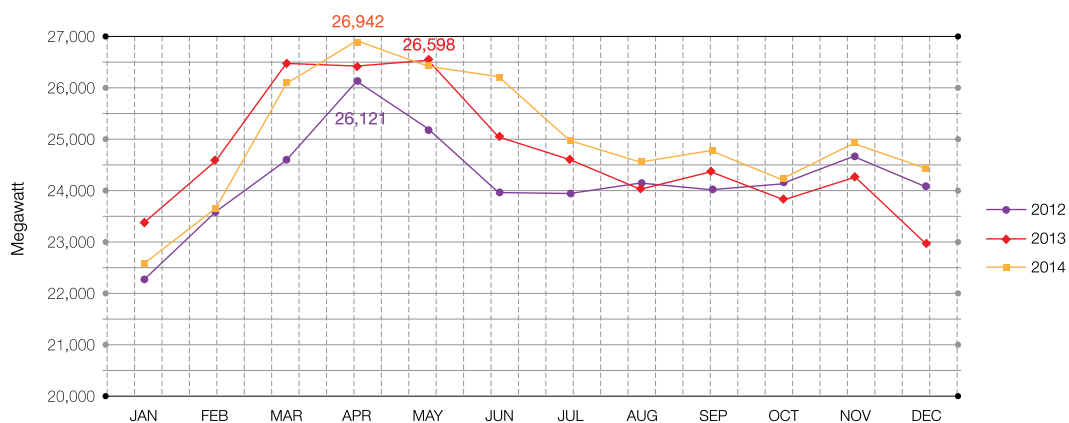
[Power Industry and Competition]



Power Generation and Power Demand of Thailand

Thailand decelerated economic growth in the first two quarter of 2014 led to a slight demand increase of only 2.37%. Electricity consumption was 173,142 GWh which was 4,057 GWh over the 2013 figure. The peak demand of the country occurred on April 23, 2014 at 2:26 p.m., reaching 26,942 megawatt which was 1.29% higher than the peak demand in 2013 which was at 26,598 megawatt. Yet, the National Economic and Social Development Board of Thailand (NESDB) has forecasted that the power demand in 2015 would increase by 4% due to the recovery of the country's economy.

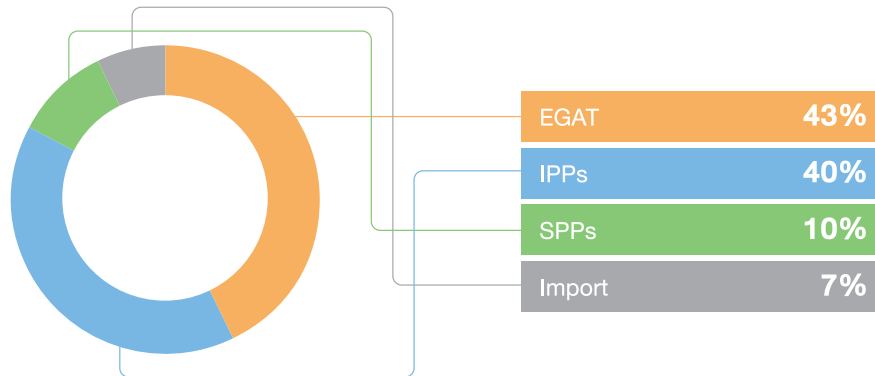
Figure 1 : Gross Peak Load Demand for the Year 2012 - 2014



Source : Electricity Generating Authority of Thailand, EGAT

As of December 31, 2014, Thailand's installed capacity was 35,843 megawatt which consisted of 15,482 megawatt (43%) by EGAT, 14,342 megawatt by IPPs, and 3,614 megawatt by SPPs while the imported electricity from neighboring countries accounted 2,405 megawatt, respectively, as shown in Figure 2;

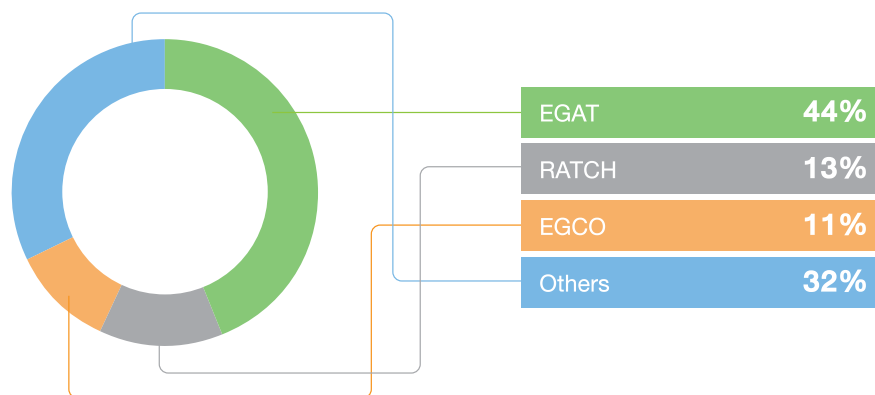
Figure 2 : 2014 Installed Capacity of Thailand's Power System by Generator



Source : Electricity Generating Authority of Thailand, EGAT

Considering EGCO's capacity sold to EGAT's system, EGCO's portion in power generation for the country was 11% of the total generation capacity of the country, or 3,879.86 megawatt.

Figure 3 : EGCO's capacity compared to Thailand's Power System As of December 31, 2014



Competitive Capabilities

Overall picture in 2014 illustrated the active movements of power sector. On the government sector, the National Energy Policy Council or NEPC is drafting the Power Development Plan 2015 - 2036 or PDP 2015. Its main contents focus on the balance of energy sources, especially on balancing energy source for electricity generation, aiming to strengthening security of power supply for the country. Such direction will enhance EGCO's opportunity in bidding in the future.

On the other hand, the competition and market in Lao PDR, The Philippines, Indonesia and Australia which EGCO has an investment can be summarized as follows;

- **Lao PDR:** Forecasted that by the year 2020, the country's total capacity will reach 12,000 megawatt and be able to export two third. Lao PDR aimed to increase the production of electricity at 24,000 megawatt by year 2030 and envisions to be a battery of Southeast Asia by exporting its electricity from hydropower.
- **Philippines:** Being a high-growth economy in recent years, there was strong consumption and growth across sectors especially in power industry. The electricity demand is projected to increase around 4 - 6% annually towards 2030. The restructuring of the power industry allowed constructive competition and opportunity for private sectors to participation in power development.
- **Indonesia:** Using the 8% annual increase of electricity consumption in the country as the assumption, the government adopted the power development plan of 5 years period (2015 - 2020) with the aim to increase the total capacity to 35,000 megawatt in order to support economic growth and national power grid. Most of the power projects will use coal, natural gas and hydro as the primary fuel.
- **Australia:** Renewable energy was encouraged by structuring the renewable energy to reach 41,000 GWh by 2020, equivalent to 20% of electricity consumption in the country which is estimated in such year. Moreover, Australia's favorable geography for solar and wind power plants makes the country an attractive investment. However, further expansion may incur risk due to the lower demand than forecasted, resulting from the economic downturn of the country due to the decreased revenues from export products. The government is currently reviewing the renewable energy target.

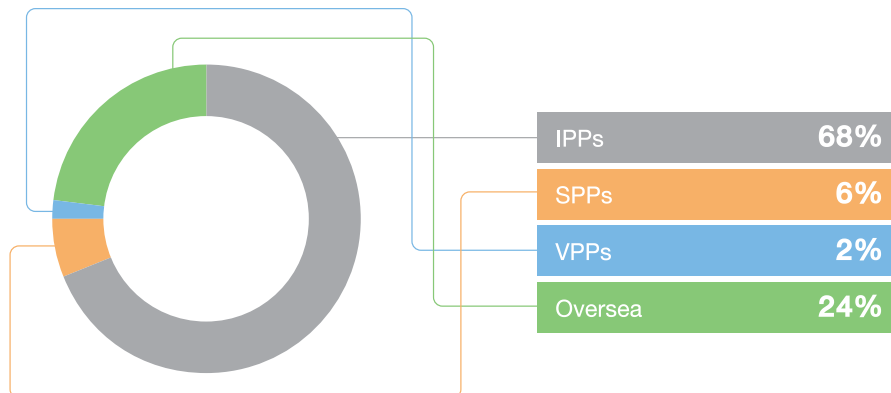
In 2014, the two construction projects are completed successfully and started their commercial operation as follows;

- The Hat Yai Municipal Waste Power Plant Project, which EGCO invested 50% in GIDEC. The Project has the installed capacity of 6.5 megawatt.
- Boco Rock Wind Farm in Australia, with the installed capacity of 113 megawatt

Furthermore, EGCO successfully enhanced its investment in two new projects. On June 25, 2014, EGCO entered into the Share Purchase Agreement with Masin-AES Pte Ltd ("Masin-AES") to indirectly invest in Masinloc Power Partners Co., Ltd. ("MPPCL") with the interest ownership of 40.95%. MPPCL, located in Zambales Province, Philippines, is the coal fired power plant with gross dependable capacity of 630 megawatt. On July 30, 2014, EGCO entered into the investment in geothermal power project through the acquisition of 20% indirect ownership interest in Star Energy Geothermal Pte. Ltd. ("SEG") from Star Energy Group Holdings Pte. Ltd. SEG owns the geothermal power station located in Indonesia with installed capacity of 227 megawatt. Both power plants are in operation phase and have the potential to expand or increase the installed capacity in the future. Such acquisition not only enables EGCO to receive the immediate income, but also adds the economic value to the company in the long term.

As of 2014, EGCO's power plants in the operation phase, both domestic and oversea, accounted to 24 in number and 5,149.76 megawatt equity, which is 419.59 megawatt higher than the previous year while projects which are under development and construction accounted to 6 in number and 1,593.63 megawatt equity.

Figure 4 : EGCO Portion of Operating Projects As of December 31, 2014



EGCO is satisfactorily competitive in power business which was resulted by favorable factors as follows:

- **Credibility of financial institutions and investors**

Factors that make EGCO creditable among the financial source and investors included the company's asset value which currently exceeded 100 billion baht, the constant profit growth and the appropriate dividend yield as well as the transparent management and good governance. Moreover, EGCO has strong support from the major shareholders being the Electricity Generating Authority of Thailand ("EGAT") and TEPDIA Generating B.V. ("TEPDIA"). TEPDIA is owned by Tokyo Electric Power Company ("TEPCO") through its 100% subsidiary and Diamond Generating Asia ("DGA"). While EGAT is the state utility with responsible for power generation and transmission in Thailand, DGA is owned by Mitsubishi Corporation, the leading power developer in Japan and one of the largest privately owned electric utilities in the world.

- **Staff Professionalism**

EGCO staffs have a lot of experienced and skillful personnel in power industry of Thailand, especially in the operation of power production which is the key success in running efficient business. Nowadays, EGCO continues to seek for skillful and knowledge person to work for the company. In addition, EGCO provides a wide range of trainings and development to its employees to increase their capability and potential.

- **Tracking Global Energy Movement**

As several foreign power companies are potentially entering Thailand's power industry, EGCO has been prepared for this situation and constantly studied, researched and tracked on the global energy movement. Strength, weakness, opportunity and threats of EGCO are continuously analyzed to design and implement the suitable business strategies to maintain the company's investment opportunities and to increase shareholders' value as well as its stakeholders' benefits.

[Shareholder and Management Structure]

Shareholder Structure

EGCO is a listed company on the Stock Exchange of Thailand (SET). Details of the registered capital as of December 31, 2014 were shown below.

- 1) Registered Capital : 5,300 million baht comprising 530,000,000 ordinary shares with the par value at 10 baht per share.
- 2) Paid Up Capital : 5,264.65 million baht comprising 526,465,000 ordinary shares with the par value at 10 baht per share.

The top 10 shareholders as of September 9, 2014, the closing date of shareholders' roster for the right to receive the interim dividend payment, were as follows.

No.	Shareholders	Shares	% of Total
1	Electricity Generating Authority of Thailand	133,773,662	25.41
2	TEPDIA Generating B.V.	126,054,178	23.94
3	Thai NVDR Company Limited	78,221,951	14.86
4	HSBC (SINGAPORE) NOMINEES PTE LTD	11,496,871	2.18
5	STATE STREET BANK EUROPE LIMITED	10,495,610	1.99
6	Bangkok Life Assurance Public Company Limited	9,000,000	1.71
7	Bualuang LTF	8,365,800	1.59
8	Social Security Office (Two-types)	6,387,300	1.21
9	Bualuang LTF 75/25	6,371,000	1.21
10	Mr. Suwan Aisuriyakornthep	4,193,000	0.80

The ultimate shareholders of EGCO's major controlling shareholders are as follows:

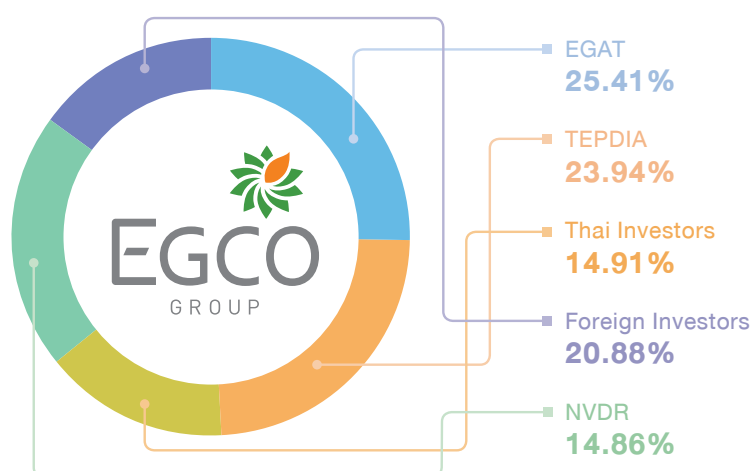
1. **Electricity Generating Authority of Thailand ("EGAT"):** EGAT is a state utility which has the mission in generating, acquiring and sales of bulk electric energy through its transmission network. EGAT also provides the operation and maintenance services and invests in electricity related business. EGAT holds 25.41% of EGCO's outstanding shares and has 4 representative directors out of 15 directors in EGCO.



2. TEPDIA Generating B.V. (“TEPDIA”): TEPDIA is established in order to invest in EGCO comprising 2 shareholders as follows:

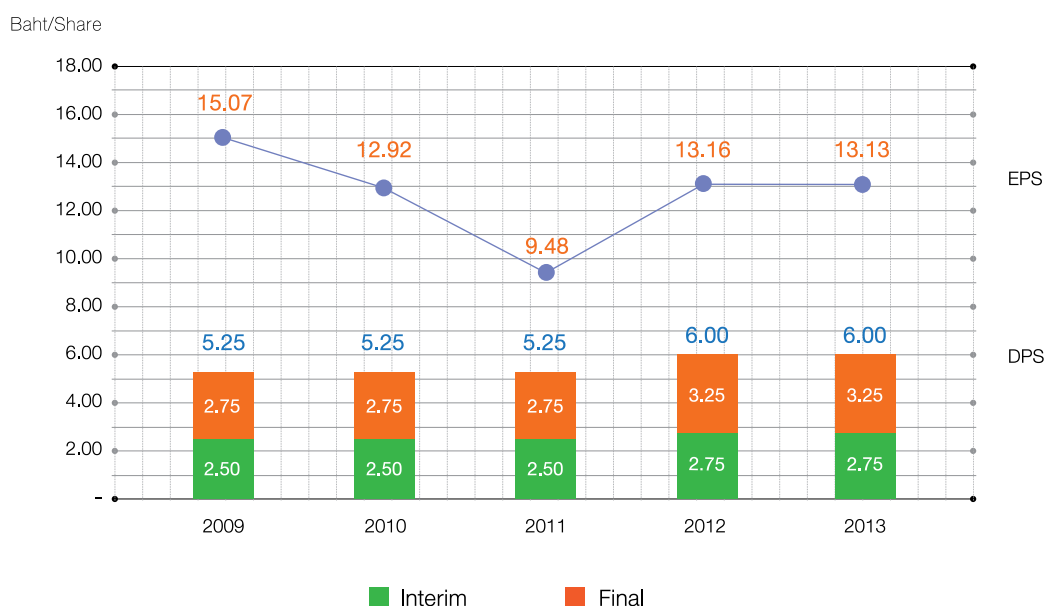
2.1 DGA Thailand B.V. (“DGA Thailand”), a wholly subsidiary of Mitsubishi Corporation (MC), a global integrated business enterprise that develops and operates businesses areas virtually every industry, indirectly holds 11.97% of voting right of EGCO’s outstanding shares via TEPDIA Generating B.V. MC has 2 representative directors out of EGCO’s 15 directors.

2.2 Tokyo Electric Power Company International B.V. (“TEPCO International”), a wholly subsidiary of Tokyo Electric Power Company (“TEPCO”) which is the largest electric power company in Japan and one of the largest privately owned electric utilities in the world. TEPCO’s generating capacity of more than 60 GW since its inception in 1951, supplied electricity to its service areas including the Tokyo Metropolitan which consumes around one-third of Japan’s domestic power demand. TEPCO has 2 representative directors out of EGCO’s 15 directors.



Dividend Payment

The dividend payment policy of the EGCO Group specifies that shareholders receive dividend twice a year at the rate of 40% of the net profits of the total financial statements after income tax is deducted or at the amount that gradually and consequently increases without necessary causes such as the future business expansion of the Company in other projects, or dividend payment substantially affecting the normal operations of the Company whereby dividend paid shall not exceed the accrued profits of separate financial statements.



The comparison of the dividend payment between 2009 and 2013 is as follows:

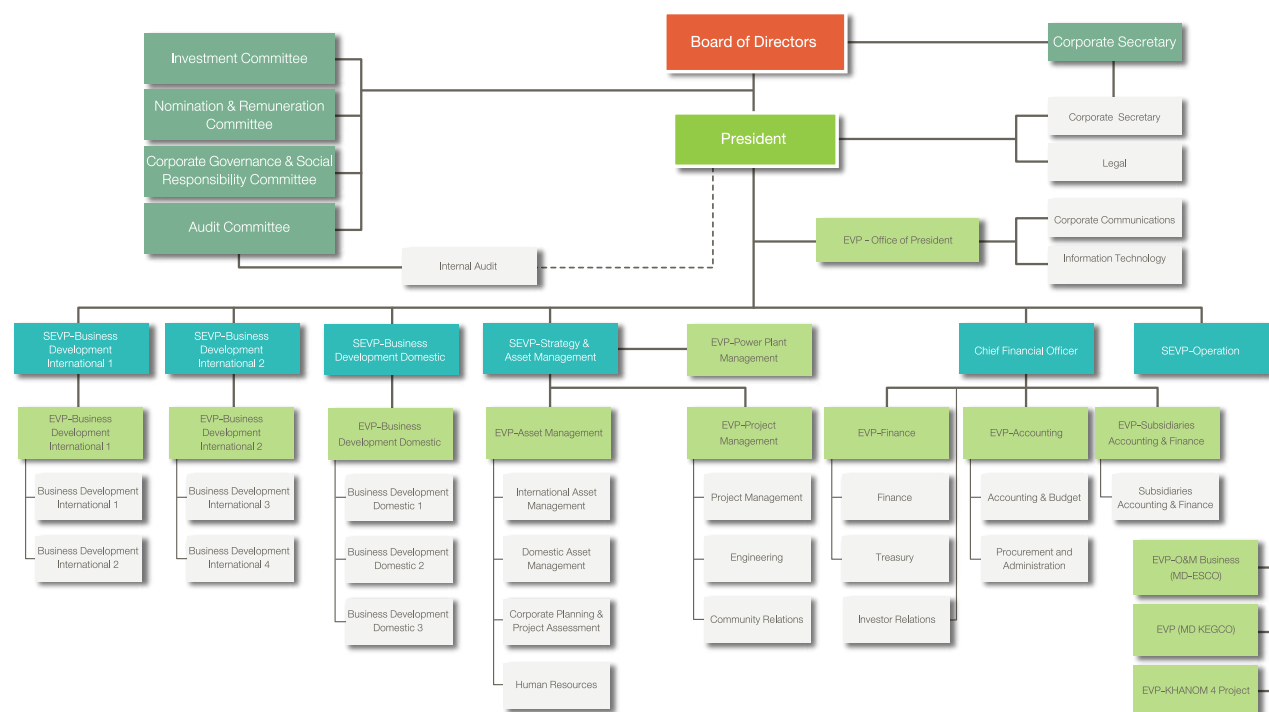
Year	2009	2010	2011	2012	2013
Earnings per share (baht)	15.07	12.92	9.48	13.16	13.13
Dividend per share (baht)	5.25	5.25	5.25	6.00	6.00
Dividend payout Ratio (%)	35	41	55	47	46

Dividend payment policy of EGCO Subsidiaries

Since year 2007, the Board of Directors set the dividend payment policy for EGCO subsidiaries to dividend out 4 times a year at the rate of 100% of their net profits after income tax and legal reserve. The dividend payment should take into account their year-ended performance, normal operation and provision stated in the loan agreement.

Management

EGCO's Organization Structure



EGCO's organization structure comprises the Board of Directors, standing committees, President and the top management as follows:

1. Structure of the Board of Directors

(1) Board of Directors

The Board of Directors has main responsibility to conduct business in a way that will benefit EGCO, shareholders and stakeholders including the employees and communities where EGCO operates its business. In this regard, the Board works with the Management in formulating EGCO's vision and policy and approving the corporate budget. The Board also monitors the Management's performance and suggests sound resolutions to problems.

Currently, EGCO's Board comprises not less than 5 and not exceeding 15 members as stipulated in the Company's Articles of Association. The appropriate number of the directors will be periodically reviewed to align with their responsibilities. The change in the number of directors needs the approval of the shareholders with the votes of not less than four-fifth of the shareholders present and entitled to vote.

As of December 31, 2014, EGCO's Board comprises 14 directors as follows:

- 13 non-executive directors, 93% of total directors, comprising:
 - 6 independent directors, 43% of total directors,
 - 7 directors, 50% of total directors, and
- President, the only one executive member, 7% of total directors.

The Board of Directors and their share ownership in EGCO as of December 31, 2014 are as listed below:

	Name	Appointment Date	No. of shares		
			Director	Spouse/ Minor Child	Increase/ Decrease (Dec 31, 2013 - Dec 31, 2014)
1	Mr. Sombat Sarntijaree Chairman	Sep 29, 2014	-	-	-
2	Mr. Thanapich Mulapruk Independent Director	Apr 25, 2012	-	-	-
3	Mr. Pongstorn Kunanusorn Independent Director	Apr 25, 2012	-	-	-
4	Police Lieutenant General Pansiri Prapawat Independent Director	Apr 24, 2013	-	-	-
5	Mr. Chotchai Charoenngam Independent Director	Dec 1, 2013	-	-	-
6	Mr. Somphot Kanchanaporn Independent Director	Dec 16, 2013	-	-	-
7	Mr. Bandhit Sotipalalit Independent Director	Apr 23, 2014	-	-	-
8	Mr. Mongkol Sakulkao Director	Jan 1, 2014	-	-	-
9	Mr. Piboon Buacham Director	Jan 1, 2014	-	700	-
10	Mr. Toshiro Kudama Director	Apr 23, 2014	-	-	-
11	Mr. Satoshi Yajima Director	Apr 23, 2014	-	-	-
12	Mr. Shunichi Tanaka Director	May 1, 2014	-	-	-
13	Mr. Yasuo Ohashi Director	Apr 23, 2014	-	-	-
14	Mr. Sahust Pratuknukul President	Apr 24, 2013	1,890	-	-

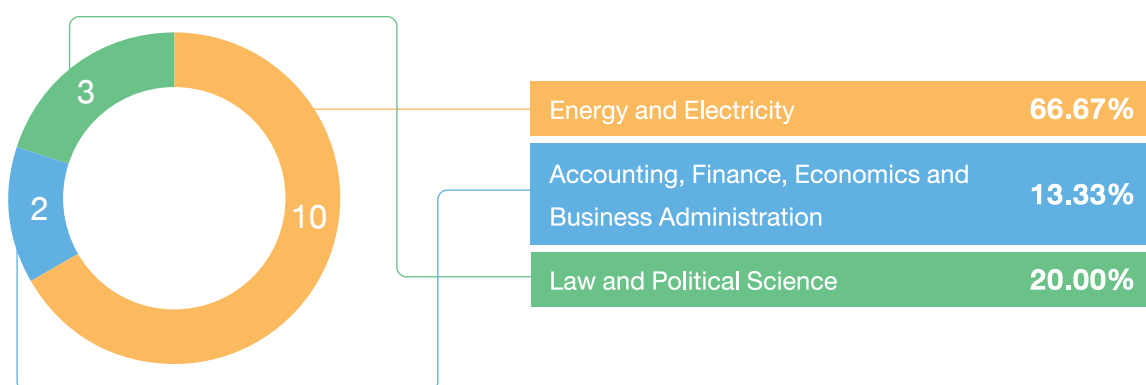
The Board of Directors appointed 3 new directors to replace the directors who resigned in 2014 with effect on January 1, 2015. The list of 3 new directors and their share ownership in 2015 are shown below:

	Name	Position	Appointment Date	No. of Shares	Remarks
1	Mr. Prapas Vichakul	Director	Jan 1, 2015	-	-
2	Mr. Kornrasit Pakchotanon	Director	Jan 1, 2015	-	-
3	Ms. Puangthip Silpasart	Director	Jan 1, 2015	-	-

As at January 1, 2015, the Board of Directors comprises 15 directors, 14 of whom were non-executive directors accounted to 93% of total directors including 1 executive director, the President, accounted to 7% of total directors. From these outside directors, 6 were qualified as independent directors equivalent to 40% of total directors. The composition is based on the diversity of gender, individual's skills and experiences that would contribute to the balance of board composition, benefits to Company's business.

	Number	Percentage
Gender		
- Male	14	93.33
- Female	1	6.66
Total	15	100
Expertise and experiences		
- Energy and electricity	10	66.67
- Accounting, Finance & Economics and Business Administration	2	13.33
- Law and Political	3	20
Total	15	100

EGCO' s Board of Directors Structure



The lists of directors who retired and resigned in 2014 - March 31, 2015 and their share ownership in EGCO are as shown below:

	Name	Resigning/Retiring Date	No. of shares		
			Director	Spouse/ Minor Child	Increase/Decrease (Dec 31, 2013 - Dec 31, 2014)
1	Mr. Pornchai Rujiprapa Chairman	Aug 28, 2014	-	-	-
2	Mr. Phaiboon Siripanoosatien Independent Director	Apr 23, 2014	-	-	-
3	Mr. Shigeru Inano Director	Apr 23, 2014	-	-	-
4	Mr. Hideo Kuramochi Director	May 1, 2014	-	-	-
5	Mr. Kulit Sombatsiri Director	Sep 25, 2014	-	-	-
6	Mr. Mongkol Sakulkao Director	Jan 1, 2015	-	-	-
7	Mr. Piboon Buacham Director	Jan 1, 2015	-	-	-

(2) Independent Director

Definition of EGCO's Independent Director's was set by the Board of Directors, in compliance with the notification of the Capital Market Supervisory Board. Currently, EGCO has 6 Independent Directors, more than one-third of the whole directors, which can schedule their own meeting as necessary.

Under such definition, EGCO independent director shall have the following qualifications:

1. Holding shares not more than 0.5% of the paid-up capital with the voting right of EGCO, parent company, subsidiary company, associated company or any legal entity that may have the conflict of interest (including the connected persons as stipulated in section 258 of securities laws),
2. Not being or been a director who takes part in the management (executive director, director who has the same responsibility as management and authorized director except the case of joint signing with other directors for transactions approved by the Board), employee, staff, advisor who receive regular salary, or controlling person of EGCO, its parent company, subsidiary, associate or fellow subsidiary (subsidiary of the same holding company) or any entity that may have a conflict of interest during the period of two years before his/her appointment,
3. No relationship by family or by law with the management, major shareholders, controlling persons of EGCO or its subsidiaries, or those being nominated.

4. No business relationship with EGCO, parent company, subsidiary, associate company and not being a major shareholder, non-independent director or management of any entity that may have a conflict of interest in a way that would affect the giving of independent opinions for at least two years before the filing date.
5. Not being an auditor or a major shareholder, director, management or partner of the audit firm that provides auditing services to EGCO, parent company, subsidiary company, associate company or any entity that may have the conflict of interest for at least two years before the filing date.
6. Not being a professional service provider, including legal and financial consultancy to EGCO, parent company, subsidiary company, associate company or any entity that may have the conflict of interest, with the fee higher than 2 million baht per year, or being a major shareholder, non-independent director, management or partner of such company for at least two years before the filling date,
7. Not being EGCO's representative director of its director, majority shareholders or shareholders who are related to EGCO's majority shareholders, and
8. Not having any constraint that would affect the performance of giving independent judgment on EGCO.

Meanwhile, independent director can hold EGCO shares not more than 0.5%, which is stricter than the regulation of the Capital Market Supervisory Board which allows 1% shareholding.

Chairman

Mr. Sombat Sarntijaree, a representative director of EGAT is the Chairman with his proven knowledge and experiences in energy sector for a long time as EGAT Governor and his leadership to lead EGCO towards the corporative vision and mission to benefit all shareholders. Although the Chairman is not an independent director, the Board remains independent and makes decisions on due care and responsible to all shareholders equally through the following mechanisms:

1. The Chairman is a non-executive director, not the same person as the President and has no relations with the management. His authorities are separated from those of the President. Also, there is a clear distinction between oversight and day-to-day business administrative roles. The Chairman takes the lead role in conducting board meetings to be effective and efficient by encouraging involvement by all directors and providing recommendations to Management via the President. The Board does not intervene in any routine activities under the President's responsibilities.
2. Most of the Board members are non-executive directors and the Board's seats are allocated to major shareholders who have expertise in Company's business comprising 4 EGAT representative directors, 4 TEPDIA representative directors, and 6 independent directors. This indicates a proper balance of power.

3. The Board has assigned the Board Committees to oversee tasks where there may be a potential for transactions with conflict of interest and to balance the need of each stakeholder. With respect to this, the Audit Committee is entrusted for the oversight and review of the accuracy of financial and non-financial report as well as related matters. The Nomination and Remuneration Committee is assigned to take care of selection of Board members and key executives and their remuneration on a transparent basis.

The result of the Board's performance appraisal in 2014 indicated that the Chairman was excellent in leading the meeting and encouraging directors to participate in the discussion around the Board table.

Authorized Directors

EGCO determines that the authorized directors comprise the Chairman or the President to sign and affix the company's seal independently, or any two directors to sign jointly and affix the company's seal. Such authorized directors shall exclude (1) independent directors to maintain their independence under the good corporate governance principle, (2) directors who are senior government officers, and (3) directors who are also directors of the financial institutions to avoid the limitation that such financial institutions cannot provide future financial service to EGCO.

Board of Directors' Duties and Responsibilities

The duties and responsibilities of the Board of Directors are as prescribed below:

1. Duties to EGCO

- Devote time to EGCO and conduct the business in compliance with the good corporate governance principles and EGCO's Code of Conduct.
- Demonstrate independent judgment in overseeing EGCO business.
- Perform duties for shareholders' ultimate benefits while taking into account the interests of other stakeholders.
- Recruit a competent key management who are ready to fully devote for the benefit of EGCO.
- Monitor EGCO's performance including the compliance with laws, regulations and contract provisions and manage that all significant matters are reported to ensure effective corporate performance.

2. Duties to the Shareholders

- Ensure that EGCO is financially viable, properly managed and constantly improved so as to protect and enhance the interests of the shareholders.
- Ensure that the information disclosure is materially correct, complete, transparent and timely.
- Ensure the equitable treatment of shareholders.
- Not report of fault information or avoid disclosure of the mandatory required information on the Company's operating results and financial position.

3. Duties to Creditors

- Ensure EGCO's full compliance with loan provisions and disclosure of EGCO's financial status.
- Promptly seek professional advice when in uncertain circumstance which might impact lenders such as unstable financial position or pending insolvency.

4. Duties to other Stakeholders

Ensure EGCO's compliance with the governing laws and regulations while taking into account the impact on employees, other stakeholders, community, society and environment.

5. Due Diligence

- Attend all Board meetings, or give apology in advance where meeting attendance is not possible.
- Acquire knowledge about EGCO business including statutory laws and regulations affecting the discharge of duties as director, and well aware of the business environment.
- Be provided substantial information in advance to allow adequate time to analyze, then make thorough judgment.
- Consider and make independent judgment. In case of dissent from Board's resolution, request for the record of objection in the Minutes of Meeting.
- Ensure that the communication system is established for directors to be provided regular and timely information to enable the thorough and careful judgment.
- Encourage the open communication between the Board and the auditors and that the auditor can work independently and efficiently with the full co-operation from management and the internal auditors.
- Ensure that EGCO complies with the governing laws, rules, regulations and business standard and ethics.
- As director and committee member, to seek advise from EGCO's advisors or to engage independent advisors for the governance benefits such as legal advisors, financial advisors, HR advisors, other professional advisors on EGCO's expenses.

2. Standing Committee

In order to well perform its responsibilities to the shareholders, the Board considers and put in place essential business policy and schedule its meeting monthly except in some circumstances the Board shall call a meeting as a special case or assign the following 4 standing committees (1) Audit Committee, (2) Investment Committee (3) Nomination and Remuneration Committee, and (4) Corporate Governance and Social Responsibility Committee

Each Board committee has its own charter which prescribes functions, composition, term of office, responsibilities and meeting conduct. The committee's charter, which is approved by the Board, would be reviewed as deemed appropriate. Each committee can retain outside counsels, experts and

professional advisors, as deemed appropriate at EGCO's expense. All committees shall report their activities (if any) to the Board. In 2014, the Board has revised the Audit Committee Charter to be in line with the good corporate principles set by regulators.

Audit Committee: comprises 3 independent directors. Its mission covers the review of the financial statements, legal compliance, risk management policy, internal control and internal audit systems and appointment of external auditors. The Audit Committee also reviews the connected transaction or transaction with conflicts of interest to ensure that such transaction is in compliance with the SET's requirement, well-grounded and for the best interest of EGCO. The responsibilities of the Audit Committee are detailed below:

1. Review the accuracy and adequacy of EGCO's financial reporting,
2. Review the appropriateness and effectiveness of internal control systems, and internal audit functions and determine the Internal Audit Division's independence,
3. Approve the appointment, rotation and removal of the Chief Internal Audit,
4. Monitor EGCO's compliance with Securities and Exchange Acts and Regulations of the SET and any other laws relevant to EGCO's business,
5. Recommend to the Board of Directors the appointment and removal of an independent person to be EGCO's auditor, removal of the auditor and audit fees,
6. Consider non-audit services performed by the auditors which may lead to the auditors' non independence,
7. Consider and endorse the significant change in accounting policy of EGCO and subsidiaries prior to proposing to the Board of Directors for approval,
8. Meet with the auditor exclusively at least once a year.
9. Consider the connected transactions or any transactions that may cause conflict of interest complying with rules and regulations of SET to ensure that such transactions are reasonable and create highest benefit to EGCO,
10. Review EGCO's Regulation on Internal Audit prior to proposing to the Board of Directors for approval,
11. Approve the internal audit plan as well as budget and personnel,
12. Review the internal audit report of internal audit division,
13. Review with the Management the preparation of the Management's Discussion and Analysis or MD&A and the disclosure in Annual Report,
14. Review with the Management the risk management policy, the practice compliance with such policy, EGCO's risk management guidelines, as well as consider potential risks and preventive measures of relevant risks,
15. Prepare a report that describes the Audit Committee's activities and responsibilities. This report shall be signed by the Chairman of the Audit Committee and published in the annual report to the shareholders. The Audit Committee's Report shall consist of at least the following information:

- (a) an opinion on the accuracy, completeness and creditability of the Company's financial report,
 - (b) an opinion on the adequacy of the Company's internal control system,
 - (c) an opinion on the compliance with the law on securities and exchange, the Exchange's regulations, or the laws relating to the Company's business,
 - (d) an opinion on the suitability of an auditor,
 - (e) an opinion on the transactions that may lead to conflicts of interests,
 - (f) the number of the Audit Committee meetings, and the attendance of such meetings by each committee member,
 - (g) an opinion or overview comment received by the Audit Committee from its performance of duties in accordance with the charter, and
 - (h) other transactions which, according to the Audit Committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Board of Directors.
16. Inspect any suspiciousness reported by the company's auditor, that the President, the Management or any person responsible for the company's operation commits an offence under the Securities and Exchange Act (No. 4) B.E. 2551 and report the result of preliminary inspection to the Office of the Securities and Exchange Commission and the auditor within thirty days after being informed by the auditor.
 17. Review the Audit Committee Charter at least once a year.
 18. Perform any other act as assigned by the Board of Directors with approval of the Audit Committee.
 19. Conduct the self-assessment at least once a year.

Reference to the above responsibilities, the Committee is directly accountable to EGCO Board of Directors whereas the Board of Directors remains responsible to third persons for the operation of the Company.

Nomination and Remuneration Committee: comprises 5 non-executive directors, 3 of whom are independent directors. NRC appointed Mr. Satoshi Yajima, representative from TEPDIA, the major shareholder, as the Chairman of the Committee for his knowledge and experiences in strategy and human resources management as well as international corporate governance. Although the NRC Chairman is not an independent director, the Board ensures that NRC has its due process of directors and senior management's selection which is in line with the best practices, taking recommendations from all shareholders. Directors and senior management's remuneration is considered under transparent and clear guidelines, comparable to those of peer companies and aligned with the long term benefit of EGCO and the shareholders. The responsibilities of the Nomination and Remuneration Committee are detailed below:

1. Propose for the Board's consideration the structure and composition of the Board of Directors and Committees together with the qualifications of their members,

2. Recommend the director nominees for the approval of the Shareholders' Meeting and the Board in case of vacancies by rotation and casual vacancies respectively,
3. Appoint EGCO representative directors in subsidiaries and joint venture companies based on the equity proportion or shareholders' agreements.
4. Propose the prospective nominees for the President position in case of vacancy for the Board's consideration,
5. Appoint, promote, rotate and remove the Senior Executive Vice Presidents ("SEVP") and Executive Vice Presidents ("EVP") of EGCO,
6. Propose the prospective nominees to be the Corporate Secretary for the Board's approval,
7. Appraise EGCO President's performance and propose for the Board's approval,
8. Approve the President's proposal on the performance appraisal of SEVPs and EVPs,
9. Endorse the remuneration structure of the directors of EGCO and its subsidiaries including meeting allowances, bonus, welfare and other benefits for the Board's consideration,
10. Endorse the remuneration structure and other benefits of EGCO employees for presentation the Board's approval,
11. Recommend the remuneration structure and other benefits of the employees of EGCO's subsidiaries to the representative directors,
12. Consider the corporate performance indicators, evaluate and approve the corporate achievements to determine the bonus and annual salary increase,
13. Endorse the management succession plan of EGCO's EVP upward for the Board's approval,
14. Approve in principle of the early retirement program for the employees of EGCO and subsidiaries,
15. Review risks associated with human resource management and the preventive measures.
16. Consider other issues assigned by the Board.

Investment Committee: comprises 5 directors and has the responsibility to screen and consider the Management's proposals, especially on the investments, funding and relating activities for the Board's approval. However, medium and small sized transactions can be approved by Investment Committee itself after the Board's acknowledgement since this Committee is empowered to approve business decisions within its delegated authority. The Chairman of the Board is also appointed the Chairman of the Investment Committee. He has been proven to be an efficient chairman and conducted the meetings efficiently and has been attentive to other members' recommendations both at the Board's and the committee's meeting. The Investment Committee's responsibilities are described below:

1. Endorse EGCO's and wholly owned subsidiaries' reorganization (SVP upwards) for presentation to the Board of Directors for approval.

2. Endorse the increase or reduction in the registered capital for the Board's consideration prior to proposing for shareholders' approval.
3. Endorse the Company's regulations establishment and amendment for the Board's consideration.
4. Endorse the revision of the Company's Table of Authority for the Board's consideration.
5. Approve or endorse for the Board's consideration the acquisition, investment, divestment and funding of EGCO and its wholly owned subsidiaries as stated in the Company's regulations and Table of Authority.
6. Review risks associated with investment, financial and related issues as well as the preventive measures.
7. Approve or endorse for the Board's approval EGCO's and its wholly owned subsidiaries' financial management, profit allocation, financial risk management and financial transactions as stated in the Company's regulations and Table of Authority.
8. Approve the financial investment outside the Treasury Management Guidelines.
9. Endorse the Company's annual budget and manpower plan for the Board's approval.
10. Approve or endorse for the Board's approval the procurement and material disposal as stated in the Company's regulations and Table of Authority.
11. Consider other issues as delegated by the Board and as stipulated in the Company's regulations.

Corporate Governance and Social Responsibility Committee: comprises 5 members having 3 independent directors, 1 non-executive director and the President. The Chairman of the Committee shall be an independent director. The Corporate Governance and Social Responsibility Committee has the responsibility to endorse the corporate governance principles and the frameworks, policies relating to corporate social responsibility and environmental matters that affect shareholders and other key stakeholders.

The CC Committee is entrusted to the following responsibilities.

1. Corporate Governance

- 1.1 Corporate Governance shall mean the governance practice which aligns with the SET's good corporate governance principles,
- 1.2 Endorse the Company's corporate governance policy for approval by the Board,
- 1.3 Monitor to ensure the company's compliance to such policy,
- 1.4 Constantly review and recommend the improvement of the corporate governance to the Board.

2. Social Responsibility

- 2.1 Endorse EGCO Group's CSR policy and activity framework for the Board's approval,
- 2.2 Approve EGCO Group's CSR master plan and annual plan

Meeting Attendance

Name	Meeting Attendance in 2014 (number of times)				
	Board Meeting 12 times	Audit Committee 16 times	Investment Committee 11 times	Nomination and Remuneration committee 8 times	Good Corporate Governance and Corporate Social Responsibilities Committee 3 times
1. Mr. Sombat Sarntijaree	4/4		4/4		
2. Mr. Thanapich Mulapruk	12/12	16/16			
3. Mr. Pongstorn Kunanusorn	12/12	16/16			
4. Police Lieutenant General Pansiri Prapawat	12/12			8/8	3/3
5. Mr. Chotchai Charoenngam	12/12			8/8	2/3
6. Mr. Somphot Kanchanaporn	12/12	16/16			
7. Mr. Bandhit Sotipalalit	9/9			4/4	2/2
8. Mr. Mongkol Sakulkao	12/12		11/11		
9. Mr. Piboon Buacham	11/12			8/8	
10. Mr. Toshiro Kudama	11/12				
11. Mr. Satoshi Yajima	10/12		9/11	7/7	
12. Mr. Shunichi Tanaka	8/8				
13. Mr. Yasuo Ohashi	9/9		9/9		
14. Mr. Pornchai Rujiprapa ^{/1}	8/8		6/6		
15. Mr. Phaiboon Siripanoosatie ^{/2}	3/3			3/3	1/1
16. Mr. Shigeru Inano ^{/3}	3/3		2/2		
17. Mr. Hideo Kuramochi ^{/4}	4/4				
18. Mr. Kulit Sombatsiri ^{/5}	7/8				1/1
19. Mr. Sahust Pratuknukul	12/12		11/11		3/3

Remarks : ^{/1} Resigned on August 28, 2014.

^{/2} and ^{/3} Expired by the term of their directorships on April 23, 2014.

^{/4} Resigned on May 1, 2014.

^{/5} Resigned on September 25, 2014.



3. Management Structure

EGCO's organization structure with the President as the head of management team, approved by the Board in the meeting no. 10/2014 with effect on January 1, 2015, comprises 7 groups as shown below:

1. **Business Development - International 1:** this group is headed by a Senior Executive Vice President - Business Development International 1 (SEVP-BDI1). Under the SEVP-BDI1, there is one Executive Vice President (EVP) supervising the international business development.
2. **Business Development - International 2:** this group is headed by a Senior Executive Vice President - Business Development International 2 (SEVP-BDI2). Under the SEVP-BDI2, there is one Executive Vice President (EVP) supervising the international business development.
3. **Business Development - Domestic:** this group is headed by a Senior Executive Vice President - Business Development Domestic (SEVP-BDD). Under the SEVP-BDD, there is one Executive Vice President (EVP) supervising the domestic business development.
4. **Operation Group:** this group is headed by a Senior Executive Vice President - Operation (SEVP-O) with 3 EVPs, namely an EVP seconded to be MD-Khanom, an EVP-O&M business seconded to be MD-ESCO, and EVP-Director of Khanom Power Plant Project 4.
5. **Accounting and Finance Group:** this group is headed by a Chief Finance Officer (CFO) with 3 EVPs to supervise accounting, finance, and subsidiaries accounting and finance.
6. **Strategy and Asset Management Group:** this group is headed by a Senior Executive Vice President - Strategy and Asset Management (SEVP-SAM) with 3 EVPs supervising asset management, project management and power plant management.
7. **President's Direct Report Group:** an EVP-Office of President supervises Corporate Communications Division and Information Technology Division. Additionally, there are 3 divisions under the President's supervision, namely Internal Audit, Corporate Secretary and Legal. The Internal Audit reports directly to the Audit Committee, but functionally to the President. The Corporate Secretary Division reports directly to the Board, but functionally to the President.

Management

The list of the Management team and their share ownership in EGCO in accordance with SEC notification as at January 1, 2015 is as follows:

Name	Appointment Date	No. of shares		
		Management	Spouse/ Minor Child	Increase/Decrease (Dec 31, 2013 - Dec 31, 2014)
1. Mr. Sahust Pratuknukul	President	1,890	-	-
2. Mr. John Palumbo	Senior Executive Vice President - Business Development - International 1	-	-	-
3. Mr. Niwat Adirek	Senior Executive Vice President - Business Development - International 2	-	-	-
4. Mr. Voravit Potisuk	Senior Executive Vice President - Business Development - Domestic	-	-	-
5. Mr. Sakul Pochanart	Senior Executive Vice President - Strategy & Asset Management	-	-	-
6. Mr. Piya Jetasanon	Chief Financial Officer	-	-	-
7. Mr. Narong In-Eav	Senior Executive Vice President - Operation	-	-	-
8. Mr. Suvapan Chomchalerm	Executive Vice President - Accounting	-	-	-
9. Ms. Somsiri Yoosook	Executive Vice President - Finance	-	-	-
10. Mr. Thongchai Chotkajornkiat	Executive Vice President - Subsidiaries Accounting & Finance	-	-	-
11. Ms. Sirobon Danudomkit	Senior Vice President - Accounting and Budget	-	-	-
12. Ms. Ploy Suksrisomboon	Senior Vice President - Subsidiaries Accounting & Finance	-	-	-

4. Corporate Secretary

The Board appointed Ms. Kulkanok Leongsoithong the Corporate Secretary with the duties and responsibility as prescribed in the Securities and Exchange Act (No. 4) B.E. 2551. Ms. Kulkanok also serves as the Board's secretary to support Board activities as well as to coordinate subsequent actions under the Board's resolution. The Corporate Secretary directly reports to the Board while the Nomination and Remuneration Committee is delegated to appraise the performance of the Corporate Secretary.

In 2014, the Corporate Secretary has attended training seminars and discussions in various topics, arranged by regulators which oversee listed companies and the Thai Institute of Directors Association (IOD), in order to improve and increase efficiency of the Corporate Secretary's performance and corporate governance.

Director and Management Remuneration

EGCO sets the policy to reward directors and management with appropriate remuneration. In this regards, the Nomination and Remuneration Committee is entrusted to review the appropriate rate that takes into account the responsibility and the company's financial status while being in line with the peer practices.

1. Director remuneration

Director remuneration is appropriately set at a rate comparable to that of peer companies. The remuneration comprises 3 parts: (1) monthly retainer fee to reflect directors' responsibilities, (2) meeting allowance to reflect time devotion and meeting attendance, and (3) bonus which is paid in accordance with the shareholder value creation. The Nomination and Remuneration Committee will endorse the director remuneration for the Board's endorsement before seeking the shareholders' approval on an annual basis. The guidelines are as follows:

- Retainer and meeting allowance will be set in accordance with peer practices, EGCO operating performance, business size, and responsibility, knowledge, competencies of the directors as required by the company.
- Bonus will be considered from the Company's profit or dividend paid to shareholders.

In 2014, the shareholders' Meeting resolved the directors' remuneration as shown below.

1. Monthly retainer fee of 30,000 baht and meeting allowance of 10,000 baht each. Members who do not attend the meeting will not receive the meeting allowance. The Chairman and the Vice Chairman of the Board received 25% and 10% additional remuneration respectively for both the retainer fee and the meeting allowance.
2. 2013 bonus of 20 million baht equaled to 2012's approved amount, taking into account the Company's growth, the recognition in terms of good corporate governance, the increasing share price, peer's director bonus, and dividend payout ratio. Such bonus payment accounted for 0.40% of the net profit and 0.72% of 2014 annual dividend payment.



3. Remuneration for Board's Committee being Investment Committee, Audit Committee, Nomination and Remuneration Committee, and Corporate Governance and Corporate Social Responsibility Committee as follows:

Committee	Retainer fee (baht)	Meeting allowance (baht)
Investment Committee	20,000	20,000
Audit Committee	20,000	20,000
Nomination and Remuneration Committee	20,000	20,000
Corporate Governance and Corporate Social Responsibility Committee	-	24,000

The chairman of each Board Committee would receive 25% additional remuneration both in retainer fee and meeting allowance.

The overall directors' remuneration for 2014 is summarized below:

Name	Board of Director	Standing Committee				Bonus	Total Remuneration
		AC	IC	NRC	CC		
1. Mr. Sombat Sarntijaree	165,000.00		174,236.56			-	339,236.56
2. Mr. Thanapich Mulapruk	480,000.00	700,000.00				1,403,508.77	2,583,508.77
3. Mr. Pongstorn Kunanusorn	480,000.00	560,000.00				1,403,508.77	2,443,508.77
4. Police Lieutenant General Pansiri Prapawat	480,000.00			400,000.00	72,000.00	1,403,508.77	2,355,508.77
5. Mr. Chotchai Charoenngam	480,000.00			400,000.00	60,000.00	119,202.11	1,059,202.11
6. Mr. Somphot Kanchanaporn	480,000.00	560,000.00				61,253.67	1,101,523.67
7. Mr. Bandhit Sotipalalit	337,500.00			245,333.33	48,000.00	-	630,833.33
8. Mr. Mongkol Sakulkao	480,000.00		460,000.00			-	940,000.00
9. Mr. Piboon Buacham	470,000.00			400,000.00		-	870,000.00
10. Mr. Toshiro Kudama	470,000.00					1,403,508.77	1,873,508.77
11. Mr. Satoshi Yajima	460,000.00		460,000.00	461,408.61		1,403,508.77	2,744,917.38
12. Mr. Shunichi Tanaka	320,000.00					-	320,000.00
13. Mr. Yasuo Ohashi	337,500.00		345,000.00			-	682,500.00
14. Mr. Sahust Pratuknukul	-					-	-

The summary of remuneration of retired and resigned directors during 2013 - 2014 is as follow:

Name	Retirement /Resigning Date	Number of months in service		Meeting Attendance (12 times/ year)	Total Remuneration in 2014		Total Remu- neration	
					Monthly Retainer and Meeting Allowance			
		2013	2014		Director	Standing Committee		
1. Mr. Sorajak Kasemsuvan	Oct 18, 2013	10	-	-	-	-	1,115,116.56	1,115,116.56
2. Mr. Pasan Teparak	Nov 8, 2013	11	-	-	-	-	1,195,866.38	1,195,866.38
3. Mr. Surasak Supavitipatana	Jan 1, 2014	12	-	-	-	-	1,403,508.77	1,403,508.77
4. Mr. Pithsanu Tongveerakul	Jan 1, 2014	12	-	-	-	-	1,403,508.77	1,403,508.77
5. Mr. Phaiboon Siripanoosatien	Apr 23, 2014	12	4	3	142,500.00	164,666.67	1,403,508.77	1,710,675.44
6. Mr. Shigeru Inano	Apr 23, 2014	12	4	3	142,500.00	115,000.00	1,403,508.77	1,661,008.77
7. Mr. Hideo Kuramochi	May 1, 2014	12	4	4	160,000.00	-	1,403,508.77	1,563,508.77
8. Mr. Pornchai Rujiprapa	Aug 28, 2014	12	8	7	395,161.29	346,774.19	1,745,385.96	2,496,321.44
9. Mr. Kulit Sombatsiri	Sep 25, 2014	12	9	8	334,000.00	24,000.00	1,403,508.77	1,761,508.77

^{/1} Standing Committees are (1) Audit Committee (2) Investment Committee (3) Nomination and Remuneration Committee (4) Corporate Governance and Corporate Social Responsibility Committee

^{/2} Bonus for Board of Directors in 2013 was paid in May 2014 as resolved by the Shareholders in the Annual General Meeting for year 2014.

2. Management Remuneration

The Management's remuneration which comprises both salary and bonus is designed to reflect the corporate and individual achievement based on the remuneration structure approved by the Board and the Key Performance Indicators (KPIs). EGCO periodically conducts the survey of the executive remuneration to ensure that the rate is comparable to their work and those of the peer companies. The summary of the Management's remuneration for 2014 is shown below:

Remuneration	2014
	Management (7 persons) ^{/1}
Total Salary	42,636,600.00
Bonus ^{/2}	18,006,904.00
Total	60,643,504.00

^{/1} 7 executives are (1) President (2) SEVP - BDI1 (3) SEVP - BDI2 (4) SEVP - BDD (5) CFO (6) SEVP - SAM (7) SEVP - CO

^{/2} The 2013 bonus was paid in January 2014.

Total Remuneration of Core Subsidiaries' Management

In 2014, EGCO's core business which the revenue accounted for more than 10% of the consolidated revenue consists of EGCO Cogen and QPL. However, QPL has no permanent employees but has engaged Quezon Management Service Inc. Company Limited ("QMS") for the project management covering staff, general manager, and other significant positions with the Management Service Agreement of 25 years from the commercial operation date (COD) while the operation and maintenance works have been engaged to Pearl Energy Philippines Operating Inc. ("PEPOI") under the Operation and Maintenance Agreement for the same period of 25 years starting from COD. Likewise, in 2014 EGCO Cogen and EGCO entered into a service agreement under which EGCO provided service of general manager, finance, accounting and administration with EGCO's payroll.

Other Remuneration

In 2014, EGCO contributed their parts to the provident fund for their respective Management as follows:

(Unit : Baht)

Company	2014	
	Member	Provident Fund
EGCO	7	3,351,660.00

Employees

EGCO and Core Subsidiaries' Employees

EGCO

As of December 31, 2014, EGCO has 314 headcounts which include the President, 6 Senior Executive Vice Presidents, 6 Managements assigned as Subsidiaries' Managements and 2 employees namely Managing Director-KEGCO and Managing Director-ESCO. The number of employees in each reporting line is as shown below:

Business Group	No. of Employees (person)
1. President	33
2. Business Development - International 1	7
3. Business Development - International 2	9
4. Business Development - Domestic	12
5. Strategy and Asset Management	83
6. Accounting and Finance	57

Business Group	No. of Employees (person)
7. Operation	16
8. Rayong Power Plant	97
Total	314

Core Subsidiaries

EGCO Cogen

There is a permanent employee serving as an engineer of EGCO Cogen. Other employees including general manager are assigned from EGCO under the service agreement between EGCO and EGCO Cogen. The Operation and Maintenance staff of 33 headcounts are ESCO employees who work under the O&M service agreement between ESCO and EGCO Cogen.

There has been no significant turnover and no labor dispute during the past three years.

3. Employee Remuneration

EGCO has the policy that the employees in the Group have fair remuneration which is comparable to the peer companies. The remuneration of EGCO and subsidiaries' employees in year 2014 is as shown below.

(Unit : Baht)

Remuneration	Amount
	EGCO and EGCO Cogen
Total Salary	172,241,448.33
Bonus ^{/1}	72,584,489.96
Provident Fund	15,567,311.49
Total	260,393,249.78

^{/1} The 2014 bonus was paid in January 2015.

Human resource development policy is disclosed in Sustainable Business Operation.

[Corporate Governance Report]

EGCO, the leading and sustainable power producer in Thailand, has strongly believed that business management with the good corporate governance is the key indicator of the efficiency, fairness, transparency as well as responsibility towards society, environment and every stakeholder. This, in turn, should promote trust and confidence among shareholders and investors towards the Company. Moreover, good corporate governance would lead to ECGO's sustainable growth in its financial investment and competitiveness to materialize such principle. The Board of Directors oversees and enforces the company to follow the good corporate governance framework of the Stock Exchange of Thailand (SET) and the rules and regulations of Listed Company issued by the Securities and Exchange Commission (SEC) as well as the Capital Market Supervisory Board (CMSB) in accordance with the standards set by ASEAN Corporate Governance Scorecard (ASEAN CG Scorecard). The purpose is to raise the Company's corporate governance to the international standard. Eventually, this would result in the efficient management system and sustainable growth to achieve its vision to become the Thai leading company in power and energy related business both in Thailand and the Asia Pacific region with the strong determination to maintain environmental and social development as well as building a bright future for our next generations.

Establishment of the Corporate Governance Policies

The Board of Directors has established the written corporate governance policies that abide by SET's good corporate governance and the best practice framework as well as ASEAN CG Scorecard's standard for the Directors, Management and employees as a guidance. The Board annually reviews the company's corporate governance policies to ensure its novelty, appropriateness and adherence with the changing situations as well as rules and regulations by emphasizing the following core issues:

- Policy setting with the fair and equitable treatment to all stakeholders
- Continuous improvement to enhance risk management efficiency
- Maintaining trust and confidence of the public
- Enhancing employees' loyalty and morale as well as improving the safety and health of employees
- Productivity improvement by considering environmental concerns, efficient resource management and waste reduction in the production process
- Operating business with loyalty and transparency as well as fostering sustainable development to enhance ECGO's long term benefits

The Board has emphasized its roles and responsibilities, monitoring stock trading of the Board and other relevant parties, encouraging investors to participate in the Annual General Meeting (AGM) including the anti-

corruption policy. Therefore, in 2014, the Board has revised the corporate governance principal on the issues of the rights and equitable treatment of shareholders as well as the Board's structure and responsibilities.

Communication of the Corporate Governance Policies

The Board has disclosed the corporate governance policies as the practicing guidelines for Management, employees and shareholders on the Company's website: www.egco.com. Shareholders and investors who prefer a hard copy can submit the request form attached in the annual report to the Corporate Secretary. EGCO has also initiated communication channels and activities to further enhance employees' understanding of good corporate governance principles, namely good governance as the framework, transparency, prompt development and sustainable growth. During the past year, main activities conducted were as follows:

- Release information to directors and employees to keep abreast of the news, information and guidelines on good corporate governance as well as news and updates about the Company relating to the resolutions of the Board of Directors and SET by EGCO Group intranet,
- Report to the Board on EGCO's practices of good corporate governance guidelines under SET's supervision and recommendations,
- Organize lectures and seminars on good corporate governance policies and ethical code of conduct for the new directors to attend,
- Conduct a good corporate governance training in a new employees' orientation.

Compliance Monitoring

EGCO's Board of Directors, Management and employees have strictly complied with corporate governance policies and the progress has been monitored on a regular basis. As a result, there was no report on any breach to the corporate governance policies in 2014.

Based on EGCO's determination towards good corporate governance, in 2014, the company was well recognized as an excellent showcase and awarded by various well-known institutions as follows:

- Investors' Choice Award for a listed company in the Stock Exchange of Thailand (SET) with an excellent 2014 annual general meeting, scoring 100 out of 100 for the sixth consecutive year, evaluated by Thai Investors Association,
- Best award for corporate social responsibility as an excellent listed company in integrating business operations with social responsibility, hosted by SET awards 2014 and the Finance and Banking Magazine,
- CSRI Recognition 2014 award for a listed company with the strong determination towards corporate social and environmental responsibility hosted by SET,
- Best Sustainability Report Award of the year 2014 to help elevate the listed companies' information disclosure hosted by CSR Club, Thai Listed Companies Association in cooperation with the Office of the Securities and Exchange Commission as well as Thaipat Institute,
- Excellent Corporate Governance Performance by the Thai Institute of Directors (IOD) with the score of 90 out of 100,
- Corporate Governance Performance in ASEAN based on ASEAN CG Scorecard, with the score between 80 - 89,

- Excellent Green Office Award for the company with the strong commitment to environmental friendliness and sustainable use of resources and energy.

In order to comply with the revised ASEAN CG Scorecard's principles, EGCO has improved good corporate governance policies as deemed appropriate and the company has informed every shareholder, investor, stakeholder as well as other relevant parties of the best practices. The Board has then prepared this report according to EGCO's 2014 good corporate governance which can be summarized as follows:

1. Rights of shareholders

EGCO values and respects the Shareholders as the investor and the owner of the company. Therefore, EGCO encourages all Shareholders to exercise their rights which include basic rights such as the right to share profits, the right to buy, sell and transfer the share, the right to receive adequate company's information and the right to attend and vote at the shareholders' meetings for significant matters including the appointment or removal of Directors, Directors' remuneration, appointment of auditors and their remuneration as well as considering other important issues which affect EGCO and inquires and comments in the Annual General Meeting (AGM)

Beyond such basic rights, EGCO endeavors to provide fair treatment and assistance to shareholders such as providing timely information and updates via the Company's website in both Thai and English as well as newsletters and Shareholders' site visit. It can be assured that EGCO must not, at any period of time, violate or deprive the Shareholders' rights.

1.1 Shareholders' Meeting

The Board considers the Annual General Meeting (AGM) a very important event. AGM is held within 4 months from the company's closing date of accounting period to accommodate Shareholders' participation in monitoring the Company's performance. An extra meeting of the Shareholders can be held by the Board on a case by case basis to consider a special agenda that affects the Shareholders' interests or involves the conditions that require the Shareholders' approval. In 2014, EGCO's AGM was held on April 23, 2014 at Vibhavadee Ballroom, Centara Grand Hotel at Central Plaza Ladprao, Bangkok. There was no extra meeting of the Shareholders during the year. EGCO's AGM has been arranged in accordance with AGM Checklist issued by the Thai Investors Association, Listed Companies Association and SEC as follows:

Before the Day of the Shareholders' Meeting

EGCO provided Shareholders with complete and adequate meeting documents in advance to support their decision making. Shareholders were encouraged to attend the meeting and EGCO would strive to help facilitate the Shareholders' votes, in case, they could not attend the meeting as follows:

- Meeting schedule and agenda have been informed via SET portal and EGCO's website since March 12, 2014 before delivering the meeting documents; 43 days in advance of the AGM date to enable shareholders to plan their schedules for the meeting.
- Notice and agenda of the meeting were sent to Shareholders by clearly separating each agenda. The agendas of 2014 AGM were matters for consideration as appeared in EGCO's article 4 about

the Shareholders' meetings. The appointment of directors and directors' remuneration were under separate agendas. Each agenda consisted of the objectives and rationale, the Board's opinions, conditions and procedures of attending the meeting. In addition, the annual report and 3 proxy forms (form A, B and C) as determined by the Department of Business Development and Ministry of Commerce have been delivered to Shareholders since March 12, 2014, 43 days before the actual AGM date. Notices and supporting documents have been published for 3 consecutive days in Thai and English newspaper each to notify Shareholders in advance, so that they could have adequate information before attending the meeting. Also, other relevant details were published on EGCO website before the hard copies would be sent to Shareholders to study and to assign the representative if Shareholders are unable to attend the meeting in person. Contact number was also provided for further inquiries and proposing. Moreover, additional information relating to the appointment of the Board, in compliance with the best practice guidelines by SET and SEC.

- In order to encourage the institutional investors' attendance, the Investor Relations Unit coordinated with the institutional investors for their submission of registration documents to EGCO 7 days in advance for document checking so as to facilitate the administrative procedures on the actual meeting day.
- Providing communication channels for Shareholders to forward their inquiries on meeting agendas in advance to directors@egco.com or facsimile number 0 2995 0956-7 ext. 5020-5025 to ensure the shareholders' utmost benefits and legal rights.

On the Shareholders' Meeting Day

EGCO strongly encourages shareholders to exercise their rights by attending and voting at the Shareholders' meeting. The meeting is conducted in a fair and transparent manner in order not to violate the shareholders' rights. Inspection as well as shareholders' inquiries and opinions are always welcome and taken into consideration. The following are EGCO's standard practices:

- Directors, Executives and the external auditor have always been encouraged to attend the AGM altogether in order to answer Shareholders' questions and acknowledge their opinions. For the AGM 2014, 15 directors including the Chairman and all Committees' members attended the meeting which accounted for 100% of the Board members. The Chairman and committees' members also presented information to Shareholders and answered their questions regarding the meeting agendas.
- Shareholders and institutional investors' facilitation are EGCO's first priority. The direction of the meeting venue was attached to the AGM invitation letter and several registration counters were appropriately provided for Shareholders' convenience.
- Exhibition on EGCO's business will be arranged and the completed details of the Company's business operations will be provided to Shareholders. Shareholders' inquiries are warmly welcomed by the Management, Investor Relations as well as Accounting and Finance Units.
- The TSD system was implemented to facilitate the meeting including Shareholders' registration process, vote counting and data processing for transparency. One volunteered Shareholder was invited to observe the vote counting process.

- Shareholders, who registered after the meeting had already started, were allowed to vote for the ongoing and the remaining agendas.
- Shareholders' meeting was convened according to the order of the agenda. Each agenda presentation included the background, supporting rationale and recommendations. The significant information and details were included in the meeting notice delivered to Shareholders; without any ad hoc agenda during the meeting.
- Shareholders were equitably treated and were allowed adequate time to raise their questions and present their opinions. All questions were addressed and clarified by the Chairman and subsequently recorded in the minutes of the meeting.
- Baker & McKenzie Co., Ltd. was hired as the inspector to audit Shareholders' or their representatives' registration document, meeting quorum, compliance of the voting and vote counting procedures with the Company's rules and regulations, as well as to inspect Shareholders' voting card collection and voting results. In this regard, the inspector reported that the meeting and the voting procedure were transparent and complied with the governance laws, the articles of association and SET's best practices of good governance. In addition, the inspector reported that EGCO highly regarded the right of its Shareholders to actively participate in the meeting and voice out their opinions.
- AGM quality assessment questionnaire was disseminated to gather feedbacks for future improvement. The result of the 2014 survey indicated Shareholders' satisfaction for the quality of the meeting notice, the meeting arrangement as well as its conduct.

At the end of the 2014 AGM, there were reportedly 694 and 925 Shareholders presented in person and by proxy respectively, representing an amount of 390,214,128 shares which accounted for 74.120% of the total outstanding shares. The shareholders' attendance rate increased from the 2013 AGM, which had 548 and 821 shareholders attending the meeting both in person and by proxy, representing an amount of 417,696,490 shares or 79.340% of outstanding shares.

After the Day of the Shareholders' Meeting

- After the 2014 AGM, EGCO has prepared minutes of the meeting with listed names of the Board and Executives with their titles presented at the meeting along with the voting process, voting card collection and vote counting, voting card instructions, the Board's recommendations, inquiries and recommendations from Shareholders, including clarifications from the management. Details on the number of approvals, disapprovals, no votes and the resolution of each agenda were included and sent out for shareholders' review on EGCO website www.egco.com on May 6, 2014 which occurred within 14 days after the meeting date as required by SET. The minutes of the meeting were systematically kept for future inspection and reference.
- Shareholders' meeting atmosphere was properly recorded and later broadcasted on EGCO's website to facilitate Shareholders who could not attend the meeting and the recorded CD would be provided upon Shareholders' request.
- EGCO announced the meeting resolution regarding dividend via SET portal. EGCO also coordinated with the registra to ensure that every shareholder received fair and correct dividend.

- Recommendations from Shareholders and inspectors were taken for further consideration and continuous improvement of the AGM.

1.2 Shareholders' and Investors' Visits

One of the Board's policies was to organize Shareholders' and investors' visits for better understanding of EGCO's business. In 2014, several Shareholders' and investors' visits were consecutively arranged which would be described in details in Section 4.

2. Equitable Treatment of Shareholders

2.1 Equitable Treatment

The Board regularly monitors and reviews the corporate governance structure to ensure that every Shareholder including minor and foreign Shareholders will be treated fairly and that EGCO's procedures in observing the Shareholders' rights will not incur unduly difficulty and expenses. The Board encourages Shareholders to participate in the decision making and ensures that they are well informed about any important decisions of EGCO as governed by laws and the articles of association as follows:

- EGCO preserves the rights of all shareholders and no agenda topic will be added at the shareholders' meeting without prior notice to ensure that the Shareholders have adequate information ahead of time. Shareholders have the right to vote according to the number of shares on a "one share one vote" basis and no share has any privilege which overruns the rights of other Shareholders.
- EGCO allows minor Shareholders the right to propose meeting agenda topics and nominate the qualified director candidate by announcing on EGCO website and SET portal. The procedures must be clear, transparent and in line with additional guidelines on the minor shareholders' rights regulated by SET. The shareholders have the right to propose the qualified director candidate during September 1 - December 31, 2014 (about 8 months prior to the AGM) The minimum share is fixed at 0.05% of the company's total share (equivalent to 263,233 shares as of September 1, 2014) This is applicable for either a sole or combined Shareholders which was beyond SET's recommendation of 5% shareholding. However, in the 2014 AGM, there was neither proposal of AGM agenda topic nor qualified director nomination.
- Voting cards are employed in vote counting for all agenda topics for transparency and easy audit. The appointment of directors is done by shareholders individually. Baker & McKenzie Co., Ltd. is invited as an inspector together with one volunteered Shareholder as an observer.
- Shareholders who cannot attend the AGM in person, can vote by proxy. The 3 proxy forms as introduced by the Department of Business Development, Ministry of Commerce are provided and 3 Independent Company's Directors who do not have the conflict of interests with the AGM agenda can be alternatively appointed as volunteer proxies. The proxy forms can be downloaded from EGCO's website to facilitate the shareholders' bid.
- Since most shareholders attending the AGM are Thai, the meeting is; therefore, conducted in Thai. However, in order to facilitate Shareholders, EGCO prepares the meeting notice in both Thai and English versions. English interpreting service is also available at the meeting room.

- The Board is aware that some Shareholders might not be able to access the minutes of the meeting on SET portal and EGCO's website; therefore, a hard copy of the minutes of the 2013 AGM has been mailed to each shareholder for revision.

2.2 Prevention of Improper Use of Internal Information

EGCO has established a code of conduct in a written document for Directors and employees in order to prohibit an improper use of internal information to illegally benefit oneself or others or cause any damages to shareholders. The principles regarding this matter are as follows:

- Directors must not make improper use of information acquired by virtue of the Directors' position.
- Directors must not disclose matters such as trade secrets or any sensitive business information to any outsiders.
- Directors as well as their spouses and minor children must not buy or sell EGCO's shares while possessing internal information, which if disclosed publicly, will affect EGCO's share price.
- Directors must not provide anyone with any information which is not made public and which will lead to the reservation, purchase or selling of EGCO's securities.
- Employees must, at all times, observe the rules and regulations issued by SET, SEC and other governing laws, including the equitable information disclosure to every Shareholder and/or public.
- Information disclosure to the public that will affect the business as well as EGCO's stock price must be approved by the President. The President or the assigned personnel will be solely authorized to disclose such information.
- The Corporate Communications Division, the Corporate Secretary Division and the Investor Relations Division are the central units responsible for disclosing EGCO's information while the unit owning such information will be responsible for providing necessary fact sheets.

EGCO also sets the policy that the Executives and employees who possess the internal information relating to financial statements must refrain from their own security trading within 45 days before and 24 hours after the information disclosure. As for other significant information, they must refrain from stock trading from the day of acknowledgement and 24 hours after disclosing information to SET. The Corporate Secretary will be responsible for sending e-mails to remind the Director, the Executive and relevant employees of the period prohibiting stock trading before every fiscal budget announcement. Furthermore, EGCO has put in place the internal control system to prevent leakage of any information before public disclosure. Such measure is considered a crucial part of risk management. Supervisors also have the responsibility to ensure effective measures so as to safeguard the internal information. Any employees using undisclosed internal information for one's own or others' benefits of stock trading will be considered violating the company's code of conduct.

The Board strongly emphasizes on the use of internal information which directly affects the stock price and incurs unfairness for outsiders. Therefore, in 2014, the Board has set the good corporate governance for Directors, Executives including their spouses and minor children who intend to trade Company's stocks to give at least a one-day notice to the Corporate Secretary prior to the actual trading.

2.3 Information Disclosure of Stakeholders

EGCO has set the guidelines on disclosure of Directors' and Management's interest to ensure transparency and to prevent conflicts of interest as follows:

- Directors will promptly notify EGCO if they or their family members involve or hold shares in any entity which may incur benefits or conflicts of interest with EGCO, acquire a direct or indirect interest in any contract made with EGCO or hold shares of EGCO or any of its affiliates. Directors or Management with potential conflict of interests shall refrain from discussing and voting on such agenda topic.
- Directors and the Management shall report their security holding on a regular basis at the Board meeting, with notification that Directors, Management including their spouses and minor children as well as person under section 258 of the Securities and Exchange Act have the responsibility to prepare and disclose any changes in the Company's shareholding to SEC within 3 days.
- The Directors and Executives shall prepare the report on their interests, including that of any related parties to comply with the notification of the CMSB no. Tor Jor 2/2552, effective from July 1, 2009 which indicates that Directors and Management shall submit the quarterly report on interests in EGCO business. In case there are any changes in the interests during the quarter, the Corporate Secretary should be informed promptly. In addition, the Corporate Secretary shall submit such report to the Chairman and the Chairman of the Audit Committee within 7 days after getting such report. In 2014, every Director and Management Executive have completed the report on their interests and have informed the Chairman and the Chairman of the Audit Committee for their acknowledgement.

In 2014, there was no single report about the violation of the shareholders' rights or illegal use of the internal information by Directors and Management. This, in turn, shows the efficiency of the Board of Directors in handling this issue.

3. Role of Stakeholders

3.1 Rights of stakeholders

Apart from preserving the rights of Shareholders, the Board also takes due regard of and deal fairly with all stakeholders and gives priority to issues that affect both business and corporate social responsibility matters. Therefore, the Board has established guidelines to respond to the requirements of each stakeholder in the corporate governance policy and "EGCO Group's Code of Conduct" in order that Directors, Management and employees shall be guided by the following principles in performing their duties.

Employees

EGCO realizes the value of its human resources as the key success factor of the Company. The Company; therefore, put an emphasis on the selection and hiring employees with knowledge, expertise and potentials appropriate with their job description and responsibility. The Company also stresses on the employees' welfare and well-being ranging from health and hygiene matters, safety concerns,

working environment, fair remuneration and appropriate benefit schemes. EGCO also supports employees' career development and organizes activities that promote employees' relations. Employees will be encouraged to participate in community and social development activities such as taking part in projects for communities surrounding power plants and society at large.

In 2014, there was no legal dispute between employees and EGCO and there was no serious accident occurred in any of the company's subsidiaries.

Customers

As the power generator, distributor and provider as well as tap water generator and distributor, EGCO is strongly committed to providing good quality and reliable services at a fair price to all customers. It is EGCO's policy to foster and sustain good business relationships with each and every customer.

In 2014, there was no dispute or lawsuit between EGCO and its subsidiaries and the customers. As for the power generating business, EGCO Group could generate the contracted electricity with higher Equivalent Availability Factors (EAF) than committed in the Power Purchase Agreement (PPA). For the maintenance business, EGCO Group's service was rated "very satisfactory" with the score of 94.61% from the customer's satisfaction survey.

Creditors

EGCO endeavors to ensure that it strongly complies with all of the loan provisions and that the company's true financial status is correctly disclosed to the public.

In 2014, there was neither dispute nor lawsuit between EGCO as well as its subsidiaries and the Creditors.

Suppliers and Contractors

EGCO treats suppliers and contractors fairly and transparently as well as not seeking undue benefit from them. The Company strongly complies with the conditions in the agreement in order to develop and secure the sustainable relationship with suppliers and contractors on the basis of value for money, technical quality and mutual trust.

In 2014, there was no dispute or lawsuit between EGCO as well as its subsidiaries and the suppliers and contractors.

Competitors

EGCO conducts its business on a fair play basis. The Company will not employ a disgraceful or inappropriate approach to gain competitive advantage such as bribery in order to get competitors' confidential information or attacking competitors' reputation with false allegations.

In 2014, there was neither dispute nor lawsuit between EGCO as well as its subsidiaries and the competitors.

Community and Society

It is EGCO's policy to operate its business with strong commitment to social contribution and environment preservation. The company's code of conduct specifies that employees at all levels must perform their duties in a considerable manner to avoid any social and environmental impacts, especially in the communities surrounding its facilities. It is the employees' duty to disclose an up-to-date and

truthful information as well as to create a benevolent working environment with respect to local norms, culture and traditions. Employees at all levels are also expected to cooperate and participate in creating good quality of life to make a local community and society a pleasant place to live. This will eventually lead to sustainable development of the society at large. EGCO has executed various social contribution projects and activities which can be categorized in 3 main areas; namely, the development of the quality of life for local communities surrounding the power plant, the promotion of energy and environmental study for a better understanding and the watershed conservation.

In 2014, there was no dispute nor lawsuit between EGCO as well as its subsidiaries and people in the communities surrounding the power plants and NGOs. EGCO Group has incessantly developed 60 community and social contribution projects and has recently launched our quarterly newsletter “Sook Jai” as one of the communication channels to strengthen good relationship with the community surrounding its power plants. Moreover, EGCO has continuously supported the operation of Thai Forest Conservation Foundation or Thai Rak Pa, the non-profit foundation initiated by EGCO to jointly promote watershed forest conservation with other business partners and NGOs. In 2014, Thai Rak Pa Foundation helped support a local community in Chiang Mai province in calling for the conservation of 70,000 rais of watershed forest and has recently expanded its operation to watershed forests in the southern as well as northeastern parts of the country.

3.2 Observation of Human Rights

EGCO requires that its Directors, Management and employees fully observe the following human rights.

- EGCO treats all employees with respect and honor.
- EGCO provides communication channels for employees to submit work-related inquiries, recommendations and complaints which will be seriously considered. The solution to the problem will then be given in order to benefit and to promote pleasant working relations among all concerned parties.
- EGCO encourages all employees to exercise their rights of citizenship in accordance with the constitution and relevant laws.
- Employees’ personal information such as family background, health and employment records will be kept with discretion and confidentiality. Disclosure of such information to public without that employee’s permission is considered a violation of the code of conduct and may result in some disciplinary actions except when it is done in accordance with the company’s regulations or legal requirements
- EGCO does not support any business related to the violation of human rights and frauds.
- All employees must refrain from any deliberate discrimination or harassment both in words and actions against other people on the basis of race, gender, religion, age and physical or mental disability.

In addition, EGCO has defined clear guidelines for staff employment both for the Company and its business partners to strictly conform to the Labor Act of Prohibition of Child Labor or Abusive Hiring. Also, the working system is carefully designed to give priority on safety and occupational health issues. In the past, there has never been any report on the violation of human rights by EGCO.

3.3 Intellectual Property or Copyright

EGCO complies with the legal requirements on intellectual property and copyright. Careful checking is required before using the work or information that belong to the third party so as to prevent the violation of intellectual property.

3.4 Measures against Corruption and Bribery

EGCO has set the policy to work against corruption and bribery. Therefore, since 2010, EGCO has joined Collective Action Coalition (CAC) Project to fight against corruption in the private sector which is the collaboration between the IOD, the Thai Chamber of Commerce, International Chamber of Commerce and the Thai Listed Companies Association. This project is a national project supported by the government and the Office of the National Anti-Corruption Commission. During the Meeting no. 10/2014 held on October 27, 2014, the Board had approved the revision of anti-corruption policy in order to prepare self-evaluation questionnaire concerning anti-corruption measures for sending to CAC committee for consideration and approval.

The Board of Directors in the Meeting no. 1/2015 held on January 26, 2015 approved EGCO Group's Anti-Corruption Policy, emphasizing on measures on the basis of preventing and prohibiting every form of bribery and corruption whether directly or indirectly. EGCO will not participate in any bribery or corruption to government officials, public as well as private sectors in order to gain competitive advantage. The approved Anti-Corruption Policy was signed by the Chairman as presented at the end of this part. The Management shall inform this policy to the Board, executives and employees at all level to recognize and comply with the policy afterwards.

3.5 Responsibility towards Environment and Sustainable Use of Resources

It is EGCO Group's determination to promote sustainability to the country's power generating system. The Company realizes the importance of preserving the environment, the community and the society along with its business growth and enhanced benefits to every shareholder. Consequently, EGCO consistently emphasizes on creating a well balance between environment, society and community to minimize the global warming effects. EGCO has constantly evaluated environmental impact resulted from our business conduct and has set measures to prevent and alleviate such impacts in compliance with local and international laws, regulations and relevant standards. These measures include the management of the value chain, the procurement enhancing the sustainable development of the environment, the efficiency improvement in energy consumption and conservation as well as the prevention and the restoration of biodiversity and the study of living harmoniously with the environment.

In 2014, EGCO Group expanded its investment in a renewable energy power plant abroad; namely, the Star Energy Geothermal power plant which is a commercial geothermal electricity generation plant in Indonesia. It generated electricity based on its contract in proportion to its current shareholding of 45.4 MW. Currently, EGCO has overall generated electricity based on its contracts in proportion to its shareholding in total of 524 MW which is 10% increased from 2013. In addition, the current commercially operated power plants and the power plants under construction or under development of EGCO Group operates in fully compliance with regulations and environmental requirements. EGCO Group has discussed

in details about its operations and activities with stakeholders as well as the business in compliance with social and environmental responsibility in the section of Sustainable Business Development.

3.6 Communication Channel

All stakeholders can direct their recommendations and concerns to EGCO via the following channels:

	Electronic mail	Telephone number
Board of Directors	directors@egco.com	-
Audit Committee	auditcommittee@egco.com	-
Corporate Secretary	cs@egco.com	0 2998 5020-5
Corporate Communications	corp_com@egco.com	0 2998 5130-7
Investor Relations	ir@egco.com	0 2998 5147-8

The mailing address is Electricity Generating Public Company Limited, EGCO Tower, 222 moo 5, Vibhavadi Rangsit Road, Tungsonghong, Laksi, Bangkok 10210.

The Corporate Secretary is responsible for sending documents directly to the Board and then forwarding them to relevant committees or directors. Issues and recommendations will be summarized and submitted to the Board on a quarterly basis, except for documents addressing the Audit Committee which would be directly forwarded to the Audit Committee without screening. Electronic mails sent to auditcommittee@egco.com can be accessed solely by the Audit Committee.

3.7 Whistleblowing Procedures and Whistleblower Protection

The Board has set the channels for the whistleblowing program at both Management and Director levels. For the Management channel, the reports on any suspected violation or crime shall be submitted to the supervisor of each level and the Corporate Governance Committee. For the Board's channel, such reports can be directed to either the Board or the Audit committee. It is the responsibility of the management at every level to coach their employees to perform their duties according to the requirements of relevant laws and regulations. EGCO has provided the channels for complaints, comments and suggestions as well as clues on wrongful acts or code of conduct, including claims for corruption by employees and stakeholders. Measures for whistleblower protection are also put in place so as to keep reported information confidential and will be acknowledged only by relevant parties. The whistleblowers can identify themselves or keep their identity anonymous but they must provide the company with adequate information to further investigate the claims.

4. Information Disclosure and Transparency

4.1 Channels for Information Disclosure

EGCO realizes the importance of disclosing completed, correct, update and transparency information on financial and other significant matters. The Company provides the following channels to disclose

the information for shareholders' and stakeholders' acknowledgement in accordance with the requirements prescribed by SEC and SET:

1. Information disclosure on website

In order for Shareholders and investors to be able to promptly retrieve and disclose information to the public, EGCO constantly updated significant information on the Company's website as follows:

- A. SET portal system and SEC
- B. Company's website at www.egco.com for prompt retrieval of information disclosed to the public. The information, both in Thai and English version, encompasses the details below:
 - Corporate profile: including background, vision, mission and organizational structure
 - Corporate governance: corporate governance principle that monitors the Company's business, Board of Directors, Board's committees and senior management
 - Information for investors: financial data, structure of investors and investor relations' calendar
 - Corporate news and activities: business news, news about EGCO's social and environmental contribution projects.
 - Corporate social responsibilities: business concepts and directions, existing social contribution activities

2. Public channels such as newspapers, magazines, newsletters and televisions

3. Disclosure of information to analysts or investors who visit the Company and discuss with the Management

4. Travel to present information to both domestic and overseas investors

5. Analyst meeting

6. EGCO newsletter and notices via mail

The President or the assigned staff is solely authorized to disclose the Company's and its subsidiaries' information. The central units for disclosure information to public and investors comprise of SVP Corporate Secretary, SVP Corporate Communications and SVP Investor Relations. In 2014, EGCO consistently provided information and details of activities based on the Company's strategy and business direction by considering the quality of disclosed information as its first priority. Correct and efficient information disclosure via Company divisions is designated as follows:

Investors Relations

The Investors Relations Division is responsible for equally and fairly communicating to all investors, shareholders as well as analysts and sets the annual investor relations plan.

EGCO emphasizes information disclosure via activities of Investors Relations which the Management has participated to present information and meet with investors in order to create a good understanding toward the Company management and encourage a good relationship as well as continuous discussions. The main activities in 2014 are as follows:

- 4 Quarterly Analyst Meeting;
- 2 visits for investors and shareholders to Solarco, a solar power plant;
- A visit for analysts and institutional investors to Theppana wind power plant;
- Participation in the meetings with investors and analysts;
- Providing quarterly newsletter: Life, to be a channel of important activities and EGCO's performance for Shareholders.

In this regard, investors' and shareholders' activities were started in the 2014 highlight performance: activities for shareholders and investors.

Corporate Communications

The Corporate Communications Division is responsible for communicating to the media the Company's movements, activities and cooperative projects with other organizations for public disclosure. Major events in 2014 included 4 press conferences on corporate performance and business directions, 5 Executive's special interviews, a press outing activity at the Youth Camp as well as 23 press releases and public relations.

Corporate Secretary

The Corporate Secretary Division discloses information as required by SET and SEC in a correct and transparent manner. In 2014, 20 notifications were submitted to SET.

To ensure its full compliance on information disclosure, EGCO's website has regularly been updated. The information disclosure will be assessed after every meeting with shareholders, investors and business analysts for further improvement involving disclosure and investor relations. Along with the annual report and the AGM notice, EGCO also attached the feedback form for shareholders so that they can provide feedback on the quality of the annual report, additional documents requested and any inquiries for the Directors and Management to solve in the next AGM. All of these procedures have been well received by the Shareholders.

4.2 Financial Statement Preparation

EGCO aims at fostering the stakeholders' confidence and trust that its financial reports are accurate, complete, transparent and in line with acceptable accounting standards to protect its assets against fraud or abusive actions. With this in mind, the Board has entrusted the Audit Committee to assume important duties and responsibilities in reviewing the financial statements to ensure its correctness and compliance with the accounting standards and relevant laws and regulations. The Audit Committee organizes, at least once a year, the meeting with external auditors with the absence of the Management in order to ask questions and discuss significant issues with them. Apart from disclosing the Auditor Report in the annual report, the Board also prepares the report on the Board of Director's responsibility on financial statement which covers important topics as prescribed in SET's best practices for directors of the listed companies. In 2014, EGCO has appointed auditors from Pricewaterhouse Coopers ABAS Co., Ltd. as the company's auditor given that they have professional knowledge and have no conflicts of interest to affect their judgment. This is aimed at fostering the Board's and the Shareholders' confidence that EGCO's financial status and business performance are completely genuine.

EGCO also prepares the report on Management Discussion and Analysis to provide analytic information on the company's financial status, business performance and major changes to investors and securities analyst on a quarterly basis. This report is submitted via SET portal along with the Company's financial statements.

It should be noted that SEC has never demanded EGCO to restate the financial statements. In addition, the Company has disclosed the quarterly and annual financial statements to Shareholders and investors before the due date.

5. Responsibilities of the Board

5.1 Roles and responsibilities of the Board of Directors

Duties and responsibilities

All board members completely understand their duties and responsibilities as well as EGCO's business. They must serve the Company with honesty, prudence and care for the utmost benefits of the Company and for fairness to all shareholders. Directors shall exercise their independent judgment and devote considerable time in performing their duties in accordance with the corporate governance principle as follows:

- Set the corporate vision, target and business strategy including risk management policy, business plan, annual budget and follow up corporate performance, approve major investments, acquisition and disposal of assets
- Recruit, set the remuneration rate, monitor, and (if necessary), change the key Management personnel as well as set the Management succession plan
- Review the remuneration rate of Directors and Senior Management and to ensure that the Director appointment procedure is transparent and made public.
- Monitor and resolve the conflict of interests which may incur among the Management, Directors and Shareholders as well as to ensure the independent audit and appropriate internal control system with the focus on risk monitoring, financial control and legal compliance
- Monitor the effectiveness of the existing corporate governance techniques and implement changes if necessary
- Monitor the information disclosure and communication process
- Evaluate the Board's performance annually and announce its duties and responsibilities in the annual report

The Selection, the nomination and the termination of the Director's position

The Nomination and Remuneration Committee is entrusted to select and nominate prospective nominees, both for shareholders' representatives and Independent Directors for the Board's consideration, in case of a casual vacancy. Factors for consideration are as follows:

1. Gender, knowledge and expertise

2. Appropriateness of required skills and experience in compliance with the company's business strategy which, in turn, will strengthen the Board's efficiency in monitoring the company's performance
3. Qualifications as prescribed by SET, SEC and the Company's regulations
4. Working experience that is transparent, ethical, responsible and professional

The Board is responsible for reviewing the structure of Directors annually. Currently, the Board comprises not less than 5 Directors and not more than 15 Directors as stipulated in the articles of associations. It is also required that not less than half of the Directors must live in the Kingdom of Thailand. In case there is a casual vacancy from any other reasons besides the end of term, the Board will then select the qualified candidate in the next AGM with the three-fourth majority votes of Directors who are still in their position.

At each AGM, one-third of the Directors shall retire by rotation. If the total number of Directors cannot be evenly divided into 3 parts, then, the amount should be closest to the ratio of one-third. In case any Director intends to resign from the Company, he or she must submit the resignation letter which will be effective on the date that the Board receives the letter. In order to vote for the early retirement of any Director before the end of term, not less than four-fifth of the votes has to be taken into account.

Term and Age Limit

One-third of the directors shall retire by rotation at the AGM as prescribed in the Public Limited Company Act 1992. EGCO specifies the term of independent directors to be limited to 3 terms or not more than 9 years in order that the independent directors should be independent from the Management and shareholders as conforming to the best practices with effect from the 2011 AGM date. As for the age limit policy, Director candidates will not participate in the election after the age of 72. Given such age limit on the election date, Directors will be able to serve as the Board until the expiry of their terms.

Delegation of Authority and Responsibility

The Board has delegated the authority and duties between corporate governance policy which is the Board's duty and the routine management which is evidently the responsibility of the Management. The Board; therefore, has set up the Table of Authority (TOA) as the practical guidelines. The Board will not intervene in any routine activities under the President's responsibility. In addition, the Board has reviewed and improved the TOA in compliance with the revised structure of the Board and the organization. The current TOA has been updated in July 2013.

Policy and Code of Conduct in Holding Other Positions of Directors and Executives

To ensure that the Board emphasizes on the efficiency of the Directors so that they can devote adequate time in monitoring the Company's business, it is; therefore, EGCO's policy to limit the number of listed companies in which the Board and the Directors can participate. The Non-Executive Board can serve as a director in no more than 5 listed companies and the Executive Board can serve not more than 2 listed companies. Currently, all of the directors have complied with such policy and code of conduct. The board consider the directors' meeting attendance as one of the criteria for his or her re-appointment.

Leadership and Vision

The Board cooperates with the management in setting the vision, mission, strategies, goals and business plans for both short and long terms which will be revised annually. In 2014, the Plan and Strategic seminar was set together with the Management on August 22 - 24 at Springfield@Sea-Resort & Spa, Petchaburi Province. The corporate Key Performance Indicators (KPIs) are designed annually for each key area including growth, financial and organizational excellence. The Board also endeavors to ensure that significant working system such as the internal control and risk management are put in place. The Management performance is also monitored through the President's monthly report to guarantee that EGCO's business is carried out in an effective and efficient manner.

Code of Conduct

To maintain high ethical standards, the Board has identified a code of conduct as the guideline so that Directors, Management and employees perform their duties with regard to ethical values. Directors' code of conduct focuses on business conduct, the Board's ethics and commitment, duties and responsibilities, conflict of interest and the use of Company's information. Employees' code of conduct which will be revised annually covers the topics as follows: 1. Business principle 2. Preservation of the ethical code of conduct 3. Ethical code of conduct towards stakeholders 4. Ethical code of conduct towards the company 5. Ethical code of conduct for procurement and transaction 6. Ethical code of conduct for prevention of conflicts of interest 7. Ethical code of conduct towards employees 8. Ethical code of conduct for safety, health and environment 9. Whistleblowing policy 10. Due duties.

EGCO continuously conducts trainings on adherence to the ethical code of conduct for employees as well as provides clarifications to the frequently asked questions. Directors, executives and employees must follow and respect the ethical code of conduct at all times. Supervisors at all levels are responsible for promoting the compliance with the code of conduct and act as a role model to encourage employees to fulfill their ethical code of conduct. Therefore, the President has required employees at all level to annually verify the ethical code of conduct before signing the compliance form and handing it to the respective supervisors. In 2014, employees at all levels had signed their compliance form and handed it to the respective supervisors which finally had been sent to the Chairman.

Internal Control and Internal Audit

Realizing the importance of having sufficient and suitable internal control at all levels, EGCO clearly determines responsibilities and authority of executives and employees in writing the segregation of duties to ensure check and balance and the safeguarding of company's assets to be taken into account. EGCO also sets a correct and timely financial report system. Moreover, EGCO has also established the Internal Audit Division in order to guarantee its transparent audit process. In 2014, Mr. Nattanont Meesuksabai had been appointed to be the Internal Audit Division Manager and also acted as the secretary to the Audit Committee and entrusted for the audit work of EGCO and its subsidiaries. The internal audit functions include giving consultation to concerned units to prevent any possible shortcomings and enhance preventive internal auditing. The Internal Audit Division directly reports to the Audit Committee that, in turn, has a responsibility to approve the internal audit plan, endorse the appointment

and performance appraisal of the Internal Audit Division Manager to ensure his/her independence and the audit report of the Internal Audit Division.

EGCO emphasizes on enhancing the capabilities of internal auditors regularly through in-house and outside seminars so that the employees can share their expertise and experiences. All internal auditors have attended the training courses for the professional certificate organized by the Certified Professional Internal Audit of Thailand (CPIAT). EGCO has also encouraged the internal auditors to have the professional certificate: Certified Internal Auditor (CIA)

The Nomination and Remuneration of Auditors

The Audit Committee is responsible for selecting, nominating and withdrawing the company's auditor as well as setting the remuneration rates which afterwards have to be finalized and approved by the Board in the AGM. In 2014, both the Board and the Inspection Committee have agreed that the auditors from PricewaterhouseCoopers ABAS Co., Ltd. ("PwC") performs their duties with professionalism, independence, fairness, expertise and efficiency as well as provides satisfactory advice and prompt service. Moreover, PwC has been known as one of the most famous and acceptable providers of the audit service; therefore, PwC is deemed the most appropriate candidate eligible for the Company's auditor. In 2014, EGCO Group has set the budget for auditor at the amount of 1,726,700 baht and for other expenses relevant to the audit executed in Thailand of no more than 123,600 baht. As for the expenses for the audit performed in the countries in which EGCO has invested in the business, the company will be responsible for the actual expenses as considered appropriate by the Board. In 2014 AGM, the Meeting mutually agreed on the nomination and remuneration of auditors according to the Board's proposal.

Risk Management

The Board of Directors entrusts the Audit Committee to review with the Executives the risk management policy, implementation and guidelines. The Audit Committee reports the update on risk management issues to the Board at least twice a year. The Board then considers the adequacy and effectiveness of risk management system so that strategies, plans and measures can be adjusted to correspond to the changing situations.

EGCO has established the risk management framework as follows:

- EGCO Risk Management Committee comprises of EGCO's Management, having the President as the Chairman of the Committee. The objectives are to determine the framework and to closely monitor the risk management of the Group and to report to the Audit Committee and the Board. and monitor the risk management implementation so as to conform to the framework and the business conditions of each power plant.
- Risk Management Section is set up under the Corporate Planning Division to enhance the alignment of business plan and risk factors.
- Risk management process is embedded into the working process. The Management and employees are encouraged to participate in the process and to efficiently utilize the resources available to identify, appraise and manage risks.

- Risk management is implanted into the corporate culture. Employees at all levels must realize the importance of risk management.

EGCO Group has adopted the risk management policy and manuals as the Company's guidelines since 2001. Risk management implementation is also included as one of the elements for internal control assessment. The result of the 2014 assessment indicated that EGCO Group appropriately implemented risk management system. More details can be found under the topic of risk management.

Conflicts of Interest

It is the Board's policy to avoid the conflicts of interest between the personal interest and the corporate interest. Therefore, the policy on the code of conduct for Directors and employees is determined as follows:

- Directors and employees intended to perform as a director or advisor of other companies, organizations or business associations must not have any conflicts of interest with the business of EGCO. Acknowledgement by the Board must be sought before engaging in any organization.
- Directors must promptly notify the Board of any conflicts of interest (if any case) and must refrain from participating in the discussion or voting on such matter, must be absent from the meeting on such agenda, must not request documents relating to the meeting or in an extreme case, must resign from the Board.
- The list of major shareholders shall be disclosed. Directors and Management shall report any changes in their security holdings to the regulatory agency. The Corporate Secretary is assigned to report the security holdings of Directors and Management at the Board meeting.
- Employees must not borrow money from the company's business partners or individuals that have business with EGCO Group, except from the financial institutions as this may have an impact on the performance as a Company's representative.
- The steps for implementing interconnected transaction along with the approval authority and the disclosure of such transaction shall be executed as required by SET and SEC. The Corporate Secretary shall identify the type of transaction and the approval authority and then submit the reports to the Audit Committee for acknowledgement and later disclose the information in the annual report and annual registration form (form 56-1)

Directors and Management are required to prepare the report on their own interests and related parties to the company to enable the Corporate Secretary to ensure transparent practices. The Corporate Secretary shall submit a copy of such report to the Chairman and the Chairman of the Audit Committee.

Moreover, the Audit Committee is assigned to review the details and provide opinions on the interconnected transactions. The details of such transactions will then be compared to the dealings with outside parties. The report will be sent to the Board and/or shareholders for review as required by SET and SEC to foster trust among all concerned parties that the interconnected transactions are aimed at optimizing the benefits of EGCO and its shareholders.

Fraud Risk Management

With the view that fraud is a significant corporate risk, the Board has set the following measures to manage fraud risk:

- Establishment of policies and guidelines: the company has established policies and guidelines in anti-corruption in a written document which will be regularly revised and updated to suit with changing situations. The company shall promote such policies and guidelines to the Board, the Management and employees at all levels. The Board are in the process of the policies and guidelines improvement.
- Preventive measures: The company must have a suitable organizational structure for the purpose of governing and managing business. The code of conduct must be in a written document as well as the compliance with the code shall be promoted. The internal control system is set up and appraised. The whistleblowing program must be put in place.
- Monitoring: Supervisors in each level assumes responsibility to prevent and monitor fraud risks and operational errors. The Internal Audit Unit works independently from the Senior Management to review the compliance with the regulations and examine early warning signs.
- Fairness: The investigation of fraud actions shall be conducted by a panel to ensure fairness for the defenders while whistleblowers shall be appropriately protected.
- Lessons learned: case studies on fraud risks both happened in Thailand and overseas are well presented to educate Supervisors on fraud prevention in the organization.

Due to the effective preventive measures mentioned above, there was neither claim nor fraud action found in EGCO Group in 2014.

Monitoring Business Operations of the Company's Subsidiaries and Joint Ventures

In order to ensure that EGCO Holding Group's business operations will be conducted in compliance with the prescribed policies, goals and appropriate remuneration for shareholders, the Board has established measures in a written document so as to monitor the operations of the Company's subsidiaries and joint ventures which are as follows:

1. Monitor the business operations of EGCO Group's companies through appointed representative or shareholder of its subsidiaries and joint ventures. The Nomination and Remuneration Committee has the right to approve the representative and the Director appointed to the Company's subsidiaries and joint ventures.
2. Specify the roles and duties of EGCO Group's representatives as follows:
 - 2.1 Set up operational guidelines and regulations for the Company's subsidiaries or joint ventures for scrupulous and efficient operations.
 - 2.2 In case of any major events, the Board has the right to approve such matter before implementation with the exception of extremely urgent cases.
 - 2.3 Propose these following issues to the Board for prior approval

- The nomination and removal of the President and Senior Executive Vice President
- The specification of the President's remuneration
- The establishment, revision or adjustment of important rules and regulations
- The capital increase or decrease
- Business operations for the Company's new investment
- Business operations affecting or competing with the business of EGCO Group or its subsidiaries
- The expansion of business operations apart from the Company's main business

2.4 Specify the Management to report business performance and major events of the Company's subsidiaries on a regular basis in the Board meeting.

5.2 Board Meeting

To ensure that the Board takes full responsibility to meet the expectations of the Shareholders, the Board has reviewed significant business policies and corporate calendar. The Board has come to a mutual agreement to have a monthly Board meeting. An extra meeting can be organized if there is any major unplanned event. The Board can authorize the committee to screen or approve the Management's activities within the delegated authority. The Board can specify the report of business performance as one of the meeting agendas in the Board meeting in order that the Board can follow up with the business progress and give their recommendations in case of any deviation from the approved plan or budget.

The Board sets its meeting and agendas for the whole year in advance to enable directors to plan their schedules accordingly. The Chairman and the President cooperatively adjust the agenda for the Board's meeting while each Director can propose an agenda to the Chairman and discuss independently at the meeting. The notice for the Board meeting is submitted to the Board at least 7 days in advance except in an urgent case to preserve the rights and benefits of the Company. All meeting documents will be sent to the directors in advance to allow adequate time to contemplate on the information. The agenda is set according to the priority; namely, follow-up matters, matters for consideration and matters for acknowledgement to optimize the meeting time for the Board.

The Chairman shall allocate the Management adequate time to present their issues and for Directors to conduct extensive discussion on significant matters. The draft minutes of the meeting must be submitted for the Board's review within 14 days after the meeting prior to the approval in the next meeting. It is the Board's responsibility to attend every meeting, unless they have valid reason for their absence. In 2014, the Board called for the total of 12 meetings. Each meeting lasted approximately 2.5 hours and the attendance rate was around 92%.

Since some of EGCO's Directors do not reside in Thailand; therefore, the Group has established the policy to allow these Directors to attend meetings by teleconference so that EGCO and the Board will benefit from their opinions and recommendations. However, this type of attendance is not considered the meeting quorum and those who attend the meeting via teleconference do not have the right to vote.

The Board encourages the President to invite Senior Executive Vice Presidents including other Managements to attend all meetings. Other Managements are also welcomed to join the meetings to provide insights

and additional information. This; in turn, enables the Board to know each personnel better and subsequently can use this useful information for their succession planning. The Board can also requests for additional data from the President, the Corporate Secretary or other directors within the extent of the established policy. The Board and the subcommittee can hire independent advisors for the benefits of the business at the company's expenses.

5.3 Board Self-Assessment

The Board conducts self-assessment on a regular basis to consider their past year's performance and problems for further improvement. The Board has approved the use of self-appraisal form reviewed by the Nomination and Remuneration Committee. However, in 2014, the Board has approved the use of self-appraisal form revised in 2012 which is recommended by SET to cover all facets of the Board's performance and to fit the Company's business characteristics and conditions. The self-appraisal forms are divided into 3 parts; namely, the collective self-appraisal form, the committee appraisal form and the individual self-appraisal form. The following evaluation criteria is based on a total score for each item. The Board self-assessment will be sent to the Corporate Secretary to evaluate and summary a total score:

1. "excellent" for the score between 90 - 100
2. "very good" for the score between 80 - 89
3. "good" for the score between 70 - 79
4. "moderate" for the score below 69

The score results and the Board's recommendations for each evaluation criterion will be employed for further improvement.

Collective Self-Appraisal

The collective self-appraisal form comprises of 6 sections; namely, (1) The Board's roles, duties and responsibilities including risk management, internal control, ethical code of conduct and performance monitoring (2) Structure, composition and independence of the Board (3) The Board meetings and meeting participation (4) The relationship with Management (5) Evaluation and compensation of the Board (6) The Management evaluation, compensation and succession plan. The result can be concluded that the Board has performed its duties in compliance with the good corporate governance principles and the code of conduct. The Board has actively taken part in establishing the company's policy, vision, business plan as well as annual budget. The structure and composition of the Board are appropriate and the board meetings were arranged efficiently with the average score of 97 which is considered an excellent level. The Board agreed on site visits at the Shareholders' company or other businesses with similar characteristics for further improvement in EGCO Group's strategic planning and solutions to problems affecting the Company's targeted achievements, Directors' development plan, Management plan as well as succession and remuneration schemes.

Committee Appraisal

The Committee appraisal comprised of 4 committees; namely, the Audit Committee, the Investment Committee, the Nomination and Remuneration Committee and the Corporate Governance and Social

Responsibility Committee. Their performance evaluation is a self-evaluation survey conducted in line with good corporate governance principles and their specific duties and responsibilities covering 4 areas as follows: (1) structure and composition of the committee (2) roles, duties and responsibilities (3) the committee meetings and meeting participation (4) the committee's performance. From the survey result, it can be concluded that the Nomination and Remuneration Committee, the Investment Committee and the Corporate Governance and Social Responsibility Committee have an appropriate structure and have deliberately performed their duties and responsibilities in accordance with the company's best practices. The details of their scoring are as follows:

- Investment Committee 95%
- Nomination and Remuneration Committee 98%
- Corporate Social Responsibility Committee 98%

As for the Audit Committee appraisal which is conducted annually, the collective self-appraisal approach has been employed. Their performance will be evaluated by a survey conducted in line with SEC's requirements which divided into 2 parts (1) the overall performance and (2) the specific tasks. The result of the Audit Committee self-appraisal in 2014 indicated that "NO" and "Have not done" were not found in the answers to any questions. The survey result was also reported in the Board's meeting for acknowledgement in the meeting no. 12/2014 on December 15, 2014. It could be concluded that the composition, qualifications and performance of the Audit Committee are in line with the requirements stated in, SET guidelines, international best practices and duties prescribed in the Audit Committee's Charter

Individual Self-Appraisal

The individual self-appraisal form comprises of 5 topics as follows: (1) strategic thinking and corporate governance (2) experience and competence in Company's business and personal abilities (3) independence (4) self-preparation as a Director (5) self-development as a Director. Most of the scores of the individual self-appraisal in all areas exceeded 99% which can be concluded that the Directors have appropriate qualifications, deliberately performed their duties and responsibilities in accordance with the Company's best practices and code of conduct.

5.4 Performance Appraisal of the President and Management

President's performance is collectively appraised by non-Executive Directors against the corporate goals as well as the individual's competencies. Indicators for consideration include:

- Qualitative indicators such as leadership, relationship with the Board, risk management and internal control, human resources management, good corporate governance and business's code of conduct
- Corporate achievement based on the company's key performance indicators
- Capabilities to enhance business development

The Nomination and Remuneration Committee is responsible for endorsing the performance appraisal of the Senior Executive Vice Presidents and Executive Vice Presidents based on their individual achievement against the specified performance indicators.

5.5 Remuneration for Directors and Management

EGCO has set Directors' remuneration at an appropriate rate which is comparable to that of the leading companies in the same business sector. The remuneration comprises of 3 parts: the regular retainer fee, meeting allowances and bonus which will be given once a year and tied to Shareholder's value to the company. The Nomination and Remuneration Committee is responsible for giving their recommendations on the remuneration scheme to be endorsed by the Board before proposing to the Shareholders' annual meeting for approval. It is EGCO's policy to disclose each Director's remuneration. Directors who serve as a committee member are also entitled to earn extra remuneration to match their increased responsibilities. Executive director is not entitled to any director remuneration.

The non-executive directors are responsible for identifying the remuneration scheme for the President by taking into account the performance appraisal the remuneration of companies in the same industry and the Company's remuneration structure. EGCO periodically conducts the survey concerning the management remuneration to ensure that its payment rate is comparable to the market and adequate enough to attract and motivate the qualified executives.

The remuneration of Directors and Management has been explained in details under the topic of "the Remuneration of Directors and Management" in "Shareholding and Management Structure" section.

5.6 The Development of Directors and Management

The Board pays close attention to continuous development of Directors and Management. In 2014, the following development plans have been implemented to foster Directors' efficiency and effectiveness.

The Development of Directors

The continuous development is encouraged for all Directors:

New directors: Directors' orientation is arranged to prepare new Directors with the first-hand information of the company together with the governing laws and regulations and the opportunity to meet the Management team for in-depth insight of the company's business. The Directors' manual is updated to equip newcomers with knowledge about EGCO Group. Directors are also encouraged to attend training programs hosted by the Institute of Thai Directors (IOD).

Existing directors: The Board encourages continuous development including attending outside trainings by the Institute of Thai Directors. In 2014, EGCO arranged a site visit at Khanom Power Plant 4 in Nakhon-sirithammarat and other renewable energy power plants abroad to enhance Directors' understanding in power business and future trend.

EGCO's Directors are; in fact, well-rounded and have distinguished knowledge on Company's business to perform their duties and responsibilities as Directors. The list of directors who attended the IOD courses as well as in-house training and outside institutes until the end of December, 2014 is shown in Table 2 "the Directors' training".

Management Development and Succession Plan

The Board oversees to ensure that EGCO has implemented the management development program to improve knowledge and skills to perform their duties more efficiently and to assign appropriate and challenging jobs.

The Board determines policies and criteria in selecting the President and his/her successor in the event of any emergency or the retirement of the President. The selection process is fair and transparent and the candidates will be assessed from their education, experience, competency, ethical values and leadership. The Nomination and Remuneration Committee is accountable for the President's nomination.

The President is entrusted to select the well-rounded, competent and experienced Executives in accordance with the qualifications identified by the Nomination and Remuneration Committee. The appointment of the executives follows the company's regulations on Work Rules 2007 and the resolutions of the Board were as follows:

- The Nomination and Remuneration Committee shall approve the appointment of Senior Executive Vice President, Executive Vice President and other Executive positions equivalent to EGCO's executive vice president level or higher in the company's subsidiaries and/or joint ventures that EGCO has the authority to do so.
- The President shall approve the appointment of the Division and Section Managers.
- The Board shall appoint the Corporate Secretary according to the recommendation of the Nomination and Remuneration Committee. In addition, the nomination of the Internal Audit Manager must be approved by the Audit Committee.

The Nomination and Remuneration Committee has assigned the Management to prepare the succession plan for 19 positions of senior executive vice president and executive vice president along with the executive development plan to guarantee the qualified employees will be ready for succession so as to facilitate the company's business expansion as well as reduce the risk related to quality employees. Employees at the managerial level and above are considered the target group of succession. After acquiring such employees, EGCO will proceed with the individual development plan for executives; namely, improve weaknesses, strengthen strengths and promote growth in career path. Steps on the establishment of EGCO's succession plan is described as follows:

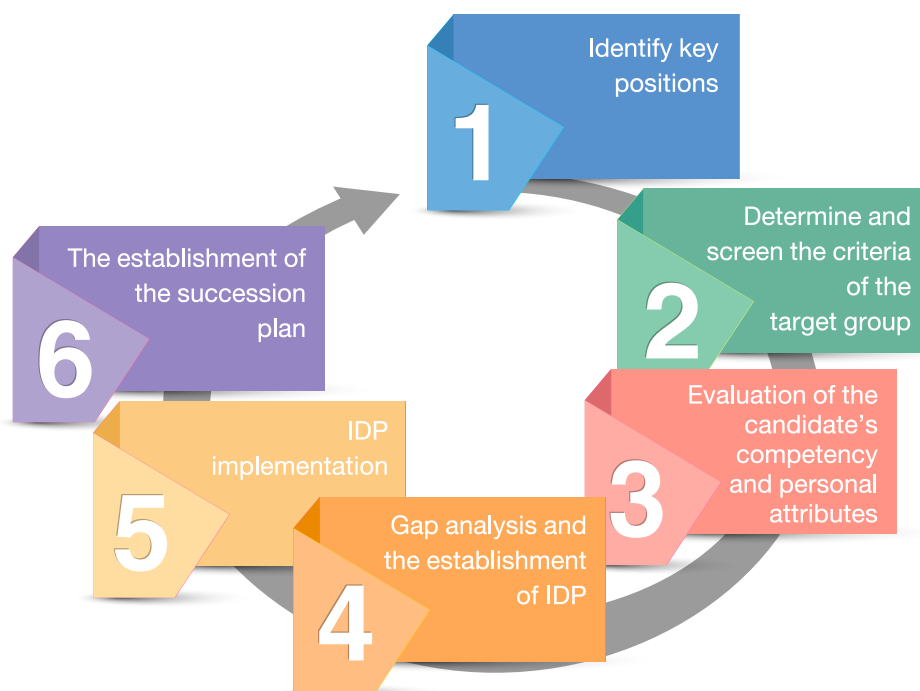


Table : List of Directors who attended the courses at IOD and outside institutes

Boards	Courses													
	Role of Chairman Program	Directors' Certification Program	The Civil Service Executive Development Program	Audit Committee Program	Financial Instrument for Directors	Director Accreditation Program (DAP)	Audit Committee and Continuing Development Program	Monitoring the System of Internal Control and Risk Management	Monitoring Fraud Risk Management	Monitoring the Quality of Financial Reporting	Monitoring the Internal Audit Function	Risk it all	National Defence College	Anti-Corruption for Executive Program (ACEP)
Mr. Sombat Samtijaree Chairman	✓	✓												
Mr. Thanapich Mulapruk Independent Director		✓				✓	✓	✓	✓	✓	✓	✓		
Mr. Bandhit Sothipalalit Independent Director														
Pol.Gen. Pansiri Prapawat Independent Director		✓												
Mr. Somphot Kanchanaporn Independent Director		✓	✓						✓				✓	
Mr. Pongstorn Kuanusorn Independent Director		✓		✓										
Mr. Chotchai Charoenngam Independent Director		✓												*
Mr. Piboon Buacham Director		✓												
Mr. Mongkol Sakulkao Director		✓												*
Mr. Kulit Sombatsiri Director		✓												
Mr. Toshio Kudama Director														
Mr. Satoshi Yajima Director														
Mr. Shunichi Tanaka Director														
Mr. Yasuo Ohashi Director														
Mr. Sahust Pratuknukul President		✓			✓								✓	

*Attended in 2014

Anti-Corruption Policy

EGCO Group is strongly committed to prevent and resist any forms of corruption whether directly or indirectly. To ensure that the business activities which might be potentially involved to corruption will be carried out care and diligence, EGCO Group has established the “Anti-Corruption Policy” in a written document and enforced the Company itself as well as the Company’s subsidiaries to strictly adhere to the policy at all times. The mission is to promote and preserve the corporate culture that **“Corruption is an unacceptable act in our business conduct whether it will be with the government or the private sector.”**

Anti-Corruption Guidelines

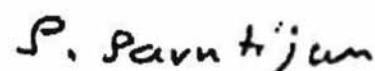
1. The Board of Directors and employees at all levels must conform to anti-corruption policy and code of conduct. They must not get involved or participate directly or indirectly in corruption for the benefit of the Company, their family, their acquaintances and themselves.
2. Giving or accepting gifts, hospitality or entertainment has to be done in an open and transparent manner.
3. Donations and sponsorship should be provided with a clear objective and in an open and transparent manners. Such donation should be audited at any time. Political contribution must be transparent and in compliance with applicable laws and regulations.
4. Employees at all levels must refrain from soliciting bribes whether directly or indirectly to any government officials, government agencies, representatives from both government and private sectors in order to favor each other’s benefits.
5. Employees at all levels must refrain from accepting bribes whether directly or indirectly from any government officials, government agencies, representatives from both government and private sectors in order to obtain agreements or business contracts. The Company bases its procurement process on transparency and strict adherence to the Company’s regulations.
6. Employees at all levels are responsible for immediately notification of any wrongdoings or traces of malpractice to their supervisors or any person in charge as well as cooperating in the investigation. If there are any doubts or concerns, they shall seek consultation from their supervisors or the responsible persons through various provided channels.
7. The Company must fairly treat and protect whistleblowers. Such employee must not suffer any demotions, penalties, or be affected in a negative way. The Company will strictly comply with the whistleblower protection policy as indicated in the Company’s guidelines and directions for whistleblowing.
8. Any employee violating the anti-corruption policy is subject to disciplinary actions as prescribed in the Company’s regulations and orders as well as be punished according to relevant laws and regulations.
9. The Company is well aware of effective communication and promotion of the anti-corruption policy and compliance aiming to educate and create understanding to the Board of Directors, employees and other concerned parties.

Scope of Responsibility

1. The Board of Directors is responsible for establishing and imposing policies as well as supervising to ensure that every executive and employee recognizes the importance of anti-corruption and instill it as a corporate culture.
2. The Corporate Governance and Social Responsibility Committee is entitled to screen and review the anti-corruption policy and practices, provide useful recommendations so as to put these policies into practice.
3. The Audit Committee is responsible for monitoring compliance with anti-corruption measures, review the measures as well as relevant internal control system.
4. The President and senior executives are required to promote and support the anti-corruption policy and honest business operations. In addition, they must avoid any actions which might cause corruption or any violation. Also, they must act as a role model for all employees and relevant parties in following the Company's code of conduct.
5. The Good Corporate Governance Working Team is entitled to assess corruption risks and mitigation measures, prepare, review and revise the anti-corruption policy and practice to suit with current situations. Then, the Committee shall present these policy and practices to the Corporate Governance and Social Responsibility Committee and the Board of Directors for further consideration and endorsement as well as disseminate and communicate the approved policy for employees' acknowledgement.
6. The Internal Auditor is responsible for auditing and reviewing the business operations to ensure its compliance with the Company's practices, authority, regulations or any obligatory laws. The activities of the Internal Auditor is to ensure that the Company has put in place appropriate and adequate internal control systems to respond to impending risk of corruptions. The Internal Auditor, then, must make a report to the Audit Committee.

I, hereby, declare that this anti-corruption policy must be strictly complied by the Company and its Subsidiaries.

Announced on January 26, 2015



(Mr. Sombat Sarntijaree)

Chairman

[Accountability for Stakeholders]

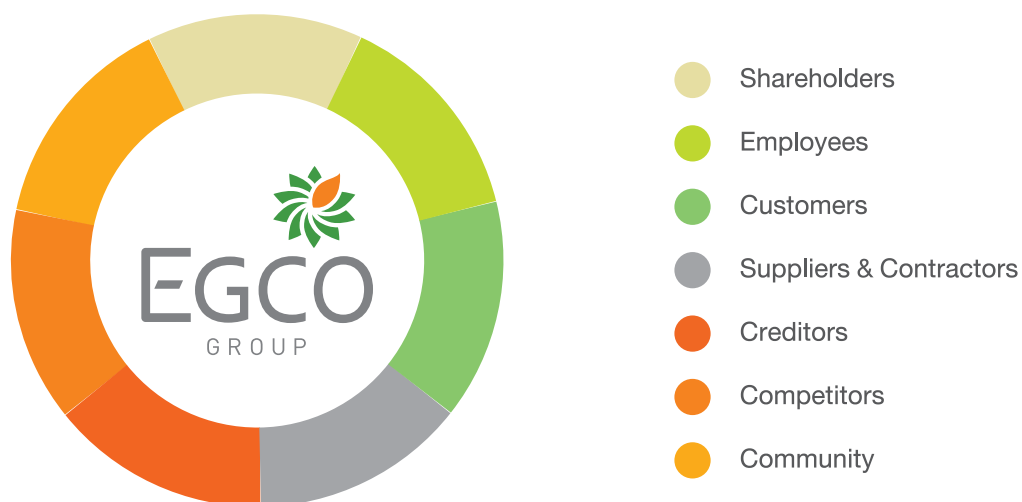


Directions & Strategies

EGCO recognizes the importance of conducting its business with the responsibility and consideration for all stakeholders, whether they will be an individual or an organization that might be affected positively or negatively by its operations. EGCO is also committed in giving a fair treatment to all stakeholders by emphasizing on appropriately identifying the stakeholders based on changing business operations format or increasing business expansions. The company continuously reviews stakeholders' requirements and expectations to ensure its fair treatment to all stakeholders. Responsibility towards stakeholders and implementation guidelines were declared in a written statement as well as published in the company's website for the acknowledgement of all concerned parties.



EGCO Group's Stakeholders



Shareholders' Policy and Treatment Guidelines

1. Shareholders Treatment Policy

The company respects the rights of shareholders and strictly regards their rights at all times.

- Support shareholders to receive adequate and appropriate information
- Encourage shareholders to attend and vote in the shareholders' meetings
- Do not violate or deprive shareholders' rights
- Dedicated in building company's growth with genuine potential and capability to ensure shareholders' sustainable return from efficiency and good operating results

2. Employee Treatment Policy

The company believes in the value of our human resources and strives to become the employer of choice by promoting employees' participation as well as equal opportunity for career advancement. Employees will be encouraged to join the development program to enhance their capabilities to bring out their highest working potentials to undertake tasks in a competent manner and maintain its leadership in the business.

- We will treat our employees with respect and honor.
- We will take action to ensure that qualified applicants are given equal opportunity to be employed with regards to the required qualification, educational background, experience and other requirements on a non-discriminatory basis regarding gender, age, nationality or religion.
- We will fairly remunerate our employees in consistent with the job requirements and performance taking into account the Company's ability to pay.
- We will encourage our employees to enter into the development program to enhance the work efficiency and for career advancement.
- We believe that good communications will foster efficiency and good relations. As such, we will keep our employees informed and updated of the relevant information as much as we can.
- We will provide a communication channel for employees to submit questions and complaints relating to work which we will seriously consider and remedy the problem to benefit and to promote good relations among all concerned parties.



3. Customer Service Policy

The Company always commits to provide the followings to each and every customer.

- We will deliver reliable services in accordance with the trade agreements.
- We will deliver good quality services that meet the specifications with care and efficiency.
- We will provide advices to the customers on the measures to economically and efficiently use the energy.

4. Policy for Procurement of Goods and Services for Suppliers and Contractors

The company requires that all aspects of the procurement of goods and services be conducted in compliance with ethical standards. In addition, the company aims at developing and securing sustainable relationship with suppliers and contractors on the bases of value for money, technical quality and mutual trust. The followings are guidelines the company strictly adheres to:

- Competitive tendering with equal information,
- Objective evaluation of tenders and selection of suppliers and contractors
- Appropriate forms of contract
- Effective monitoring system and management control to ensure proper fulfillment of contractual obligations, to detect and prevent bribery, fraud or other malpractices throughout all stages of the procurement process
- Prompt payment consistent with the mutually agreed terms of trade

5. Competitor Treatment Policy

The company will operate its business within prescribed rules and regulations. The company will not, at all times, employ dishonest or inappropriate means such as bribery to seek competitive advantage. The company will not damage the competitors' reputation by false allegations.

6. Creditor Treatment Policy

The Company will honor the commitments with the creditors;

- We will strictly comply with the financial obligations and any term or condition stated in a financial agreement. We shall never resort to dishonest means such as concealment of financial information.
- If there is any situation that will affect the creditors such as the insecure financial position, we will notify the creditor in advance so that we can explore ways to resolve the problem situation together.

7. Community and Society Participation Policy

7.1 Participation in the development of communities surrounding the power plants

- Support and develop the better quality of life of the communities surrounding power plants
- Foster and encourage employees as well as other relevant parties to operate their business with responsibility to the community
- Disseminate the company's operating results to community and public on a regular basis
- Seek opportunities to exchange and share experiences and information with other organizations for continuous improvement

7.2 Participation in social development policy

- Involved in social development projects or activities in alignment with the company's core competency
- Build employees' awareness, understanding as well as encourage employees and other relevant parties to participate in social development activities
- Implement long-term projects and activities to generate sustainable results for the society
- Seek opportunities to exchange and share experiences and information with other organizations for continuous improvement

Stakeholders' Expectations and Participation

EGCO has implemented several formal surveys relating to stakeholders' satisfaction such as satisfaction survey and complaint filing as well as informal formats such as non-scheduled meetings, company visits or acquiring information from various media channels in order to combine these survey results into the company's action plans to respond appropriately and adequately to a specific group of stakeholders.

Stakeholders	Expectation	Participation
1. Shareholders & investors	<ul style="list-style-type: none"> • Sustainable return on investment • Good governance policy • Risk management policy • Equality of rights and fair treatment • Disclosure of genuine, completed and adequate information 	<ul style="list-style-type: none"> • Shareholders' meeting • Annual report • Power plant visits • Quarterly meetings for analysts and investors • One-on-One Meeting • Conference calls • Company's roadshow • Quarterly publication of LIFE magazine • Complaint filing through complaint submission channels
2. Employees	<ul style="list-style-type: none"> • Fair compensation and benefits comparable to other businesses in the same industry • Promotion of career path advancement consistent with employees' competency and knowledge • Competency development • Job security • Safe and pleasant working environment 	<ul style="list-style-type: none"> • Communication day activities • Business update meetings • Communication channels such as intranet • Employee satisfaction survey with regard to the company's communication channels
3. Customers	<ul style="list-style-type: none"> • Generate and sell electricity specified in the Power Purchase Agreement (PPA) • Reliable power producer and generator • Appropriate price • Business operation with responsibility and concern towards community, society and environment 	<ul style="list-style-type: none"> • Meetings with EGAT's staffs to exchange and share information and experiences • Activities with EGAT's staffs

Stakeholders	Expectation	Participation
4. Suppliers & Contractors	<ul style="list-style-type: none"> Fair and transparent procurement Acceptable payment period Exchange of experiences and expertise 	<ul style="list-style-type: none"> Activities with EGAT group Golf invitation activities with EGAT group and other related organizations
5. Creditors	<ul style="list-style-type: none"> Compliance with loan provision Debt-paying ability Disclosure real financial status 	<ul style="list-style-type: none"> Meetings
6. Competitors	<ul style="list-style-type: none"> Business operations under a fair play basis Free and fair competition 	<ul style="list-style-type: none"> Information from public forum
7. Community and Society	<ul style="list-style-type: none"> Responsible business operations with concern on safety and environment Full disclosure of information Participation in developing people's quality of life 	<ul style="list-style-type: none"> Meeting with POWERFUND Power plant visits Projects to improve people's quality of life Quarterly publication of "Sook Jai" magazine Complaints filing and complaints submission channels

Business Operations in 2014

1. Shareholders and Investors

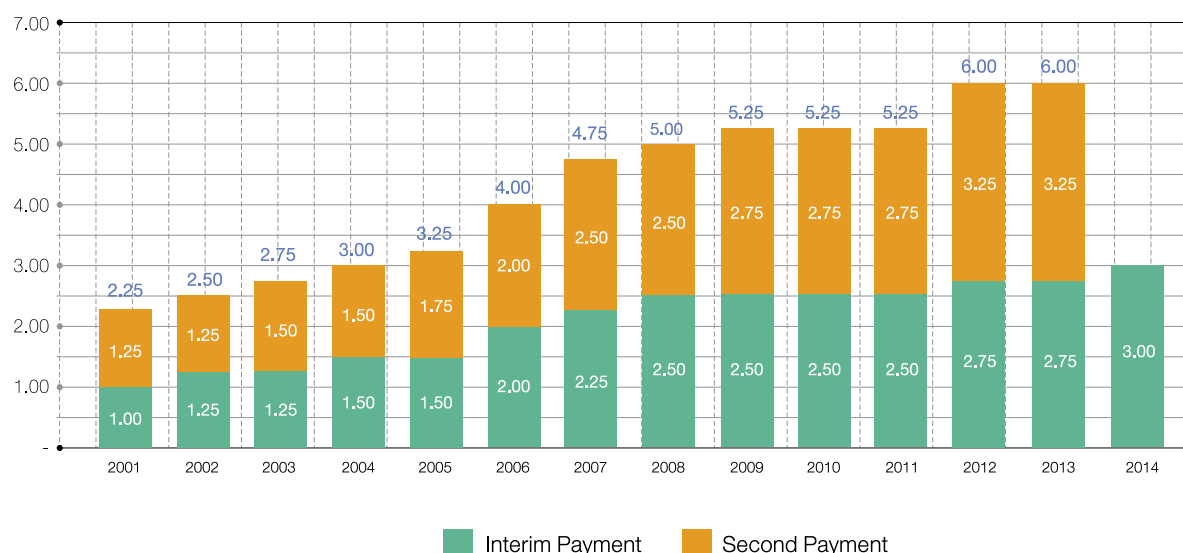
EGCO clearly stated its code of conduct and business ethics to continuously prosper with genuine competency and solid operation so that the shareholders will gain sustainable returns and benefits. EGCO respects the right of shareholders and investors to equally receive necessary information for their assessment of the company. The company is committed to disclose its operating results, financial status as well as other supporting information as required by the Stock Exchange of Thailand (SET) and the Securities and Exchange Commission (SEC).

Share price

The average share price in 2014 was 146.28 baht per share, an increase of 36.70% from 2013. The highest closing price was 174.50 baht on November 4, 6 and 18, 2014 while the lowest closing price was 120.50 baht on January 6 and 7, 2014. The price-earning ration (P/E ratio) as of December 30, 2014 was 11.49.

Dividend payment

EGCO's dividend payment policy specifies that shareholders will receive dividend twice a year at the approximate rate of 40% of the net profits of consolidated financial statements after income tax deduction or at the amount that gradually and regularly increases without other necessary requirements such as the company's future business expansion or dividend payment substantially affecting normal operations whereby the dividend paid shall not exceed the accumulative profits of the company's financial statements.



Statistics of EGCO's Dividend Payment

Shareholders and investors relations

EGCO has designated the Investor Relations Unit to be responsible for providing accurate, sufficient and prompt information to shareholders, investors and analysts equally. Shareholders and investors can also share their comments by contacting the unit directly at 0 2998 5147-8 or ir@egco.com. Besides, EGCO has provided various communication channels and activities for shareholders, investors and the company's senior executives as described below.

- Investors and executives meeting**

EGCO organizes quarterly meetings for investors and analysts to report its operating results in which the Managing Director, Deputy Managing Director and Senior Executives will regularly participate in such events.

- Power plant visits**

EGCO organizes shareholders and investors' visit to the company's power plants to create a better understanding about its business operations and to provide a chance to meet the company's executives. This event is open to all shareholders to register for attendance on the Annual General Meeting. In 2014, shareholders and investors were invited to visit the Solarco power plant in Nakhon Phanom province as well as provided useful information and knowledge about the plant. Furthermore, in 2014, EGCO also invited analysts and investors to visit Theppana Wind Farm power plant in Chaiyaphum.

- One-on-One Meeting**

EGCO organizes the One-on-One Meetings for investors and analysts upon their request, which are regularly attended by the company's senior management and the investor relations unit. If either party cannot attend the meeting in person, conference calls are organized to facilitate every party's convenience.

- Company's roadshow**

In 2014, EGCO participated in various roadshows to meet individual and institutional investors, both domestic and overseas including events arranged by SET, Tisco Securities Public Company Limited, Phatra Public Company Limited and SET in the City 2014 held by SET.

- **Newsletter**

EGCO issued its quarterly “LIFE” magazine to the shareholders. The newsletter’s contents encompass news, operating results, activities, company’s calendar and other useful insights. Shareholders can obtain the company’s news and information through e-mail alerts from the company’s website.

- **EGCO’s website**

EGCO broadcasts its roadshow information, quarterly operating results, analyst meeting’s video clips via webcast on the company’s website, available in both Thai and English version immediately after the meeting is over.

In addition, EGCO regularly updates its website so that shareholders and investors can have an easy access to prompt and accurate information which include the followings:

1. Previous and latest share price
2. List of analysts who publish their reports on EGCO’s share price
3. Analysts’ meeting schedule

2. Employees

Fully aware that its employees are the key factor to the organization’s long-term success and sustainability, EGCO Group focuses on the well-being of its employees and their competency development. In 2014, EGCO Group established policies for human resources development by emphasizing business knowledge and understanding for employees at all levels so that they can cope with business expansion and feel proud of themselves as being a member of the organization. The company classifies its responsibility for employees into 5 major areas as follows:

- **Compensation and benefits**

EGCO Group sets its compensation system based on job position, responsibility and employees’ competence and provides them with benefits and welfare based mainly on individual necessity, appropriate reasons and principles. The annual increase in employees’ salaries at every job level will be considered primarily on 2 major components as follows:

- The organization’s success, salary increase rate of other companies in the same industry as well as economic condition of that particular year
- Individual performance and perseverance

All of these are to ensure that employees are fairly remunerated and to maintain competent employees with the company.

Moreover, EGCO Group constantly studies, analyzes and compares compensation and benefits with other organizations in the same industry to guarantee that its employees receive proper compensation, benefits and welfare comparable with the industry. In 2014, EGCO cooperated with HR Power Network consisting of human resources units from 14 different electrical companies to exchange ideas and information on human resources management, especially on the issue of employees’ compensation and benefits.

In addition, EGCO had set up the new Welfare Committee which takes 1 - 2 years position during 2014 - 2015. The Welfare Committee is comprised of volunteer employees to monitor, follow up and provide recommendations to enhance the efficiency of welfare management, which in turn,

enabling the company to respond satisfactorily to employees' needs at every level as well as promote favorable relationship between the company and its employees

- **Competency development and career advancement**

EGCO's business expansion as an electricity generator and provider as well as new business investment in energy provides employees with the opportunity to advance within their chosen profession. Apart from compensation and benefits, the company also promotes employees' career path in alignment with their knowledge and competency. Moreover, the company established the promotion system in line with its human resources management policy whereby the importance of employees is emphasized and the promotion is considered by the committee who collaboratively select and voice their opinions. Besides, EGCO is also committed to increasing employees' competency to respond to the company's growth and expansion.

In 2014, the company organized a training program to enhance knowledge and skills for junior executives and employees. The program encompassed general knowledge about electricity business such as conditions and operations of electricity industry, necessary skills such as presentation skills, management skills and leadership in order to apply them in real working situations. Besides, EGCO also promotes executives and employees to prepare an individual development plan to align with their career advancement in the future.

- **Employee relations**

EGCO Group realizes the importance of individual and teamwork; therefore, organizational values and culture are embedded among employees to promote acceptance and respect towards individual differences. This, in turn, will lead to effective collaboration and teamwork among employees.

It is the company's belief that good relationship is one factor stimulating employees to work satisfactorily. When employees are happy and have competence appropriate with their job resulting from continuous training and development, their performance will be more efficient as well. The company's operations will eventually succeed as expected.

In 2014, EGCO Group organized the following activities to strengthen relationships among its employees.

- **Communication Day:** a quarterly semi-formal gathering in which executives and employees meet to share their opinions, news and any movements both inside and outside organization. Employees will be given an opportunity to present, exchange ideas as well as ask the executives questions.
- **Sports Day:** an annual activity regularly held in December to strengthen relationship among employees through sports activities such as bowling.

In addition, EGCO also organized other activities to promote internal relations within the company; namely, New Year's party, religious and cultural activities such as the ceremony of offering robes to monks and the Kathin ceremony. In 2014, the company made merits with 9 temples in the area surrounding its power plants and also promoted employees' club activities such as photo club, Dharma club, golf club and sports and recreation club.

Meanwhile, in 2014, EGCO Group also communicated its news, information, organization's movements in business, social responsibility and internal activities through different channels; for example, electronic mail, intranet, bulletin boards, posters and mobile phones to exchange information between the company and its staffs.

- **Safety, occupational health and work environment**

EGCO Group realizes the importance of safety issues, occupational health and work environment by establishing “EGCO Group’s standards and manuals on safety issues, occupational health and work environment” for the company and its power plants to uphold. EGCO is committed to create a safe and pleasant work environment for both employees and other related parties by taking all measures to eliminate possible risks from accidents, injuries and sickness caused by work. Besides, EGCO also encourages consciousness, awareness and understanding of safety, occupational health and pleasant work environment for all staffs and other relevant parties.

In 2014, EGCO Group organized an annual health check-up for its employees including fire drills, exhibition to stimulate employees’ awareness on safety issues. The company also set up a monthly meeting of the committee responsible for the safety, occupational health and work environment to monitor and follow up the company’s operations on these specific matters.

- **Participation in community and social development activities**

EGCO Group believes in encouraging employees’ competency and value through participation in community and social development activities. Employees will be encouraged to collaborate with the community surrounding the company’s power plants to initiate projects that help promote and preserve their quality of life. Volunteer employees participate in projects for improving the quality of life for community near the power plants as well as attend activities that promote learning of energy and environment among children and the conservation of watershed forests. These projects are aimed at promoting collaboration between EGCO’s staffs and other private and public sectors including communities.

In 2014, EGCO’s employees continued to participate in 58 projects for community and society; for example, volunteer staffs in EGCO’s Thai Rak Pa Youth Camp Project, volunteer in the management and construction of hydroelectric power plant project, lecturer in maintenance techniques for hydroelectric power plant in “One Watershed, One Source of Energy” Project, lecturer in power generation from various types of fuel to educate young people in “Energy for Life on Tour” under “Energy for Life...How to Fight Global Warming with Sustainable Living” and electrical system repair for communities’ project etc.

3. Customers

EGCO Group is proud of its roles, duties and responsibilities as a power generator and distributor for the Electricity Authority of Thailand (EGAT) and industrial users and as an energy service provider in terms of operation, maintenance, engineering and construction. The company also provides training to power as well as industrial plants, both domestically and internationally. In addition, EGCO undertakes responsibility as water producer and distributor to Provincial Waterworks Authority (PWA) by adhering to the principle of reliability, fairness and promotion of good relationships. In 2014, EGCO implemented in the following business:

Power business: EGCO Group continues to generate and sell quality electricity at the required quality and conditions prescribed by EGAT and industrial consumers in order that customers will have enough electricity for use in their business operations. EGCO Group’s power plants have higher plant availability that that specified in the Power Purchase Agreement and also higher than the annual target.

Energy service business: EGCO Group can maintain customers' satisfaction in the "excellent" level. Customer satisfaction survey shows that customers are satisfied with the company's service and performance, with a satisfaction survey result of 94.61 percent.

Water business: EGCO Group puts a strong emphasis on "quantity" and "quality" in providing water to PWA in Rachaburi and Samutsongkram provinces. In 2014, EGCO Group could provide water up to the amount required by customers, which was 35,634 cubic meters per day, higher than the contracted amount of 35,400 cubic meters per day. Quality of water generated is higher than the industrial standard. A survey conducted by the Department of Health, Ministry of Public Health between 2012 - 2014 certified that water produced by Egcom Tara is "drinkable".

4. Suppliers and Contractors

EGCO Group realizes the importance of "suppliers and contractors" as business partners that help promote sustainable development. The company aims at treating all suppliers and contractors with fairness and equality and ensuring mutual benefits. In 2014, the company did not have any legal disputes with suppliers and contractors.

5. Creditors

EGCO Group endeavors to ensure its compliance with the loan provision and to correctly and completely disclose the company's financial status. In 2014, the company complied with every condition required by creditors and there was no event of default.

6. Competitors

EGCO Group conducts its business on a fair play basis. The company does not violate any laws or regulations to take advantage of competitors. EGCO Group provides useful insights concerning rules and codes of conduct to benefit all concerned parties. The company will not employ any disgraceful approach such as bribery in order to gain competitive advantage, get competitors' confidential information or make false accusations to discredit their reputation. In 2014, there was no dispute or claim against EGCO Group from any competitors.

7. Community and Society

EGCO Group emphasizes on living harmoniously with communities; therefore, it commits to take part in promoting and improving the quality of life of communities surrounding its power plants by focusing on their needs and participation. The company's policy regarding community and society encompasses the following:

- Job opportunities
- Skills development
- Facilities development
- Promotion of learning among young people
- Conservation of natural resources and environment

In 2014, EGCO Group showed its responsibility towards community by hiring local people and more than 80% of contractors and staffs are local labors in the area near the power plants. EGCO's power plant in Thailand and in Philippines implemented 60 projects including 9 projects of skills development, 12 projects to promote good hygiene, 20 projects to develop infrastructure, 11 projects to promote learning among youth and 8 projects concerning natural resources and environmental conservation.

As for social responsibility, EGCO realizes the importance of promoting learning of energy and environment to younger generation. The company is well aware that learning should start from early childhood, especially the promotion of consciousness in appreciating the value of natural resources which is the prime factor of all sorts of energy. Therefore, EGCO continues its “Energy for Life...How to Fight Global Warming with Sustainable Living” Project in collaboration with Energy Policy and Planning Office, Ministry of Energy and Office of the Basic Education Commission under the Ministry of Education. This project aims to provide young people with comprehensive knowledge of electrical energy during the project duration from 2013 - 2015. In 2014, the company implemented the “Energy for Life on Tour” activity to educate students about electricity as well as set up the “2014 Outstanding Student Project” competition in order to encourage children from 60 participating schools to apply their knowledge in a science project that emphasizes on analytical thinking, problem solving and real life application.

Furthermore, EGCO considers media as an important medium to communicate with all stakeholders and public. Thus, the company stresses on disclosing news and information to media on the basis of fairness and truthfulness. Information and news disclosed must be update and based primarily on media’s requirements. Therefore, the company divides its responsibility and media participation into 4 major areas as follows:

- **Communicate the organization’s news and movements**

In 2014, EGCO held 4 press releases relating to its business performance and future directions, 5 executives’ special interviews, a youth camp activity in cooperation with the media, 23 public relations articles in which the target groups comprise of shareholders, investors and general public, the dissemination of information relating to the company’s responsibility towards society especially its role as the lecturer on electricity power for young children in rural areas. In 2014, EGCO published 525 news for media, comprising of 349 business related news and 176 social responsibility related news.

- **Participate in educate and enhance understanding in electricity industry and business**

In 2014, EGCO in collaboration with the media, successfully produced a short documentary about electricity power situation in Thailand, the procedure of generating power from renewable energy; for example, hydroelectric power, solar power, wind power including the capability in developing Thailand’s renewable energy.

- **Media relations**

EGCO strongly believes in good relationships with media which will bring about mutual acceptance and trust. In 2014, the company implemented various activities to promote good relations with the media; for example, supporting the seminar or conference aimed at improving the media’s competency and knowledge of electricity industry and business, participating in the New Year’s party with the media as well as joining in the celebration of media’s founding day.

- **Community and society development**

With the belief that everybody can participate in developing a better community and society, the EGCO has always supported social activities the media innovated and implemented. In 2014, the company supported 3 educational and public utility activities for people in rural areas, an activity to promote youth’s learning and competency development as well as an activity to promote health consciousness for general public.

Review of the Specification of EGCO's Stakeholders

In 2014, EGCO reviewed its specification criteria for all stakeholders, taking into account the effects the stakeholders bring to the organization and vice versa. These effects include the effects on economics, society and environment. The company has categorized another 4 groups of stakeholders by differentiating them more clearly. These 4 groups comprise of business partners, contractors, government sector and non-governmental organizations as the company's stakeholders. The company's expectation and direction for this group of stakeholders will be described as follows:

Stakeholders	Expectation	Direction for participation
Business partner	<ul style="list-style-type: none"> Financial strength Personnel's knowledge and expertise Fair and transparent business operations Integration of each organization's strength for mutual benefit 	<ul style="list-style-type: none"> Meeting Company's visit Complaints filing and channels for submitting complaints, suggestions and recommendations
Contractors	<ul style="list-style-type: none"> Operate business as a good business partner and maintain good relations Fair and ethical treatment as well as emphasizing on mutual benefits 	<ul style="list-style-type: none"> Meeting Company's visit Complaints filing and channels for submitting complaints, suggestions and recommendations
Government Sector	<ul style="list-style-type: none"> Compliance with relevant laws, rules and regulations Management of environment and community Prevention of unethical conducts and support business operations on the basis of fairness Disclosure of correct, completed and adequate information 	<ul style="list-style-type: none"> Meeting Company's visit Complaints filing and channels for submitting complaints, suggestions and recommendations
Non-governmental Organization	<ul style="list-style-type: none"> Business operations with the least impact on community and environment Participation in environmental and community development Disclosure of correct, completed and adequate information 	<ul style="list-style-type: none"> Meeting Company's visit Complaints filing and channels for submitting complaints, suggestions and recommendations

Currently, EGCO is in the process of developing operating directions for these 4 groups of stakeholders as well as specifying their involvement in EGCO's business and improving their operation to be more systematic in the future. All of these are to assure that EGCO has performed its duties responsibly, fairly and in compliance with stakeholders' expectations.

[Sustainable Business Operations]

Management Directions

For EGCO, sustainable business operations mean a continuous and steady growth as well as long-term persistency with acceptance and trust from stakeholders and general public.

As the first independent power producer in Thailand, EGCO realizes the importance of power generating business as a major factor in strengthening the stability of electricity system both in Thailand and in every country the company operates its business. The company is dedicated to become the leading Thai company with sustainable business operations and responsibility towards environmental and social development. EGCO emphasizes on the systematic and continuously developed management on the basis of good corporate governance and responsibility to all stakeholders and had stated this mission in a written document. The principal of good corporate governance and responsibility to stakeholders have been disclosed on the company's website.

Policies for Sustainable Business Operations

1. Environmental Policy

The company has the strong intention to operate its business to ensure its adherence to social responsibility by setting its core issues as follows:

- Manage its business with the goal to prevent any negative impacts to the environment and operates in compliance with laws.
- Develop operation procedure as prescribed by international standards as well as review and regularly evaluate the company's performance
- Foster and encourage employees and other relevant parties to be responsible for the environment
- Maintain the environment and biodiversity within the area of operation to create balance in ecology system
- Participate in minimizing green-house effect gases which affects the climate change
- Exchange knowledge and experiences with other organizations to continuously improve efficiency

2. Occupational Health and Safety Policy

The company believes that occupational health and safety issues are its major responsibility and a main factor of its sustainable growth and development. Therefore, the company established the codes of conduct to facilitate working conditions for all employees and other concerned parties. Business ethics regarding health and safety issues are stated as follows:

- Prevent work-related risks such as accidents, injuries and sickness by engaging employees' participation as well as limiting and controlling risks caused from careless behavior.
- Cooperate with the government sector and other relevant parties in controlling emergency or accident caused by fast, efficient and careful behavior.
- Conform to laws and regulations regarding safety issues, enforcing reliable safety measures and standards in case there is no applicable law or regulation available.
- Design tools and equipment as well as guidelines, operation plan and training to educate employees to receive adequate news and information concerning safety procedures so as to prevent any injuries or accidents caused by machines or operation process.
- Employees who work while having drugs or alcohol in the amount that may cause harmful incidents at work must be penalized.

3. Human Rights Policy

The company specifies the Board of Director, executives and all employees to respect the principle of human rights at all times.

- The company encourages all employees to exercise their rights within the criteria prescribed by law and constitution.
- The company strictly keep employees' personal information such as biography, health record and work experience with the utmost discretion and confidentiality. Disclosure or transfer of employees' information to the public can be done only after obtaining permission from that employee. Without the permission of such employee, it will be considered a violation of the code of conduct and may result in some disciplinary actions except when it is done in accordance with the company's regulations or legal requirements.
- The company will not, at all times, supports any business that violate human rights policy and bribery.
- All employees must not violate or abuse other people whether by words or by actions on the basis of nationality, gender, religion, age and physical or mental disabilities.

4. Intellectual Property Policy

The company will comply with the legal requirements on intellectual property and copyrights. Using the work or information that belong to a third party requires proper checking to prevent violation of intellectual property.

- Work resulting from compliance with duties will be considered the company's intellectual property.
- On the resignation day, employees must return every intellectual property including any works and inventions to the company.
- Employees using the company's computer have to use it only with the software authorized by the copyright's owner and must use that software only at work and only for the company's purpose to prevent the violation of intellectual property.
- Using the third party's works or information requires careful checking in order not to violate the intellectual property code of conduct.

5. Anti-Corruption Policy

Anti-Corruption Policy is disclosed in corporate governance report section.

6. Whistleblowing Policy

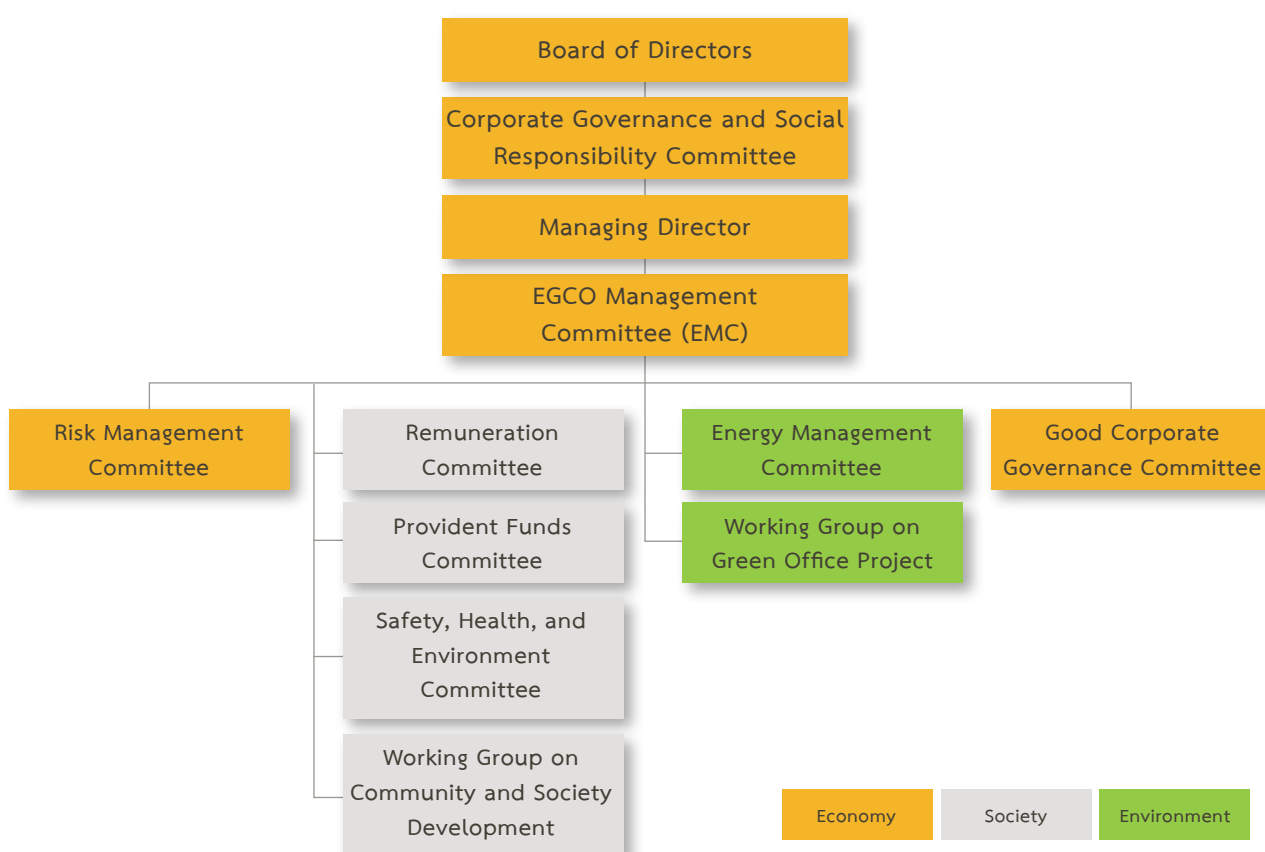
The company sets up the policy for whistleblower program and complaints for any wrongdoings or bribery actions of both its staffs and other stakeholders. The company also puts in place measures to protect the whistleblowers so as to keep reported information and their identity confidential and will be acknowledged only among responsible parties.

The Management Structure for Sustainable Business Operations

EGCO has established the management structure for sustainable business operations to monitor its operations in compliance with prescribed guidelines and policies for the Board and the executive level to adhere to as well as to guarantee that the operations of the Group is efficient and continuously developed and improved.

As for the Board level, EGCO has set up the Corporate Governance and Social Responsibility Committee as a sub-committee to monitor the company's sustainable business operations.

For the Management level, EGCO has set up the unit responsible for monitoring sustainable business operations in the area of economics, society and environment. This unit shall report directly to EGCO Management Committee (EMC) which consists of the President acting as the Chairman of the Committee, Senior Executive Vice Presidents and Executive Vice Presidents from every business units as the Committee's member. The EMC structure is described as follows:



Follow up and Monitoring of Sustainable Business Operations

According to the guidelines of sustainable business operations, EGCO Management Committee (EMC) is responsible in specifying practices for sustainability by taking into account all stakeholders in their decision making process and the company's business operation procedures. EMC shall communicate such practices to Board of Directors or each working committee, set up the scope of responsibility to relevant personnel, follow up and evaluate their performance in each area on a regular basis.

As for the company or power plants that EGCO owns less than 50% share, EGCO has monitored their sustainable business operations through such company's Board of Directors in which EGCO's Management were assigned to be that company's or power plant's Board of Director and are responsible for monitoring and directing their sustainable business operations.

Criteria for Sustainable Business Operations and Roadmap of EGCO Group

EGCO has put a strong emphasis on sustainable business operations by comparing its current performance with SET guidelines as well as international standards on an annual basis. In 2014, the company aimed at integrating sustainability issues into its corporate plan and also developing management format, specifying goals, indicator and action plan more clearly and efficiently. Therefore, the company had set a 5-year operation plan and roadmap (2014 - 2018) which can be separated into 6 steps as follows:

- Step 1:** Compare current business operations with SET guidelines as well as international standards in the area of sustainability and present these issues to the company's management.
- Step 2:** Exchange opinions between the Management and experts in sustainable development and social responsibility.
- Step 3:** Review and specify the organization's stakeholders as well as their expectations.
- Step 4:** Consider negative and positive impacts of the company's business process on all stakeholders.
- Step 5:** Propose other important issues to the Management and Good Corporate Governance and Social Responsibility Committee.
- Step 6:** Specify important issues of sustainability indicated in the roadmap so as to identify goals, indicator and action plan.

Evaluation Results on Sustainability

1. Good governance and business ethics
2. Anti-corruption and bribery
3. Human rights policy
4. Product and quality control
5. Local employment
6. Prevention of the company's effect on community and society as well as participation in community and social development

7. Environmental management

- 7.1 sustainable use of natural resources
- 7.2 management of greenhouse gas impact
- 7.3 prevention and restoration of biodiversity

EGCO Group's 5-year Roadmap for Sustainability (2014 - 2018)

EGCO has selected issues that have important implications to its business operations and every stakeholders. The company has integrated these issues in its roadmap to further develop goals, indicator and action plan with the purpose to encompass the area of economy, society and environment for the security of electricity system and the steady growth of the society at large which will be described as follows:

Roadmap

Issues	2014	2015	2016	2017	2018
Stable economy in electricity power business	• maintain availability payment of power plants				
	• expand the investment by generating electricity from different types of fuel				
	• operate machines and maintain power plants in a good condition				
Sustainable environment	• preserve the efficient use of power plants' fuel				
	• invest in power plant project				
	• conserve natural resources and biodiversity				
Strong community and society	• develop employees' competency and encourage them to have social responsibility				
	• employ local people				
	• participate in the development of quality of life for communities surrounding the power plants				

EGCO has specified goals and indicators for each area of sustainability by comparing with past performance. The company is currently in the process of improving its goals and indicators to conform to international standards and to be comparable to other leading companies in the same industry.

Materiality Assessment

EGCO has evaluated the materiality assessment by applying GRI Reporting Principles for Defining Report Content as follows:

1. Identify materiality assessment by considering both negative and positive impacts of the company's business operations on all stakeholders, business characteristics, sustainability in electricity industry, expectation of stakeholders by conducting a survey in which the respondents will reply via different communication channels, last year's sustainability report and opinion sharing with other experts in the industry.
2. Prioritize materiality assessment by taking into account the stakeholders' viewpoint on the importance rating of that particular issue in terms of its impact level, the diversity of such impact, the expectation in problem solving and disclosing information.
3. Prioritize materiality assessment by considering the importance of that particular issue in terms of impending risk on the company's business operations, long term impact on the organization and the opportunity that the company may benefit from this issue in the long run, all of these will be conducted by the Management.
4. Present highly significant issues such as sustainability topics and operations in the company's annual report. The less important issues will be presented directly to each group of stakeholders via EGCO's website or other communication channels.
5. Review the content of the report comparing with relevant criteria of the report to ensure its compliance with the principal of good quality report.

Classification of the Report's Scope



[Practices for Sustainable Development]

EGCO Group always conduct its business with the emphasis on the responsibility towards communities, social and environmental concern as well as its stakeholders. The Company's annual report is based on the Materiality Assessment which covered economy, environment, community and society aspects and presented in areas being Operational Excellence, Responsibility towards the Environment and Responsibility and Competency Development for Employees aligning with the good corporate governance policies and standards prescribed by SET and SEC as well as the framework of the Global Reporting Initiative (GRI G4)

1. Operational Excellence

EGCO Group continues to develop its business in response to the company's sustainable growth and to adhere to its principle of conducting business with social and environmental responsibility as well as operational excellence aiming to enhance its competitiveness. The company focused on the efficiency of commercially operated power plants and management of projects under construction and development to comply with the specified schedule and budget. Also, EGCO consistently seeks business expansion opportunity which in turn, helps create trust and confidence among stakeholders and general public. The company continuously provides satisfactory shareholders' return through risk management process. Listed below are significant policies and guidelines that EGCO Group and its subsidiaries must adhere to in order to ensure their sustainable growth and development.

1.1 Continuously seek new opportunities

EGCO is strongly committed to continuously build and develop its electricity business. Thus, the company has set its goals in building the sustainable growth and development by seeking investment opportunities for the company's long-term success. With the changing situations in terms of economy, society, environment, constant changes in the government agencies' policy as well as increasing competition in the electricity business of various private agencies, EGCO Group has therefore reviewed its business directions and adjust its strategies from recent IPP focus to considerably expand its business opportunity in SPP and VSPP business. Renewable energy power plants also gained weight in EGCO's investment as well as the investment in Asia-Pacific region.

As for the business expansion abroad, EGCO Group realizes that the structure of its electricity industry, including economic, social and environmental conditions differ from countries to countries. Therefore, EGCO has studied and analyzed every facets of procedures, regulations, competitions as well as taken into consideration the social and environmental contexts before investing on any projects. The company has co-invested with local business partners by possessing few shares in the beginning so as to understand and get accustomed to the electricity business condition in that particular area before planning on its further investment or expansion.

EGCO Group has consistently expanded its business investment to cover the Asia-Pacific Region for many years. In 2014, the company was able to expand its investment in 2 power plants overseas; namely, Mazinloc coal-fired power plant, Sambales province, Luzon Islands, Philippines with the total electricity capacity of 241.2 megawatts as indicated in the PPA and Star geothermal power plant in Indonesia which comprises of 2 main units with 110 megawatts for the first unit and 117 megawatts for the second unit. The electricity capacity as specified in the PPA and EGCO's shares

equal 45.4 megawatts. This amount confirms that EGCO has continued to invest in the Asia-Pacific Region such as Australia, Laos, Philippines, Indonesia which equals to 19% of all its production capacity.

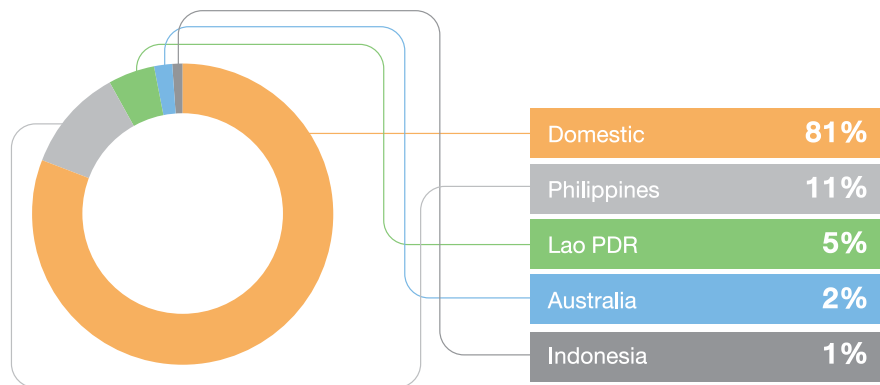


Figure 1: Ratio of overseas power plants compared with EGCO's overall production capacity.



Figure 2: Map of EGCO's investment in overseas power plants

1.2 Management of projects under construction and development

An important strategy EGCO always emphasizes on and considered as a major success factor for the organization is **the management of its power plants which are under construction and development** to be efficiently completed and commercially operated on the commercial operation date (“COD”). EGCO places a strong emphasis on the prevention and the reduction of negative impacts that might occur to the communities surrounding the power plants. Therefore, in the EPC Contract, EGCO will state clearly that every contractor must conform to preventive measures as prescribed in the Environmental Impact Assessment (EIA) as well as comply with laws, regulations and guidelines specified by monitoring agencies. Also, the company must prepare monthly performance report for all participating parties to closely monitor its project’s construction and development.

In 2014, EGCO has 8 power plants under construction and development with the total production capacity of 1,709.25 megawatts. Nonetheless, every ongoing projects have progressed according to the construction and development plan and EGCO expects to commence their commercial operations within the time limit.

Table 1 EGCO power plants under construction and development (Year 2014)

Power Plant	Location	Fuel Type	Equity %	Contracted Capacity by proportion of shareholding (MWe)	COD
1. Boco Rock Wind Farm Pty limited	Australia	Wind	100	113.00	November 2014
2. GIDEC Company Limited	Songkhla	Waste	50	3.25	December 2014
3. Khanom 4	Nakhon Si Thammarat	Natural Gas	100	977.00	2016
4. Chaiyaphum Wind Farm Company Limited	Chaiyaphum	Wind	90	81.00	2016
5. Banpong Utilities Company Limited (TP Cogen)	Ratchaburi	Natural Gas	100	125.00	2017
6. Banpong Utilities Company Limited (SK Cogen)	Ratchaburi	Natural Gas	100	125.00	2017
7. Klongluang Utilities Company Limited (TJ Cogen)	Pathumthani	Natural Gas	100	125.00	2017
8. Xayaburi Power Company Limited	Lao PDR	Hydropower	12.50	160.00	2019

1.3 Management of Commercially Operated Assets

EGCO is strongly committed to develop the electricity business by employing the efficient management system, coupled with concern and responsibility for communities, society and environment surrounding all power plants EGCO has been operating. For the past year, EGCO emphasized its business strategies by expanding investment in new projects, while at the same time, continued to manage the project under the construction and development phase to progress as specified plan and budget. After the power plant can operate commercially, the next operation which EGCO deems important is the management of power plant (asset) commercially operated both domestic and abroad to generate electricity with the highest efficiency. Furthermore, EGCO realizes the importance of financial management and power plant's operation to guarantee its highest performance and to benefit all shareholders which ultimately will help the company to achieve its obligation in building sustainable growth.

Currently, EGCO business can be categorized into 4 main groups as follows: Independent Power Producer Group (IPP), Small Power Producer Group (SPP), Very Small Power Producer Group (SPP) and Oversea Power Producer Group. Each type of power plant uses different types of technology; for example, combined cycle power plant, cogeneration power plant, hydro power plant, solar power plant and wind power plant. Different types of fuels used vary as well such as natural gas, coal, rice husk and para wood. Therefore, in order to manage the power plant to operate most efficiently, different knowledge and understanding are truly necessary. EGCO also hired employees with high expertise and skills in power plant operation, coupled with effective management covering all aspects such as economy, society and environment. These factors have a direct impact on the company's sustainable growth and development in the long run.

In 2014, EGCO had 24 commercially operated power plants both domestic and abroad, with the production capacity of 5,149.76 megawatts, of which EGCO's net electricity output sold to EGAT under PPA was 3,879.86 megawatts. When compared to the country's overall output of 35,843 megawatts, the ratio of EGCO's production capacity referred to 11% of the country's overall production capacity.



Table 2 EGCO Commercial Operation Date Power Plants for EGAT (Year 2014)

Power Plant	Location	Fuel Type	Equity %	Installed Capacity by proportion of shareholding (MWe)
Independent Power Producer : IPP				
1. Rayong Power Plant	Rayong	Natural Gas	100.00	1,232.00
2. Khanom Electricity Generating Company Limited	Nakhon Si Thammarat	Natural Gas	100.00	759.00
3. Gulf Power Generation Company Limited	Saraburi	Natural Gas	50.00	755.00
4. BLCPP Power Limited	Rayong	Coal	50.00	717.00
Total				3,463.00
Small Power Producer : SPP				
5. EGCO Cogeneration Company Limited	Rayong	Natural Gas	80.00	93.60
6. Roi-Et Green Company Limited	Roi-Et	Biomass	70.30	6.96
7. Gulf Cogeneration Company Limited	Saraburi	Natural Gas	50.00	55.00
8. Samutprakarn Cogeneration Company Limited	Samutprakarn	Natural Gas	50.00	63.00
9. Nong Khae Cogeneration Company Limited	Saraburi	Natural Gas	50.00	63.00
10. Gulf Yala Green Company Limited	Yala	Biomass	50.00	11.50
Total				293.06
Renewable Energy				
11. Natural Energy Development Company Limited	Lopburi	Solar	33.30	21.00
12. SPP Two Company limited	Saraburi	Solar	100.00	8.00
13. SPP Three Company limited	Srisaket	Solar	100.00	8.00
14. SPP Four Company limited	Boundary between Srisaket and Ubon Ratchathani	Solar	100.00	6.00
15. SPP Five Company limited	Roi-Et	Solar	60.00	8.00
16. G-Power Source Company Limited	Nakhon Sawan/Chainat/Phetchaboon	Solar	100.00	15.60
17. Theppana Wind Farm Company Limited	Chaiyaphum	Wind	90.00	6.75
18. Solarco Company Limited	Nakhonpathom/Suphanburi	Solar	49.00	27.93
19. GIDEC Company Limited	Songkhla	Waste	50.00	3.25
Total				104.53
Oversea				
20. Nam Theun 2 Power Company Limited	Lao PDR	Hydropower	35.00	380.38
21. Quezon Power (Philippines) Limited Company	Philippines	Coal	98.00	492.45
22. Masinloc Power Partner Co., Ltd. (Philippines)	Philippines	Coal	40.95	257.94
23. Star Energy Geothermal Pte. Ltd.	Indonesia	Geothermal	20.00	45.40
24. Boco Rock Wind Farm Pty Limited	Australia	Wind	100.00	113.00
Total				1,289.17
Net Total of Installed Capacity by proportion of shareholding (MWe)				5,149.76

2. Responsibility towards the Environment

Electricity business is among the industries that directly impact the global warming. In 2014, EGCO Group's power plants using natural gas fuel in electricity generation discharged carbon dioxide gas equaled to 0.56 kilogram carbon dioxide equivalent per kilowatt-hour (kgCO_2/kWh). Meanwhile, EGCO is fully aware that apart from a strong emphasis on pursuing growth, responsibility towards the environment, community and society is always to be adhered to. Consequently, to relieve the effect of global warming, EGCO concentrated its investment more on renewable energy; for example, solar, wind, hydropower and biomass. We believed that the power generation from renewable energy can reduced certain impact to climate change. In 2014, EGCO has the commercially operated renewable power plants with the installed capacity of 281.39 megawatts equity, including with Boco Rock Wind Farm which is commercially operated at the end of November and GIDEC, waste power plant, is commercially operated on December in the same year and the acquisition of Star Geothermal power plant, which is located in Indonesia, with 20% indirect ownership interest in the middle of 2014. Totally of the Carbon dioxide (CO_2) emission reduction from the renewable power plants in 2014 is 276,000 tons carbon dioxide equivalent (tCO_2e). Nonetheless, EGCO has developed the Chaiphaphum Wind Farm Project, 90 megawatts, which is expected to reduce the CO_2 emission of 83,000 tCO_2e per year.

2.1 Climate Changes

Nowadays, Climate changes directly affect the global warming and unpredictable natural disaster which are increasingly violent. EGCO; therefore, realizes the importance of this problem and understands that electricity generation process is a major factor in releasing greenhouse gas from fossils used in producing electricity. Consequently, it is the company's mission to take part in showing its responsibility to society and environment so as to lessen the global warming effect which is so detrimental to human beings, animals as well as the environment. Since 2011, EGCO has invested more budget in renewable energy power plants which can relieve the effect of global warming from electricity generation by fossils. In 2014, EGCO power generation from renewable energy totalled 281.39 megawatts equity which were Wind (119.75 MWe), Solar (94.53 MWe), Geothermal (45.40 MWe), Biomass (18.46 MWe) and Waste (3.25 MWe) as shown in Figure 3

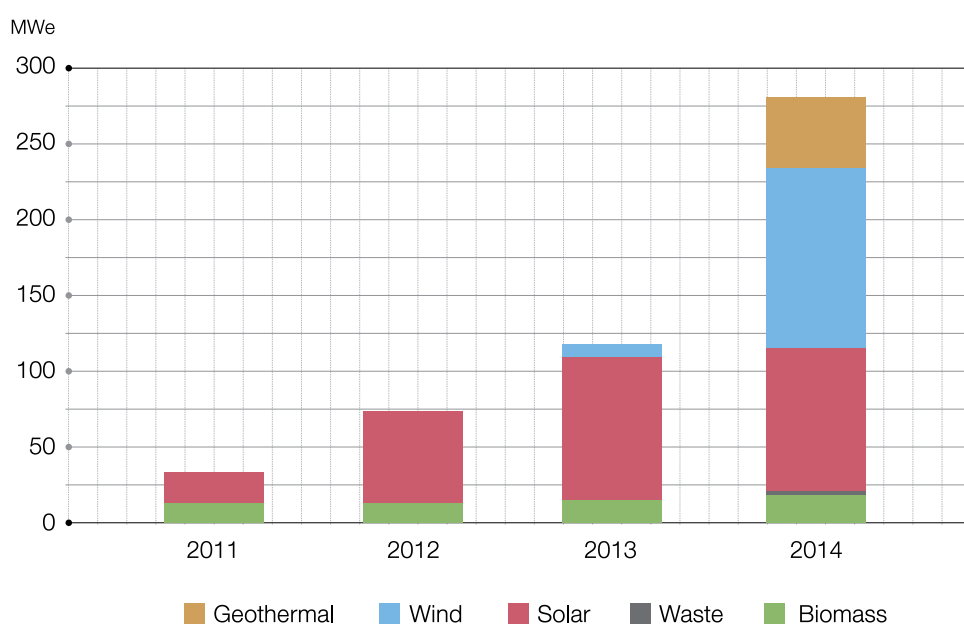


Figure 3: Ratio of EGCO's renewable energy power plants

2.2 Value Chain Management

Electricity generation is the activity that uses a lot of resources, which may cause the change of way of living of the community, where the EGCO power plants are located. EGCO always emphasizes in the participation and the strengthening of the community and society. EGCO is well aware of the sustainable environmental conservation while strongly committed in conducting efficient electricity generation business to ensure security to the country's electricity system for sustainable living. Therefore, EGCO has the measures for Fuel, Water and Waste Management, as details below

2.2.1 Fuel Management

EGCO emphasizes on creating shared value by using resources in the most efficient manner while generating highest benefits. Fuel is one of the natural resources used in generating electricity, EGCO then, is committed to use the least fuel in producing electricity per unit. This helps reduce the use of fossil which is the major factor causing global warming and helps lessen the negative impact on the environment. Besides, using the least fuel will, in turn, help reduce the cost of electricity generation which represent the shared value that will ultimately benefit every stakeholder.

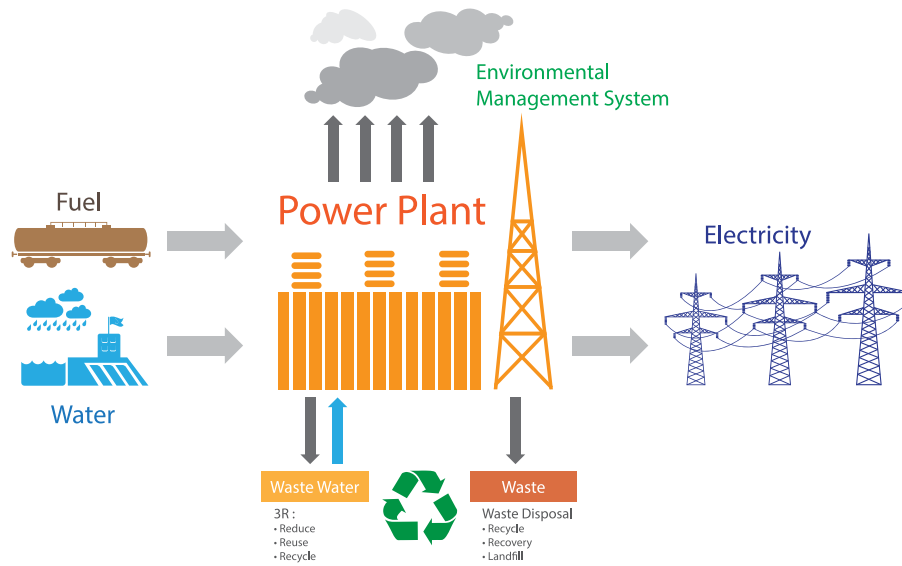


Figure 4: Value Chain Management of EGCO Group's Power Plants

2.2.2 Water Management

Raw water is one of the most important resources in electricity generating process. EGCO establishes the efficient water management system by encompassing 3R Principles: **Reduce**, **Reuse** and **Recycle**. In addition, EGCO takes into consideration the impact of its water usage towards the amount of water required by communities surrounding the power plant for the fair benefits of every stakeholders. In 2014, the total water consumption of EGCO Group's power plants amounted to 6,071,238,946.05 cubic meters (m³), which was recycled at the amount of 5,460,487,555.75 m³. Water released from power plants after being treated was 600,890,269.84 m³

2.2.3 Waste Management

EGCO also puts an emphasis on **waste management** resulting from electricity generating process, which is based primarily on 2 important methods that comply with laws and regulations; namely, **recovery** and **recycle**. For example, the BLCP power plant in which EGCO has 50% shares sets its operation plan by reducing expenses in ashes elimination process by recycling them in other industries or operations such as fly ashes, which can be sold to the cement production industry whereas bottom ashes can be sold to produce concrete blocks for land filling and adjusting road surfaces. Ash is considered as waste from coal- based electricity generation process. BLCP power plant sets its target to reduce expense of ash elimination at the total amount of 76.5 million baht in 2016.

EGCO Group's efforts in managing the value chain mentioned above resulting in the creation of mutual values among its business, society and environment which is considered as the Company's successful social responsibility alongside with the commercial return of the business.

3. Environment Management

EGCO is strongly adhered to social and environmental responsibility in electricity generating business which depend upon natural resources as major raw materials. Consequently, EGCO always emphasizes on the significance of environment management with highest efficiency as well as controls the negative impact resulting from the company's business operations. Thus, EGCO has prescribed all power plants to conform to the environmental measures as specified in the Environmental Impact Assessment (EIA), including laws, regulations and international standards regarding environment management. In addition, EGCO has prepared the performance report on the impact control of the electricity generating procedure; for example, air pollution management, noise pollution management, water management, waste management and afterwards has delivered these reports to all relevant agencies every 6 months. This is considered the standard practices which EGCO Group's power plants have to strictly adhere to at all times Besides, all power plants must continuously improve their environment management to achieve highest efficiency both for short-term and long-term as well as emphasize on the importance of the quality of life of the communities surrounding the power plants to be able to live sustainably together.

In 2014, the EGCO power plants using natural gas as the primary fuel which is caused of GHG emission equaled to 0.56 kilogram carbon dioxide equivalent per kilowatt-hour (kgCO_2/kWh). Nevertheless, the environmental indicators such as air quality, water quality, waste management all conformed with the



governing laws and regulations and that there was no claims or charges against EGCO from the communities surrounding its power plants. (Detailed figures are shown in the performance data at the end of this report)

Besides, the environmental management at EGCO Group’s power plants, EGCO also implemented measures at its head office being Green Procurement and Efficient Utilization and Consumption of Energy, as details below

3.1 Green Procurement

EGCO always emphasizes on Green Procurement by establishing policies and guidelines that promote environmental friendliness. The company also stresses on using environmental friendly products with approved Green Label in order to reduce nonrenewable resources consumption and pollutions affecting human beings and environment. In addition, EGCO has instilled the organizational values in conserving natural resources and environment. In 2014, EGCO’s head office provided highly efficient blade server system for the organization’s usage as this system helps save energy and electricity bill of the office.

3.2 Efficient Utilization and Consumption of Energy

As a leading independent power producer, EGCO Group has realized the importance of energy conservation and determined to ensure that it is the responsibility and duty of all staffs to manage the energy consumption in the most efficient manner. Hence, EGCO Group had established “Energy Consumption Policy” as a guideline for any energy-related operations as well as to promote energy consumption with highest efficiency and benefits. EGCO had appointed the Energy Management Committee to manage activities within the organization to achieve its specified goals. Furthermore, EGCO consistently enforces policies covering energy conservation and sustainable use of resources to instill employees’ conscientiousness.

In 2014, the Energy Management Committee organized the Energy Conservation Program for EGCO’s head office. The objective was to reduce energy consumption in EGCO’s building areas to 3% compared to the consumption rate in 2013. The findings proved that EGCO could save energy up to 4.03% per area which was much better than expected.

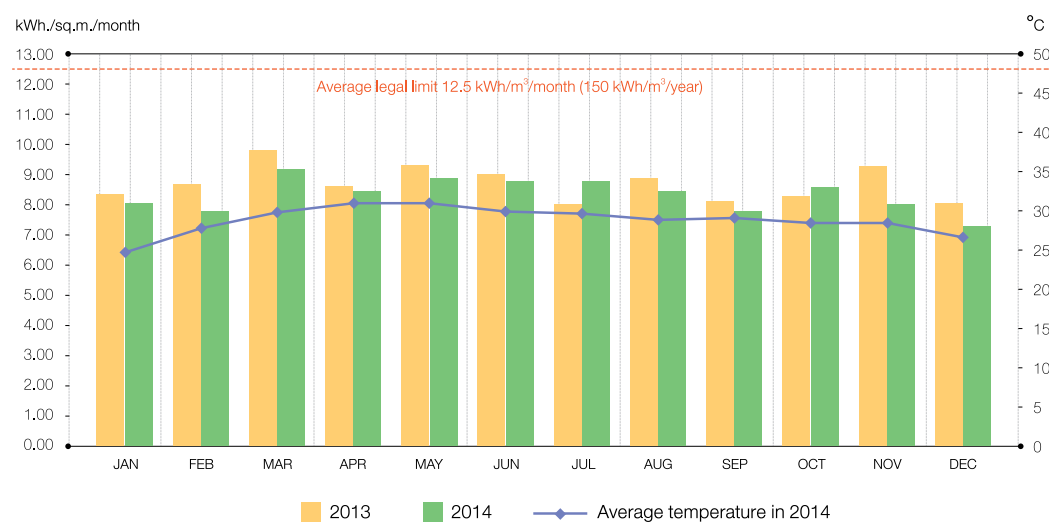


Figure 5: Comparison of electricity consumption during 2013 - 2014

Moreover, the company's 2014 water conservation campaign within the office area resulted that the company could save water 5% higher than that of the previous year.

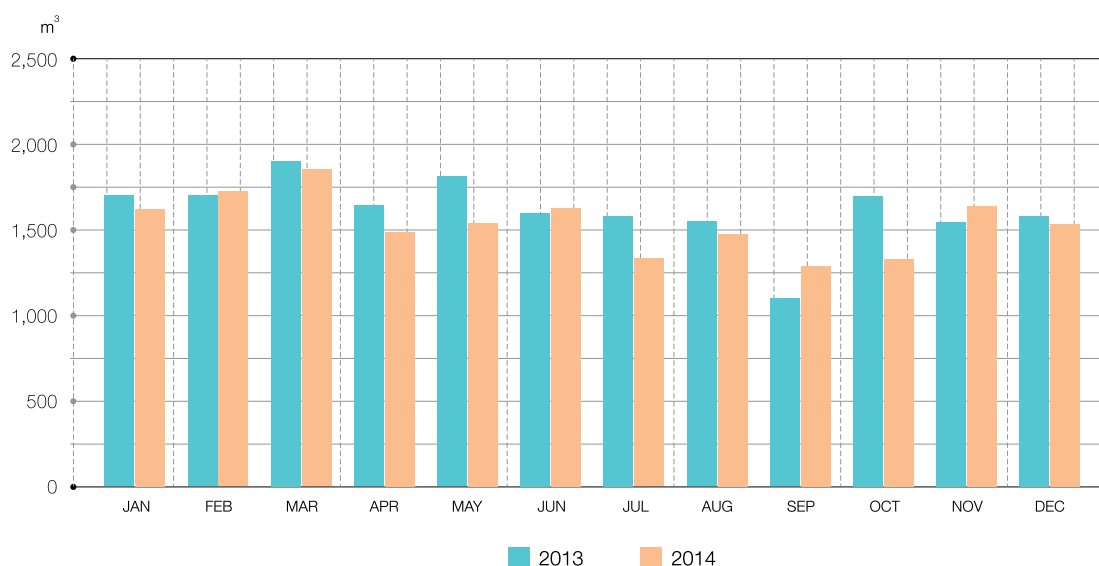


Figure 6: Comparison of water conservation during 2013 - 2014

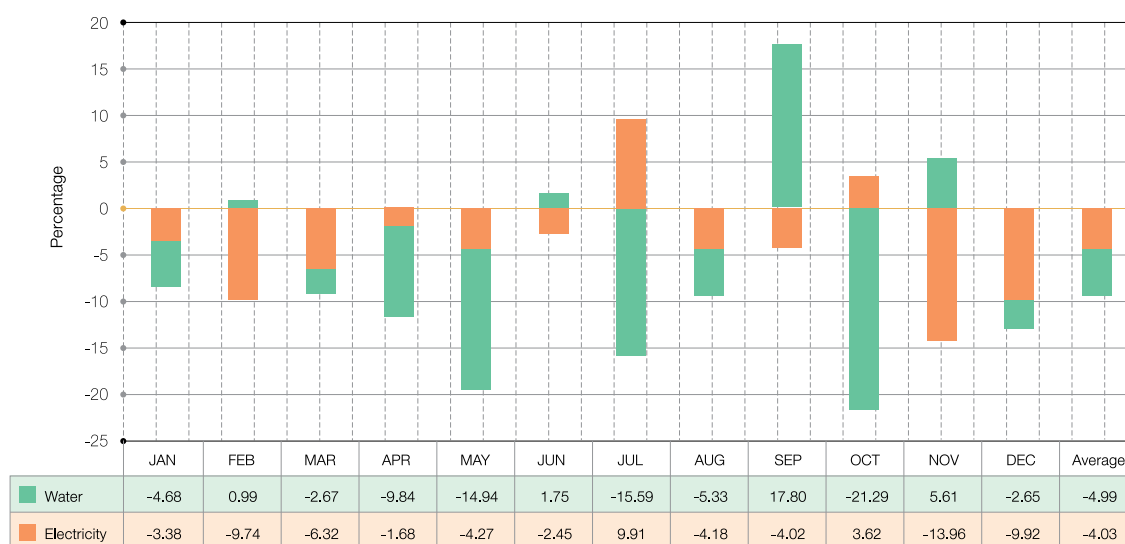


Figure 7: Comparison of electricity consumption and water conservation during 2013 - 2014

In 2014, EGCO's head office participated in Green Office's evaluation program of Department of Environmental Quality Promotion, Ministry of Natural Resources and Environment. The program was conducted by the Faculty of Environment and Resources Studies, Mahidol University, which emphasized on the standard specification and the evaluation from the Green Office in which offices were the main target group. Evaluation criteria focused on employees' environmental friendly

behaviors towards environmental friendly activities such as the decrease in energy consumption, waste reduction by reuse and recycle techniques as well as reducing the use of hazardous chemicals and promotion of the Green Procurement principles.

Resulting from the intention and efforts, EGCO's head office has been certified as Green Office at "excellent" level which was evaluated by the area conditions, environment management, employees' understanding as well as the quantity of greenhouse gas and its reduction rate in the office buildings. This award clearly indicated EGCO's collaboration and dedication in conserving energy and resources in the most efficient manner.



4. Protection and Restoration of Ecosystem and Biodiversity

With regard to the participation in protecting and restoring the ecosystem and biodiversity, EGCO and its IPP subsidiaries has performed ongoing projects as follows:

4.1 Rayong Power Plant

- **Tree planting projects to increase green spaces**

The project had been carried out during 2006 - 2009 by planting the selected plants with excellent ability to absorb gas and dust in the area of 120 rais within the power plant. In 2014, Rayong Power Plant had continued this project by tracking the growth of the trees to continuously preserve green spaces of the power plant.

- **Namcha Canal conservation project**

Rayong Power Plant, in collaboration with Maptapud Municipality and Huay Pong Nai-Sapan Nam Tuam community helped and dredged Namcha Canal in Huay Pong sub-district, Amphoe Muang, Rayong to protect and restore the ecosystem of water resource utilized by both power plant and community.

4.2 KEGCO

- **Improving the mountainous landscape of Khanom Power Plant project**

Realizing the community involvement and the value of local trees and plants, KEGCO had launched a project to improve the landscape of the mountains by planting 14 rais of trees



that represent 14 southern provinces in the area near Chaiyasorn Mountain. Being the recreational areas for employees and the general public, this area also provided the community with the knowledge about local plants.

In 2014, KEGCO continued to maintain these plants and keep them in good condition by weeding, adding compost and trimming trees.

- **Bio-fertilizer project to reduce the use of chemicals**

KEGCO realizes the importance of protecting the ecosystem, the environment and the sustainable use of natural resources. Therefore, in 2014, the project started using grass residue from lawn mowing and fallen leaves to make bio fertilizer to replace the use of chemical fertilizers. These were approximately 30,500 kg. of bio fertilizer produced each year.

- **The Diversification of species and the assessment of the abundance of plankton and benthic animals**

KEGCO had conducted bi-annual assessment of species diversity and abundance of plankton and benthic animals in the area of Khanom Gulf and Khanom River. It was found that the diversity and abundance of plankton and benthic animals were not directly affected by water discharged from the power plant. Rather, the impact was the result of the environment surrounding Khanom Canal; namely, chemical and physical conditions of the water, the quantity of light, nutrients and water discharged from households and the development in the community area.

4.3 BLCP

To mitigate the environmental impacts and to ensure the protection of ecological system of sea water which is utilized in the operation process of the power plant, BLCP puts on a firm environmental management system in its operation. In protecting sea animals from intruding into the cooling system, 2-layer sieve is installed at the cooling water intake while the speed of water pumping is controlled to enable sea animal surviving in cooling water delivery canal. Meanwhile, the discharged sea water is properly treated of its chemical compositions, temperature and PH value to ensure environmental compliance.

Alongside with system inspection and annual maintenance plan, regular water quality and temperature inspection BLCP implemented environmental impact mitigation in daily operations as well as contribution to the protection and restoration of ecosystem and biodiversity of Rayong Province by cooperation with local agencies and communities, as follows;

- **BLCP mangrove forest conservation and development of mangrove ecology learning center, Prajedeeklangnam, Tambon Paknam, Amphoe Muang, Rayong Province**

Since 2008, BLCP has collaborated with Rayong Municipality, 8 communities in surrounding areas, and Rayong River Conservationists, in executing mangrove forest conservation project to protect and restore mangrove ecosystem at Phra Chedi Klang Nam, Rayong river mouth to be the mangrove ecological learning center, in honor of the royal initiation of Her Majesty The Queen who envisioned the importance of Rayong mangrove ecosystem. Activities implemented in 2014 covered the development of mangrove ecosystem protection master plan, restoration of mangrove forest and network building among conservation groups in Rayong and the development of mangrove ecosystem learning center to facilitate visitors.

4.4 Quezon

In realizing the impact that all living things have on the environment, Quezon Power Plant, in coordination with employees and surrounding communities had compiled information on animals found in the area since 1997 until present. The power plant recorded the animals' size, weight and quantity and then reported directly to the environmental management committee, together with disseminated these findings to other relevant agencies. Moreover, the power plant had inspected animal species and conditions to compare with the list of animals facing danger of extinction as reported by IUCN Red List Species and CITES Listed. After recording these data and animal species' inspection had been completed, the power plant had released all animals back to its nature in order to preserve its original number and the biodiversity in that particular area.

- **Monitor living animal species, rescue wild animals and protect the biodiversity of animal species listed under IUCN and CITES.**

From the monitoring and exploring living species in the ecosystem, in 2014, Quezon power plant had discovered 82 plant species from 72 genes and 45 families around the plant's area. Eight species found are among the IUCN Red List of near extinction. Besides plant species, the power plant also found out 61 species of vertebrates and insects, 44 species of birds, 13 species of herbs and a 4 species of mammals. Among the species of birds discovered, one is Gualiabero (*Bolbopsittacus Lunulatus*) which had never been found before near the power plant's area and it was a species facing extinction.

- **Sea turtles conservation project**

Since there was a problem of consuming and detaining sea turtles which had a direct impact on the sea's overall ecosystem; therefore, Quezon Power Plant, in cooperation with government agencies in the area, had participated in relieving this crisis. Its operations consist of organizing exhibition to disseminate knowledge, provide training to fishermen so that they could help preserve sea turtles, record their pictures, measure their sizes, collect data as well as compile information for local government agency for further operation and assistance in discharging these sea turtles back to their original place. In 2014, Quezon Power Plant, together with local fishermen, helped save 21 sea animals. Among these numbers were 7 animal species under IUCN Red Listed Species; namely, 5 Green Sea turtles and 2 Hawkbill turtles.



- **Protection and restoration of marine ecosystem**

Quezon Power Plant had conducted a survey of the environment and population of marine plants and animals essential to the ecosystem or those under protection such as coral and scaly giant clam with the objective of compiling information and following up on the results 3 times a year. In addition, during monsoon season when the survival of such plants and animals was disturbed and in danger, Quezon Power Plant, other relevant agencies and surrounding communities collaborated in moving plants and animals facing risk of severe condition to the area more suitable for their survival. The goal was to help protect and preserve the abundance of marine ecosystem and biodiversity.

5. Social Responsibility

With the social responsibility awareness, EGCO Group emphasizes on its key stakeholders being personnel, customers and communities which power plants are located. Focus are given to employees' welfare and competency development, community and society quality development, responsibility towards the company's products, measures on occupational health and safety as the indicators of EGCO Group's social responsibility to gain confidence, acceptance and mutual trust from communities surrounding the power plants and society as a whole.

5.1 Responsibility and Competency Development for Employees

5.1.1 Responsibility for Employees

EGCO has a firm belief that employees are the key success factor of its business. The company therefore emphasizes on responsibility for its employees starting from selecting knowledgeable and skillful personnels, establishing Employment and Employees' Selection Policy to respond to its business expansion abroad and establishing employee guidelines which correspond with "Respect for human rights" and "Fair operating practices".

5.1.1.1 Recruitment Policy

- (1) Employment and selection process must comply with the company's codes of conduct and ethics on the basis of fairness, employees' competency and the company's business requirements.
- (2) The employment and the selection of employees shall proceed in case there is a position available and such position is within the approved manpower.



- (3) Employees' selection must be carried out by the committee in order to get the most appropriate candidate without any prejudice, privilege or bribery.
- (4) Under EGCO Group's employment policy, hiring employees' relatives or spouses are prohibited to ensure transparency and to avoid favoritism which may affect the merit system and violate the good corporate governance principles.

5.1.1.2 Respect for Human Rights and Fair Operating Practices to All Employees

EGCO set up the Welfare Committee which is elected by employees and has the 2 years term. The Committee is responsible for monitoring all welfare, providing communication channels to employees so that they can give recommendations or file complaints regarding their work, living conditions and benefits. All opinions are considered seriously and suitable solutions to the problems are set to satisfy all concerned parties to create a favorable environment in the workplace. In 2014, EGCO organized the election of the new Welfare Committee to succeed the retired one. In addition, there has been no reports or complaints of the Company's violation of human rights or unfair operating practices.

Furthermore, EGCO Group is strongly committed to promote and enhance favorable labor relations between the company, the Labor Union and lawful labor organizations through the establishment of 2 labor unions which are the labor union for the executive level and the labor union in the operation level. In order to show its responsibility and fair treatment to all employees, the company has set up guidelines and policies for the labor union to use as a standard in order to comply with the labor law.

5.1.2 Competency Development for Employees

EGCO has put a strong emphasis on employees' competency development so that they have strong knowledge and skills to support the company's business expansion and sustainable growth. Therefore, EGCO has adopted the development plan for its employees at all levels including the succession plan. Such development plan covered three areas as follows:

5.1.2.1 People Development Plan

	2014 Program	Employee Level
Business Knowledge	Basic Concept of Power Business EGCO's Business	Vice President Officer/Assistance Vice President
Skills	Business Presentation & Personality Development	Senior Vice President
Leadership	The Leadership Grid	Senior Vice President/ Executive Vice President



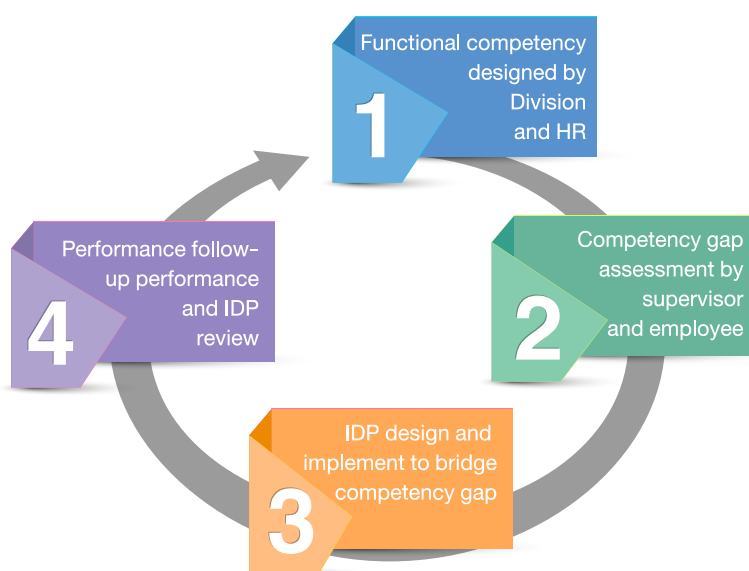
In 2014, EGCO had launched employees' competency development program for employees in the officer level up to the Executive Vice President level. The program was divided into 3 main groups as follows: business knowledge, skills and leadership. Also, the company had consistently monitored and followed up the performance results from supervisors and participants participating in such program. In addition, EGCO had enrolled its top management level in the program of public economy management at College of Politics and Governance, King Prajadhipok's Institute, to develop their management competency.

Moreover, EGCO has encouraged employees to attend the training program related to environmental, health and safety of which 95% and 93% of total number of males and female's training hours, respectively.

5.1.2.2 Individual Development Plan (IDP)

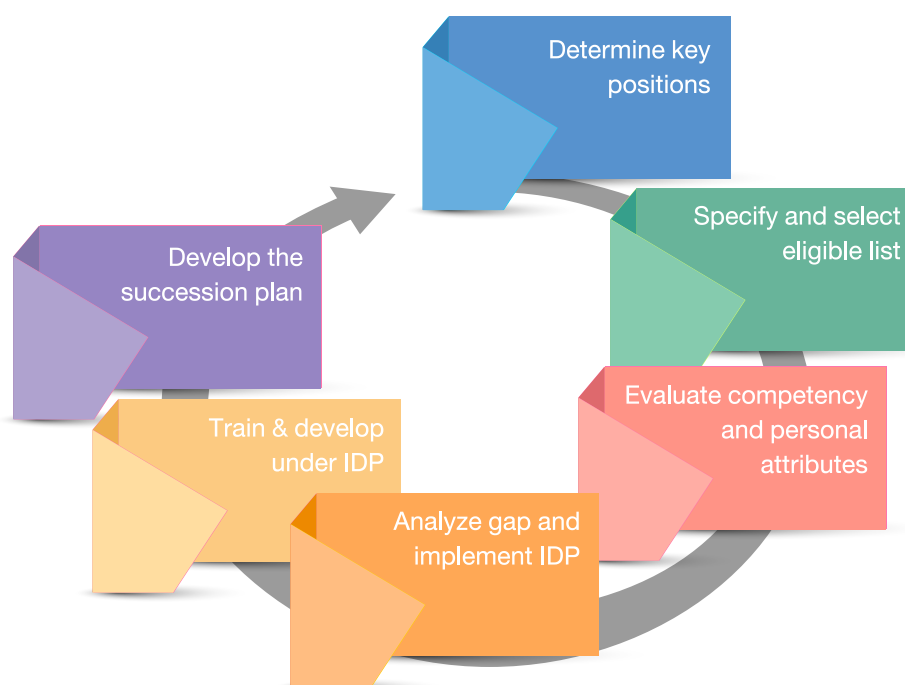
EGCO Group has established the Individual Development Plan for the Executive Vice President level and lower so as to develop their knowledge and skills with regard to the managerial and functional competency as well as to ensure its continuity in employees' career advancement and the company's development simultaneously.

IDP	Responsible person for IDP design and set up	Responsible person for IDP follow-up
1. Executive Vice President	Executive Vice President & Senior Executive Vice President	Senior Executive Vice President
2. Senior Vice President	Senior Vice President & Executive Vice President	Executive Vice President
3. Vice President	Vice President & Senior Vice President	Senior Vice President/ Supervisor
4. Officer/Assistance Vice President	Officer/ Assistance Vice President and Vice President	with a position of 1 level higher than Senior Vice President



5.1.2.3 Succession Plan

EGCO Group has established its succession plan to prepare potential employees to step up into executive positions in the future as well as to respond to the business expansion and growth and also to reduce risks in terms of employees' quality and quantity. Thus, the company has set up the succession plan to identify the potential candidates among the targeted employees at Senior Vice President level and higher. The selected IDP candidates would then be offered to the prospect candidates to be ready and prepared for the executive positions of the company, being the Executive Vice President and Senior Executive Vice President levels which are the key drivers in managing the company.



5.2 Participation in the Development of Community and Society

EGCO operates its business while emphasizing on its participation in the development of community and society. Efforts through various forms were initially put in nearby communities around the power plants ranging from the disclosure of information without hiding the truth to the fostering of the community's appropriate collaboration before, during and after the completion of the power plant construction. The process for evaluation and rectification of potential impact on the community was established. Also, EGCO continuously joins hands with its employees and local as well as national agencies in initiating projects and activities for the benefit of communities and society. EGCO's operations cover three main areas as follows:

Promotion and Development of the Community's "Quality of Life" in the Area Surrounding the Power Plants

EGCO always gives importance to the quality of life of the communities surrounding its head office and power plants. For this reason, EGCO has supported, initiated and developed various projects relating to education, occupation, public health as well as environmental conservation for communities' improved quality of life.

Promotion of Learning about Energy and Environmental Conservation among "Youth"

EGCO recognizes that the best way to instill and create an awareness regarding energy and environmental conservation is through education and understanding. The company; therefore, has provided support and organized learning about energy and environment activities for young people to learn from both inside the classroom and hands-on experience outside the classroom as well as instilling public conscious. Such learning is the starting point for the development of social, intellectual and moral quotients, which will eventually lead to the success of the sustainable development of the country.



“Watershed” Forest Conservation

In addition to environment conservation in the company’s power plants and surrounding communities, EGCO also plays a vital role in the conservation of watershed forests, a natural source that produces and reserves water which is an origin of rivers and a waterway that nourishes all lives. The aim of this project is to stimulate the cooperation in sustainably conserving the forests for our future generations.

Management

EGCO places a strong emphasis on communities surrounding the head office and its power plants and has consistently implemented projects which are beneficial to the society. The participation guidelines in the development of the communities surrounding the power plants and society are described as follows:

Guidelines for Participation in the Development of Communities Surrounding the Power Plants

1. To promote and improve the quality of life of the communities by taking into account the participation and needs of the communities
 - 1.1 To provide information and knowledge regarding the operations of the organizations for the communities prior to the commencement of any operations in each area. The power plant which has been in operation: the information shall be provided at least 3 months prior to the expansion or bidding for the contract renewal.
 - 1.2 To establish the projects for identifying stakeholders in the community to determine any needs or concerns about potential impact on the quality of life which is linked to or associated with the organization’s operations.
 - 1.3 To allow the communities to share viewpoints with the organization based on issues or concerns of the communities in an appropriate format at least once a year.
 - 1.4 To disseminate knowledge and distribute income to the communities through employment and creation of work in the locality based on appropriate conditions.
 - 1.5 To provide support and promote the development of capabilities and skills useful for the undertaking of profession and income generation within the community. In so doing, the community will be provided with an opportunity to take part in the development of projects.
 - 1.6 To support communities to be strong and self-reliant to achieve sustainable growth in terms of education, culture, local traditions as well as promoting better hygiene and environment and developing technology in alignment with the local wisdom.

- 1.7 To provide assistance to communicate in terms of crisis, emergency and the occurrence of natural disaster. The assistance covers supplying necessary tools, medicine, food, accommodation as well as financial support and other relevant actions.
- 2. To instill the sense of responsibility towards community among employees and other concerned parties**
 - 2.1 To disseminate policies, guidelines, targets and operation results to employees and other relevant parties.
 - 2.2 To provide employees and other relevant parties with the opportunity to participate in a training or seminar on the development of the communities.
 - 2.3 To encourage employees and all concerned parties to share experiences from participation in the project for community and society to other employees and the third party.
 - 2.4 To include the topic regarding the participation in the development of community as extra issues in the evaluation process of employees and other relevant parties.
 - 2.5 To encourage stakeholders to participate in the community projects in an appropriate manner.
- 3. To disseminate the organization's operating results to the community and the general public on a regular basis.**
 - 3.1 To arrange an annual open house or plant activities.
 - 3.2 To prepare documents disseminating information and knowledge about the business process and the participation in the development of the community as well as set up a channel for which the community can present its opinion at least once a year.
 - 3.3 To disseminate the information about CSR activities and the company's involvement in the development of communities to inform the general public in the form of the annual sustainability report.
- 4. To seek opportunities to exchange ideas, knowledge and experiences from operations with other functional units in order to continuously improve the operations.**
 - 4.1 To participate in the activities/ projects of the network or external agencies relevant to the community development at least once a year.
 - 4.2 To evaluate the body of knowledge and experiences from operations and to exchange them with other agencies for the benefit of organization.

In addition, EGCO Group jointly initiated and developed projects as well as supported activities which covered the area of education, occupation, health and environment to ensure the improved well-being of people within the communities under the framework of the projects to improve the quality of life of the communities surrounding the power plants. Such activities encompass the following topics:

1. Support local employment
2. Develop skills which are beneficial to occupation
3. Promotion of good hygiene for communities
4. Promotion of utilities development
5. Promotion of learning among young people
6. Conservation of natural resources and environment



Guidelines for Participation in Social Development

1. **Participation in social development by implementing social development projects or activities based on the main capabilities of the organization**
 - 1.1 To support or initiate projects/activities in alignment with vision, targets, values and beliefs of the organization.
 - 1.2 To support or initiate projects/activities which are beneficial to the overall public, focusing on operations which are aligned with or based on the main capabilities of the organization including the body of knowledge, resources and personnel.
2. **To support employees and relevant parties to learn, understand and participate in the social development operations**
 - 2.1 To disclose the progress of the implementation of social contribution projects to employees and relevant parties at least once a year.
 - 2.2 To allow employees or other relevant parties to join in the undertaking of social contribution programs of the organization as considered appropriate.
3. **To continuously execute projects or activities to ensure true and long-term benefits for society**
 - 3.1 To support or initiate projects/activities based on the needs of society and aim at enhancing potentials and strengths for sustainable social development.
 - 3.2 To regularly evaluate operations in terms of output, outcome and impact to ensure that their benefits to the society.
4. **To seek opportunities to exchange knowledge and experiences from operations with other functional units to further improve operations on a regular basis**
 - 4.1 To participate in the activities/projects of the external agencies to exchange and share experiences with regard to social development at least once a year.
 - 4.2 To evaluate the body of knowledge and experiences from operations and participate in the exchange of experiences with outside agencies for the benefit of future operations at least one issue per year.

Operating Results

Support in terms of employment in communities

In 2014, EGCO Group supported the community employment in order to distribute income and improve the well-being of local people. More than 80% of the contractors and workers were labors in the local community.

The interview with Mr.Pongsak Tungsakul,

Operations Department, Theppana Windfarm

"I was born in Chaiyaphum province, in Muang district, when the company started recruiting new employees by contacting the Faculty at Chaiyaphum Technical College. I was very interested, so I applied for that position. As I possess required qualifications, I was; therefore, admitted to work here. I graduated with a high vocational certificate (electrician). I have worked here for 4 months and I love it here because it's situated near my house and I have learned a lot from my supervisor. I am so proud that I am the first person who has worked as the officer in the wind turbine power plant in Thailand as it causes no pollution to the environment."



The interview with Khun Pol Jubklang,

Security Officer, Theppana Windfarm

"I am glad working here. My house is in Thepphoothorn Village and I ride to work every day, on shift with another security officer. A lot of travelers visit here to see the wind turbines during holiday vacation and weekends."



The interview with Khun Pao Sangkhum,

Housekeeper, Theppana Windfarm

"I am living here in Watabak. As my house is located just behind the railroad, I often walk to work and sometimes take the bus. I have been working at the power plant for two months. Before working here, I was a temporary worker in the chilly farm. I am happy working here, having a friendly supervisor and colleagues. The wind power had helped decreasing the brownouts in our community, Thanks for EGCO for building the wind power for us."



Project implementation for Communities around the Power Plants

EGCO and its subsidiaries have initiated and operated community development projects for the total of 60 projects, comprising of 9 projects on skills development, 12 projects on promotion of good hygiene, 20 projects on utilities development, 11 projects on promotion of learning among young people and 8 projects on conservation of natural resources and environment. Each power plant has initiated community projects that respond to the requirements of local people as well as their conditions which can be further described as follows:

Rayong Power Plant

- **Basic firefighting workshop for community project:** In 2014, organized a training workshop for Houypong Market community, and Houypong community, with a total of 60 persons participating.
- **Public health for community project:** organized a training workshop, giving the knowledge on “Self-preventive from breast cancer and prevention of cervical cancer”, under the cooperation with National Health Security Office. There were a total of 60 persons participating.
- **“Eco friendly power plant” youth camp project:** Rayong Power Plant enhanced its operations by promoting learning and instilling awareness of energy and natural resources conservation among children. The power plant organized an open-house for students as source of learning of the electricity generation process, with a total of 130 students participating.



Khun Sathit Thanomkul, Executive Vice President - Power Plant Operation, closing speech

“...during the past 3 - 4 days in the camp, you have been living close to the technology, got to know the process of how the electricity in your daily lives were generated, how the power plant, a large industrial plant, has been operating its business in a coexisting environment with the communities. Rayong power plant have gained praise from visitors, both Thais and foreigners, that our plant is different from other power plants. They did not expect to see huge machineries operating in the mist of good and forestry environment. We have been taking a very good care of the place. We run our business here, so we have to respect the place. It is EGCO’s policy to do our best to keep the operating site to be in the same condition as before. We only utilize a small area for the power plant, the rest is under our responsibility to keep it as the same condition...”

Ajarn O-lan Bunmee, Headmaster of Wat Houypong School, in presiding over EGCO Youth Camp’s opening ceremony

“...it is a good opportunity for the youths participating in this activity to experience and learn from the power plant that operated its business with a concern on good environment and maintaining good ecosystem in its operation area. The environmental condition here is proven over years that Rayong power plant has taken a good care of environment and ecosystem and the power plant also benefits the participating youths who attending the camp in each year, as their learning site as well...”



Khun Vanicha Khobkhet, teacher from Wat Houypong school

"...every activities in the camp are educative for the participating youths, such as the visiting session to see electricity generating process. Students talked about what they have experienced and also intended to share their experiences and knowledge to their friends and family..."



KEGCO

- **Supporting mobile medical unit project:** in cooperation with the Thongnien Subdistrict Municipality, Khanom Subdistrict Municipality, Khanom Bay Subdistrict Municipality, Khounthong Subdistrict Administrative Organization, and Nakhonpat Hospital, providing annual health check-up services #1-2 for communities, with total 2,000 people participating.
- **Promotion of community's quality of life for Moo 8 community, Thongnien Subdistrict project:** in collaboration with public health volunteer group, organized training and workshops to promote community's quality of life, as follows; Mother Health Care in Recovery Period after Giving Birth Training Workshop and Coaching Visit for people in Moo 8 community, Thongnien Subdistrict, Communicable Disease Protection and Health Care Training, Health Care Visit for Aging and Disability people, HIV Protection and Prevention training, Disease Screening Test for not over 15 years old children, and Tuberculosis Screening Test. The participant number in all activities are more than 500 persons.
- **Providing elderly with far-sighted glasses projects:** Khanom Power Plant provided 2,270 far-sighted glasses to a community of 34 villages in Khanom district that had joined in this project. For this occasion, every villagers had an opportunity to have their eyesight check-up with ophthalmologist. The power plant also give far-sighted glasses to people who have problem with far-sighted eyes.



- **Electrical system repair and maintenance voluntary for community project:** KEGCO's volunteer employees organized total 6 services for 6 communities in surrounding area of the power plant.
- **Living Development for Ban Tha Moug Islamic Community Project:** in 2014, employees of the power plant volunteered in school building and infrastructure maintenance at Daru saadah Masjid, Moo 1, Thongnien Subdistrict, Khanom District, Nakornsrihammarat Province, with total 40 persons participating.

- **Youth learning development project:** in association with the 4th Educational District Office of Nakornsri thammarat and Siang Dek (Children's Voice) News Agency in Khanom district, provided an annual scholarship to academically superior students who suffered financial problems. In 2014, a total of 230 scholarships and a fund for sports equipment worth 5,000 each were awarded to students from 23 schools in Khanom District, Nakornsri thammarat.
- **Educational field trips for student project:** in 2014, Khanom Power Plant hosted a field trip taking a total of 200 students from 23 schools in Khanom district to visit the science and environmental related learning centers and museums as well as other historical and cultural sites in 4 provinces covering Prachubkirikan, Petchburi, Bangkok and Suphanburi.
- **Youth training project "Tonkla Khunnadharma" 2014:** This project was a collaboration between Khanom Historical and Cultural Learning Center (Wat Klang), Nakornsri thammarat Educational Service Area 4, schools in Khanom district and Mahachulalongkorn Rajavidyalaya Student Association (Nakornsri thammarat campus) which involved the training for young people (classes 1 - 4) at Khanom Historical and Cultural Learning Center (Wat Klang), Khanom district, Nakornsri thammarat province attended by 450 students and their parents.
- **Biological agriculture for sustainable development project:** Khanom Power Plant supported the school's lunch program in Khanom district, Nakornsri thammarat province by promoting organic vegetables cultivation, animal tending, fresh-water fish farming and cleaning. In 2014, the agricultural products from this project are total 5,100 kilograms, 2,400 kilograms of the total agricultural products were donated to Bun Thao Kong temple to support the Chinese Vegetarian Festival.
- **Promotion and development of community water resource project:** building the check-dam and community reservoir for communities in Khanom District, total 4 sites.
- **Breeding of blue swimming crabs' project:** coordinated with Nakornsri thammarat Coastal Fisheries Research and Development Center, Tong Nien Municipality and Rak Barn Kued Coastal Fisheries Club in Khanom district, Nakornsri thammarat to conduct the breeding of blue swimming crabs project since 2006 - present. In 2014, 300,000 blue swimming crabs of different ages; namely, breeders, megalopa, fish crab were released.

EGCO Cogen

- **Rubber tapping skill training program:** cooperation with the Office of the Rubber Replanting Aid fund, Rayong province and Mapkha Pattana sub-district municipality organized the rubber tapping Training Program for 21 rubber tappers in Mapkha sub-district to develop their skills and pass on this knowledge to other agriculturists.



- **Mobile medical unit project:** in association with local public health, jointly organized health check-up services for local communities. In 2014, a total of 6 mobile units were organized, provided services for Mabkha community, Nihompattana District, Rayong Province, covered 8 villages, with a total of 400 patients.

Roi-Et Green

- **“Healthy Happy Living” project with Roi-Et Green Power Plant:** collaborated with the local public health office, organized 2 mobile medical unit to provide free health services in communities surrounding the power plant, with more than 300 patients receiving the services.



BLCP

- **Mobile medical unit project:** in collaboration with local public health agencies, organized an annual health check-up services for people in Mab Ta Pud, and Baan Chang areas, Rayong Province. In 2014, 640 local people benefitted from 5 mobile services..
- **Bio agriculture farming project:** 50,000 baht granted to Rayong's communities and schools participated in bio agriculture farming project to provide occupations and increase their income, as a long term project with collaboration of local government agencies.
- **ECO for Life project (Fly ash cement block):** BLCP cooperated with The Industrial Estate Authority of Thailand, and local government agencies started the project since 2003 to promote income generation for local communities from waste utilization, and producing eco products. A training workshop on fly ash cement block production technique, product distribution, and financial management, was conducted for Takoun-Pradu Bay community, with a complimentary fly ash from the power plant. Moreover, the ECO for Life learning center was arranged, as a

community learning site and knowledge center of fly ash cement block production. The participative community successfully gained an average income of 20,000 baht per month from selling the products, while the power plant benefitted from reducing waste from fly ash at least 450 kilograms per month. From 2003 to present the economic value of occupational and income benefitted from this project was a total of 2,791,750 baht.

- **Annual scholarship project:** In collaboration with GLOW Group, awarded 8000 baht scholarships to the local fishermen group to help the students' parents with low incomes and to give an opportunity for local youth to further their education.
- **Project of releasing aquatic livings to Honor His Majesty the King and Her Majesty the Queen:** to increase the population of aquatic livings in Eastern coastal area (Baan Chang District-Rayong), and restore shelters for aquatic livings in mangrove area along Pla Beach to Rayong estuary. The number of local people participating in the project were 1,600 persons.

Quezon

- **Teachers' development program to upgrade the quality of education in Mauban Municipality:** a collaboration between Quezon Power Plant, Philippines Open University (UPOU), Mauban Municipality and the Department of Education, in upgrading the quality of education in the municipality, by providing scholarship funds for public school teachers for two and a half year period. In 2014, the academic progress of the 17 scholars were monitored and the evaluation process for the selection of 23 new teacher-scholars commenced; More than 200 teachers have benefited from this program.
- **"Food for Thought" project to lessen malnutrition and increase learning potential among primary students in the communities surrounding the power plant:** In 2014, a total of 1,464 students being fed free nutritious food.
- **Training skills for community-based-organizations project:** in collaboration with local government agencies and private sectors initiated the project since 1997 - present, to strengthen occupation capacity of local people in Mauban City. In 2014, the progress under two major subprojects are as follows;
 - *Training skills for promoting local business persons*
The 600 cooperative member now has regular business contracts with the Quezon Power Plant and has assets of more than 25 million Pesos.
 - *Developing skills and training agricultural occupation program*
The Cagsiay 2 Feeding Program Mothers Cooperative (K4C2) have started a buri weaving project where they were thought to make bags that were sold in the Municipality.
- **College scholarship program for students in Mauban to help the deserving students:** supported the occupational school full funding scholarships. In 2014, 10 scholars were graduated from the Don Bosco Technical Institute (DBTI), and 10 new scholars have been accepted to the DBTI.
- **The program in disseminating and creating conscientiousness regarding the preservation of natural resources and environment among youths:** in cooperation with the Department of Environment and Natural Resources' Dalaw-Turo Team organized activities providing knowledge about the preservation of natural resources, environment and biodiversity to children. In 2014 the target group being the residents of the community was included with more than 1,800 residents actively participating

Budget and Donation Support

In 2014, EGCGO Group's power plants also contributed a total of 391 Million baht to the Electricity Development Fund and provided support in terms of budgets and donations through various projects of both government and private agencies. The support encompassed the arrangement of community relationship activities and other public service activities beneficial to the communities and society with the total amount of 142 Million baht.

Social Contribution Projects

In 2014, EGCO Group's further promoted learning about energy and environment among youths as they are in their early age and suitable for learning and instilling conscientiousness, which will contribute to the sustainable development of the society in the future. Therefore, they should be instilled to be aware of the value of natural resources, the prime factors of energy generation. Also, they should be encouraged to conserve both natural resources and watershed forests so that these resources will be sustained for the next generations. During the past year, important activities were carried out as follows:

Promotion of Learning about the Energy and Environmental Conservation among the "Youth"

- **"EGCO Forest Youth Camp" Project:** In 2014, EGCO continued the project, under the collaboration with Doi Inthanond National Park, and Thai Forest Conservation Foundation, hosting the 43rd - 44th Youth Camp at Doi Inthanond National Park, Chaingmai, and at Khao Luang National Park, Nakorn Si Thammarat respectively, with total 160 participating youth.
- **Energy for life...Fighting against global warming with sustainable living project:** This project is a collaboration between 3 agencies; i.e. EGCO Group, Energy Policy and Planning Office, Ministry of Energy and Office of the Basic Education Commission of Thailand, Ministry of Education, in order to encourage schools to join in the project activities such as the integrated learning of energy and environment as well as the promotion of efficient use of energy based on the sufficiency economy concept among children. The activities will be expanded to cover communities in the next phases within a 3-year operation period (2013 - 2015)

In 2014, EGCO Group continued the "Energy for life...fighting against global warming with sustainable living" project which covered major activities as follows:

- The 2013 Most Outstanding School Award Presentation Ceremony, awarded 6 cooperative schools with outstanding operating result in energy and environmental conservation.





Interviewing Khun Ongjit Methayaprapas, Deputy Secretary General, Office of Basic Education Commission of Thailand, Ministry of Education

"The project concept supports the Office's mission in building the capacity of the youths to grow up as a quality people of the country, by instilling awareness and realize the value of sufficiency economy. The energy conservation knowledge has been combining in with the sufficiency economy philosophy, while encouraging the participation and collaboration between teachers and students in learning process, which will lead to the expected outcome in analytical skill development for the learners. These are necessary and crucial skills for a living in a social context at present. Another significant science that we have to learn together is the "Futurism", the sharing future of the environment that we have to walk hand-in-hand to take a good care of. Therefore, providing opportunities for teachers, schools, and students to utilize the power of learning integrated with each of local context where they are living in, will lead us towards the expected outcome"

Interviewing Khun Suchalee Sumaman, Deputy Director of Energy Policy and Planning Office, Ministry of Energy (EPPO)

"...one of EPPO's missions is information technology management and dissemination of energy knowledge and information for to be accessible, and to create understanding among general public towards the energy situation. This mission includes the promotion of energy conservation through efficiency use of energy in daily live activities. Due to the changing circumstance in energy and environment, the cost of energy has a tendency to be higher.

The collaboration in promoting energy and environment conservation among the 3 partners, is a drive to create a learning environment which bases on the integration of knowledge, skills, and capability of each cooperatives within the local context that will finally lead to sustainability..."



Moreover, the 3.5 kilowatt solar cell system were presented to the 6 awarded schools, to be used as a learning media to enhance knowledge in generating electricity from renewable energy and also to encourage schools as an important source of learning for nearby communities as well as a place for producing electricity for their own use.



- **The 2014 Sharing Workshop and Seminar** for leading teachers from 60 cooperative schools. The workshop was organized as a reviewing process and progress update session. The information derived from the workshop would be utilized for further improvement.. There were a total of more than 100 teachers participating.



- **The 2nd Energy for Life on Tour Activity** under the Energy for Life...Fighting against Global Warming with Sustainable Living Project: This activity has an aim to promote knowledge and understanding of energy and electricity generating process to students in 29 schools from total 60 cooperative schools to encourage children to adjust their behavior with regard to natural resources consumption. There were a total of 7,973 students participating.
- **Development of Educational Media**, the presentation of knowledge in terms of its origin, importance, electricity generating process as well as guidelines for sustainable energy conservation or “Energy for Life” which were published in the form of VCD animation for participating schools and were disseminated in “Sook Jai” magazine and distributed to all communities surrounding the power plants. In 2014, EGCO Group had developed channels for distributing knowledge derived from “Energy for Life...fighting against global warming with sustainable

living” as a communication channel for 60 participating schools to exchange their knowledge and had published this knowledge in the microsite: www.s-school.egco.com.

- **The Most Outstanding Youth Project Award 2014**, the purpose of this contest was to encourage children from more than 60 participating schools to have a hands-on experience in expressing their knowledge and skills and also applying their knowledge of energy and environment conservation into a science project and real life implementation. There were a total of 24 awarded projects.



- **The Selection Process of Most Outstanding School Award 2014**, there were a total of 7 schools selected from 60 cooperative schools. The awarded schools will receive a set of approximately 3.5 kilowatts solar power, to be utilized as the learning site of energy and environment conservation for students and community. Award presentation ceremony will take place in April, 2015.

Conservation of Watershed Forest

- **“Thai Rak Pa” Foundation:** Watershed forest conservation (2010 - present): Thai Rak Pa Foundation was founded by EGCO Group and the Department of Forestry with the objective to continuously preserve natural resources. An initial fund of 10,000,000 baht was presented to Her Majesty the Queen who graciously returned this amount to establish the foundation which began in 2007 and continue until present. Thai Forest Conservation Foundation was acknowledged by the Ministry of Finance as a charity organization no.752 on November 9, 2001. In addition, the foundation compiled an evaluation report on operating results over a 5-year period and published it in www.egco.com and www.thairakpa.org. In 2014, the foundation joined in the International Union for Conservation of Nature and Natural Resources (IUCN) for future cooperation and experience sharing in watershed forest conservation among member organizations.



5.3 Responsibility towards the Company's Products

As a leading independent power producer, EGCO has been determined to enhance its business operations with accountability to the society by generating electricity into the system in the amount prescribed in the Power Purchase Agreement (PPA). The power plants in EGCO Group generate and distribute electricity with quality, quantity, time, the planning of plant's availability, the annual scheduled maintenance and the implementation of ISO standards to control operations in the power plants; i.e. ISO 9001 (Quality Management Systems), ISO 14001 (Environmental Management Systems) and OHSAS 18001 (Occupational Health and Safety Management System) to name a few. Moreover, the company strictly complies to relevant laws and regulations; for example, the requirements of the Department of Industrial Works, the Ministry of Labor, the Ministry of Science, Technology and Environment as well as operational measures specified in EIA to elevate the power plants' confidence and trust on the company's performance and highest efficiency.

Table 3 EGCO Power Plant with ISO Standards (Year 2014)

Power Plant	Equity (%)	Fuel Type	ISO Standards		
			ISO 9001:2008	ISO 14001: 2004	OHSAS 18001: 2007
RYPP*	100.00	Natural Gas	*Expired Date (Aug.'14)	*Expired Date (Dec.'14)	*Expired Date (Aug.'14)
KEGCO	100.00	Natural Gas	✓	✓	✓
GPG	50.00	Natural Gas	✓	✓	-
GCC	50.00	Natural Gas	✓	✓	-
SCC	50.00	Natural Gas	✓	✓	-
NKCC	50.00	Natural Gas	✓	✓	-
Quezon	98.00	Coal	Own standards developed from the previous Shareholder's requirements	EMSCOP (Environmental Standards of USA)	The Occupational Safety and Health Standards of the Department of Labor and Employment of the Philippines
BLCP	50.00	Coal	-	✓	✓
SPP 2	100.00	Solar	✓	-	-
SPP 3	100.00	Solar	✓	-	-
SPP 4	100.00	Solar	✓	-	-
SPP 5	100.00	Solar	✓	-	-
NED	33.33	Solar	✓	Under Preparation	Under Preparation
Solarco	49.00	Solar	Under Preparation	-	-
GPS	60.00	Solar	✓	-	-
Theppana	90.00	Wind	-	Under Preparation	-
Roi-Et Green	70.30	Biomass	✓	-	-
GYG	50.00	Biomass	✓	✓	
NTPC 2	35.00	Hydro	-	✓	✓
EGCOM Tara	74.19	Service	✓	✓	✓
ESCO	100.00	Service	✓	-	-

*Note : PPA of RYPP was expired in December 2014

5.4 Measures on Occupational Health and Safety

EGCO Group strongly believes in the significance in occupational health and safety as a main factor for its sustainable growth. The company is committed in providing all employees and other relevant parties with good hygiene and operational safety; therefore, the Safety, Health and Environment (SHE) Committee was set up to be responsible in this issue. The Committee's responsibilities includes the following: consider policies and plans with regard to operational safety, educate staffs to comply with operational safety measures, continuously follow-up and evaluate the occupational health and safety measures as well as realize the importance of employees' safety and surrounding communities as indicated in the company's code of conduct.

SHE Committee comprises of the following members: 1 employer's representative performing as the Chairman of the Committee, 2 representatives from the supervisor level, 3 representatives from the operational staff level and lastly a staff in working security acting as a member and the secretary of the Committee. SHE Committee has to monitor the prescribed policies and arrange for the monthly follow-up meeting to control risks of accidents or injuries. Moreover, SHE Committee has organized activities to enhance knowledge and create conscious covering different areas such as fire drills, safety exhibitions and annual health check-up for every employee.



Additionally, in case EGCO's Contingency Plan cannot be employed to prevent any unfavorable events; then, the company had prepared the Business Continuity Plan (BCP) for the head office to respond to undesirable situations or crises that might affect its business operations and to continuously operate without interruption and effect on all stakeholders so as to lessen effects as well as relieve damage that may occur. BCP also helps to restore the company's business back to its normal status so that everything will completely get back on track.

EGCO Group has specified the Risk Management Committee (RMC) which consists of senior executives who perform their duties in managing the business continuity during crisis. RMC is entitled to manage the company's operations in compliance with stated policies, strategies and steps of action as indicated in the business continuity plan. These operations have to be primarily approved by the Audit Committee (AC) who will later on set up the BCP Team to perform as indicated in the plan. Nonetheless, the plan must be revised and improved at least once a year.

In terms of safety measures of EGCO Group's power plants, the company has set up the Emergency Response Plan (ERP) by specifying measures and action plans to cope with emergency as prescribed by law. ERP indicates steps in operation based on the intensity of such event as well as the preparation and the evacuation plan in which the company has organized a drill annually in order to build confidence among the power plants and to indicate EGCO's responsibility and concern towards employees, staffs, other concerned parties and nearby communities.

In 2014, as for the performance in terms of occupational health and work environment of both domestic and international company' EGCO power plants, there were the total recordable injuries rate which is 0.78 and 1.05 for lost time injury frequency rate hours for employees and contractors who suffered from accident and have to stop working.

However, in 2014, there was a case for accident causing the contractor's death at KEGCO on December, 11 at 2.10 AM. After this accident, EGCO had determined the cause of death suddenly and provide the assistance and compensation to the death's family. Nevertheless, KEGCO and other EGCO Group's power plants has reviewed and improved their safety standards more securely as well as strictly controlled its operations in order not to repeat the same mistakes which may bring about the loss of lives and property unacceptable by EGCO Group.

[Internal Control and Risk Management]

The Board of Directors has entrusted the Audit Committee the responsibility to review the appropriateness and effectiveness of the internal control system provided by the management. This is to ensure that the internal control system of Electricity Generating Public Company Limited (EGCO) and monitoring of the subsidiaries' operation is adequate, appropriate and in line with the guidelines of The Securities and Exchange Commission (SEC), The Stock Exchange of Thailand's (SET), and the internal control framework of the Committee of Sponsoring Organizations of the Treadway Commission (COSO). EGCO's internal control covers management control, operational control, financial control, and compliance control.

The Internal Audit Division independently discharges its duties and functionally reports to the Audit Committee while administratively reports to the President. The duties and responsibilities of the Internal Audit Division were set in the Internal Audit Charter which is reviewed by the Audit Committee and approved by the Board. The internal audit scopes of EGCO, subsidiaries, and joint ventures are set in the annual internal audit plan by considering major risks of each company, and the audit plan is approved by the Audit Committee.

The Audit Committee reviews the internal control system and risk management continuously, and considers the audit reports of Internal Audit Division as well as comments of the external auditors on the company's internal control system and reports its activities to the Board on a regular basis.

In the Board's meeting no. 1/2015 on January 26, 2015 attended by 3 members of the Audit Committee, the Board assessed the internal control by considering the internal control assessment result reviewed by the Audit Committee. After considering EGCO's 5 components of internal control according to COSO which are Control Environment, Risk Assessment, Control Activities, Information and Communication, and Monitoring including the result of the answers to SEC's internal control assessment form, the Board agreed with the Audit Committee that

1. The internal control system of EGCO was considered appropriate and adequate. Sufficient staffs were assigned to uphold the internal control system and that the internal control system was properly set to monitor the subsidiaries' operations in order to safeguard EGCO's and subsidiaries' assets from misuse or unauthorized use by the Directors or the Management.
2. In the recent year, the Audit Committee and the Board had not received any significant finding of internal control system reported by the external auditors and internal audit division. The 2014 Audit Committee's activities were disclosed under "Audit Committee's Report" in this Annual Report.

The Audit Committee's and the Board's opinions on the appropriateness and adequacy of the internal control system were supported by the followings:

Control Environment

- Clear vision, mission statements, and business objectives are set as guidelines for the management and employees. Operation was carried out with fair treatment to stakeholders and was constantly reviewed to ensure target achievements for sustainable benefits of EGCO.
- Organization structure was designed by the Board to accommodate business growth, and would be adjusted over time to cope with the business environments.
- Code of Conduct and the good corporate governance principles in writing to be abide by directors, management and employees and be reviewed periodically. New employees were given the orientation to understand their roles and responsibilities in upholding the practices and to avoid the conflict of interest.
- Regulations, orders and table of authority for accounting, finance, budget, procurement, and human resource management in writing and publicly announced to be abide by all employees. Failure to comply with the regulations and orders could be resulted in disciplinary actions.

Risk Assessment

- The Risk Management Committee (RMC) comprises EGCO's top executives, chaired by the President. RMC reviewed risk management of EGCO and subsidiaries and regularly reports to the Audit Committee and the Board. The Audit Committee was assigned by the Board to review with the management the risk management policy and implementation including future risks and prevention measures.
- Risk management function was responsible by the Corporate Planning Division so that business plan, corporate objectives, and corporate risks could be linked and effectively managed.
- The details of risk assessment and risk management of EGCO Group were disclosed under "Risk Factors" in the annual report.

Control Activities

To ensure that corporate directions and policies set by the Board and the management are executed, efficient control of accounting, finance, operation, and governance are implemented as follows:

- Authorities and levels of transaction approval were classified in the Table of Authority and reviewed regularly as appropriate.

- Responsible units for transaction approval, operation or account recording, and asset safeguarding were clearly segregated for check and balance control.
- EGCO's subsidiaries and joint ventures' performance was regularly monitored by the Asset Management Division.
- Connected transactions were executed in compliance with SET's regulations, with consideration of all rationales and ultimate benefits of EGCO and that transactions were approved by the authorized approvers who have no conflicts of interest.
- The Corporate Secretary Division was responsible for the compliance, including information disclosure, of EGCO and the Board, with the Securities and Exchange Acts, SET's and SEC's notifications and regulations, and other related laws and regulations.
- EGCO's IT compliance guideline was to ensure full compliance with computer related crime acts and other governing laws and regulations, with all employees' acknowledgement and signing the IT compliance statement to confirm their non-violation.

Information and Communication

EGCO provided, through its information system, adequate important information for the decision making of the Board, committees, and the management. Effective internal communication channels was also provided

- The Board and committee members received the meeting notice together with the meeting documents which contain necessary and sufficient information well before the meeting. Discussions, recommendations, or remarks from the directors and meeting resolutions were recorded in the minutes of meetings for future reference or audit trail.
- Meetings among the Audit Committee, external auditors, and concerned Management were held to review the compliance of financial accounting with the General Accepted Accounting Principles and International Accounting Standards.
- Business Update Meetings between the President and the management team of each group were held for progress monitoring and problem solving (if any) which provided all team members adequate information to perform their tasks and make decisions.
- Company's intranet was utilized as internal communication channel which enabled complete and accurate corporate information on policies, regulations, orders, and good corporate governance to reach employees in a timely manner.
- Governing laws and regulations were kept as compliance database for reference and tracking. Legal Division was responsible for updating such database and providing consultations to responsible units.

- Beside the information disclosure through SET's portal, EGCO website at www.egco.com was provided as the communication channel for shareholders and investors to reach corporate information. Meetings with investors and analysts were held quarterly as well as press conferences and EGCO newsletters.
- Whistleblower system was stated in EGCO's Code of Conduct and available in EGCO's website to provide shareholders and employees the channel to report suspected violations of the Code of Conduct to the Management, the Audit Committee, and the Board of Directors while message providers would be protected.

Monitoring

To ensure that the established internal control systems were sufficient and appropriate, the following activities are implemented.

- Responsible units were assigned for the follow up, monitoring, and appraisal of EGCO group's performance against the KPIs and periodically reports to the Management and the Board together with the gap analysis.
- External auditors performed their tasks independently and regularly reported to the Audit Committee.
- EGCO's internal control systems were to be evaluated annually by using the internal control assessment form which was aligned with SEC's guidelines for the evaluation.
- Representation statements of EGCO's Management and employees confirmed their compliance with the company's Code of Conduct. Managing Directors of subsidiaries also represented their compliance to the President, in his capacity as companies' chairman while the President represented himself to Chairman of the Board.
- The adequacy and appropriateness of internal control systems was regularly reviewed by the Internal Audit Division.
- In accordance with SET's notification : The Audit Committee's Qualifications and Scope of Works B.E. 2551, the Audit Committee Charter defined its responsible to approve the appointment, rotation, and removal of the Chief Internal Audit
- In the Audit Committee's meeting no. 1/2014 on January 14, 2014, the Audit Committee appointed Mr. Nattanont Meesuksabai who was considered having sound academic background, experiences, and understanding of EGCO's business as the Chief Internal Audit since February 1, 2014.
- External auditors' review of the financial statements included the review of internal control on accounting and finance to define the audit approach, timing and scope of work. For 2014, there was no significant finding for improvement on internal control systems.

[Risk Factors]

EGCO realizes that the prudent risk analysis and risk management are crucial in building stakeholders' confidences. To ensure that the corporate risk management is effective, the Board entrusts the Audit Committee to oversee EGCO Group's risk management policies and guidelines while the Management has the responsibility for the implementation and regularly reports to the Audit Committee and the Board.

At the management level, the Risk Management Committee has been set up and comprises EGCO's top executives with the President as the chairman of the Committee. In addition, most of EGCO's invested assets have their own risk management committee to ensure that their particular risks are managed adequately. As part of corporate risk management, the risk factors have been monitored periodically and revised annually.

EGCO incorporates risk management policies in EGCO Group Risk Management Manual which has been published to acknowledge its staffs and to serve as a guideline for EGCO Group's risk management.

A summary of key risk factors and associated mitigation measures is as follows:

1. Investment Expansion Risk

EGCO invests in power and energy related business in both domestic and international markets and its main sources of income are dividends from subsidiaries and joint ventures. In maintaining and increasing shareholders' value, EGCO's strategic plan includes the continuous investment in new projects. Such acquiring and developing projects may entail risks that may affect EGCO's investment target as follow:

1.1 Risk from Project Selection

EGCO plans to expand its investment to maintain continuous growth. Potential projects of both domestic and overseas are listed in the investment plan including expansion in power generation from fossil and renewable energy. Since project selection is very important in making investment decision, EGCO incorporates prudent project selection process that business development units are assigned to be responsible for the project analysis which includes factors on economic, political and social policies of the target countries economic situation, industry, cost of finance, equipment and construction, as well as governing laws and regulations. Moreover, analysis of the changing environmental factors (Sensitivity Analysis) that affect the projects is also considered so that risk prevention and compensation are accounted in the return of investment analysis.

Moreover, EGCO has due process for investment scrutiny that new investment opportunities are to be reviewed by EGCO Management Committee which comprises EGCO top management as well as the Investment Committee which is the sub-committee of the Board of Directors, to ensure that all material risks are identified and managed before submitting investment opportunities to the Board of Directors for their consideration.

In 2014, EGCO successfully acquired two overseas projects which are Masinloc, a coal fired power plant located in the Philippines and Star Energy, a geothermal power plant in Indonesia.

1.2 Risk from Overseas Asset Management

Overseas investment creates opportunities for long-term growth of EGCO. Nevertheless, there are various factors that may impact the performance of such assets such as economy circumstance, political factors, changes in business environment and local community. EGCO's forecasted earnings can be affected by the unfamiliar business environment in each country. In mitigating these risks, EGCO engaged competent personnel having the experience in such particular market and seconded the representative management to work at overseas assets to ensure that its assets are efficiently managed and earnings are met as targeted.

2. Risk from Project Construction

EGCO is well aware of the risk from delays in project construction, which could be caused by contractors or local communities' resistance or natural disaster. The measurements to lower the likelihood and impacts of such risks include the selection of reputable EPC contractors with tight contracts, the proactive community relations activities, securing insurance policies which cover the impact from natural disaster and to have the project management team to closely monitor project progress to ensure project completion as scheduled.

In 2014, EGCO had four projects under construction, two of which were completed and started its commercial operation being Boco Rock Wind Farm and GIDEC. The other two projects being Khanom unit 4 and Xayaburi are still under construction phase and expected to complete as planned.

3. Operating Risks

3.1 The risk of obtaining lower forecasted earnings than target

EGCO has given high priority to the risk related to operating assets to ensure that the invested assets meet the expected performance. Asset management unit is assigned for the follow up and performance monitoring of each invested company including the analysis and comparison between the actual return and the planned target.

Typical measures imposed to mitigate relevant risks are as follows:

- Establish asset management policies and, where possible, delegate management and personnel to be representatives' directors or management of subsidiaries and invested projects.
- Prepare regular reports on joint venture companies' performance to senior management and the Board of Directors to ensure the timely and appropriate actions.
- Coordinate with partners for joint-audit activities in invested companies to ensure the adequacy and effectiveness of internal control system.

According to 2014 operating performance, most of EGCO's invested assets generated higher return than target.

3.2 Plant Performance Risks

In meeting the PPAs' commitment, EGCO Group's power plants may encounter plant performance risks, caused by personnel, equipment and management approach. The significant performance risks are as summarized below:

3.2.1 Plant efficiency

PPAs stipulated various plant efficiency indicators such as heat rate and failure to meet these performance requirements would result in higher cost than specified contract. The cause of such risk could be the malpractice in power plant maintenance. Therefore, EGCO set the plant management policies and systems so that preventive maintenance is carried out continuously in the professional manner. Work procedures placed by plants' management also ensure that all relevant risks are under control. These procedures include the followings:

- Scheduled inspection and preventive maintenance by skillful staffs.
- Early warning systems for critical information in plant operation.
- Adequate and well managed of plant spare parts.
- Implementation of the quality management system to ensure quality operation and comply with PPA such as ISO: 9001:2008 system at group power plants : Khanom, Gulf Power Generation, SPP Two , SPP Three , SPP Four and SPP Five .
- Continuous development of personnel competencies.

The implementation of such mitigation measures in the previous year resulted in the satisfactory performance of EGCO Group's power plant.

3.2.2 Raw Water Shortage

Raw water shortage can result in power plant stoppages. The risk can be caused by climate change, the delay of rainy season which may affect the reserve of raw water. The measures set to prevent and mitigate such risks , Rayong power plant, as an example, has its own water reservoir with the volume of 200,000 square meters which is sufficient for 7-day continuous operation at maximum level. With those measures, EGCO has no record of water shortage situation.

3.2.3 Fuel Shortage

Fuel shortage can result in plant stoppages, revenue shortfall or penalty payments. The shortage of “coal and biomass” fuel, in particular, could be caused by the increasing demand or price fluctuation.

EGCO Group’s measures were implemented to prevent and mitigate such risk as follows:

- EGCO Group’s coal fired power plants being BLCP, Quezon and Masinloc Power Plants have the long term coal supply agreement which is adequate for power generation. The suppliers are obliged to supply coal with the quantity and quality as specified in the agreement. In addition, each power plant has reserved coal sufficient for 30-day, 45-day and 25-day continuous operation respectively.
- EGCO Group’s biomass power plants using rice husks and para wood chips as fuel for power generation may face the fuel risk of both inadequate supply and volatile pricing due to uncertainty nature of agricultural product. To mitigate such risk, the power plants expand the fuel sourcing area and procure large amount in the high season at lower price. Roi-Et Green power plant using rice husks and Gulf Yala Green Power Plant consuming para wood chips also reserve the fuel sufficient for 15-day and 30-day continuous operations respectively.

3.2.4 Safety, Health, Environment and Social Risk

EGCO realizes that the electricity generation process could incur certain risks on the safety, health, environment of staffs and surrounding communities. Consequently, the management has taken the following actions to mitigate any potential negative impacts and reduce the likelihood of such risks:

- Implement corporate social responsibility schemes under EGCO Group’s policies.
- Conform with safety, health and environment management manual which specifies guidelines for implementation, monitoring and audit.
- Strictly comply with work manuals and emergency plan, implement training and testing of plan, equipment and warning system.

As the result of constant implementation of such measures, such risks are properly managed.

3.2.5 Risk from Accident, Resistance, and Sabotage

In conducting its business, EGCO may face risks from accident causing fire as well as community resistance by the negative impact from plant operation. Such risks could be caused by the power plant aging condition, personnel’s operation, or sabotage event.

The Management has set the following measures to mitigate and reduce the likelihood of those risks.

- Regular communication with staffs to avoid carelessness.
- Schedule routine maintenance of all equipment.
- Strengthen relationship with surrounding communities.
- Collaborate with government agencies and local authorities.
- Deploy security plan including regular drills and security equipment such as closed circuit TV.
- Secure the insurance policy that covers all risks, machinery breakdown, business interruption and third party liability to assure that loss from damages in the unexpected case would be properly and adequately protected.

Since 2013, EGCO procured the political violence insurance policy which covered the effects of loss from terrorism, sabotage, riot, political conflict, revolution and coup d'état, covering majority owned power plants including EGCO head office building and EGCOM Tara's water plant.

4. Financial Risks

EGCO Group's investment is capital-intensive. Since the primary funding sources are loans from domestic and international financial institutions, foreign exchange rate fluctuation and interest rate fluctuation are important risks. Therefore, the mitigation measures are established as follows:

4.1 Foreign Exchange Rate Fluctuation

EGCO Group has a policy to mitigate currency mismatches for each invested project to prudent levels by matching currencies from funding source and revenue structure. During construction phase, EGCO will use an appropriated financial instrument i.e. cross currency swap to manage the loan currency to match with the development and construction costs.

4.2 Interest Rate Fluctuation

EGCO Group has a policy to manage interest rate fluctuation by setting the guideline of interest rate exposure mitigation by swapping floating interest rate to fixed interest rate at an appropriate level when the swap market is favorable.

4.3 Cash Management from Overseas Investments

Most of EGCO's revenues are in US dollars resulting in the excess cash from offshore account which may affect the foreign cash management. Nevertheless, such risk is still low because of EGCO's expansion to overseas projects. In addition, cash flow status is regularly forecasted on monthly basis to monitor the balance of cash inflow and outflow as well as to maintain cash in overseas accounts for new investments.

5. Compliance Risk

With operation business in both domestic and overseas, EGCO is regulated under various local laws as well as regulations and international laws while failure to comply can affect EGCO Group's operation and its corporate image. Thus, EGCO Group is well aware and strictly complies with all related laws and regulations, as well as environment laws and SHE regulations while new issues of governing laws and regulations are closely monitored.

In 2014, EGCO Group has no record of failures to comply with related laws and regulations that involves in its business. In addition, EGCO Group has followed up the new laws and regulations to acknowledge all concerned units on the issues and impacts through the legal database for their further compliance.

6. Human Resources Risk

EGCO believes that personnel is their most valuable asset and the success factor of the organization. Losing the valuable employees would lead to efficiency impairment and business continuity, not mentioning the increased cost from recruitment, training and development. More importantly, as employees' knowledge and expertise in power business are crucial, thus, losing competent employees is one of EGCO's major concerns. In order to mitigate such risk, EGCO introduced a succession plan program aiming to develop competent employees for succeeding the key positions including the individual development plan and job rotation. Besides, the knowledge sharing and knowledge center through the EGCO Group Net are also provided to ensure that EGCO's personnel have required knowledge and competency which would lead to sustainable growth for the company.

[Management Discussion and Analysis]

For the Annual Operating Results 2014

Ended December 31, 2014

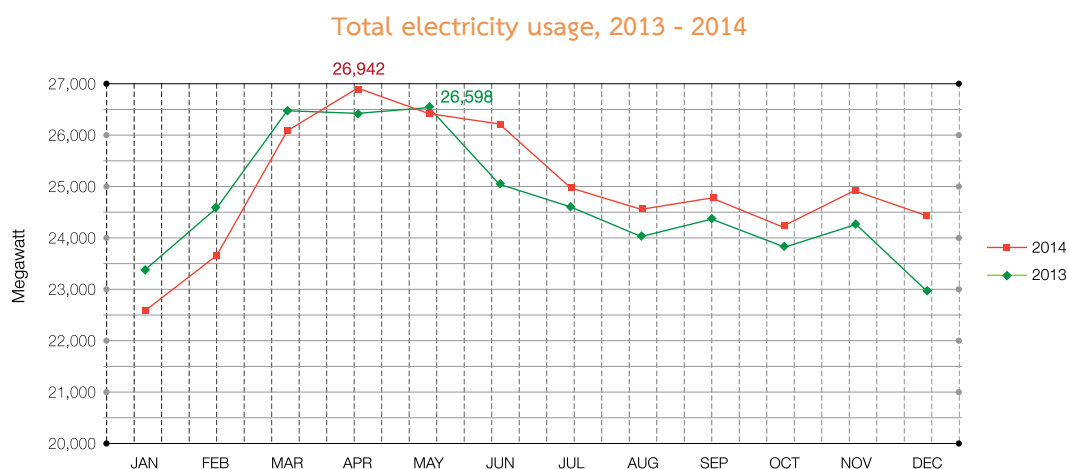
Note: This Management Discussion and Analysis (MD&A) was made to disclose information and the vision of the management in order to assist investors to better understand the company's financial status and operation. It also supports the "Good Corporate Governance Project" of the Securities and Exchange Commission (SEC).

An English version of the MD&A has been prepared from the Thai version. In the event of a conflict or a difference in interpretation between the two languages, the Thai version shall prevail.

The objective of this MD&A is to present the information and the explanation of financial status and operating results as of the date hereof. However, the information provided in this MD&A may vary if any factors or situation are changed in the future; the investors are, therefore, required to have their own discretion regarding the usage of this information for any purpose. For further detail, please contact Investor Relations Section of the Electricity Generating Public Company Limited at Tel: 662-998-5145-8 or Email: ir@egco.com

Management Discussion and Analysis

1. Economy and Industry affecting to the business operation



Source: Electricity Generating Authority of Thailand

Thailand decelerated economic growth in the first two quarters of 2014 led to a slight demand increase of only 2.37%. Electricity consumption was 173,142 GWh which was 4,057 GWh over the 2013 figure. The peak demand of the country occurred on April 23, 2014 at 2:26 p.m., reached 26,942 megawatt which was 1.29% higher than the peak demand in 2013 which was at 26,598 megawatt. However, the domestic Power Plants owned by EGCO possess long-term Power Purchase Agreements (PPA) with Electricity Generating Authority so that EGCO firmly received steady electricity revenue.

EGCO Group has consistently expanded its business investment to cover the Asia-Pacific Region for many years in Laos People's Democratic Republic (Lao PDR), The Philippines, The Republic of Indonesia and The Commonwealth of Australia to continuously build and develop its electricity business with sustainable growth. EGCO has co-invested with local business partners by possessing few shares in the beginning so as to understand and get accustomed to the electricity business conditions in that particular area before planning on its further investment or expansion.

2. Significant events in 2014

2.1 The progress in Construction and Developing projects

2.1.1 Completed projects

- **Boco Rock Wind Farm Pty Limited**, (EGCO holds an indirect 100% ownership interest.) The project is a wind power plant with the installed capacity of 113 MW, located in New South Wales, Australia. The project has entered into a 15-year PPA with Energy Australia Pty Ltd. The project has started its operation since November 28, 2014
- **GIDEC Company Limited**, (EGCO holds a 50% ownership interest.), is municipal solid waste plant. The power plant is located in Khuan Lang sub-district, Hat Yai district, Songkhla province, with the installed capacity of 6.70 MW generating and supplying the electricity to the grid. The project has a non-firm PPA for very small power producer with Provincial Electricity Authority (PEA) with 7-year subsidy of 3.50 baht per KWh adder from the Power Department Fund Management Division, Office of the Energy Regulatory Commission (OERC). The commercial operation date of the project was on December 11, 2014.

2.1.2 Construction projects

- **Khanom Power Plant Project Unit 4**, a gas-fired combined cycle power plant project of **Khanom Electricity Generating Company Limited (KEGCO)**, (EGCO holds a 99.99% ownership interest.), has entered into the PPA with the Electricity Generating Authority of Thailand (EGAT) for 25 years, with the contracted capacity of 930 MW. The project located in Nakhon Si-Thammarat province. The progress of the project was 56.70%. The commercial operation of the project is scheduled in June 2016.
- **Xayaburi Project**, a project of the **Xayaburi Power Company Limited (Xayaburi)**, (EGCO holds a 12.50% ownership interest.), is a hydro power plant project, Run off River, in the Laos People's Democratic Republic (Lao PDR). Xayaburi has entered into the PPA with EGAT with the contracted capacity of 1,220 MW. The construction of the project has progressed 40.79%. The commercial operation of the project is scheduled in October 2019.

2.1.3 Developing projects

- **Chaiyaphum Wind Farm Company Limited**, (EGCO holds a 90% ownership interest.), a wind power plant project located in Chaiyaphum province, has entered into the PPA with EGAT with the contracted capacity of 90 MW. The project is subsidized with an adder of 3.50 baht per KWh for 10 years from OERC. This project is under the process of negotiating a long-term loan contract with financial institutions and the contract is expected to be signed in January 2015. The commercial operation is scheduled in December 2016.
- **Klongluang Utilities Company Limited**, (EGCO holds a 99.99% ownership interest.), develops a cogeneration power plant project, TJ Cogen, with the installed capacity of 110 MW. The project is located in Klongnueng sub-district, Klonglaung district, Pathumthani province. TJ Cogen has entered into the PPA with EGAT for 25 years with the contracted capacity of

90 MW. The project is in the development process. The commercial operation is scheduled in June 2017.

- **Banpong Utilities Company Limited**, (EGCO holds a 99.99% ownership interest.), develops 2 cogeneration power plant projects: SK Cogen and TP Cogen, with the installed capacity of 125 MW each. The projects are located in Thapha sub-district, Banpong district, Ratchaburi province. SK Cogen and TP Cogen have entered into the PPAs with EGAT for 25 years with the contracted capacity of 90 MW each. The commercial operation of the projects are scheduled in October 2017.

2.2 New Investment

- On July 15, 2014, EGCO Group acquired 44.54% ownership interest in **Masin-AES Pte. Ltd. (Masin-AES)** which invests in power business in Philippines. Masin-AES is a major shareholder of Masinloc Power Partners Co.,Ltd. (MPPCL). Therefore, EGCO Group holds 40.945% ownership interest in MPPCL. MPPCL owns, operates and maintains coal fired power plant facilities comprising 2 units of 315 MW, 630 MW in total, located in Zambales province, Luzon, the Philippines. MPPCL sells its power and energy under contracts to the Manila Electric Company (Meralco), various electric cooperatives and a number of industrial customers in the approximate proportion of 70%, 20% and 10%, respectively.
- On July 30, 2014, EGCO Group acquired 20% indirect ownership interest in **Star Energy Geothermal Pte. Ltd. (SEG)**. SEG invests in the geothermal power station located in Indonesia with installed capacity of 227 MW, consisting of 2 Power Plant Units: Unit 1 - 110 MW and unit 2 - 117 MW which have been in operation since 2000 and 2009, respectively. SEG sells the electricity to PT PLN (Persero), an Indonesian government-owned electricity corporation, under the long-term Energy Sales Contract with the right to sell electricity up to 400 MW. Moreover, SEG is developing other two geothermal power projects of which the Energy Sales Contracts are expected to be signed in a near future.

2.3 Other significant event

- On December 7, 2014, the 20-year PPA between Rayong Power Plant, Thailand's first Independent Power Plant and EGAT expired. Consequently, the Power Plant stopped its operation and electricity sales to EGAT on the same day.

3. Business overview

EGCO Group has invested in the Independent Power Producer (IPP), Small Power Producer (SPP), Very Small Power Producer (VSPP), Coal Mining, Operating and Maintenance (O&M), Management and Administrative Services (Management Services), Tap water including Rayong power plant as a business unit in EGCO. Details of each plant are as follows:

(1) Subsidiaries which can be categorized into 2 businesses:

1. Power Generation

1.1 Local power generation

Khanom Electricity Generating Co., Ltd. (KEGCO)	IPP
EGCO Cogeneration Co., Ltd. (EGCO Cogen)	SPP
Roi-Et Green Co., Ltd. (Roi-Et Green)	SPP
Banpong Utilities Co., Ltd. (Banpong)	SPP
Klongluang Utilities Co., Ltd. (Klongluang)	SPP

Chaiyaphum Wind Farm Co., Ltd. (Chaiyaphum)	SPP
SPP Two Co., Ltd. (SPP 2)	VSPP
SPP Three Co., Ltd. (SPP 3)	VSPP
SPP Four Co., Ltd. (SPP 4)	VSPP
SPP Five Co., Ltd. (SPP 5)	VSPP
Yanhee EGCO Holding Co., Ltd. (Yanhee EGCO)	Holding Co.
• Solarco Co., Ltd.	VSPP
Theppana Wind Farm Co., Ltd. (Theppana)	VSPP

1.2 Overseas Power Generation

Quezon Power (Philippines) Limited Co. (Quezon)
Boco Rock Wind Farm Pty Ltd. (Boco Rock)

2. Other businesses

2.1 Local Other Businesses

EGCO Engineering and Service Co., Ltd. (ESCO)	O&M
• EGCOT Tara Co., Ltd. (EGCOT Tara)	Tap Water

2.2 Overseas Other Businesses

Pearl Energy Philippines Operating Inc. (PEPOI)	O&M
Quezon Management Service Inc. (QMS)	Management Services

(2) Associated in overseas power generation business

Star Energy Geothermal Pte. Ltd. (SEG)
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(3) Joint Ventures which can be categorized into 2 businesses:

1. Power Generation

1.1 Local power generation

Gulf Electric Public Company Limited (GEC)	Holding Co.
• Gulf Cogeneration Co., Ltd. (GCC)	SPP
• Nong Khae Cogeneration Co., Ltd. (NKCC)	SPP
• Samutprakarn Cogeneration Co., Ltd. (SCC)	SPP
• Gulf Yala Green Co., Ltd. (GYG)	SPP
• Gulf Power Generation Co., Ltd (GPG)	IPP
BLCP Power Limited (BLCP)	IPP
Natural Energy Development Co., Ltd. (NED)	SPP&VSPP
G-Power Source Co., Ltd. (GPS)	VSPP
GIDEC Company Limited (GIDEC)	VSPP

1.2 Overseas power generation

Nam Theun 2 Power Co., Ltd. (NTPC)
San Buenaventura Power Ltd. Co. (SBPL)
Masin-AES Pte. Ltd. (Masin-AES)
• Masinloc Power Partners Co., Ltd. (MPPCL)

2. Others businesses

• Overseas Other Business

PT Manambang Muara Enim Co., Ltd. (MME)

Coal Mining

(4) Other investments

Other investments comprise long-term investment in securities :

- EGCO holds 18.72% of the outstanding shares in Eastern Water Resources Development and Management Public Company Limited (East Water).
- EGCO holds 12.50% of the outstanding shares in Xayaburi Power Company Limited (Xayaburi).

As of December 31, 2014, EGCO Group's portfolio consists of 23 operating power plants, with a total contracted capacity of 3,746 MW equity (when including Rayong Power Plant, total contracted capacity were 4,921 MW equity).

4. Report and Analysis of the Operating Results

Commencing on 1 January 2014, EGCO Group has applied the new accounting standards that are effective for accounting periods beginning on or after 1 January 2014. These following accounting standards affect the financial statements: TFRIC 4 - Determining whether an arrangement contains a lease and TFRIC 12 - Service concession arrangements.

For focusing on the operating performance, EGCO would like to present analysis of the operation result excluding the impact of the new accounting standards.

The analysis of the financial statements of EGCO is indicated as follows:

Summary of operating results for the year 2014

Unit : Million Baht

	Power Generation		Others		Total		Change Increase (Decrease)	
	2014	2013	2014	2013	2014	2013	Amount	%
Total Revenues	19,491	18,552	861	1,050	20,352	19,602	750	4%
Total Expenses	(18,007)	(17,388)	(539)	(702)	(18,546)	(18,090)	456	3%
Share of Profit (Loss)	6,027	6,058	15	(21)	6,042	6,037	5	-
NCI* before FX	(97)	(131)	(46)	(43)	(143)	(174)	(31)	(18%)
Profit (Loss) before FX and deferred income tax	7,414	7,091	291	284	7,705	7,375	330	4%
Deferred income (expense) tax	225	(280)	-	1	225	(279)	504	181%
Profit (Loss) before FX	7,639	6,811	291	285	7,930	7,096	834	12%
FX	(661)	(196)	(16)	14	(677)	(182)	(495)	(272%)
Net Profit (loss)	6,978	6,615	275	299	7,253	6,914	339	5%

* NCI: Non-Controlling Interests

Profit from operation of EGCO Group before FX and deferred income tax for the year 2014 was 7,705 million baht, increasing by 330 million baht comparing the year 2013, which came from an increase in power generation business of 323 million baht and an increase in other business of 7 million baht. See more details in 4.1 and 4.2 as below;

4.1 The Analysis of the Operating Results in Power Generation business

Profit (loss) before FX and deferred income tax for the year 2014 from the operation of power generation business increased by 323 million baht from the year 2013 mainly due to an increase in the operating results of Yanhee EGCO, Quezon, Masin-AES, NTPC, BLCP and NED whereas those of GPG, KEGCO, EGCO, EGCO COGEN, Rayong Power Plant and GEC decreased as follow:

Yanhee EGCO :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	1,377	110	1,267	1,152%
Other income	13	4	9	225%
Total revenues	1,390	114	1,276	1,119%
Cost of sale	(323)	(31)	292	942%
Other expenses	(306)	(95)	211	222%
Total expenses	(629)	(126)	503	399%
Profit (Loss) before FX and deferred income tax	761	(12)	773	6,442%

- **Yanhee EGCO :** The operating result increased by 773 million baht due to recognizing electricity sale on a full year basis in the year 2014. In the year 2013, 3 projects of Yanhee EGCO started their commercial operation on November 18, 2013 while the other 3 projects commenced their operation on December 16, 2013.

Quezon (Include PEPOI and QMS) :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	10,472	10,213	259	3%
Other income	-	-	-	-
Total revenues	10,472	10,213	259	3%
Cost of sale	(5,685)	(5,815)	(130)	(2%)
Other expenses	(1,882)	(1,937)	(55)	(3%)
Total expenses	(7,567)	(7,752)	(185)	(2%)
Profit (Loss) before FX and deferred income tax	2,905	2,461	444	18%

- **Quezon :** The profit from electricity sales increased by 389 million baht due to higher generation and a decrease in fuel cost from a lower coal price comparing to year 2013. Besides, corporate income tax decreased due to adoption of the optional standard, increasing its operating result by 444 million baht.

Masin-AES :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	2,773	-	2,773	100%
Other income	-	-	-	-
Total revenues	2,773	-	2,773	100%
Cost of sale	(1,493)	-	(1,493)	100%
Other expenses	(844)	-	(844)	100%
Total expenses	(2,337)	-	(2,337)	100%
Profit (Loss) before FX and deferred income tax	436	-	436	100%

- **Masin-AES** : EGCO acquired shares in Masin-AES in July 15, 2014.

NTPC :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	2,832	2,787	45	2%
Other income	8	19	(11)	(59%)
Total revenues	2,840	2,806	34	1%
Cost of sale	(823)	(752)	71	9%
Other expenses	(830)	(970)	(140)	(14%)
Total expenses	(1,653)	(1,722)	(69)	(4%)
Profit (Loss) before FX and deferred income tax	1,187	1,084	103	10%

- **NTPC** : In 2013, the water level for electricity generation had reached the level as prescribed in the PPA, resulting excess energy to be sold. Therefore, the electricity revenue in US Dollar of year 2014 was lower than that in 2013. However, a depreciated in Thai Baht increased the electricity revenue after conversion to Thai Baht when comparing to the last year. Meanwhile, an interest expense was lower. These led to an increase in the operating result in the amount of 103 million baht.

BLCP :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	9,329	8,630	699	8%
Other income	81	121	(40)	(33%)
Total revenues	9,410	8,751	659	8%
Cost of sale	(6,221)	(5,752)	469	8%
Other expenses	(862)	(747)	115	15%
Total expenses	(7,083)	(6,499)	584	9%
Profit (Loss) before FX and deferred income tax	2,327	2,252	75	3%

- **BLCP :** When comparing to Availability payment (AP) of 2013, the AP in 2014 increased by 101 million baht due to a depreciated in Thai Baht despite the lower AP rate stated in the PPA. Moreover, electricity profit after deduction of cost of sale increased by 129 million baht from higher electricity generation. Meanwhile, an interest income was lower whereas an income tax rose up due to an expiration of tax exemption from BOI. Such factors led to an increase in the operating result in the amount of 75 million baht.

NED :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	511	463	48	10%
Other income	18	10	8	80%
Total revenues	529	473	56	12%
Cost of sale	(124)	(119)	5	4%
Other expenses	(101)	(111)	(10)	(9%)
Total expenses	(225)	(230)	(5)	(2%)
Profit (Loss) before FX and deferred income tax	304	243	61	25%

- **NED :** The electricity profit increased by 43 million baht due to a higher electricity generation, comparing to that in year 2013 (In 2014, EGCO recognized a profit on full year basis from NED 8 MW, as it was an expansion of NED project and started its commercial operation on May 2, 2013). Meanwhile, the other expenses decreased mainly from interest expense and financing cost. As a result, the operating result increased in the amount of 61 million baht.

GPG :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	10,231	13,735	(3,504)	(26%)
Other income	58	81	(23)	(28%)
Total revenues	10,289	13,816	(3,527)	(26%)
Cost of sale	(8,694)	(11,542)	(2,848)	(25%)
Other expenses	(393)	(439)	(46)	(10%)
Total expenses	(9,087)	(11,981)	(2,894)	(24%)
Profit (Loss) before FX and deferred income tax	1,202	1,835	(633)	(34%)

- **GPG** : Availability payment (AP) decreased by 338 million baht according to the PPA. The electricity generation was lower than year 2013 due to lower dispatch from EGAT. As a result, electricity profit decreased in the amount of 318 million baht. Besides, an interest income was lower. Meanwhile, other expenses decreased mainly due to a decrease in interest expense. Consequently, the operating result decreased by 633 million baht.

KEGCO :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	1,514	2,035	(521)	(26%)
Other income	77	9	68	756%
Total revenues	1,591	2,044	(453)	(22%)
Cost of sale	(1,313)	(1,429)	(116)	(8%)
Other expenses	(391)	(361)	30	8%
Total expenses	(1,704)	(1,790)	(86)	(5%)
Profit (Loss) before FX and deferred income tax	(113)	254	(367)	(144%)

- **KEGCO** : Availability payment (AP) decreased by 526 million baht according to the PPA. The other expenses increased mainly from administrative expenses and provisions of obsolete stock. Meanwhile, cost of sale decreased due to a lower maintenance cost, comparing to that in year 2013. Additionally, the other income increased from a profit of selling diesel oil in order to reserve new lot for Khanom Power Plant Project Unit 4. Therefore, these led to a decrease in the operating result of 367 million baht.

EGCO :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	-	-	-	-
Other income	235	242	(7)	(3%)
Total revenues	235	242	(7)	(3%)
Cost of sale	-	-	-	-
Other expenses	(2,854)	(2,505)	349	14%
Total expenses	(2,854)	(2,505)	349	14%
Profit (Loss) before FX and deferred income tax	(2,619)	(2,263)	(356)	(16%)

- **EGCO** : The other expenses increased by 349 million baht, caused by the amortization of right in PPA and fair value of acquiring in business acquisition of Masin-AES. Meanwhile, a decrease in other income of 7 million baht was from interest income. Thus, the operating result decreased in the amount of 356 million baht.

EGCO Cogen :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	2,514	2,548	(34)	(1%)
Other income	1	8	(7)	(88%)
Total revenues	2,515	2,556	(41)	(2%)
Cost of sale	(2,332)	(2,318)	14	1%
Other expenses	(145)	(110)	35	32%
Total expenses	(2,477)	(2,428)	49	2%
Profit (Loss) before FX and deferred income tax	38	128	(90)	(70%)

- **EGCO Cogen** : The electricity profit decreased by 48 million baht due to lower electricity generation and higher cost of sale, comparing to that in year 2013, since the plant carried out major maintenance in 2014. Moreover, other expense increased from provisions of obsolete stock. Interest income and other income decreased due to compensation receipt from damaged plant's equipment in year 2013. These led to a decrease in the operating result in the amount of 90 million baht.

Rayong Power Plant :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	1,959	2,201	(242)	(11%)
Other income	42	49	(7)	(14%)
Total revenues	2,001	2,250	(249)	(11%)
Cost of sale	(1,337)	(1,511)	(174)	(12%)
Other expenses	(203)	(222)	(19)	(9%)
Total expenses	(1,540)	(1,733)	(193)	(11%)
Profit (Loss) before FX and deferred income tax	461	517	(56)	(11%)

- **Rayong Power Plant :** Availability payment (AP) decreased by 200 million baht according to the PPA. Energy payment (EP) decreased by 42 million baht due to lower electricity generation, comparing to the year 2013, as well as the expiration of Rayong Power Plant's PPA on December 7, 2014. Besides, cost of sale decreased by 174 million baht due to lower maintenance expenses. As such, the operating result decreased by 56 million baht.

GEC (excluding GPG) :

Unit : Million Baht

	2014	2013	Change Increase (Decrease)	
			Amount	%
Electricity revenue	4,758	4,573	185	4%
Other income	67	153	(86)	(56%)
Total revenues	4,825	4,726	99	2%
Cost of sale	(4,100)	(4,012)	88	2%
Other expenses	(256)	(233)	23	10%
Total expenses	(4,356)	(4,245)	111	3%
Profit (Loss) before FX and deferred income tax	469	481	(12)	(2%)

- **GEC :** The electricity profit increased by 97 million baht resulted from higher generation, comparing to the year 2013. Meanwhile, other income decreased by 86 million baht due to NKCC's insurance claim in the year 2013. Besides, the corporate income tax was higher. These led to a decrease in the operating result in the amount of 12 million baht.

Other Subsidiaries in Power Generation business :

Unit : Million Baht

	Roi-Et Green		SPP 2		SPP 3		SPP 4		SPP 5	
	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013
Electricity revenue	402	365	193	187	191	179	147	140	196	187
Other income	4	7	2	2	3	3	3	2	4	2
Total revenues	406	372	195	189	194	182	150	142	200	189
Cost of sale	(225)	(189)	(51)	(52)	(49)	(49)	(38)	(38)	(48)	(50)
Other expenses	(71)	(76)	(49)	(53)	(50)	(56)	(39)	(42)	(48)	(52)
Total expenses	(296)	(265)	(100)	(105)	(99)	(105)	(77)	(80)	(96)	(102)
Profit (Loss) before FX and deferred income tax	110	107	95	84	95	77	73	62	104	87

Other Subsidiaries in Power Generation business (continue) :

Unit : Million Baht

	Theppana*		North Pole**		Others***		Total		Change Increase (Decrease)	
	2014	2013	2014	2013	2014	2013	2014	2013	Amount	%
Electricity revenue	81	33	-	-	42	-	1,252	1,091	161	15%
Other income	5	2	10	17	4	7	35	42	(7)	(17%)
Total revenues	86	35	10	17	46	7	1,287	1,133	154	14%
Cost of sale	(31)	(14)	-	-	(34)	-	(476)	(392)	84	21%
Other expenses	(29)	(20)	(519)	(438)	(53)	(56)	(858)	(793)	65	8%
Total expenses	(60)	(34)	(519)	(438)	(87)	(56)	(1,334)	(1,185)	149	13%
Profit (Loss) before FX and deferred income tax	26	1	(509)	(421)	(41)	(49)	(47)	(52)	5	10%

* The commercial operation date of Theppana was on July 18, 2013.

** Withholding Tax on dividend from Quezon and PEPOI was included in other expenses of North Pole.

*** - Boco Rock started the commercial operation on November 28, 2014

- Banpong, Klongluang and Chaiyaphum are under development phase.

Associate and Other Joint Ventures in Power Generation business :

Unit : Million Baht

	SEG* (Associate)		GPS (JV)		Other** (JV)		Total		Change Increase (Decrease)	
	2014	2013	2014	2013	2014	2013	2014	2013	Amount	%
Electricity revenue	318	-	333	315	1	296	652	611	41	7%
Other income	2	-	1	1	-	21	3	22	(19)	(86%)
Total revenues	320	-	334	316	1	317	655	633	22	3%
Cost of sale	(126)	-	(102)	(100)	(2)	(119)	(230)	(219)	11	5%
Other expenses	(189)	-	(75)	(74)	(59)	(177)	(323)	(251)	72	29%
Total expenses	(315)	-	(177)	(174)	(61)	(296)	(553)	(470)	83	18%
Profit (Loss) before FX and deferred income tax	5	-	157	142	(60)	21	102	163	(61)	(37%)

* EGCO acquired shares in SEG on July 30, 2014.

** Including GIDEC, SBPL and Conal (Conal to be divested on July 2, 2013).

4.2 The Analysis of the Operating Results in Other businesses

Profit (loss) before FX and deferred income tax for the year 2014 in other businesses increased from the previous year by 7 million baht as the following details:

Subsidiaries and Joint Ventures in Other business :

Unit : Million Baht

	ESCO		EGCOM Tara		MME		APPC*		Total		Change Increase (Decrease)	
	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013	Amount	%
Revenue	-	-	317	309	250	190	-	37	567	536	31	6%
Service income	528	726	-	-	-	-	-	-	528	726	(198)	(27%)
Other income	12	11	4	4	1	-	-	-	17	15	2	13%
Total revenues	540	737	321	313	251	190	-	37	1,112	1,277	(165)	(13%)
Cost of sale	(333)	(477)	(89)	(86)	(200)	(158)	-	(51)	(622)	(772)	(150)	(19%)
Other expenses	(70)	(85)	(93)	(97)	(36)	(29)	-	(10)	(199)	(221)	(22)	(10%)
Total expenses	(403)	(562)	(182)	(183)	(236)	(187)	-	(61)	(821)	(993)	(172)	(17%)
Profit (Loss) before FX and deferred income tax	137	175	139	130	15	3	-	(24)	291	284	7	2%

* EGCO acquired ordinary shares in APPC on May 15, 2012 and sold such shares on October 21, 2013.

5. Report and Analysis of Financial Position

Comparing the Statements of Financial Position as at December 31, 2014 to the Statements of Financial Position as at December 31, 2013 is shown below:

	Consolidated Financial Statement (Million Baht)			
	Year		Change Increase (Decrease)	
	2014	2013	Amount	%
Assets				
Current Assets	23,328	24,038	(710)	(2.95%)
Interests in joint ventures and associated, net	55,771	33,975	21,796	64.15%
Property, plant and equipment, net	58,729	48,491	10,238	21.11%
Other non-current assets	22,859	24,616	(1,757)	(7.14%)
Total Assets	160,687	131,120	29,567	22.55%
Liabilities				
Current Liabilities	13,101	5,597	7,504	134.07%
Long-term loans (including current portion of long-term loans)	65,319	47,428	17,891	37.72%
Other non-current liabilities	8,048	7,842	206	2.63%
Total Liabilities	86,468	60,867	25,601	42.06%
Shareholders' Equity				
Parent's shareholders' equity	73,264	69,343	3,921	5.65%
Non-controlling interests	955	910	45	4.95%
Total Shareholders' Equity	74,219	70,253	3,966	5.65%
Total Liabilities and Shareholders' Equity	160,687	131,120	29,567	22.55%

5.1 Asset Analysis

As of December 31, 2014 the total assets were 160,687 million baht, increasing by 29,567 million baht or 22.55% from the year 2013. The details are as follows:

- Current assets decreased by 710 million baht or 2.95%. This was caused by a decrease in Rayong Power Plant's financial lease receivable of 536 million baht. Spare parts and supplies decreased by 414 million baht due to provisions of obsolete stock from KEGCO, Rayong Power Plant and Quezon. Account receivable of ESCO and Rayong Power Plant totally decreased by 454 million baht. Other current assets decreased by 153 million baht. Meanwhile cash, cash equivalents and short-term investments increased by 732 million baht mainly from Yanhee EGCO and Khanom Power Plant Project Unit 4. The dividend receivable from BLCP and GPS was up by 73 million baht and 42 million baht, respectively.
- Interests in joint ventures and associated (net) increased by 21,796 million baht or 64.15% due to an investment in Masin-AES and SEG together with share of profit from joint ventures and associated.

- Property, plant and equipment (net) and advance payments for construction rose by 10,238 million baht or 21.11% because of subsidiary companies' power plants projects construction which were Boco Rock and Khanom Power Plant Project Unit 4.
- Other non-current assets decreased in the amount of 1,757 million baht or 7.14%. It was resulted from a decrease in financial lease receivable of Rayong Power Plant and KEGCO and receivable under concession arrangement of EGCOT Tara by 1,601 million baht. In addition, deferred expense decreased by 293 million baht, a decrease in long-term investment and repayment long-term loan from GIDEC by 220 million baht and 85 million baht, respectively. Meanwhile, the investment in Xayaburi increased by 442 million baht.

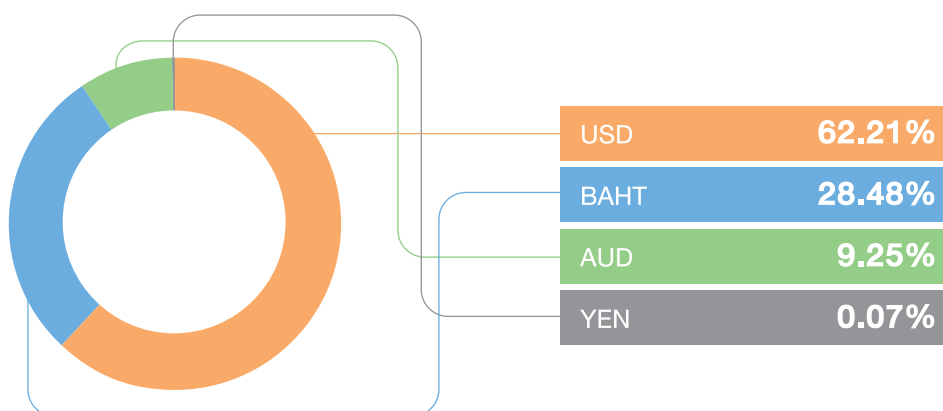
5.2 Liability Analysis

As of December 31, 2014 the total liabilities were 86,468 million baht, increasing by 25,601 million baht or 42.06% from the year 2013. The details are as follows:

- Current liabilities increased by 7,504 million baht or 134.07% mainly from EGCO's short-term USD loan in the amount of 8,078 million baht in order to invest in Masin-AES and SEG together with EGCO Cogen's short-term THB loan in the amount of 170 million baht. Meanwhile, account payable decreased by 449 million baht mainly from Quezon, EGCO COGEN and KEGCO. Additionally, other current liabilities decreased by 295 million baht mainly from value added tax payable of Quezon.
- Long-term loans rose by 17,891 million baht or 37.72% mainly due to EGCO's long-term loan for refinance of short-term loan and long-term loans of KEGCO, Boco Rock and Yanhee EGCO for constructing the power plants.

The details of outstanding long-term loans are as follows:

- USD loans in the amount of 1,227 million US dollars, equivalent to 40,372 million baht
- Baht loans in the amount of 18,757 million baht
- AUD loans in the amount of 236 million Australian dollars, equivalent to 6,147 million baht
- JPY loans in the amount of 157 million Yen, equivalent to 43 million baht



Loan maturities schedule as at December 31, 2014

Unit : Million Baht

Maturity	EGCO	QUEZON	KEGCO	Boco Rock	Yanhee EGCO	SPP 2, 3, 4, 5	Theppana	Roi-Et Green	Total
Within 1 year	3,338	1,434	11	159	344	293	25	29	5,633
2 - 5 years	24,905	5,708	3,666	5,988	1,563	1,385	119	14	43,348
Over 5 years	4,000	3,487	5,261	-	2,454	931	205	-	16,338
Total	32,243	10,629	8,938	6,147	4,361	2,609	349	43	65,319

- Non-current liabilities increased by 206 million baht or 2.63% mainly from an increase in retention of Khanom Power Plant Project Unit 4 by 446 million baht, provision for decommissioning costs increased by 68 million baht and accrued retirement cost raised by 32 million baht while Rayong Power Plant's deferred income tax liabilities decreased by 340 million baht.

5.3 Shareholders' Equity Analysis

As of December 31, 2014, total Shareholders' Equity were 74,219 million baht increasing by 3,966 million baht or 5.65% from the year 2013. The main reasons are as follows: Firstly, EGCO's operating profit in Income Statement increased by 7,667 million baht. Secondly, a decrease by dividend payment in the amount of 3,290 million baht. Thirdly, the additional unrealised loss on investments in marketable securities was 348 million baht and lastly, the effect from the translation adjustment of currencies to Thai Baht for offshore subsidiaries and joint ventures decreased by 107 million baht.

5.4 Cash Flow Analysis

As of December 31, 2014 cash and cash equivalents were 6,859 million baht, decreasing by 125 million baht comparing to the amount as at December 31, 2013. The details are as follows:

Unit : Million Baht

Net cash received from operating activities	7,962
Net cash payment for investing activities	(28,300)
Net cash received from financing activities	20,661
Loss from the effect of foreign exchange rate	(448)
Net decrease in cash	(125)

- Net cash received from operating activities** was 7,962 million baht from operating of EGCO and its subsidiaries.

- **Net cash payment for investing activities** was 28,300 million baht from the investment in Masin-AES and SEG in the amount of 21,045 million baht and power plants construction cost of Boco Rock, Khanom Power Plant Project Unit 4, Yanhee EGCO, Chaiyaphum, and Theppana and in the amount of 11,181 million baht. Moreover, the payment in investments used as collateral of Yanhee EGCO and Khanom Power Plant Project Unit 4 in the amount of 706 million baht, the equity injection to Xayaburi in the amount of 442 million baht. Meanwhile, the dividend received from joint ventures was 5,051 million baht and repayment long-term loan from GIDEC was of 85 million baht.
- **Net cash received from financing activities** was 20,661 million baht from the drawn down loans were 54,395 million baht proposing to invest in Masin-AES and SEG as well as the power plants' construction. Meanwhile, the principle repayment of loans were 28,103 million baht, interest payment of loans were 2,079 million baht and dividend payment was 3,471 million baht.

6. Financial Ratios

Profitability Ratios

	2014	2013	Change Increase/(Decrease)
Gross Profit Ratio (%)	34.21	31.06	3.15
Operating Profit Ratio before FX (%)	26.10	24.89	1.21
Profit Ratio before FX (%)	15.27	13.90	1.37
Profit before FX per share (Baht)	15.06	13.48	1.58

Trade receivables aging summary

Aging periods of trade receivables as at December 31, 2014 are shown in the table below:

Unit : Million Baht

	2014	2013	Change Increase/(Decrease)	
			Amount	%
Current	1,924	1,904	20	1%
Overdue less than 3 months	12	48	(36)	(75%)
Overdue between 3 - 6 months	-	53	(53)	(100%)
Overdue between 6 - 12 months	-	79	(79)	(100%)
Overdue more than 12 months	77	77	-	-
	2,013	2,161	(148)	(7%)
Less Allowance for Doubtful Accounts	-	-	-	-
Trade receivables, net	2,013	2,161	(148)	(7%)

Leverage Ratio and Liquidity Ratio

	2014	2013	Change Increase/(Decrease)
Debt to equity ratio (Time)			
- Consolidated	1.17	0.87	0.30
- Company	0.78	0.44	0.34
Book value per share (Baht)			
- Consolidated	139.16	131.71	7.45
- Company	106.93	106.19	0.74
Current ratio (Time)			
- Consolidated	1.25	2.23	(0.98)
- Company	0.70	2.05	(1.35)
Interest Coverage Ratio (Time)			
- Company	6.12	6.09	0.03

7. Future Plans

EGCO continues to develop business in response to the company's sustainable growth. The company focused on power projects due to its employees' knowledge and expertise in power business. In 2015, EGCO plans to expand its investment in Asia-Pacific Region by co-investment with local business partners. Moreover, EGCO focuses to considerably expand its business opportunity in SPP and VSPP business. EGCO also emphasizes on and considers the management of its power plants which are under construction and development to be efficiently completed and within the budget. After the power plant can operate commercially, EGCO has a plan to operate both domestic and abroad power plants to generate electricity with the highest efficiency in order to guarantee its highest performance and to benefit all shareholders as planned.

[Related Transaction]

In conducting our business activities and services, there are related transactions between EGCO or its subsidiaries and persons or parties who may have potential conflicts of interest. EGCO endeavors to ensure that these transactions are justified and in compliance with the Stock Exchange of Thailand (“SET”) and the Capital Market Supervisory Board’s rules and regulations. Apart from designating the authorized persons to approve the transaction in accordance with the Table of Authority, the Audit Committee is entrusted to review the related transactions that need to be approved by the Board of Directors. The details of the related transactions are disclosed under the items 39 and 41 of the Notes to Financial Statements for the year ended December 31, 2014.

Procedures to Approve the Related Transactions

EGCO has materialized the following policies and guidelines in treating and approving the related transactions.

- In case of entering into any agreements or any related transactions with EGCO, subsidiaries, joint venture companies, associate companies and/or any concerned parties, EGCO will consider the necessity and justification of such transactions for the best interest of the Company. Costs are charged at the market price like transactions with any other outside parties (Arm’s Length Basis). If there is no such price, EGCO will apply the price of similar market transactions. EGCO may also compare the price with the one recommended by an independent appraiser to ensure that such price is reasonable to maximize the Company’s benefits.
- Business transactions that are considered connected transactions according to the SET’s rules and regulations, have to strictly comply with the requirements of the SET’s and the Capital Market Supervisory Board. They are also to be reviewed by the Audit Committee in case that such transactions must be approved by the Board of Directors.
- Financial assistance to Group companies or business partners such as loans, guarantee, etc. will be conducted prudently to ensure the utmost benefits of the Group companies. Fees will be charged at the market rate as at the transaction date.
- For business transactions having terms and agreements that any ordinary person will agree with the counterpart under similar circumstances, EGCO always ensures its bargaining power without any influential privileges resulted from persons holding administrative titles as the director, executive or related authority. Such transactions shall be reported to the Audit Committee and the Board of Directors. This is aimed to ensure that such transactions are properly carried out and provide optimal benefits to the Company and in line with the procedures.

- In case that the shareholders' approval is needed, the major shareholders who may have conflicts of interest can attend the meeting in order to constitute a quorum but will not have voting rights, thus does not affect the quorum and the vote counting.
- Directors and executives with potential conflicts of interest are not allowed to vote or attend the meeting

Related Transactions in 2014

EGCO's related transactions in 2014 were normal business transactions and there was no profit siphoning between EGCO or its subsidiaries, joint ventures and parties with potential conflicts of interest. Each transaction was duly approved under the transparent process and the persons with potential conflicts of interests were not involved in the decision making. Such transactions were well justified that they were carried out for the best interest of the Company like the transactions with any third parties. The checking and audit systems also ensured that all transactions were carried out in line with the established process.

Details of related transactions in 2014 that may pose conflicts of interest are as follows:

1. Related Transactions with EGAT

In carrying out EGCO Group's businesses and services, there were transactions relating to the power sales and maintenance services between EGCO Group and EGAT, a major shareholder which owns 25.41 per cent of EGCO stakes and has 4 representative directors on EGCO Board. However, all the transactions followed the established process and were in line with the disclosure and other requirements of the SET and SEC. The following are the transactions in 2014 in detail:

1.1 Electricity Sales with EGAT

EGCO (Rayong Power Plant) and its three subsidiaries namely KEGCO, EGCO Cogen and Roi-Et Green were engaged in the Power Purchase Agreement ("PPA") with EGAT. The PPA term for EGCO (Rayong Power Plant) is 21 years and that of KEGCO are 20-25 years while the terms for EGCO Cogen and Roi-Et Green are 21 years, respectively.

Such transactions were considered justified as power generation was EGCO Group's core business and EGAT was the sole wholesale buyer in Thailand. In addition, the pricing and conditions of those transactions were in accordance with the standardized contracts endorsed by concerned government agencies.

Companies	Relationship	Transaction value by December 31, 2014 (million baht)	
		Sales Revenue	Trade Receivables
EGCO Cogen	Subsidiary	1,465	271

1.2 Financial Lease Income under PPA with EGAT

Companies	Relationship	Transaction value by December 31, 2014 (million baht)	
		Sales Revenue	Trade Receivables
EGCO (Rayong Power Plant)	Subsidiaries	264	125
KEGCO		355	1,927
Roi-Et Green		32	327

1.3 Lease Service Income under PPA with EGAT

Companies	Relationship	Transaction value by December 31, 2014 (million baht)	
		Sales Revenue	Trade Receivables
EGCO (Rayong Power Plant)	Subsidiaries	901	102
KEGCO		683	85
Roi-Et Green		355	63

Since EGCO has recorded the share of profits from joint venture companies using equity method, the value of such transactions is not shown in the consolidated financial statements.

The values of the related transactions between joint venture companies and EGAT are shown in the following table.

Companies	Relationship	Transaction value by December 31, 2014 (million baht)			
		Sale Revenue	Financial Lease	Service under PPA	Trade Receivable
GEC	Joint Ventures	3,431	1,907	8,270	2,139
BLCP		6,094	-	-	1,091
NTPC		3,028	-	-	110
NED		511	-	-	93

1.4 Maintenance Services for EGAT

ESCO, EGCO's subsidiary which is an O&M service provider, has engaged in a Maintenance Agreements with EGAT to provide major maintenance and repair works including other facilitating and additional services related to the power plants.

Such transaction was justified as the price was charged on a "cost plus basis" with the annual CPI escalation which is the same standard as the price charged to any other third parties. The agreement is effective for a period of eight years commencing September 24, 2007.

Companies	Relationship	Transaction value by December 31, 2014 (million baht)	
		Maintenance Fee	Trade Receivables
ESCO	Subsidiary	14	-

1.5 Operation and Maintenance Services with EGAT

EGCO Group has engaged in the operation and maintenance agreements with EGAT which are defined as the normal transactions to support its business operations of which the general trading terms and conditions are applied. The fee can be calculated from the value of assets or the referred price in accordance with SET's guidelines. The details are as follows:

- EGCO (Rayong Power Plant) and KEGCO have entered into the Major Maintenance Agreement ("MMA") with EGAT to engage EGAT for major maintenance services, repair services, administrative services, and additional services to their power plants. The service fees are charged on a "cost plus basis" with the annual CPI escalation. The contract of Rayong Power Plant has been extended since December 7, 2006 for another 8 years while KEGCO has engaged EGAT for major maintenance occasionally.

Companies	Relationship	Transaction value by December 31, 2014 (million baht)	
		O&M Fee	Trade Payables
EGCO (Rayong Power Plant)		32	6
KEGCO	Subsidiaries	13	3

- GEC Group has engaged EGAT as its advisor for maintenance works. The fee was charged in accordance with the EGAT's standard price for contractual fees.

Companies	Relationship	Transaction value by December 31, 2014 (million baht)	
		Maintenance Advisory Fee	Account Payables
GEC Group	Joint Venture	0.3	2

1.6 Civil Engineering Service Agreement

KEGCO have entered into a civil engineering service agreement with EGAT for the Khanom Project 4 with the contractual amount of 44.95 million baht, taking effect from July 18, 2013.

Companies	Relationship	Transaction value by December 31, 2014 (million baht)	
		Constructions	Account Payables
KEGCO	Subsidiary	34	-

2. Related Transactions between EGCO and TEPDIA Generating B.V.

In carrying out EGCO Group's businesses and services, there were transactions relating to the technical service agreements between EGCO and TEPDIA, a major shareholder which owns 22.42 per cent of EGCO stakes and has 4 representative directors on EGCO Board. However, all the transactions followed the established process and were in line with the disclosure and other requirements of the SET and SEC. The following are the transactions in 2014 in detail:

Technical Service Agreement

- KEGCO has entered into a technical service agreement for Khanom 4 project with Tokyo Electric Power Company (TEPCO) which directly hold some stake in TEPDIA. The agreement has been effective since June 4, 2013 with the contract amount of 3.54 million USD.

Companies	Relationship	Transaction value by December 31, 2014 (million baht)	
		Constructions	Account Payables
KEGCO	Subsidiary	42	3

- KEGCO has entered into Engineering, Procurement and Construction Contract (EPC Contract) with Mitsubishi Corporation (MC) which directly holds some stakes in TEPDIA. The agreement has been effective since May 18, 2013, with contract amount of 13 million USD and 1,356 million baht.

Companies	Relationship	Transaction value by December 31, 2014 (million baht)	
		Constructions	Account Payables
KEGCO	Subsidiary	1,064	-

- Banpong Utilities Company Limited (“Banpong” or “SK Cogen & TP Cogen”) has entered in an EPC Contract with MC which directly holds some stakes in TEPDIA. The agreement has been effective since November 1, 2014 with the contract amount of 0.27 million US dollar, 0.47 million EURO, 4.43 million Swedish Krona and 3,761 million baht.

Companies	Relationship	Transaction value by December 31, 2014 (million baht)	
		Constructions	Account Payables
Banpong	Subsidiary	94	-

3. Related Transactions between EGCO and Group Companies

EGCO has entered into the following agreements with Group Companies where EGCO is a major shareholder and in which EGCO’s executives are appointed as directors and executives.

- 3.1 Office Building Rental and Service Agreements with 4 companies namely KEGCO, ESCO, EGCO Cogen, Roi-Et Green. The provision of space and the scope of services are specified in a yearly contract.

Such transactions were considered justified as EGCO maximized its building space usage and the fee was charged at the market rate which was the same rate charged to any third parties.

- 3.2 Management Service Agreement with KEGCO, ESCO, EGCO Cogen, Roi-Et Green, EGCOM Tara, EGCO BVI, PEPOI, Theppana, SPP2, SPP3, SPP4, SPP5, Yanhee EGCO, Solarco, BLCP, GIDEC, and GPS. The scopes of work cover internal audit, legal counseling, Board’s secretarial work, IT, public and community relations and financial work (except ESCO and EGCOM Tara), including secondment of employee to NTPC.

- 3.3 Project Development Services Agreement with Chaiyaphum, Banpong, Klongluang Utilities Company Limited (“Klongluang” or “TJ Cogen”), and KEGCO (Khanom 4).

Such transactions were justified as those Group companies did not have internal staff to take care of such work while EGCO had the expertise and capability to provide the services. The service fee was charged in accordance with the actual operating hours based on the cost plus basis.

Companies	Relationship	Transaction values by December 31, 2014 (million baht)	
		Financial Statements	
KEGCO		9	
KEGCO (Khanom 4)		20	
ESCO		5	
EGCO Cogen		8	

Companies	Relationship	Transaction values by December 31, 2014 (million baht)
		Financial Statements
EGCO Green	Subsidiaries	1
Roi-Et Green		8
EGCOM Tara		1
Chaiyaphum		1
PEPOI		23
Quezon		9
Theppana		5
SPP2		5
SPP3		4
SPP4		4
SPP5		4
Yanhee EGCO		1
Solarco		12
Banpong		14
Klongluang		8
EGCO BVI		1
Total for subsidiaries		143
NTPC	Joint Ventures	13
BLCP		14
GIDEC		2
GPS		5
Total for joint ventures		34

4. Financial Support to related business partners

EGCO has provided financial support to subsidiaries and joint ventures in proportional to its ownership in such companies. Such supports are normal business practices and are aimed at optimizing shareholders' returns. The transactions were approved by the Board under the Company's Table of Authority and disclosed in the notes to financial statements as of December 31, 2014.

4.1 Loan

Companies	Relationship	Transaction values by December 31, 2014 (million baht)	Terms and conditions
ESCO	Subsidiaries	505	On November 22, 2005, EGCO entered into the loan agreement providing the loan of 780 million baht to ESCO. The principal payment of 46 million baht is made on a yearly basis from December 2009 to December 2025 at the interest rate, being charged in accordance with the market condition, at MLR minus a certain margin, payable on a semi-annual basis.
SPP 2	Subsidiaries	103	On January 7, 2014, EGCO entered into the loan agreement providing the loan of 103 million baht to SPP2. The full facility has been drawn down. The principal payment will be made on January 11, 2037 at the interest rate of MLR plus a certain margin, payable on a quarterly basis.
SPP3	Subsidiaries	105	On January 7, 2014, EGCO entered into the loan agreement to provide the loan of 105 million baht to SPP3. The full facility had been drawn down. The principal payment will be made on September 20, 2036 at the interest rate of MLR plus a certain margin, payable on quarterly basis.
SPP4	Subsidiaries	80	On January 7, 2014, EGCO entered into the loan agreement to providing the loan of 80 million baht to SPP4. The full facility had been drawn down. The principal payment will be made on September 20, 2036 at the interest rate of MLR plus a certain margin, payable on a quarterly basis.
SPP5	Subsidiaries	78	On January 7, 2014, EGCO entered into loan agreement to providing the loan of 78 million baht to SPP5. The full facility had been drawn down. The principal payment will be made on March 27, 2037 at the interest rate of MLR plus a certain margin, payable on a quarterly basis.
Yanhee EGCO	Subsidiaries	1,720	On October 22, 2012, EGCO entered into the loan agreement to provide the loan of 1,720 million baht to Yanhee EGCO. The full facility had been drawn down. The principal payment will be made at equal installment on a yearly basis at the interest rate of MLR, payable on a yearly basis.
Theppana	Subsidiaries	29	On October 8, 2012, EGCO entered into the loan agreement providing the loan of 31 million baht to Theppana. The principal will be paid at a lump sum on the 10 th anniversary of the COD, at the interest rate of MLR minus a certain margin. The repayment should be made every 6 months starting from the COD.
Chaiyaphum	Subsidiary	80	On December 25, 2014, EGCO entered into the loan agreement, providing the loan of 647 million baht to Chaiyaphum. The facility of 80 million baht has been drawn down. The principal will be paid when Chaiyaphum has available cash but the repayment should not made after the tenor. The interest rate was charged at the average MLR of 4 banks namely Bangkok Bank, Krung Thai Bank, KBank and SCB Bank. The repayment was scheduled every 6 months and the first repayment should be made at the 12 th month after COD.

4.2 Commitments and Liabilities

EGCO has commitments under the Sponsor Support Agreements from loan guarantees provided to subsidiaries and joint ventures as follows.

4.2.1 Guarantee of Loan

Company	Relationship	Transaction value by December 31, 2014	Terms and Conditions
Roi-Et Green	Subsidiary	157 million yen or equivalent to 43 million baht	EGCO signed the agreement guaranteeing outstanding loan including accrued interest of Roi-Et Green

Such financial support was justified as EGCO complied with the terms and conditions in the loan agreements and business development agreements, and was provided on EGCO's share proportion.

4.2.2 Letter of Guarantee

EGCO's liability under Counter Guarantee, Standby Letter of Credit and Bank Guarantee for its subsidiaries and joint ventures as at December 31, 2014 as follows:

3 SPP projects (TJ Cogen, SK Cogen and TP Cogen)

EGCO was liable under the Letter of Guarantee for the electricity sales proposal from the three projects for an amount of 270 million baht.

Chaiyaphum

EGCO was liable under the Letter of Guarantee for the electricity sales proposal to EGAT and PEA, Land Lease Guarantee to the Agricultural Land Reform Office, Chaiyaphum province in the amount of 59 million baht.

Theppana

EGCO was liable under the Letter of Guarantee for the electricity sales proposal to EGAT and PEA, Land Lease Guarantee to the Agricultural Land Reform Office, the rental of reserved land to the Department of Forestry and the land lease to Agricultural Land Reform Office, Chaiyabhum province, totaling 2 million baht.

Boco Rock

EGCO has the liability under the Standby Letter of Credit issued by BNP Paribas Bank to guarantee the capital payment for Boco Rock project in the amount of 8 million Australia dollars or equivalent to 202 million baht.

KEGCO

EGCO has the liability under the Standby Letter of Credit issued by BNP Paribas Bank to guarantee the capital payment for Khanom 4 project in the amount of 4,353 million baht.

NTPC

EGCO has the liability under the 2 standby letters of credit issued by Mizuho Corporate Bank to guarantee the debt obligation in reserve accounts for Nam Theun II project, in the amount of 5 million US dollars (equivalent to 156 million baht) and 603 million baht, respectively.

GPS

EGCO has the liability under the Standby Letter of Credit amounted to 132 million baht, issued by Kasikorn Bank to guarantee for the required amount in the collateral accounts for GPS.

Policy and Tendency of Future Related Transactions

EGCO's existing related transactions tends to continue and EGCO will seek to ensure that all of the related transactions be conducted transparently, fair and beneficial to the Company. The Audit Committee, external auditors or independent consultants shall be assigned by the Board to review and give their independent opinions on the pricing and justifications of those transactions. Disclosure of related transactions shall strictly follow the notifications of SET and SEC. In addition, EGCO will continue to provide the updated information, rules and regulations on related transactions to concerned staffs for thorough understanding which will certainly lead to full compliance and transparency for the optimal benefits of the shareholders.

[Statement of Directors' Responsibilities]

According to the Public Limited Companies Act B.E. 2535, the Accounting Act B.E. 2543, the Securities and Exchange Act B.E. 2535, and the Notification of Capital Market Supervisory Board re: "Disclosure of Financial Statements and Performance of Listed Companies", the Board of Directors is responsible to prepare the true and fair financial statements of the company.

To adhere with such responsibilities, the Board of Directors of the Electricity Generating Public Company Limited (EGCO) has issued the Company's regulation on accounting, finance and budgeting B.E. 2550 that the Management must comply with while the Audit Committee is entrusted to ensure that the EGCO's financial statements are prepared in a justified and prudent manner in compliance with laws and regulations and that the appropriate accounting policies are consistently applied. The Audit Committee also reviews EGCO's internal control systems to ensure its adequacy and effectiveness as a means to safeguard the company's assets from unauthorized use and to prevent fraud.

EGCO has prepared both the consolidated and company financial statements for the year ended December 31, 2014 in compliance with the Thai Generally Accepted Accounting Principles under the Accounting Profession Act B.E. 2547. The appropriate accounting policies were consistently applied and the financial statements were prepared in a prudent and justified manner with adequate disclosure of significant information in the notes to the financial statements and that the consolidated and company financial statements were audited by the auditor with unqualified opinions.

The Board of Directors is of the opinion that both the consolidated and company financial statements for the year 2014, presented EGCO's financial position, operating results, changes in shareholders' equity and cash flows fairly, in all material respects and reliable manner and that such statements were in compliance with the Generally Accepted Accounting Principles and all governing laws and regulations.



Mr. Sombat Sarntijaree
Chairman

[Audit Committee's Report]

The Audit Committee of EGCO consists of independent directors who are knowledgeable and experienced in law, accounting and finance, management and energy business as follows.

1. Mr. Thanapich Mulapruk, Chairman
2. Mr. Pongstorn Kunanusorn, Member
3. Mr. Somphot Kanchanaporn, Member

The Audit Committee has performed its duties assigned by the Board, as prescribed in the Audit Committee Charter which aligned with the regulations of the Stock Exchange of Thailand (SET) regarding Audit Committee's Qualification and Scope of Duties and Responsibilities B.E. 2551 and regularly reported the committee's meeting resolutions to the Board of Directors.

In 2014, the Audit Committee held 16 meetings, with details of the meeting attendance shown in article: Shareholder and Management Structure.

In carrying out its duties, the Audit Committee had expressed the opinions that;

1. EGCO's financial reports were accurate, complete, and reliable.
2. EGCO's internal control systems were appropriate and adequate.
3. EGCO had fully complied with the Securities and Exchange Acts, SET regulations as well as other governing laws
4. EGCO's auditors were qualified, knowledgeable and independent.
5. Information disclosure of the connected transactions or any conflict of interest was accurate and adequate.
6. In performing its assigned duties, the Audit Committee viewed that its composition, qualifications, and responsibilities aligned with the Audit Committee's Charter.
7. Enhanced the good corporate governance by providing the channel for shareholders and employees to directly access the Audit Committee in reporting complaints or suspect in financial reports or internal control systems. The Whistleblower system has been set up as well.

Summary of the Audit Committee's Activities:

Review of financial statements

- Reviewed the quarterly and annual financial statements for 2014 with the external auditors and the Management. The Audit Committee also asked the auditors on the accuracy and completeness of the financial statements and significant adjustments which effected the financial statements to ensure that the financial statements complied with the generally accepted accounting principles and that the information disclosed in the financial statements were adequate, accurate, reliable, and complied with governing laws and regulations.

- Considered the adoption of the new accounting standards being effective for January 1, 2014, the new interpretation and amendments to accounting standards, the revised accounting standards and financial reporting standards, and interpretations of Thai Financial Reporting Interpretations Committee and Thai Standard Interpretations Committee relating to EGCO Group.
- Reviewed the Management Discussion and Analysis (MD&A) with the Management to ensure its accuracy, completeness, adequacy and that the disclosed information benefitted the investment decision of the shareholders and investors.
- Held exclusive meetings with the external auditors in the absence of the Management to ensure their independence.
- Considered other services performed by the audit firm's group companies for EGCO Group and determined that the scope of work and service fees were not significant to potentially influence the independence of the auditor.

Review of the internal control systems

In the Board's meeting no. 1/2015 on January 26, 2015 attended by 3 members of the Audit Committee, the Board assessed the internal control by considering the internal control assessment result reviewed by the Audit Committee. After considering EGCO's 5 components of internal control according to COSO which are Control Environment, Risk Assessment, Control Activities, Information and Communication, and Monitoring including the result of the answers to SEC's internal control assessment form, the Board agreed with the Audit Committee that

1. The internal control system of EGCO was considered appropriate and adequate. Sufficient staffs were assigned to uphold the internal control system and that the internal control system was properly set to monitor the subsidiaries' operations in order to safeguard EGCO's and subsidiaries' assets from misuse or unauthorized use by the Directors or the Management.
2. In the recent year, the Audit Committee and the Board had not received any significant finding of internal control system reported by the external auditors and internal audit division.

Oversight of Internal Audit

- Approved the scope of work and annual audit plan which included management audit.
- Reviewed the internal audit report of the Internal Audit Division, which was directly reported to the Audit Committee.
- Reviewed budget, manpower, the professional development of internal auditors, KPI and performance assessment of Chief Internal Auditor to ensure the Internal Audit Division's independence.

Compliance Review

Reviewed with the Management to ensure that EGCO's activities were conducted in compliance with the Securities and Exchange Acts, SET Regulations as well as other governing laws. It also acknowledged the representation statements of the employees and management up to the President for the year 2014 that their respective tasks and duties well complied with the governing laws.

Review of Connected Transactions

Considered the connected transactions or any transactions that may cause conflict of interest to comply with rules and regulations of SET and that such transactions were reasonable, best beneficial to EGCO and approved by authorized persons having no interest in such transactions.

Review of Risk Management

Reviewed with the Management the risk management policy, execution and risk management guidelines. Also recommended the alignment of the risk management plan with and the strategic plan in presenting to the Board of Directors.

Review of Good Corporate Governance

- Further enhanced EGCO's good corporate governance practices such as providing the channel for employees and shareholders to direct their complaints, reports on suspected violation of laws and Code of Conduct and questions about the financial statements and internal control systems by email to the Audit Committee via auditcommittee@egco.com. Whistleblower system was also set up.
- Considered and acknowledged the compliance statement on Code of Conduct, of which employees represented to his/her managers up to the President while Managing Directors of subsidiaries represented to the President, in his capacity as the company's chairman, and the President signed to the Chairman of the Board of Directors. The representation process and the content of the statement ensured that EGCO's compliance with Code of conduct and relevant laws were well regarded.

Audit Committee's Self Assessment

Conducted its annual self assessment using the Audit Committee's self assessment form which aligned with SET's guidelines. The 2014 assessment which resulted that composition, qualifications, and performance of the Audit Committee well aligned with the Audit Committee Charter and the SET's guidelines, were reported to the Board.

Review of the Audit Committee Charter and the Internal Audit Regulation

Reviewed the Audit Committee Charter in the Audit Committee's meeting no. 13/2014 on October 27, 2014 and endorsed the company's regulation regarding Internal Audit for the Board's approval, to ensure that its assigned duties were achieved and that its performance aligned with international and SET best practice and appropriated for EGCO's business.

Appointment of the external auditors

Reviewed the auditors' performance and was of the opinion that auditors from the audit firm, Pricewaterhouse Coopers ABAS Ltd., (PwC) performed their duties independently and satisfactorily, well qualified with extensive experiences and would therefore propose the appointment of Mr. Somchai Jinnovart Certified Public Accountant (Thailand) No. 3271, Mr. Vichien Khingmontri Certified Public Accountant (Thailand) No. 3977, and Ms. Amornrat Pearmpoonvatanasuk Certified Public Accountant (Thailand) No. 4599 of PwC as 2015 EGCO's auditors to the Board of Directors, to further submit for the shareholders' approval.



Mr. Thanapich Mulapruk
Chairman of the Audit Committee

[Nomination and Remuneration Committee's Report]

EGCO's Nomination and Remuneration Committee (NRC) consisted of 5 members, most of which were independent directors with Mr. Satoshi Yajima as the Chairman of the Nomination and Remuneration Committee; Mr. Piboon Buacham, director; Pol. Gen. Pansiri Prapawat, independent director, Assoc.; Prof. Dr. Chotchai Charoenngam, independent director, and Mr. Phaiboon Siripanoosatien, independent director (in service until April 23, 2014). With respect to this, Mr. Bandhit Sotipalalit was appointed as a NRC member to succeed Mr. Phaiboon Siripanoosatien, with effect on April 23, 2014.

In 2014, 8 NRC meetings were held to perform the tasks assigned by the Board of Directors as stipulated in the NRC Charter. The average attendance ratio of NRC members is 95%. As such, the main detail of the NRC's 2014 performance could be summarized as follows:

1. New Director Nomination and Director Remuneration

The recommendation of director nominees for the Board of Directors' approval in case of casual vacancy, and for the Shareholders' appointment in case of director retirement by rotation. The NRC provided the right to the Shareholders to nominate directors according to the procedures and guidelines. The selection of director nominees was performed, considering the qualifications, knowledge, competencies, required skills, experiences, various field of expertise, professionalism and the time commitment to the Company's activities, including vision, positive attitudes towards the Company which would contribute to the efficient oversight of the Company.

Additionally, the NRC considered board size, structure and composition appropriately with due care and through the fair and transparent selection process to support the good corporate governance and efficient management. Furthermore, the NRC recommended directors' remuneration for Board and subcommittees based on their duties, responsibilities, performance of the previous year, yet comparable to the companies of the same size and industry in order to ensure the justified remuneration and motivate the capable directors to perform their duties in an attempt to achieve the Company's targets and direction, tied to the long term benefits of the Company, and to build trust with the Shareholders.

2. Management Appointment, Succession Plan and Employee Remuneration

The NRC's main responsibilities also covered the appointment and performance appraisal of the Company's executives at Executive Vice President and Senior Executive Vice President levels and the Company's compensation schemes to be comparable to the market and to attract and retain the competent employees as well as to boost up the employees' morale. This year, the NRC concentrated especially on EGCO's management succession plan and the employees' individual development plan to be in line with the Company's business plan and in preparation for future growth in the Asia Pacific region.

In this annual report, the guideline for 2014 selection of directors and executives along with their remuneration is disclosed. In this regard, the NRC opined that the remuneration was justified, conformed to their responsibilities and followed the remuneration guidelines and policy approved by the Board.



Mr. Satoshi Yajima

Chairman of the Nomination and Remuneration Committee

[Corporate Governance and Social Responsibility Committee's Report]

The Corporate Governance and Social Responsibility Committee ("CC Committee") was appointed comprises 5 directors being 3 independent directors, 1 non-executive director and the President. The CC is chaired by Mr. Chotchai Charoenngam, with 4 members, namely Pol. Gen. Pansiri Prapawat, Mr. Bandhit Sotipalalit who was appointed to replace Mr. Phaiboon Siripanoosatie, effective from April 23, 2014, Mr. Kulit Sombatsiri serving the CC Committee until September 25, 2014, and later being replaced by Ms. Puangthip Silpasart, effective from January 1, 2015 and Mr. Sahust Pratuknukul, President.

The CC Committee performed its duties as assigned by the Board of Directors in setting up EGCO's good corporate governance policy and corporate social responsibility policy with the ultimate objectives of the equitable treatment to every stakeholder, leading to the sustainable development of EGCO and the society as a whole.

In 2014, 3 CC meetings were held to perform the assigned tasks with the attendance percentage of 98. The meeting attendance of each member is shown in Shareholder and Management Structure.

The CC Committee's activities could be summarized as follows:

1. Good Corporate Governance

The CC Committee reviewed the good corporate governance policy and practices of EGCO Group focusing benefits of every stakeholder and elevating EGCO's corporate governance practice with the reference of the Good Corporate Governance Principles for Listed Companies 2012, issued by SET, Corporate Governance Rating Criteria by Thai Institute of Directors and ASEAN Corporate Governance Scorecard (ASEAN CG Scorecard). As a result, the CC endorsed the revision of EGCO Group's CG policy and practices as follows:

- Directors and their relevant persons were required to inform to the Corporate Secretary of their intention to trade their shares at least one day in advance;
- Financial institutes were encouraged to attend the Company's shareholder meetings;
- A minimum quorum during board decision was set at 2/3 of the total number of the directors; and
- EGCO Group's Anti-Corruption policy and measures were revised to prepare itself for the certification by Collective Action Coalition against Corruption as approved by the Board in the meeting no. 10/2014.

With respect to this, such revision is written in EGCO Group's Corporate Governance Principles.

2. Corporate Social Responsibility for Sustainable Business Operations

The CC Committee followed up the master plan for EGCO's Corporate Social Responsibility ("CSR") Projects for year 2012 - 2015 which comprised projects for communities nearby power plants and projects for society and environment as well as the communication plan. Therefore, the Company's CSR activities were depicted in its Sustainability Report for year 2013 using Global Reporting Initiative (GRI) as reference. Besides, EGCO Group's operation, taking into account the responsibility towards economy, society and environment was communicated through the Sustainability Report in printing and electronic media, including the Company's website. Moreover, the company continually disseminated 3-month "Suk Jai" newsletters to communicate EGCO Group's operation and CSR activities. The newsletters aimed to be another communication channel with the local communities to communicate information regarding EGCO Group's power plants and power generating process from each kind of fuel as well as to create understanding of EGCO's business.

Additionally, the CC Committee endorsed objectives and main issues on sustainable business by focusing on the accountability for stakeholders as well as increasing positive and also reducing negative impacts from EGCO's business. EGCO has optimized main objectives and indicators in order to operate its business effectively and lead to the utmost benefits of all stakeholders and the sustainability of the organization as well as society as the whole.



Mr. Chotchai Charoenngam
Chairman of the Corporate Governance
and Social Responsibility Committee

[Auditor's Report]

To the Shareholders of Electricity Generating Public Company Limited

I have audited the accompanying consolidated and company financial statements of Electricity Generating Public Company Limited and its subsidiaries and of Electricity Generating Public Company Limited, which comprise the consolidated and company statements of financial position as at 31 December 2014, and the related consolidated and company statements of income, comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and a summary of significant accounting policies and other notes.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with Thai Standards on Auditing. Those standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

In my opinion, the consolidated and company financial statements referred to above present fairly, in all material respects, the consolidated and company financial position of Electricity Generating Public Company Limited and its subsidiaries and of Electricity Generating Public Company Limited as at 31 December 2014, and its consolidated and company results of operations and its cash flows for the year then ended in accordance with Thai Financial Reporting Standards.



Amornrat Pearmpoonvatanasuk

Certified Public Accountant (Thailand) No. 4599
PricewaterhouseCoopers ABAS Ltd.

Bangkok

17 February 2015

Electricity Generating Public Company Limited

Statement of Financial Position

As at 31 December 2014

	Notes	Consolidated			Company		
		31 December 2014 Baht	Restated 31 December 2013 Baht	Restated 1 January 2013 Baht	31 December 2014 Baht	Restated 31 December 2013 Baht	Restated 1 January 2013 Baht
Assets							
Current assets							
Cash and cash equivalents	7	6,859,020,383	6,983,790,385	4,147,493,526	892,293,618	1,800,125,759	1,216,920,679
Short-term investments	8						
- Deposits at financial institutions		363,836,605	127,156,620	134,107,615	528,797	972,369	977,071
- Marketable securities		5,019,698	3,000,000	-	-	-	-
Short-term investments used as collateral	9	1,425,480,120	807,313,276	687,976,387	-	-	-
Trade receivables, net	10	2,013,444,715	2,161,389,806	1,833,217,744	-	-	-
Trade receivable from a related party	39.4	270,967,584	270,990,782	235,103,442	-	-	-
Trade receivable from a related party for services under finance lease	39.5	250,001,622	331,693,692	189,538,082	101,889,858	174,688,316	81,942,354
Current portion of finance lease receivable from a related party	39.6	807,994,978	1,595,688,095	1,353,154,341	124,620,416	1,003,228,115	858,155,231
Current portion of receivable under a concession arrangement		15,325,308	14,866,673	14,421,764	-	-	-
Dividend receivables from subsidiaries and joint ventures	14.4	7,241,289,361	7,126,653,930	7,600,763,848	7,548,952,539	7,437,493,216	8,045,088,668
Short-term loans to related parties	39.8	-	-	56,200,000	-	-	56,200,000
Current portion of long-term loans to related parties	39.9	-	-	-	45,882,350	45,882,350	45,882,350
Amounts due from related parties	39.7	176,155,527	148,996,090	145,384,054	126,850,741	252,970,623	48,426,774
Fuel and spare parts and supplies, net	11	2,602,863,164	3,016,796,663	3,212,468,649	357,310,357	467,324,952	559,451,239
Other current assets	12	1,296,242,569	1,449,339,584	1,154,684,767	347,423,372	252,110,124	220,054,166
Total current assets		23,327,641,634	24,037,675,596	20,764,514,219	9,545,752,048	11,434,795,824	11,133,098,532
Non-current assets							
Finance lease receivable from a related party, net	39.6	1,570,803,104	3,158,161,523	4,468,155,628	-	1,028,086,166	1,821,772,131
Receivable under a concession arrangement, net		279,479,964	293,659,043	325,436,190	-	-	-
Long-term investments in marketable securities	13	3,368,603,473	3,802,303,123	4,023,893,202	3,363,586,452	3,799,606,918	4,017,617,151
Amounts due from a related party due over one year		-	-	60,452,781	-	-	60,452,781
Long-term loans to related parties, net	39.9	-	85,000,000	-	2,653,785,907	2,704,668,257	1,635,916,722
Deposits at financial institutions used as collateral		87,712,981	282,300	282,300	-	-	-
Investments in subsidiaries	14.2	-	-	-	56,485,788,272	35,042,200,872	33,720,618,084
Investment in an associate	14.3	6,850,756,077	-	-	-	-	-
Interests in joint ventures	14.3	48,920,430,120	33,975,477,103	31,823,253,878	24,371,697,638	24,371,697,638	24,418,626,488
Other long-term investments	13	1,168,002,500	726,158,750	247,750,000	1,167,562,500	725,718,750	247,750,000
Investment property	15	448,602,691	322,071,012	322,071,012	448,602,691	322,071,012	322,071,012
Property, plant and equipment, net	16	55,275,084,926	44,520,831,620	32,425,839,555	2,008,128,049	1,295,184,916	1,595,470,491
Intangible assets, net	17	5,181,718,446	5,626,051,035	5,418,780,685	-	-	-
Goodwill	18	9,904,480,882	9,850,345,586	9,846,164,486	-	-	-
Deferred tax assets, net	23	170,193,677	60,200,598	86,180,565	-	-	-
Advance payments for construction of power plants		3,454,084,331	3,969,854,827	314,583,988	-	-	-
Other non-current assets	19	679,489,962	692,079,329	177,460,395	19,792,824	11,551,549	46,818,067
Total non-current assets		137,359,443,134	107,082,475,849	89,540,304,665	90,518,944,333	69,300,786,078	67,887,112,927
Total assets		160,687,084,768	131,120,151,445	110,304,818,884	100,064,696,381	80,735,581,902	79,020,211,459

For Director



The notes to the consolidated and company financial statements on pages 240 to 320 are an integral part of these financial statements.

Electricity Generating Public Company Limited
Statement of Financial Position (cont.)

As at 31 December 2014

	Notes	Consolidated			Company		
		31 December 2014 Baht	Restated 31 December 2013 Baht	Restated 1 January 2013 Baht	31 December 2014 Baht	Restated 31 December 2013 Baht	Restated 1 January 2013 Baht
Liabilities and shareholders' equity							
Current liabilities							
Short-term loans from financial institutions	20	10,048,300,000	1,800,000,000	10,673,650,000	9,878,300,000	1,800,000,000	10,633,250,000
Trade payables		781,887,385	1,230,807,672	1,142,218,414	9,409,625	16,065,370	23,076,173
Trade payable to a related party	39.4	9,186,384	29,469,240	84,045,636	6,022,825	10,440,761	78,820,644
Amounts due to related parties	39.7	15,302,308	13,062,183	10,265,114	484,530	927,580	5,367,940
Current portion of long-term loans from financial institutions, net	22	5,633,109,763	5,191,405,438	1,050,700,537	3,337,743,332	3,331,957,009	559,590,904
Other current liabilities	21	2,246,094,747	2,523,124,975	1,810,825,378	447,773,036	405,444,806	329,392,392
Total current liabilities		18,733,880,587	10,787,869,508	14,771,705,079	13,679,733,348	5,564,835,526	11,629,498,053
Non-current liabilities							
Long-term loans from financial institutions, net	22	59,686,171,783	42,237,559,592	24,165,114,877	28,905,145,521	18,023,178,849	10,238,363,645
Retirement benefit obligations	24	293,603,657	261,405,778	198,954,170	112,013,111	103,927,455	90,063,890
Provision for decommissioning costs	25	1,416,242,770	1,348,601,983	1,088,849,809	437,176,000	419,554,703	402,643,668
Deferred tax liabilities, net	23	4,953,891,737	5,293,820,814	5,008,609,276	610,469,742	693,785,534	651,335,250
Other non-current liabilities	26	1,384,607,000	938,252,204	212,266,506	24,419,306	25,306,969	26,382,349
Total non-current liabilities		67,734,516,947	50,079,640,371	30,673,794,638	30,089,223,680	19,265,753,510	11,408,788,802
Total liabilities		86,468,397,534	60,867,509,879	45,445,499,717	43,768,957,028	24,830,589,036	23,038,286,855

The notes to the consolidated and company financial statements on pages 240 to 320 are an integral part of these financial statements.

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Electricity Generating Public Company Limited

Statement of Financial Position (cont.)

As at 31 December 2014

	Notes	Consolidated			Company		
		31 December 2014 Baht	Restated 31 December 2013 Baht	Restated 1 January 2013 Baht	31 December 2014 Baht	Restated 31 December 2013 Baht	Restated 1 January 2013 Baht
Liabilities and shareholders' equity							
(continued)							
Shareholders' equity							
Share capital							
Authorised share capital							
- 530,000,000 ordinary shares at par of Baht 10 per share		5,300,000,000	5,300,000,000	5,300,000,000	5,300,000,000	5,300,000,000	5,300,000,000
Issued and paid-up share capital							
- 526,465,000 ordinary shares paid-up at Baht 10 per share		5,264,650,000	5,264,650,000	5,264,650,000	5,264,650,000	5,264,650,000	5,264,650,000
Premium on share capital		8,601,300,000	8,601,300,000	8,601,300,000	8,601,300,000	8,601,300,000	8,601,300,000
Premium on treasury stock		47,373,035	47,373,035	47,373,035	47,373,035	47,373,035	47,373,035
Retained earnings							
Appropriated							
- Legal reserve	27	530,000,000	530,000,000	530,000,000	530,000,000	530,000,000	530,000,000
Unappropriated		57,483,797,926	53,107,201,468	49,101,822,721	39,855,539,815	39,115,976,955	39,018,500,507
Other components of shareholders' equity		1,336,886,607	1,792,146,560	428,273,905	1,996,876,503	2,345,692,876	2,520,101,062
Total equity attributable to the owners of the parent		73,264,007,568	69,342,671,063	63,973,419,661	56,295,739,353	55,904,992,866	55,981,924,604
Non-controlling interests	28	954,679,666	909,970,503	885,899,506	-	-	-
Total shareholders' equity		74,218,687,234	70,252,641,566	64,859,319,167	56,295,739,353	55,904,992,866	55,981,924,604
Total liabilities and shareholders' equity		160,687,084,768	131,120,151,445	110,304,818,884	100,064,696,381	80,735,581,902	79,020,211,459

The notes to the consolidated and company financial statements on pages 240 to 320 are an integral part of these financial statements.




Electricity Generating Public Company Limited

Income Statement

For the year ended 31 December 2014

	Notes	Consolidated		Company	
		2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
Sales and service income	29, 39.1, 39.2	17,200,799,036	17,458,170,222	-	-
Cost of sales and services	30	(10,309,986,548)	(10,396,056,178)	-	-
Gross profit		6,890,812,488	7,062,114,044	-	-
Other income	31	1,853,438,679	983,102,155	5,824,407,986	5,284,482,042
Currency exchange gains		144,299,950	106,506,687	192,042,764	149,570,080
Administrative expenses		(2,955,822,637)	(2,848,992,972)	(875,702,745)	(1,019,064,216)
Finance costs	33	(2,794,028,418)	(2,824,422,786)	(1,476,554,099)	(1,600,940,493)
Share of profit from investment in an associate and interests in joint ventures, net	14.1	5,460,634,235	6,156,246,404	-	-
Profit before income tax expense		8,599,334,297	8,634,553,532	3,664,193,906	2,814,047,413
Income tax expense	34	(792,488,569)	(1,306,448,423)	-	-
Profit for the year from continuing operations		7,806,845,728	7,328,105,109	3,664,193,906	2,814,047,413
Discontinued operation					
Profit for the year from discontinued operation, net of income tax	40	-	-	365,749,479	442,182,245
Profit for the year		7,806,845,728	7,328,105,109	4,029,943,385	3,256,229,658
Attributable to:					
Owners of the parent					
Profit for the year from continued operations		7,666,976,983	7,164,131,957	3,664,193,906	2,814,047,413
Profit for the year from discontinued operation		-	-	365,749,479	442,182,245
Profit for the year attributable to the owners of parent		7,666,976,983	7,164,131,957	4,029,943,385	3,256,229,658
Non-controlling interests		139,868,745	163,973,152	-	-
Profit for the year		7,806,845,728	7,328,105,109	4,029,943,385	3,256,229,658
Earnings per share for the year	35				
Basic earnings per share		14.56	13.61	7.65	6.19

The notes to the consolidated and company financial statements on pages 240 to 320 are an integral part of these financial statements.




Electricity Generating Public Company Limited

Statement of Comprehensive Income

For the year ended 31 December 2014

	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
Profit for the year	7,806,845,728	7,328,105,109	4,029,943,385	3,256,229,658
Other comprehensive income				
Unrealised losses on investments in marketable securities - available-for-sale, net of income tax	(348,816,373)	(174,408,186)	(348,816,373)	(174,408,186)
Share of other comprehensive income of a joint venture, net of income tax	883,168	8,012,243	-	-
Exchange difference on translation	(108,846,348)	1,527,482,715	-	-
Other comprehensive income (expense) for the year	(456,779,553)	1,361,086,772	(348,816,373)	(174,408,186)
Total comprehensive income for the year	7,350,066,175	8,689,191,881	3,681,127,012	3,081,821,472
Total comprehensive income attributable to:				
Owners of the parent	7,211,717,030	8,528,004,612	3,681,127,012	3,081,821,472
Non-controlling interests	138,349,145	161,187,269	-	-
Total comprehensive income for the year	7,350,066,175	8,689,191,881	3,681,127,012	3,081,821,472

The notes to the consolidated and company financial statements on pages 240 to 320 are an integral part of these financial statements.




Statement of Changes in Shareholders' Equity

For the year ended 31 December 2014

Consolidated													
Attributable to owners of the parent													
Other components of shareholders' equity													
Other comprehensive income (expense)													
Notes	Issued and paid-up share capital Baht	Premium on share capital Baht	Premium on treasury stock Baht	Legal reserve Baht	Unappropriated Baht	Available-for-sale investments Baht		Share of other comprehensive income of a joint venture Baht		Exchange difference on translation Baht		Total other components of shareholders' equity Baht	
3.1	5,264,650,000	8,601,300,000	47,373,035	530,000,000	49,290,932,522	2,520,101,062	7,609,315	(2,101,697,582)	426,012,795	64,160,268,352	840,888,937	65,001,157,289	
	-	-	-	-	(189,109,801)	-	-	2,261,110	2,261,110	(186,848,691)	45,010,569	(141,838,122)	
	5,264,650,000	8,601,300,000	47,373,035	530,000,000	49,101,822,721	2,520,101,062	7,609,315	(2,099,436,472)	428,273,905	63,973,419,661	885,899,506	64,859,319,167	
Changes in shareholders' equity for the year													
Total comprehensive income for the year (Restated)													
Dividends paid													
Additional paid-up share capital of a subsidiaries													
3.1	5,264,650,000	8,601,300,000	47,373,035	530,000,000	53,107,201,468	2,345,692,876	15,621,558	(569,167,874)	1,792,146,560	69,342,671,063	909,970,503	70,252,641,566	
	5,264,650,000	8,601,300,000	47,373,035	530,000,000	53,045,922,492	2,345,692,876	15,621,558	(581,344,898)	1,779,969,536	69,269,215,063	874,381,251	70,143,596,314	
	5,264,650,000	8,601,300,000	47,373,035	530,000,000	53,107,201,468	2,345,692,876	15,621,558	(569,167,874)	1,792,146,560	69,342,671,063	909,970,503	70,252,641,566	
36	-	-	-	-	7,666,976,983	(348,816,373)	883,168	(107,326,748)	(455,259,953)	7,211,717,030	138,349,145	7,350,066,175	
	-	-	-	-	(3,290,380,525)	-	-	-	-	(3,290,380,525)	(132,769,394)	(3,423,149,919)	
	-	-	-	-	-	-	-	-	-	-	39,129,412	39,129,412	
Closing balance as at 31 December 2014													
5,264,650,000 8,601,300,000 47,373,035 530,000,000 57,483,797,926 1,996,876,503 16,504,726 (676,494,622) 1,336,886,607 73,264,007,568 954,679,666 74,218,687,234													



Signature

The notes to the consolidated and company financial statements on pages 240 to 320 are an integral part of these financial statements.

Electricity Generating Public Company Limited

Statement of Changes in Shareholders' Equity (cont.)

For the year ended 31 December 2014

	Notes	Company							
		Issued and paid-up share capital Baht	Premium on share capital Baht	Premium on treasury stock Baht	Legal reserve Baht	Unappropriated Baht	Other components of shareholders' equity		Total shareholders' equity Baht
							Retained earnings	Other comprehensive income	
Opening balance as at 1 January 2013		5,264,650,000	8,601,300,000	47,373,035	530,000,000	38,933,260,572	2,520,101,062	2,520,101,062	55,896,684,669
- As previously reported									
- Retrospective adjustments from changes in accounting policies									
- As restated	3.1					85,239,935			85,239,935
Changes in shareholders' equity for the year									
Total comprehensive income for the year (Restated)		5,264,650,000	8,601,300,000	47,373,035	530,000,000	39,018,500,507	2,520,101,062	2,520,101,062	55,981,924,604
Dividends paid									
Closing balance as at 31 December 2013 (Restated)		5,264,650,000	8,601,300,000	47,373,035	530,000,000	39,115,976,955	2,345,692,876	2,345,692,876	55,904,992,866
Opening balance as at 1 January 2014		5,264,650,000	8,601,300,000	47,373,035	530,000,000	39,031,205,928	2,345,692,876	2,345,692,876	55,820,221,839
- As previously reported									
- Retrospective adjustments from changes in accounting policies									
- As restated	3.1					84,771,027			84,771,027
Changes in shareholders' equity for the year									
Total comprehensive income for the year		5,264,650,000	8,601,300,000	47,373,035	530,000,000	39,115,976,955	2,345,692,876	2,345,692,876	55,904,992,866
Dividends paid									
Closing balance as at 31 December 2014		5,264,650,000	8,601,300,000	47,373,035	530,000,000	39,855,539,815	1,996,876,503	1,996,876,503	56,295,739,353

The notes to the consolidated and company financial statements on pages 240 to 320 are an integral part of these financial statements.



Piyea Sathit

Electricity Generating Public Company Limited

Statement of Cash Flows

For the year ended 31 December 2014

	Notes	Consolidated		Company	
		2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
Cash flows from operating activities					
Profit before income tax from continuing operations for the year		8,599,334,297	8,634,553,532	3,664,193,906	2,814,047,413
Adjustments to reconcile profit before income tax to net cash provided by operations:					
- Depreciation and amortisation		2,133,659,440	1,723,532,029	47,038,182	47,646,239
- Allowance for obsolescence		179,796,936	191,420,261	-	-
- Retirement benefit expenses		64,413,636	84,029,095	11,593,276	11,135,785
- Interest income		(70,354,641)	(66,935,551)	(205,723,902)	(207,088,450)
- Interest expenses		1,986,891,117	1,639,106,642	763,833,556	639,460,489
- Provision for decommissioning costs	25	66,320,891	45,027,784	-	-
- Unrealised losses on exchange rates		421,125,190	905,730,330	387,890,021	961,480,004
- Gain on exchange rate from the decreasing in registered share capital of a joint venture		-	(10,171,006)	-	-
- Accounting gains on a business combination		-	(6,459,581)	-	-
- Losses (gains) on disposal of interests in joint ventures		-	(61,311,641)	-	60,000,000
- Losses from write-off and disposal of spare parts and supplies		95,501,397	933,000	-	-
- Losses (gains) on write-off and disposal of equipment		4,368,743	(932,988)	(1,096,820)	(3,386,355)
- Dividends received from other company		(133,920,572)	(137,035,004)	(133,920,572)	(137,035,004)
- Dividends received from subsidiaries and joint ventures	16.4	-	-	(5,262,110,052)	(4,679,977,291)
- Share of profit from investment in an associate and interests in joint ventures, net	16.1	(5,460,634,235)	(6,156,246,404)	-	-
Cash flows before changes in operating assets and liabilities		7,886,502,199	6,785,240,498	(728,302,405)	(493,717,170)
Changes in operating assets and liabilities: (excluding the effects of acquisition of subsidiaries)					
- Trade receivables and trade receivable from a related party		149,176,732	(386,587,198)	-	-
- Trade receivable from a related party for services under finance lease		81,692,070	(124,373,927)	-	-
- Finance lease receivable from a related party		1,324,170,518	1,067,460,351	-	-
- Receivable under a concession arrangement		13,720,444	31,451,826	-	-
- Amounts due from related parties		(29,484,659)	19,906,049	16,177,993	(100,426,846)
- Fuel, spare parts and supplies		42,614,738	55,980,032	-	(4,964)
- Other current assets		129,434,570	(384,148,587)	(98,680,130)	(28,072,950)
- Other non-current assets		(78,093,655)	(679,393,789)	(8,256,734)	60,468,240
- Trade payables and trade payable to a related party		(467,290,910)	(754,381,099)	-	-
- Amounts due to related parties		(14,630,788)	4,542,165	400,000	(1,968,800)
- Retirement benefit paid	24	(32,091,104)	(21,601,787)	-	(2,240,000)
- Other current liabilities and other non-current liabilities		70,400,942	966,487,036	2,505,043	101,634,874
Cash generated from operations		9,076,121,097	6,580,581,570	(816,156,233)	(464,327,616)
- Tax paid		(1,114,379,329)	(1,122,553,668)	-	-
Net cash receipts from (payments in) operating activities from continuing operations		7,961,741,768	5,458,027,902	(816,156,233)	(464,327,616)
Net cash receipts from operating activities of discontinued operation		-	-	1,604,163,002	1,390,166,415
Net cash receipts from operating activities		7,961,741,768	5,458,027,902	788,006,769	925,838,799

The notes to the consolidated and company financial statements on pages 240 to 320 are an integral part of these financial statements.




Electricity Generating Public Company Limited

Statement of Cash Flows (cont.)

For the year ended 31 December 2014

	Notes	Consolidated		Company	
		2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
Cash flows from investing activities					
Investments in subsidiaries, investment in an associate and interests in joint ventures, net of cash and cash equivalents transferred as part of acquisition		(21,045,020,366)	(262,829,205)	-	(1,374,653,938)
Cash payments for additional paid-up share capital in subsidiaries and interest in joint ventures		-	(50,210,835)	(21,433,587,400)	-
Short-term and long-term investments used as collateral, net		(705,880,348)	(72,536,874)	-	-
Interest received		61,157,755	100,971,280	316,052,802	101,016,998
Net cash receipts (payment in) from short-term investments		(234,098,336)	7,062,460	443,572	4,702
Net cash receipts (payment in) from long-term investments		(3,565,001)	362,868	-	-
Acquisition of other long-term investments		(441,843,750)	(478,408,750)	(441,843,750)	(477,968,750)
Net cash payments in purchases of and equipment and construction in progress		(11,177,555,481)	(9,638,189,624)	(70,061,414)	(7,813,740)
Net cash payments in purchases of intangible assets		(23,173,911)	(105,129,326)	-	-
Advance payments for construction of power plants		-	(3,969,854,827)	-	-
Cash payments in short-term loans to related parties		-	-	-	(620,000,000)
Cash receipts from short-term loans to related parties		-	10,317,650	-	676,200,000
Cash payments in long-term loans to related parties		-	(86,964,977)	(80,000,000)	(1,114,632,742)
Cash receipts from long-term loans to related parties		85,000,000	47,847,328	130,882,350	47,847,328
Dividends received from subsidiaries and joint ventures	14.4	5,050,752,048	4,652,599,667	5,150,650,729	5,287,572,743
Dividends received from other company		133,920,572	137,035,004	133,920,572	137,035,004
Proceeds from decreasing in registered share capital and disposal of joint ventures		-	419,347,261	-	5,000,000
Net cash receipts from (payments in) investing activities of discontinuing operation		-	-	(1,901,407)	1,017,998
Net cash receipts from (payments in) investing activities		(28,300,306,818)	(9,288,580,900)	(16,295,443,946)	2,660,625,603
Cash flows from financing activities					
Payments on finance leases		(2,335,744)	(2,135,375)	(1,199,421)	(1,062,724)
Interests paid		(2,079,325,709)	(1,567,502,263)	(676,309,583)	(632,110,930)
Proceeds from short-term loans from financial institutions		26,569,788,000	7,318,689,312	25,830,788,000	2,800,000,000
Payments on short-term loans from financial institutions		(18,602,496,000)	(15,886,409,312)	(18,033,496,000)	(11,327,320,000)
Proceeds from long-term loans from financial institutions	22.3	27,825,087,295	22,522,815,415	18,181,699,000	11,251,262,500
Payments on long-term loans from financial institutions	22.3	(9,500,623,472)	(2,889,978,315)	(7,342,117,544)	(1,935,800,818)
Payments on deferred financing fee		(78,119,296)	-	(69,970,453)	-
Dividends paid to shareholders		(3,470,632,829)	(3,288,174,268)	(3,289,788,963)	(3,158,227,350)
Net cash receipts from (payments in) financing activities of discontinued operation		-	-	-	-
Net cash receipts from (payments in) financing activities		20,661,342,245	6,207,305,194	14,599,605,036	(3,003,259,322)

The notes to the consolidated and company financial statements on pages 240 to 320 are an integral part of these financial statements.




Electricity Generating Public Company Limited
Statement of Cash Flows (cont.)

For the year ended 31 December 2014

	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
Net increase (decrease) in cash and cash equivalents	322,777,195	2,376,752,196	(907,832,141)	583,205,080
Beginning balance	6,983,790,385	4,147,493,526	1,800,125,759	1,216,920,679
Effect of exchange rate changes	(447,547,197)	459,544,663	-	-
Ending balance	6,859,020,383	6,983,790,385	892,293,618	1,800,125,759
Cash and cash equivalents are made up as follows:				
- Cash in hand and deposits at financial institutions - maturities within three months	4,839,631,385	4,690,040,929	127,401,590	37,291,774
- Short-term investments in promissory notes - maturities within three months	2,019,388,998	2,293,749,456	764,892,028	1,762,833,985
	6,859,020,383	6,983,790,385	892,293,618	1,800,125,759
Non-cash transactions				
- Reclassification of utilised capital spare parts to property, plant and equipment	151,081,648	302,731,758	10,368,754	34,352,347
- Reclassification of unutilised capital spare parts from property, plant and equipment	(55,061,221)	(352,467,206)	(5,343,076)	(52,839,616)
- Reclassification of advance payment for constructions of power plants to property, plant and equipment	515,770,496	-	-	-
- Increase in property, plant and equipment by other payables (included retention)	600,107,606	484,487,956	14,626,271	9,510,456
- Reclassification of other assets to deferred financing fee	100,544,337	-	-	-

Electricity Generating Public Company Limited

Notes to the Consolidated and Company Financial Statements

For the year ended 31 December 2014

1 General information

Electricity Generating Public Company Limited (“the Company”) is a public limited company incorporated and resident in Thailand. The address of its registered office is 222 Moo 5, EGCO Tower, 14th and 15th floor, Vibhavadi Rangsit Road, Tungsonghong, Laksi, Bangkok 10210.

The Company is listed on the Stock Exchange of Thailand. For reporting purposes, the Company and its subsidiaries are referred to as “the Group”.

The principal business operation of the Group is the generation of electricity for sale to the government sector and industrial users.

These consolidated and company financial statements were authorised for issue by the president on 17 February 2015.

2 Accounting policies

The principal accounting policies applied in the preparation of these consolidated and company financial statements are set out below.

2.1 Basis of preparation

The consolidated and company financial statements have been prepared in accordance with Thai generally accepted accounting principles under the Accounting Act B.E. 2543, being those Thai Accounting Standards issued under the Accounting Profession Act B.E. 2547, and the financial reporting requirements of the Securities and Exchange Commission under the Securities and Exchange Act.

The consolidated and company financial statements have been prepared under the historical cost convention except as disclosed in the accounting policies below.

The preparation of financial statements in conformity with Thai generally accepted accounting principles requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies and to disclose the areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements as disclosed in Note 4.

An English version of the consolidated and company financial statements has been prepared from the statutory financial statements that are in the Thai language. In the event of a conflict or a difference in interpretation between the two languages, the Thai language statutory financial statements shall prevail.

2.2 Revised accounting standards, revised financial reporting standards, and interpretations (collectively “the accounting standards”) which are effective for the periods beginning on or after 1 January 2014 and adopted by the Group

TAS 1 (revised 2012)	Presentation of Financial Statements
TAS 7 (revised 2012)	Cash Flow Statements




2 Accounting policies (continued)

2.2 Revised accounting standards, revised financial reporting standards, and interpretations (collectively “the accounting standards”) which are effective for the periods beginning on or after 1 January 2014 and adopted by the Group (continued)

TAS 12 (revised 2012)	Income taxes
TAS 17 (revised 2012)	Leases
TAS 18 (revised 2012)	Revenue
TAS 19 (revised 2012)	Employee Benefits
TAS 21 (revised 2012)	The Effects of Changes in Foreign Exchange Rates
TAS 24 (revised 2012)	Related Party Disclosures
TAS 28 (revised 2012)	Investments in Associates
TAS 31 (revised 2012)	Interests in Joint Ventures
TAS 34 (revised 2012)	Interim Financial Reporting
TAS 36 (revised 2012)	Impairment of assets
TAS 38 (revised 2012)	Intangible Assets
TFRS 2 (revised 2012)	Share - Based Payments
TFRS 3 (revised 2012)	Business Combinations
TFRS 5 (revised 2012)	Non-current Assets Held for Sale and Discontinued Operations
TFRS 8 (revised 2012)	Operating Segments
TFRIC 1	Changes in existing decommissioning, restoration and similar liabilities
TFRIC 4	Determining whether an arrangement contains a lease
TFRIC 5	Rights to interests arising from decommissioning, restoration and environmental rehabilitation funds
TFRIC 7	Applying the restatement approach under TAS 29 Financial reporting in hyperinflationary economies
TFRIC 10	Interim financial reporting and impairment
TFRIC 12	Service concession arrangements
TFRIC 13	Customer loyalty programmes
TFRIC 17	Distributions of non-cash assets to owners
TFRIC 18	Transfers of assets from customers
TSIC 15	Operating leases - incentives
TSIC 27	Evaluating the substance of transactions in the legal form of a lease
TSIC 29	Service concession arrangements: Disclosure
TSIC 32	Intangible assets - Web site costs



2 Accounting policies (continued)

2.2 Revised accounting standards, revised financial reporting standards, and interpretations (collectively “the accounting standards”) which are effective for the periods beginning on or after 1 January 2014 and adopted by the Group (continued)

Commencing 1 January 2014, the Group has applied the aforementioned accounting standards. The application of those accounting standards does not have significant impact to the financial statements information being presented except the adoption of TFRIC 4 “Determining whether an arrangement contains a lease” and TFRIC 12 “Service concession arrangements” (an information of accounting policies for determining whether an arrangement contains a lease and for service concession arrangements is described in Notes 2.17 and 2.18, respectively). The adoption of those two interpretations has resulted in accounting records for certain contractual arrangements on power purchase agreements with Electricity Generating Authority of Thailand and water purchase agreements with Provincial Waterworks Authority. The Group has retrospectively applied those two interpretations and the impact of the changes on the consolidated and company statements of financial position as at 1 January 2013 and 31 December 2013 and the consolidated and company statements of income and comprehensive income for the year ended 31 December 2013 is presented in Note 3.1.

2.3 New accounting standards, revised accounting standards, revised financial reporting standards, and interpretations (collectively “the accounting standards”) which are effective for the periods beginning on or after 1 January 2015 and not yet adopted by the Group before the effective date

2.3.1 The new and revised accounting standards with significant changes

TAS 1 (revised 2014)	Presentation of financial statements
TAS 16 (revised 2014)	Property, plant and equipment
TAS 19 (revised 2014)	Employee benefits
TAS 27 (revised 2014)	Separate financial statements
TAS 28 (revised 2014)	Investments in associates and joint ventures
TAS 34 (revised 2014)	Interim financial reporting
TFRS 10	Consolidated financial statements
TFRS 11	Joint arrangements
TFRS 12	Disclosure of interests in other entities
TFRS 13	Fair value measurement
TFRIC 14 (revised 2014)	TAS 19 - The limit on a defined benefit asset, minimum funding requirements and their interaction
TFRIC 20	Stripping costs in the production phase of a surface mine

The Group’s management is in the process of assessing the impacts of those accounting standards. Significant changes in those new and revised accounting standards are summarised as below.

- TAS 1 (revised 2014), the main change is that a requirement for entities to group items presented in “other comprehensive income” (“OCI”) on the basis of whether they are potentially reclassifiable to profit or loss subsequently (reclassification adjustments). The revised accounting standard does not address which items are presented in OCI.

2 Accounting policies (continued)

2.3 New accounting standards, revised accounting standards, revised financial reporting standards, and interpretations (collectively “the accounting standards”) which are effective for the periods beginning on or after 1 January 2015 and not yet adopted by the Group before the effective date (continued)

2.3.1 The new and revised accounting standards with significant changes (continued)

- TAS 16 (revised 2014) indicates that spare part, stand-by equipment and servicing equipment are recognised as property, plant and equipment when they meet the definition of property, plant and equipment. Otherwise, such items are classified as inventory.
- TAS 19 (revised 2014), the key changes are (a) actuarial gains and losses are renamed “remeasurements” and will be recognised immediately in “other comprehensive income” (“OCI”). Actuarial gains and losses will no longer be deferred using the corridor approach or recognised in profit or loss; and (b) past-service costs will be recognised in the period of a plan amendment. Unvested benefits will no longer be spread over a future-service period.
- TAS 27 (revised 2014), the amendments are to change its name from “Consolidated and separate financial statements” to “Separate financial statements” and to specify the accounting treatment and disclosure of information for investments in subsidiaries, interests in joint ventures and investment in associates whenever the entity prepares the separate financial statements.
- TAS 28 (revised 2014), the amendment is to change its name from “Investments in associates” to “Investments in associates and joint ventures” and to specify the accounting treatment for investments in associates and joint ventures. In addition the revised accounting standard sets out the requirements for the application of the equity method when accounting for investments in associates and joint ventures.
- TAS 34 (revised 2014), the key change is the disclosure requirements for operating segment. An entity shall disclose information of a measure of total assets and liabilities for a particular reportable segment if such amounts are regularly provided to the chief operating decision maker and if there has been a material change from the amount disclosed in the last annual financial statements for that reportable segment.
- TFRS 10 defined the principles of control which shall replace the principles of control and consolidation under TAS 27 (revised 2009) “Consolidated and separate financial statements”. This accounting standard sets out the requirements for when an entity should prepare consolidated financial statements, defines the principles of control, explains how to apply the principles of control and explains the accounting requirements for preparing consolidated financial statements. The key principle in the new standard is that control exists, and consolidation is required, only if the investor possesses power over the investee, has exposure to variable returns from its involvement with the investee and has the ability to use its power over the investee to affect its returns.
- TFRS 11 defined that a joint arrangement is a contractual arrangement where at least two parties agree to share control over the activities of the arrangement. Unanimous consent toward decisions about relevant activities between the parties sharing control is a requirement in order to meet the definition of joint control. Joint arrangements can be joint operations or joint ventures. The classification is principle based and depends on the parties’ exposure in relation to the arrangement. When the parties’ exposure to the arrangement only extends to the net assets of the arrangement,



2 Accounting policies (continued)

2.3 New accounting standards, revised accounting standards, revised financial reporting standards, and interpretations (collectively “the accounting standards”) which are effective for the periods beginning on or after 1 January 2015 and not yet adopted by the Group before the effective date (continued)

2.3.1 The new and revised accounting standards with significant changes (continued)

the arrangement is a joint venture. Joint operations have rights to assets and obligations for liabilities. Joint operations account for their rights to assets and obligations for liabilities. Joint ventures account for their interest by using the equity method of accounting.

- TFRS 12 require entities to disclose information that helps readers of financial statements to evaluate the nature of risks and financial effects associated with the entity’s interests in subsidiaries, associates, joint arrangements and unconsolidated structured entities.
- TFRS 13 aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across TFRSs.
- TFRIC 14 (revised 2014), this interpretation applies to all post-employment defined benefits and other long-term employee benefits. For the purpose of this interpretation, minimum funding requirements are any requirements to fund a post-employment or other long-term benefit plan. This interpretation explains how the pension asset or liability may be affected by a statutory or contractual minimum funding requirement.
- TFRIC 20 (revised 2014), this interpretation sets out the accounting for overburden waste removal (stripping) costs in the production phase of a surface mine.

2.3.2 The revised accounting standards with minor changes

TAS 2 (revised 2014)	Inventories
TAS 7 (revised 2014)	Statement of cash flows
TAS 8 (revised 2014)	Accounting policies, changes in accounting estimates and errors
TAS 10 (revised 2014)	Events after the reporting period
TAS 11 (revised 2014)	Construction contracts
TAS 12 (revised 2014)	Income taxes
TAS 17 (revised 2014)	Leases
TAS 18 (revised 2014)	Revenue
TAS 20 (revised 2014)	Accounting for government grants & disclosure of government assistance
TAS 21 (revised 2014)	The effects of changes in foreign exchange rates
TAS 23 (revised 2014)	Borrowing costs
TAS 24 (revised 2014)	Related party disclosures
TAS 26 (revised 2014)	Accounting and reporting by retirement benefit plans
TAS 29 (revised 2014)	Financial reporting in hyperinflationary economies

2 Accounting policies (continued)

2.3 New accounting standards, revised accounting standards, revised financial reporting standards, and interpretations (collectively “the accounting standards”) which are effective for the periods beginning on or after 1 January 2015 and not yet adopted by the Group before the effective date (continued)

2.3.2 The revised accounting standards with minor changes (continued)

TAS 33 (revised 2014)	Earnings per share
TAS 36 (revised 2014)	Impairment of assets
TAS 37 (revised 2014)	Provisions, contingent liabilities and contingent assets
TAS 38 (revised 2014)	Intangible assets
TAS 40 (revised 2014)	Investment property
TFRS 2 (revised 2014)	Share-based payment
TFRS 3 (revised 2014)	Business combinations
TFRS 5 (revised 2014)	Non-current asset held for sale and discontinued operations
TFRS 6 (revised 2014)	Exploration for and evaluation of mineral resources
TFRS 8 (revised 2014)	Operating segments
TSIC 10 (revised 2014)	Government assistance - No specific relation to operating activities
TSIC 15 (revised 2014)	Operating leases - Incentives
TSIC 25 (revised 2014)	Income taxes - changes in the tax status of an entity or its shareholders
TSIC 27 (revised 2014)	Evaluating the substance of transactions involving the legal form of a lease
TSIC 29 (revised 2014)	Service concession arrangements: Disclosures
TSIC 31 (revised 2014)	Revenue - barter transactions involving advertising services
TSIC 32 (revised 2014)	Intangible assets - Web site costs
TFRIC 1 (revised 2014)	Changes in existing decommissioning, restoration and similar liabilities
TFRIC 4 (revised 2014)	Determining whether an arrangement contains a lease
TFRIC 5 (revised 2014)	Rights to interests arising from decommissioning, restoration and environmental rehabilitation funds
TFRIC 7 (revised 2014)	Applying the restatement approach under TAS 29 Financial reporting in hyperinflationary economies
TFRIC 10 (revised 2014)	Interim financial reporting and impairment
TFRIC 12 (revised 2014)	Service concession arrangements
TFRIC 13 (revised 2014)	Customer loyalty programmes
TFRIC 15 (revised 2014)	Agreements for the construction of real estate
TFRIC 17 (revised 2014)	Distributions of non-cash assets to owners
TFRIC 18 (revised 2014)	Transfers of assets from customers



2 Accounting policies (continued)

2.4 New financial reporting standard which is effective on 1 January 2016

TFRS4 (revised 2014) Insurance contracts

TFRS 4 applies to all insurance contracts (including reinsurance contracts) that an entity issues and to reinsurance contracts that it holds. TFRS 4 is not relevant to the Group's operations.

2.5 Group accounting – investments in subsidiaries and associates and interests in joint ventures

2.5.1 Investments in subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one-half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group uses the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at the non-controlling interest's proportionate share of the acquiree's net assets.

The excess of the consideration transferred the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group's share of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly to the income statement.

Intercompany transactions, balances and unrealised gains or loss on transactions between group companies are eliminated. Unrealised losses are also eliminated but considered an impairment indicator of the asset transferred. Accounting policies of subsidiaries have been changed to ensure consistency with the policies adopted by the Group.

In the company financial statements, investments in subsidiaries are accounted for using the cost method of accounting. Under the cost method, income from investments in subsidiaries will be recorded when dividends are declared. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments. Cost also includes direct attributable costs of investment.

A test for impairment for investments in subsidiaries is carried out when there is a factor indicating that investments might be impaired. If the carrying value of the investments is higher than its recoverable amount, impairment loss is charged to the income statement.

A list of the Group's subsidiaries and the financial effects of the acquisitions and disposals of subsidiaries are shown in Note 14.



2 Accounting policies (continued)

2.5 Group accounting – investments in subsidiaries and associates and interests in joint ventures (continued)

2.5.2 Transactions with non-controlling interests

The Group treats transactions with non-controlling interests as transactions with equity owners of the Group. For changes in a parent's ownership interest in a subsidiary that do not result in a loss of control, the difference between any consideration paid/received and the relevant share acquired/disposed of the carrying value of net assets of the subsidiary is recorded in shareholders' equity. Gains or losses on disposals to non-controlling interests are also recorded in shareholders' equity.

When the Group ceases to have control, any retained interest in the former subsidiary is re-measured at its fair value, with the change in carrying amount recognised in income statement. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest. In addition, any amounts previously recognised in statement of comprehensive income in respect of the former subsidiary are accounted for in the income statement as if the Group had directly disposed of the related assets or liabilities.

2.5.3 Investments in associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting and are initially recognised at cost. The Group's investment in associates includes goodwill identified on acquisition, net of any accumulated impairment loss.

The Group's share of its associates' post-acquisition profits or losses is recognised in the profit or loss, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group. Dilution gains and losses arising in investments in associates are recognised in the profit or loss.

In the Company's separate financial statements, investments in associates are accounted for using the cost method.

A list of the Group's principal associates and effects acquisitions and disposals of associates are shown in Note 14.

2.5.4 Interests in joint ventures

The Group's interests in jointly controlled entities are accounted for using the equity method of accounting in the consolidated financial statements. Under the equity method, the interests in joint

2 Accounting policies (continued)

2.5 Group accounting – investments in subsidiaries and associates and interests in joint ventures (continued)

2.5.4 Interests in joint ventures (continued)

ventures are initially recognised at cost which includes goodwill identified on acquisition, net of any accumulated impairment loss (if any). The Group's share of its joint ventures' post-acquisition profits or losses is recognised in the consolidated income statement, and its share of post-acquisition movements in comprehensive income is recognised in the consolidated statement of comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the interests in joint ventures. When the Group's share of losses in joint ventures equals or exceeds its interests in joint ventures, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of joint ventures have been changed to ensure consistency with the policies adopted by the Group.

In the company financial statements, interests in joint ventures are accounted for using the cost method of accounting. Under the cost method, income from interests in joint ventures will be recorded when dividends are declared.

A test for impairment for interests in joint ventures is carried out when there is a factor indicating that investments might be impaired. If the carrying value of the investments is higher than its recoverable amount, impairment loss is charged to the income statement.

A list of the Group's joint ventures and the financial effects of the acquisitions and disposals of joint ventures are shown in Note 14.

2.6 Foreign currency translation

2.6.1 Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in Baht, which is the functional and presentation currency of the Company.

2.6.2 Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

When a gain or loss on a non-monetary item is recognised in the statement of comprehensive income, any exchange component of that gain or loss is recognised in the statement of comprehensive income. Conversely, when a gain or loss on a non-monetary item is recognised in the income statement, any exchange component of that gain or loss is recognised in the income statement.

2 Accounting policies (continued)

2.6 Foreign currency translation (continued)

2.6.3 Group companies

The results and financial position of all the group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- Income and expenses of each income statement and statement of comprehensive income are translated at average exchange rates; and
- All resulting exchange differences are recognised as other comprehensive income in the statement of comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

2.7 Financial instruments

Financial assets carried in the statements of financial position include cash and cash equivalents, deposits at financial institutions, short-term investments, trade receivables, trade receivable from a related party, amounts due from related parties, finance lease receivable from related party, receivable under a concession arrangement, and loans to related parties. Financial liabilities carried in the statement of financial position include trade payables, trade payables to related parties, amounts due to related parties, accrued interest, and loans. The particular recognition methods adopted are disclosed in the individual policy statements associated with each item.

The Group is party to derivative financial instruments, which mainly comprise foreign currency forward contracts and interest rate swap agreements.

Foreign Currency Forward Contracts

The Group enters into financial instruments that reduce exposure to fluctuations in exchange rates by using foreign currency forward contracts to protect its exposure from movements in exchange rates. Foreign currency forward contracts establish a predetermined exchange rate (“forward rate”) at which the Group will receive/pay foreign currency amounts on a predetermined future date. At the statements of financial position date, the foreign currency amounts receivable under these contracts are translated into Baht at the rates ruling at that date. Unrealised gains or losses that result from the translation are recognised as part of the financial costs. The foreign currency amounts payable under these contracts are translated into Baht at the forward rates. Any premiums or discounts equal to the difference between the exchange rates and the forward rates at the inception of the contracts are amortised over the lives of the contracts. The foreign currency amounts receivable and payable have been presented net in the statements of financial position.

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2 Accounting policies (continued)

2.7 Financial instruments (continued)

Interest Rate Swap Contracts

Interest rate swap contracts protect the Group from movements in interest rates. Any differential to be paid or received on the interest rate swap contracts is recognised as a component of finance costs as incurred.

Disclosures about financial instruments to which the Group is a party are provided in Note 38.

2.8 Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at cost. Cash and cash equivalents comprise cash in hand, deposits held at financial institutions and short-term highly liquid investments with maturities of three months or less from the date of acquisition.

2.9 Trade receivables

Trade receivables are recognised initially at original invoice amount and subsequently measured at the remaining amount less allowance for doubtful receivables based on a review of all outstanding amounts at the year end. The amount of the allowance is the difference between the carrying amount and the amount expected to be collectible. Bad debts are recognised to the income statement as part of administrative expenses.

2.10 Fuel and spare parts and supplies

2.10.1 Fuel

Fuel includes coal and diesel. Cost is calculated on the moving average basis.

2.10.2 Spare parts and supplies

Spare parts and supplies are stated at cost less allowance for obsolescence. Cost is calculated on the moving average basis. The spare parts are categorised as “specific spare parts” and “common spare parts”. Specific spare parts are classified into two categories, which are capital spare parts used for specific plant equipment in power plants and specific spare parts used for general use.

The allowance for specific spare parts that are used for general use is calculated by dividing the balance of specific spare parts on hand at the year ended by the number of years remaining under the Power Purchase Agreements with the Electricity Generating Authority of Thailand (EGAT). The allowance for capital spare parts that are used for specific plant equipment in power plants is made on a specific basis.

The allowance for common spare parts is generally provided based on an aging analysis.

2.11 Other investments

Investments other than investments in subsidiaries and interests in joint ventures are classified into the following three categories: held-to-maturity, available-for-sale and general investments. The classification is dependent on the purpose for which the investments were acquired. Management determines the appropriate classification of its investments at the time of the purchase and re-evaluates such designation on a regular basis.

2 Accounting policies (continued)

2.11 Other investments (continued)

- Investments with fixed maturity that the management has the intent and ability to hold to maturity are classified as held-to-maturity and are included in non-current assets, except those with maturities within 12 months from the end of the reporting period, which are classified as current assets.
- Investments intended to be held for an indefinite period of time, which may be sold in response to liquidity needs or changes in interest rates, are classified as available-for-sale, and are included in non-current assets unless management has expressed the intention of holding the investment for less than 12 months from the end of the reporting period or unless they will need to be sold to raise operating capital, in which case they are included in current assets.
- Investments in non-marketable equity securities are classified as general investments.

All categories of investments are initially recognised at cost which is equal to the fair value of consideration paid plus transaction costs.

Held-to-maturity investments are carried at amortised cost using the effective yield method less impairment loss.

Available-for-sale investments are subsequently carried at fair value. Unrealised gains and losses arising from changes in the fair value of investments classified as available-for-sale are recognised in the statement of comprehensive income. The fair value of investments is based on the quoted bid price by reference to the Stock Exchange of Thailand and the Thai Bond Dealing Centre. When investments classified as available-for-sale are sold or impaired, the accumulated fair value adjustments are included in the income statement as gains and losses from investment in securities.

General investments are carried at cost less impairment.

A test for impairment is carried out when there is a factor indicating that an investment might be impaired. If the carrying value of the investment is higher than its recoverable amount, impairment loss is charged to the income statement.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the income statement. When disposing of part of the Group's holding of a particular investment in debt or equity securities, the carrying amount of the disposed part is determined by the weighted average carrying amount of the total holding of the investment.

2.12 Investment property

Property that is held for long-term rental or for capital appreciation or both, and that is not occupied by the companies in the Group, is classified as investment property. Investment property also includes property that is being constructed or developed for future use as investment property or land held for a currently undetermined future use. Investment property of the Group is land held for a currently undetermined future use. The Group has not determined that it will use the land as owner-occupied property or as capital appreciation.

Investment property is measured initially at its cost including related transaction costs. Subsequently, the investment property is carried at cost less accumulated impairment losses (if any).



2 Accounting policies (continued)

2.12 Investment property (continued)

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance costs are expensed when incurred.

2.13 Property, plant and equipment

All property, plant and equipment are initially recorded at cost. Subsequently all plant and equipment are stated at historical cost less accumulated depreciation and impairment (if any). The costs of property, plant and equipment comprise both the purchase price and any costs directly attributable to bringing the assets to location and condition necessary for them to be capable of operating in the manner intended by management. Their costs also include the initial estimate of the costs of dismantling and removing the item and restoring the site on which they are located, the obligation for which the Group incurs either when the items are acquired or as a consequence of having used the items during a particular period.

Depreciation is calculated using the straight-line method to write off the cost of each asset to its residual value over its estimated useful life, except land which is considered to have an indefinite life, as follows:

	Years
Power plants	21 to 50
Water plants and transmission pipeline	30
Buildings and structures	10 to 20
Substation and transmission system	20 and 25
Operating and maintenance equipment	5
Office equipment, furniture and computers	3 to 10
Motor vehicles	5

The assets' residual values and useful lives are reviewed and adjusted if appropriate, at the end of each reporting period.

Capital spare parts whose estimated useful life is more than one year are capitalised and depreciated using the straight-line method over the estimated useful life of between 6 and 12 years when used in major repair and maintenance processes. The capital spare parts which are replaced by a major overhaul will be removed and recorded as spare parts and supplies at the net book value at the date of replacement. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Where the carrying amount of asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

Gains and losses on disposals of assets are determined by comparing proceeds with the carrying amount and are recognised within "Other gains or losses, net" in the income statement.

2 Accounting policies (continued)

2.13 Property, plant and equipment (continued)

Borrowing costs that are directly attributable to the acquisition or construction of a qualifying asset are capitalised as part of the cost of that asset, during the period of time required to complete and prepare the asset for its intended use. All other borrowing costs are recognised as expenses in the income statement.

2.14 Goodwill

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

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

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

2.15 Intangible assets

2.15.1 Right in Power Purchase Agreement and Tap Water Purchase Agreement and Operation and Maintenance Agreement

The right in Power Purchase and Tap Water Purchase Agreements and Operation and Maintenance Agreement arising on acquisitions of subsidiary or interest in joint venture is amortised over the periods of the Power Purchase Agreements and of the Water Supply Agreement and Operation and Maintenance Agreement, which are between 15 and 25 years.

2.15.2 Development expenditure

Development expenditure is recognised as an expense as incurred. Costs incurred on development projects are recognised as intangible assets when it is probable that the project will be a success considering its commercial and technological feasibility, and only if the cost can be measured reliably. Other development expenditure is recognised as an expense as incurred. Development expenditure previously recognised as an expense is not recognised as an asset in a subsequent period. Development expenditure that has been capitalised is amortised from the commencement of the commercial operation on a straight-line basis over the estimated useful life of assets.

2.16 Impairment of assets

Assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment. Assets and intangible assets that have definite useful life are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount which is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels



2 Accounting policies (continued)

2.16 Impairment of assets (continued)

for which there are separately identifiable cash flows. Assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

2.17 Long-term lease

The determination of whether an arrangement is or contains a lease shall be based on the substance of the arrangement, and not merely the legal form. It requires an assessment of whether (a) the fulfilment of the arrangement is dependent on the use of specific assets and (b) the arrangement conveys a right to use such assets.

If the arrangement is a lease or contains a lease, payments and other consideration required by the arrangement shall be separated into those for the lease and those for other elements (e.g. for services and the cost of inputs) on the basis of their relative fair values. The lease element of the arrangement shall be classified as a finance lease or an operating lease.

Leases - where a Group is the lessee

Leases of property, plant or equipment where the Group has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the inception of the lease at the lower of the fair value of the leased property and the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The corresponding rental obligations, net of finance charges, are included in other long-term payables. The interest element of the finance cost is charged to profit or loss over the lease period so as to achieve a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant or equipment acquired under finance leases is depreciated over the shorter period of the useful life of the asset and the lease term.

Long-term leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

Leases - where a Group company is the lessor

Leases in which a significant portion of risks and rewards of ownership are retained by the lessee are classified as finance lease. When assets are leased out under a finance lease, the present value of the lease payments is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. Finance lease income (interest income from finance leases) is recognised over the term of the lease using the net investment method, which reflects a constant periodic rate of return. Initial direct costs are included in initial measurement of the finance lease receivable and reduce the amount of income recognised over the lease term. The recognition follows accounting policy in Note 2.24.

Leases in which a significant portion of risks and rewards of ownership are retained by lessor are classified as operating leases. Assets leased out under operating leases are included in property, plant and equipment in the statement of financial position. They are depreciated over their expected useful lives on a basis consistent with other similar property, plant and equipment owned by the Group. Rental income is recognised on a straight-line basis over the lease term. The recognition follows accounting policy in Note 2.24.

2 Accounting policies (continued)

2.18 Service concession arrangements between government and private entity in providing public services

A service concession arrangement is an arrangement involves an operator constructing and/or upgrading, operating and maintaining infrastructure used to provide a public service for a specified period of time. The operator is paid for its services over the period of the arrangement. The arrangement is governed by a contract that sets out performance standards, mechanisms for adjusting prices and arrangements for arbitrating disputes. The grantor controls (through ownership, beneficial entitlement or otherwise) any significant residual interest in the infrastructure at the end of the term of the arrangement.

The Group, as the operator for constructing and operating infrastructure, recognises receivable arising from a service concession arrangement to the extent that it has an unconditional right to receive cash or another financial asset from or at the direction of the grantor, for the construction of concession assets. Receivable recognised as a result of the service concession arrangement are measured at fair value upon initial recognition.

2.19 Borrowings

Borrowings are recognised initially at the fair value of the proceeds received, net of the transaction costs incurred. Borrowings are subsequently stated at amortised cost using the effective yield method; any difference between the proceeds (net of transaction costs) and the redemption value is recognised to the income statement over the period of the borrowings.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of reporting date.

2.20 Current and deferred income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in the countries where the company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised, using the liability method, on temporary differences arising from differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the



2 Accounting policies (continued)

2.20 Current and deferred income taxes (continued)

transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. The principal temporary differences arise from the assigned fair values of assets acquired in business acquisitions which are property, plant, equipment and right in long-term power and tap water purchase agreements and operation and maintenance agreement, etc.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred income tax is provided on temporary differences arising from investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2.21 Employee benefits

The Group has post-employment benefits consisting of both defined benefit and defined contribution plans. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. A defined benefit plan is a pension plan that is not a defined contribution plan. Typically defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age of employee, years of service and compensation.

2.21.1 Defined benefit plan - retirement benefits

The Group provides for post employment benefits, payable to employees under the labour laws applicable in Thailand and other countries in which the Group has its operations. The liability in respect of employee benefits is the present value of the defined benefit obligation which is calculated by an independent actuary in accordance with the actuarial technique. The present value of the defined benefit obligation is determined by discounting estimated future cash flows using yields on government bonds which have terms to maturity approximating the terms of the related liability. The estimated future cash flows shall reflect employee salaries, turnover rate, mortality, length of service and other factors. Actuarial gains or losses will be recognised in the income statements in the period to which they relate. The costs associated with providing these benefits are charged to the income statements so as to spread the cost over the employment period during which the entitlement to benefits is earned.

2 Accounting policies (continued)

2.21 Employee benefits (continued)

2.21.2 Defined contribution plan - provident fund

The Group operates a provident fund that is a defined contribution plan. The assets are held in a separate fund which is managed by an external fund manager in accordance with the Provident Fund Act B.E. 2530. The provident fund is funded by payments from employees and by the Group. Contributions to the provident fund are charged to the income statements in the year to which they relate.

2.22 Provisions

2.22.1 General provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Group expects a provision to be reimbursed, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain.

2.22.2 Provision for decommissioning costs

The Group recognises provision for decommissioning costs, which are provided at the onset of completion of the project, for the estimate of the eventual costs that relate to the removal of the power and water plants. The recognised provision for decommissioning costs are based on future removal cost estimates and incorporate many assumptions such as abandonment times and future inflation rate and discounted to present value at the discount rate estimated by the management. Those costs are included as part of the power and water plants.

2.23 Treasury stock

Treasury stock presented in the consolidated and company financial statements is carried at cost and shown as a deduction from total shareholders' equity. Gains on disposal of treasury stock are determined by reference to its carrying amount and are taken to "Premium on treasury stock". Losses on disposal of treasury stock are determined by reference to its carrying amount and are taken to "Premium on treasury stock" and "Retained earnings" consecutively.

2.24 Revenue recognition

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

Finance lease income under power purchase agreements is recognised on an effective interest method over the period of the agreements. Rental income from operating lease under power purchase agreements is recognised on a straight-line basis over the period of the agreements.

Service income under finance and operating lease agreements related to power purchase agreements, which comprises servicing income and fuel cost received from leases with respect to the leased assets, is recognised when the services have been rendered.



2 Accounting policies (continued)

2.24 Revenue recognition (continued)

Contingent rents are recognised in the income statement in the period in which they are incurred. Contingent rent is that portion of lease payments that is not fixed in amount but varies based on a future factor, such as the amount of use or production.

Revenue from construction services is recognised using the percentage of completion method. The stage of completion is measured by reference to the relationship that the contract costs incurred for work performed to date bear to the estimated total costs for the contract. Revenue from other services is recognised when the services have been rendered in accordance with the terms of the agreements or invoices have been issued.

Interest income is recognised on an accrual basis unless collectability is in doubt.

Dividend income is recognised when the shareholder's right to receive payment is established.

2.25 Government grants

Government grants are recognised at their fair value where there is a reasonable assurance that the grant will be received and the group will comply with all attached conditions.

Government grants relating to income are deferred and recognised in the income statement, within other income item, over the period necessary to match them with the costs that they are intended to compensate.

Government grants relating to property, plant and equipment are included in non-current liabilities as deferred government grants and are credited to the income statement on a straight-line basis over the expected lives of the related assets.

2.26 Dividends

Dividends are recorded in the consolidated and company financial statements in the period in which they are approved by the shareholders and the Board of Directors.

3 Changes in accounting policies and reclassification

3.1 Changes in accounting policies

The Group has applied retrospectively adjustments for the impact of the adoption of TFRIC 4 "Determining whether an arrangement contains a lease" and TFRIC 12 "Service concession arrangements" on the consolidated and company statements of financial position as at 1 January 2013 and 31 December 2013, and the consolidated and company income statements and the consolidated and company statements of comprehensive income for year ended 31 December 2013 is as follows:

3 Changes in accounting policies and reclassification (continued)

3.1 Changes in accounting policies (continued)

	Consolidated		
	As previously reported Baht	Increase (Decrease) Baht	After restated Baht
Statement of financial position as at 1 January 2013			
- Trade receivable, net	1,834,296,411	(1,078,667)	1,833,217,744
- Trade receivable from a related party	579,994,306	(344,890,864)	235,103,442
- Trade receivable from a related party for services under finance lease	-	189,538,082	189,538,082
- Current portion of finance lease receivable from a related party	-	1,353,154,341	1,353,154,341
- Current portion of receivable under concession arrangement	-	14,421,764	14,421,764
- Finance lease receivable from a related party, net	-	4,468,155,628	4,468,155,628
- Receivable under a concession arrangement, net	-	325,436,190	325,436,190
- Interests in joint ventures	31,923,930,727	(100,676,849)	31,823,253,878
- Property, plant and equipment, net	38,555,753,857	(6,129,914,302)	32,425,839,555
- Intangible assets, net	5,214,759,125	69,220,641	5,283,979,766
- Deferred tax assets	13,411,791	72,768,774	86,180,565
- Deferred tax liabilities	4,950,636,416	57,972,860	5,008,609,276
- Retained earnings	49,290,932,522	(189,109,801)	49,101,822,721
- Other components of shareholders' equity	426,012,795	2,261,110	428,273,905
- Non-controlling interests	840,888,937	45,010,569	885,899,506
Statement of financial position as at 31 December 2013			
- Trade receivable, net	2,162,501,750	(1,111,944)	2,161,389,806
- Trade receivable from a related party	914,108,591	(643,117,809)	270,990,782
- Trade receivable from a related party for services under finance lease	-	331,693,692	331,693,692
- Current portion of finance lease receivable from a related party	-	1,595,688,095	1,595,688,095
- Current portion of receivable under concession arrangement	-	14,866,673	14,866,673
- Finance lease receivable from a related party, net	-	3,158,161,523	3,158,161,523
- Receivable under a concession arrangement, net	-	293,659,043	293,659,043
- Interests in joint ventures	34,161,636,208	(186,159,105)	33,975,477,103
- Property, plant and equipment, net	48,991,662,200	(4,470,830,580)	44,520,831,620
- Intangible assets, net	5,306,288,433	89,996,757	5,396,285,190
- Deferred tax liabilities	5,220,019,721	73,801,093	5,293,820,814
- Retained earnings	53,045,922,492	61,278,976	53,107,201,468
- Other components of shareholders' equity	1,779,969,536	12,177,024	1,792,146,560
- Non-controlling interests	874,381,251	35,589,252	909,970,503



3 Changes in accounting policies and reclassification (continued)

3.1 Changes in accounting policies (continued)

	Consolidated		
	As previously reported Baht	Increase (Decrease) Baht	After restated Baht
Income statement			
for the year ended 31 December 2013			
- Sales and service income	18,686,230,427	(1,228,060,205)	17,458,170,222
- Cost of the sales and services	12,059,532,015	(1,663,475,837)	10,396,056,178
- Gains on exchange rates	133,343,683	(26,836,996)	106,506,687
- Administrative expenses	2,865,376,921	(16,383,949)	2,848,992,972
- Share of profit from investment in an associate and interests in joint ventures	6,251,644,573	(95,398,169)	6,156,246,404
- Income tax expense	1,217,851,467	88,596,956	1,306,448,423
- Profit for the year	7,087,137,649	240,967,460	7,328,105,109
- Profit on non-controlling interests	173,394,469	(9,421,317)	163,973,152
- Basic earnings per share	13.13	0.48	13.61

Statement of comprehensive income for the year ended 31 December 2013

- Exchange difference on translation	1,517,566,801	9,915,914	1,527,482,715
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	Company		
	As previously reported Baht	Increase (Decrease) Baht	After restated Baht
Statement of financial position as at 1 January 2013			
- Trade receivable from a related party	189,269,070	(189,269,070)	-
- Trade receivable from a related party for services under finance lease	-	81,942,354	81,942,354
- Current portion of finance lease receivable from a related party	-	858,155,231	858,155,231
- Finance lease receivable from a related party, net	-	1,821,772,131	1,821,772,131
- Property, plant and equipment, net	4,061,521,218	(2,466,050,727)	1,595,470,491
- Deferred tax liabilities	630,025,266	21,309,984	651,335,250
- Retained earnings	38,933,260,572	85,239,935	39,018,500,507




3 Changes in accounting policies and reclassification (continued)

3.1 Changes in accounting policies (continued)

	Company		
	As previously reported Baht	Increase (Decrease) Baht	After restated Baht
Statement of financial position as at 31 December 2013			
- Trade receivable from a related party	384,230,466	(384,230,466)	-
- Trade receivable from a related party for services under finance lease	-	174,688,316	174,688,316
- Current portion of finance lease receivable from a related party	-	1,003,228,115	1,003,228,115
- Finance lease receivable from a related party, net	-	1,028,086,166	1,028,086,166
- Property, plant and equipment, net	3,010,993,263	(1,715,808,347)	1,295,184,916
- Deferred tax liabilities	672,592,777	21,192,757	693,785,534
- Retained earnings	39,031,205,928	84,771,027	39,115,976,955
Income statement			
for the year ended 31 December 2013			
(Before reclassification of discontinued operation)			
- Sales and service income	2,201,180,419	(750,828,514)	1,450,351,905
- Cost of the sales and services	1,511,600,532	(750,242,379)	761,358,153
- Income tax expense	86,169,558	(117,227)	86,052,331
- Profit for the year	3,256,698,566	(468,908)	3,256,229,658
- Basic earnings per share	6.19	-	6.19



3 Changes in accounting policies and reclassification (continued)

3.2 Reclassification

Comparative figures have been reclassified to conform with changes in presentation in the current period. The Company has reclassified balances for the year ended 31 December 2013 as follows:

	Consolidated		
	As previously reported Baht	Increase (Decrease) Baht	After reclassification Baht
Statement of financial position as at 1 January 2013			
Intangible assets, net (included retrospective adjustments from change in accounting policies)	5,214,759,125	204,021,560	5,418,780,685
Other non-current assets	312,261,314	(134,800,919)	177,460,395
Statement of financial position as at 31 December 2013			
Intangible assets, net (included retrospective adjustments from change in accounting policies)	5,306,288,433	319,762,602	5,626,051,035
Other non-current assets	921,845,174	(229,765,845)	692,079,329

	Company		
	After restated Baht	Increase (Decrease) Baht	After reclassification Baht
Income statement for the year ended 31 December 2013			
		(Note 40)	
Sales and service income	1,450,351,905	(1,450,351,905)	-
Cost of sales and services	(761,358,153)	761,358,153	-
Gross profit	688,993,752	(688,993,752)	-
Other income	5,345,314,476	(60,832,434)	5,284,482,042
Currency exchange gains	149,545,936	24,144	149,570,080
Administrative expenses	(1,223,720,648)	204,656,432	(1,019,064,216)
Finance costs	(1,617,851,527)	16,911,034	(1,600,940,493)
Profit before income tax expense	3,342,281,989	(528,234,576)	2,814,047,413
Income tax expense	(86,052,331)	86,052,331	-
Profit for the year	3,256,229,658	(442,182,245)	2,814,047,413



4 Critical accounting estimates and judgements

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below.

4.1 Lease agreements

Commencing 1 January 2014, the Group has applied TFRIC 4 “Determining whether an arrangement contains a lease”. The determination of whether an arrangement is or contains a lease shall be based on the substance of the arrangement, and not merely the legal form. It requires an assessment of whether (a) the fulfilment of the arrangement is dependent on the use of specific assets and (b) the arrangement conveys a right to use such assets. Lease in which a significant portion of the risk and reward of ownership are retained by the lessee are classified as finance lease. The Group recognised financial lease using the significant assumptions such as total minimum payment, interest rate, residual value of power plant at the end of lease agreement and discount rate. Therefore the changes in these significant assumptions will create and impact on financial lease receivable and revenue from financial lease that is recognised in the Group’s financial statement.

4.2 Estimated impairment of goodwill

Goodwill arising from the acquisition of investment in electricity generation businesses in country is tested annually for impairment by comparing the carrying amount to the recoverable amount for each cash-generating unit which is determined based on value-in-use calculations. These calculations use a cash flow projection covering periods of Power Purchase Agreements of each country entered into by the Group and the tariffs and capacity stated in the agreements. Discount rates used are based on pre-tax WACC of each country. A rise in discount rate of 1% will be resulted the recoverable amount to be equal to the carrying amount (please see Note 18).

5 Capital risk management

The Group’s objectives when managing capital are to safeguard the Group’s ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, alternative practices include returning capital to shareholders, issuing new shares or selling assets to reduce debt.

6 Segment information – consolidated financial statements

The Group has two segments report which are comprised of electricity generation and other businesses. Electricity generation is to operate electricity for sales to the government and industrial users both in Thailand and overseas. Other businesses are tap water generation for sales to the government in Thailand, including maintenance and operating services for power plants and coal mining business. The segment information is presented on the same basis that used for internal reporting purpose as provided to the chief operating decision maker (“the President”).



6 Segment information – consolidated financial statements (continued)

	For the year ended 31 December 2014				
	Electricity generation Baht	Other businesses Baht	Consolidated Baht	Adjustments Baht	Management Discussion and Analysis report Baht
Revenue from sales and service income	16,369,738,701	831,060,335	17,200,799,036	2,405,642,319 ^{(4),(5)}	19,606,441,355
Cost of sales and services	(9,708,993,696)	(600,992,852)	(10,309,986,548)	(1,578,190,939) ⁽⁵⁾	(11,888,177,487)
Segment results	6,660,745,005	230,067,483	6,890,812,488	827,451,380	7,718,263,868
Other income	1,837,039,950	16,398,729	1,853,438,679	(1,107,702,057) ⁽⁴⁾	745,736,622
Currency exchange gains (losses)	160,093,827	(15,793,877)	144,299,950	(820,725,157) ^{(1),(2),(3),(5)}	(676,425,207)
Administrative expenses	(2,894,271,138)	(61,551,499)	(2,955,822,637)	(537,324,679) ⁽⁷⁾	(3,493,147,316)
Finance costs	(2,794,028,418)	-	(2,794,028,418)	701,139,915 ⁽²⁾	(2,092,888,503)
Share of profit (loss) from investment in an associate and interests in joint ventures, net	5,482,375,117	(21,740,882)	5,460,634,235	581,530,616 ^{(1),(5),(6),(7)}	6,042,164,851
Profit before income tax expense	8,451,954,343	147,379,954	8,599,334,297	(355,629,982)	8,243,704,315
Income tax expense	(730,230,872)	(62,257,697)	(792,488,569)	(55,215,651) ^{(5),(6)}	(847,704,220)
Net profit for the year	7,721,723,471	85,122,257	7,806,845,728	(410,845,633)	7,396,000,095
Owners of the parent	7,626,239,172	40,737,811	7,666,976,983	(414,346,697) ⁽⁵⁾	7,252,630,286
Non-controlling interests	95,484,299	44,384,446	139,868,745	3,501,064 ^{(3),(5)}	143,369,809
Segment fixed assets	55,163,645,738	111,439,188	55,275,084,926		
Unallocated assets	104,517,765,757	894,234,085	105,411,999,842		
Consolidated total assets	159,681,411,495	1,005,673,273	160,687,084,768		

⁽¹⁾ Net currency exchange gains (losses) and finance costs of joint ventures

⁽²⁾ Net currency exchange gains (losses) and finance costs of subsidiaries

⁽³⁾ Net currency exchange gains (losses) of non-controlling interests

⁽⁴⁾ Adder income

⁽⁵⁾ Impact of the adoption of TFRIC 4 “Determining whether an arrangement contains a lease” and TFRIC 12 “Service concession arrangements”

⁽⁶⁾ Deferred tax of joint ventures and subsidiaries

⁽⁷⁾ Amortisation of rights in long-term power purchase agreements and fair value uplift of assets from business combination

6 Segment information – consolidated financial statements (continued)

For the year ended 31 December 2013 (Restated)					
	Electricity generation Baht	Other businesses Baht	Consolidated Baht	Adjustments Baht	Management Discussion and Analysis report Baht
Revenue from sales and service income	16,455,255,118	1,002,915,104	17,458,170,222	1,228,060,205 ^{(4),(5)}	18,686,230,427
Cost of sales and services	(9,636,770,927)	(759,285,251)	(10,396,056,178)	(1,663,475,837) ⁽⁵⁾	(12,059,532,015)
Segment results	6,818,484,191	243,629,853	7,062,114,044	(435,415,632)	6,626,698,412
Other income	966,933,149	16,169,006	983,102,155	(67,096,299) ⁽⁴⁾	916,005,856
Currency exchange gains (losses)	92,447,966	14,058,721	106,506,687	(288,955,382) ^{(1),(2),(3),(5)}	(182,448,695)
Administrative expenses	(2,792,293,612)	(56,699,360)	(2,848,992,972)	(284,956,352) ⁽⁷⁾	(3,133,949,324)
Finance costs	(2,824,422,786)	-	(2,824,422,786)	1,179,166,796 ⁽²⁾	(1,645,255,990)
Share of profit (loss) from interests in joint ventures, net	6,198,351,668	(42,105,264)	6,156,246,404	(432,242,589) ^{(1),(5),(6),(7)}	5,724,003,815
Profit before income tax expense	8,459,500,576	175,052,956	8,634,553,532	(329,499,458)	8,305,054,074
Income tax expense	(1,230,801,601)	(75,646,822)	(1,306,448,423)	88,596,956 ^{(5),(6)}	(1,217,851,467)
Net profit for the year	7,228,698,975	99,406,134	7,328,105,109	(240,902,502)	7,087,202,607
Owners of the parent	7,103,454,036	60,677,921	7,164,131,957	(250,388,777) ⁽⁵⁾	6,913,743,180
Non-controlling interests	125,244,939	38,728,213	163,973,152	9,486,275 ^{(3),(5)}	173,459,427
Segment fixed assets	44,393,780,338	127,051,282	44,520,831,620		
Unallocated assets	85,745,060,783	854,259,042	86,599,319,825		
Consolidated total assets	130,138,841,121	981,310,324	131,120,151,445		

⁽¹⁾ Net currency exchange gains (losses) and finance costs of joint ventures

⁽²⁾ Net currency exchange gains (losses) and finance costs of subsidiaries

⁽³⁾ Net currency exchange gains (losses) of non-controlling interests

⁽⁴⁾ Adder income

⁽⁵⁾ Impact of the adoption of TFRIC 4 “Determining whether an arrangement contains a lease” and TFRIC 12 “Service concession arrangements”

⁽⁶⁾ Deferred tax of joint ventures and subsidiaries

⁽⁷⁾ Amortisation of rights in long-term power purchase agreements and fair value uplift of assets from business combination

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7 Cash and cash equivalents

As at 31 December 2014, cash and cash equivalents mainly comprised short-term investments in promissory notes with maturities of three months or less. The interest rates were 0.13% to 3.00% per annum (2013: 0.13% to 3.00% per annum).

8 Short-term investments

Short-term investments comprised deposits at financial institutions with maturities over three months but not later than one year and marketable securities.

Deposits at financial institutions

The deposits at financial institutions of the Group mainly comprise deposits at financial institutions and promissory notes issued by local financial institutions. As at 31 December 2014, deposits at financial institutions, and promissory notes bore interest at rates from 2.00% to 2.75% per annum (2013: interest at rates from 2.00% to 3.85% per annum).

Marketable securities

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
<i>Held-to-maturity</i>				
Debt securities	5,019,698	3,000,000	-	-
Short-term investments in marketable securities	5,019,698	3,000,000	-	-

9 Short-term investments used as collateral

The majority of the deposits at financial institutions used as collateral are those of eight subsidiaries (As at 31 December 2013, were of eight subsidiaries). They comprise cash reserves required to be maintained under their loan agreements for the purpose of repayment of principal and payment of interest due within one year and as a reserve to minimise exchange rate risk. These cash reserves are provided from the proceeds of sales of electricity.

As at 31 December 2014, the Group had Thai Baht deposits at financial institutions used as collateral of Baht 1,425 million bearing interest at the rates of 0.75% to 3.90% per annum (2013: Baht 807 million bearing interest at the rates of 0.13% to 3.85% per annum). These included the cash reserve for the purpose of repayment of principal and payment of interest due within one year amounted to Baht 1,212 million (2013: Baht 650 million) and the remaining balance of Baht 213 million (2013: Baht 157 million) represented collateralised deposits maintained in accordance with the loan agreements but which could be used subject to certain lender approvals.

10 Trade receivables, net

	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	2013 Baht
Trade receivables	668,479,588	684,573,199	-	-
Trade receivable from operating lease	268,857,145	267,648,703	-	-
Trade receivable from services under operating lease	1,076,107,982	1,209,167,904	-	-
Total trade receivables	2,013,444,715	2,161,389,806	-	-
Less Allowance for doubtful receivables	-	-	-	-
Trade receivables, net	2,013,444,715	2,161,389,806	-	-

Outstanding trade receivables as at 31 December can be analysed as follows:

	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	2013 Baht
Not overdue	1,923,648,930	1,903,683,427	-	-
Overdue below 3 months	12,363,534	48,512,903	-	-
Overdue 3 - 6 months	-	53,312,622	-	-
Overdue 6 - 12 months	-	78,752,942	-	-
Overdue over 12 months	77,432,251	77,127,912	-	-
	2,013,444,715	2,161,389,806	-	-
Less Allowance for doubtful receivables	-	-	-	-
Trade receivables, net	2,013,444,715	2,161,389,806	-	-

11 Fuel and spare parts and supplies, net

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Fuel	990,434,952	1,201,895,635	185,620,202	186,676,928
Specific spare parts				
- Capital spare parts used for specific equipment of the power plant	1,390,104,420	1,510,219,127	1,005,129,562	1,011,868,162
- Other specific spare parts	885,851,578	862,463,628	-	-
Common spare parts	853,683,507	779,632,630	11,200,614	12,340,955
	4,120,074,457	4,354,211,020	1,201,950,378	1,210,886,045
Less Allowance for obsolescence	(1,517,211,293)	(1,337,414,357)	(844,640,021)	(743,561,093)
Fuel and spare parts and supplies, net	2,602,863,164	3,016,796,663	357,310,357	467,324,952

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12 Other current assets

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Prepaid withholding tax	551,403,234	461,829,884	297,797,429	228,186,819
VAT receivable	279,724,126	522,608,676	-	-
Prepaid insurance premium	27,070,635	25,424,834	14,400	-
Accrued income	115,825,090	68,710,013	5,108,814	8,335,433
Interest receivable	7,196,599	5,259,451	467,017	623,268
Others	315,022,885	365,506,726	44,035,712	14,964,604
Total other current assets	1,296,242,569	1,449,339,584	347,423,372	252,110,124

13 Long-term investments in marketable securities and other long-term investments

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
<i>Available-for-sale</i>				
Debt securities	5,017,020	2,696,205	-	-
Equity securities	867,490,823	867,490,823	867,490,823	867,490,823
Changes in fair value of investments	2,496,095,630	2,932,116,095	2,496,095,629	2,932,116,095
Total long-term investments in marketable securities	3,368,603,473	3,802,303,123	3,363,586,452	3,799,606,918
<i>Other long-term investments</i>				
Other equity securities	1,168,002,500	726,158,750	1,167,562,500	725,718,750
Total other investments	1,168,002,500	726,158,750	1,167,562,500	725,718,750
Total long-term investments in marketable securities and other long-term investments	4,536,605,973	4,528,461,873	4,531,148,952	4,525,325,668

Other long-term investments

Other long-term investment mainly represented an investment in Xayaburi Power Company Limited ("XPCL") in the proportion 12.5% shareholding interest in XPCL. In order to become a joint developer of the Xayaburi hydropower project. XPCL was awarded a concession agreement by the government of the Laos People's Democratic Republic ("Lao PDR") to design, develop, construct and implement a run-of-the-river dam power project with an installed capacity of 1,285 MW for 29 years after the commercial operation date.

During the year 2014, XPCL issued additional ordinary shares and the Company paid for additional paid-up shares in the same proportion as its original investment, totalling Baht 442 million (2013: Baht 478 million). At 31 December 2014, investment in XPCL was Baht 1,166 million (2013: Baht 724 million).

14 Investments in subsidiaries and an associate and interests in joint ventures

As at 31 December	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	2013 Baht
Investments in subsidiaries, net (Note 14.2)	-	-	56,485,788,272	35,042,200,872
Investment in an associate (Note 14.3)	6,850,756,077	-	-	-
Interests in joint ventures, net (Note 14.3)	48,920,430,120	33,975,477,103	24,371,697,638	24,371,697,638
Total investments in subsidiaries and an associate and interests in joint ventures	55,771,186,197	33,975,477,103	80,857,485,910	59,413,898,510

14.1 The movements of the investments in subsidiaries and an associate and interests in joint ventures can be analysed as follows:

	Consolidated	
	2014 Baht	Restated 2013 Baht
Opening net book value		
- As previously reported	34,161,636,208	31,923,930,727
- Effect from change in accounting policies (Note 3.1)	(186,159,105)	(100,676,849)
- As restated	33,975,477,103	31,823,253,878
Acquisitions of investment in an associate and interests in joint ventures	21,045,020,366	-
Additional paid-up share capital of joint ventures (Note 14.1.3)	211,402,547	24,862,365
Proceeds from the decrease in registered share capital in a joint venture	-	(28,381,366)
Dispose interest in joint ventures	-	(385,060,502)
Share of net profit from investment in an associate and interests in joint ventures	5,460,634,235	6,156,246,404
Unrealised gain on investments in marketable securities		
-available-for-sale of a joint venture	883,168	8,012,243
Dividends received from joint ventures	(5,165,387,479)	(4,178,489,749)
Exchange difference on translation	243,156,257	555,033,830
Closing net book value	55,771,186,197	33,975,477,103

	Company	
	2014 Baht	2013 Baht
Opening net book value	59,413,898,510	58,139,244,572
Increase in share capital of subsidiaries (Note 14.1.1)	21,443,587,400	1,318,053,938
Increase in share capital of joint ventures	-	21,600,000
Dispose interest in a joint venture	-	(65,000,000)
Closing net book value	80,857,485,910	59,413,898,510

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14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.1 The movements of the investments in subsidiaries and an associate and interests in joint ventures can be analysed as follows: (continued)

14.1.1 The movement of the investments in subsidiaries during the year ended 31 December 2014:

Direct holding by the Company

Banpong Utilities Company Limited (“Banpong”)

On 18 July 2014, Banpong issued additional share capital and the Company paid for additional paid-up share capital in the same proportion as its original investment, totalling Baht 498 million.

Chaiyaphum Wind Farm Co., Ltd. (“Chaiyaphum”)

On 14 August 2014, Chaiyaphum called for additional paid-up share capital and the Company paid for additional paid-up share capital in the same portion as its original investment, totalling Baht 406 million and paid for such additional paid-up shares on behalf of non-controlling interests amounting to Baht 41 million which is in accordance with the conditions of shareholders agreement.

North Pole Investment Company Limited (“North Pole”)

During the year ended 31 December 2014, North Pole issued additional share capital and the Company paid for additional paid-up share capital in the same proportion as its original investment, totalling US Dollar 635 million, equivalent to Baht 20,539 million.

Indirect holding by the Company

New Growth Cooperatief U.A (“New Growth Coop”)

During the year ended 31 December 2014, New Growth Coop called for additional paid-up share capital and the Group paid for additional paid-up share capital in the same portion as its original investment, totalling US Dollar 668 million, equivalent to Baht 21,350 million.

Millennium Energy B.V.

During the year ended 31 December 2014, Millennium Energy B.V. called for additional paid-up share capital and the Group paid for additional paid-up share capital in the same portion as its original investment, totalling US Dollar 57 million, equivalent to Baht 1,839 million.

South Pacific Power Pty Limited (“SPPP”)

During the year ended 31 December 2014, SPPP called for additional paid-up share capital and the Group paid for additional paid-up share capital in the same portion as its original investment, totalling Australian Dollar 63 million, equivalent to Baht 1,872 million.

Boco Rock Wind Farm Pty Ltd. (“BRWF”)

During the year ended 31 December 2014, BRWF called for additional paid-up share capital and the Group paid for additional paid-up share capital in the same portion as its original investment, totalling Australian Dollar 60 million, equivalent to Baht 1,763 million.

Mauban Holdings Company, Inc. (“MHCI”)

During the year ended 31 December 2014, MHCI called for additional paid-up share capital and the Group paid for additional paid-up share capital in the same portion as its original investment, totalling Philippine Peso 299 million, equivalent to Baht 220 million.

14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.1 The movements of the investments in subsidiaries and an associate and interests in joint ventures can be analysed as follows: (continued)

14.1.1 The movement of the investments in subsidiaries during the year ended 31 December 2014: (continued)

Indirect holding by the Company (continued)

Gen Plus B.V.

Gen Plus B.V. was incorporated in the Netherlands on 5 June 2014 to invest in the power business in the Philippines. The Group holds 100% of total registered share of such company. During the year ended 31 December 2014, the Group paid for share capital totalling US Dollar 454 million, equivalent to Baht 14,563 million.

Phoenix Power B.V.

Phoenix Power B.V. was incorporated in Netherlands on 5 June 2014 to invest in the power business in the Republic of Indonesia. The Group holds 100% of total registered share of such company. On 30 July 2014, the Group paid for share capital totalling US Dollar 216 million, equivalent to Baht 6,850 million.

14.1.2 The movement of the investment in an associate during the year ended 31 December 2014:

Indirect holding by the Company

Star Energy Geothermal Pte. Ltd. and its subsidiaries ("SEG")

On 30 July 2014, the Group paid for 20% of shareholding in SEG which invests in the power business in the Republic of Indonesia, totalling US Dollar 215 million, equivalent to Baht 6,831 million.

The detail of investment is described below:

	Consolidated
	Baht'000
Net carrying value under interest acquired	414,175
Purchase price over net assets carrying value ^{(1), (2)} (presented in investment in an associate)	6,416,525
Purchase consideration	6,830,700

⁽¹⁾ As at 31 December 2014, the Group has been under the process of determining fair value of the acquired net assets and reviewing purchase price allocation ("PPA"). Therefore, the purchase price over net assets carrying value may be subject to further adjustments depending on the determination of fair value and the result of the PPA, which is expected to be finalised within 12 months from the acquisition date.

⁽²⁾ This is expected to be comprised of right to long-term power purchase agreements and goodwill, etc.

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14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.1 The movements of the investments in subsidiaries and an associate and interests in joint ventures can be analysed as follows: (continued)

14.1.3 The movement of the interests in joint ventures during the year ended 31 December 2014

Indirect holding by the Company

San Buenaventura Power Ltd., Co. ("SBPL")

SBPL was incorporated in the Philippines on 6 February 2014 to develop the power project in the Philippines. The Group holds 49% of total registered share of such company. During the year ended 31 December 2014, the Group paid for share capital Philippine Peso 294 million, equivalent to Baht 211 million.

Masinloc-AES Pte. Ltd. and its subsidiaries ("Masin-AES")

On 15 July 2014, the Group paid for 44.54% of shareholding in Masin-AES which invests in the power business in the Philippines, totalling US Dollar 443 million, equivalent to Baht 14,214 million. Masin-AES is a major shareholder of Masinloc Power Partners Co., Ltd. ("Masinloc") who operates the coal-fired power plant in the Philippines. Therefore, the Group holds 40.95% of total registered share of Masinloc.

Detail of the consideration paid and estimated net assets purchased assumed recognised at the acquisition date are as follow:

	Consolidated
	Baht'000
Fair value of net assets	6,523,139
Right in long term power purchase agreements (presented in interests in joint ventures)	3,315,561
Goodwill (presented in interests in joint ventures)	4,375,620
Purchase consideration	14,214,320

Right in long-term power purchase agreement is amortised over the periods of the Masin-AES's Power Purchase Agreement, which are between 2 to 12 years.




14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.2 Investments in subsidiaries, net

The details of the investments in subsidiaries are as follows:

	Company				
	Portion of investment in common share (%)		Cost Method		Dividend for the year
	2014	2013	2014 Baht'000	2013 Baht'000	
Business					
Subsidiaries incorporated in Thailand					
Khanom Electricity Generating Co., Ltd.	99.99	99.99	6,000,000	6,000,000	23,610
EGCO Engineering and Service Co., Ltd. and its subsidiaries	99.99	99.99	400,000	400,000	197,809
- Agro Energy Co., Ltd.	99.99	99.99			
- Egcom Tara Co., Ltd.	74.19	74.19			
EGCO Green Energy Co., Ltd. and its subsidiary	74.00	74.00	129,500	129,500	84,157
- Roi-Et Green Co., Ltd.	95.00	95.00			
EGCO Cogeneration Co., Ltd.	80.00	80.00	891,894	891,894	-
Theppana Wind Farm Co., Ltd.	90.00	90.00	144,411	144,411	-
SPP Two Co., Ltd.	99.99	99.99	265,805	265,805	56,086
SPP Three Co., Ltd.	99.99	99.99	300,529	300,529	72,657
SPP Four Co., Ltd.	99.99	99.99	223,641	223,641	57,209
SPP Five Co., Ltd.	99.99	99.99	370,923	370,923	89,177
Yanhee EGCO Holding Co., Ltd. and its subsidiary	100.00	100.00	4,905	4,900	78,477
- Solarco Co., Ltd.	99.98	99.98			
Klongluang Utilities Co., Ltd.	99.99	99.99	10,000	10,000	-
Banpong Utilities Co., Ltd.	99.99	99.99	507,500	10,000	-
Chaiyaphum Wind Farm Co., Ltd.	90.00	-	406,300	-	-
Total investments in subsidiaries incorporated in Thailand			9,655,408	8,751,603	553,775

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14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.2 Investments in subsidiaries, net (continued)

The details of the investments in subsidiaries are as follows: (continued)

		Company (continued)					
		Portion of investment in common share (%)		Cost Method		Dividend for the period	
		2014	2013	2014	2013	2014	2013
Business				Baht'000	Baht'000	Baht'000	Baht'000
Subsidiaries incorporated overseas							
North Pole Investment Company Limited (North Pole)	(Including indirect holding)	100.00	100.00	46,830,380	26,290,598	-	-
(Incorporated in the Republic of Mauritius) and its subsidiaries, associate and joint ventures							
- EGO International (B.V.I.) Limited (Incorporated in the British Virgin Islands) and its subsidiaries, associate and joint ventures	Investment in energy related business	100.00	100.00				
Subsidiaries							
- New Growth Cooperatief U.A. (Incorporated in the Netherlands) and its subsidiaries and joint venture	Investment in energy related business	100.00	100.00				
Subsidiaries							
- Gen Plus B.V. (Incorporated in the Netherlands) and its joint venture	Investment in energy related business	100.00	-				
- Masin-AES Pte. Ltd. (Masin-AES) (Incorporated in Singapore) and its subsidiaries	Investment in coal-fired power plant business	44.54	-				
- Phoenix Power B.V. (Incorporated in the Netherlands) and its associate	Investment in energy related business	100.00	-				
- Star Energy Geothermal Pte. Ltd. (SEG) (Incorporated in the Republic of Indonesia) and its subsidiaries	Investment in geothermal energy power plant business	20.00	-				
- Millennium Energy B.V. (Incorporated in the Netherlands) and its subsidiaries	Investment in energy related business	100.00	100.00				
- South Pacific Power Pty Limited (Incorporated in the Australia) and its subsidiary	Investment in energy related business	100.00	100.00				
- Boco Rock Wind Farm Pty Ltd. (Incorporated in the Australia)	Electricity generation from wind power	100.00	100.00				
- New Growth B.V. (Incorporated in the Netherlands) and its subsidiaries and joint venture	Investment in energy related business	100.00	100.00				



14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.2 Investments in subsidiaries, net (continued)

The details of the investments in subsidiaries are as follows: (continued)

		Company (continued)					
		Portion of investment in common share (%)		Cost Method		Dividend for the period	
		2014	2013	2014	2013	2014	2013
	Business	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000
Subsidiaries incorporated overseas (continued)							
Subsidiaries							
- Pearl Energy Philippines Operating, Inc. (PEPOL) (registered under the laws of Cayman Islands, operated in the Philippines)	Power plant operation and maintenance services	100.00	100.00				
- Quezon Power (Philippines) Limited Co. (QPL) (incorporated in the Philippines)	Electricity generation	98.00	98.00				
- Quezon Management Service Inc. (QMS) (registered under the laws of Cayman Islands, operated in the Philippines)	Management services	100.00	100.00				
- Mauban Holding Company Inc. (MHC) (incorporated in the Philippines) and its joint ventures	Investment in energy related business	100.00	100.00				
- Kalilayan Power Inc. (KPI) (incorporated in the Philippines)	Investment in energy related business	49.00	49.00				
- San Buenaventura Power Ltd., Co. (SBPL) (incorporated in the Philippines)	Electricity generation (the Company has not yet started its business operations)	49.00	-				
Joint venture							
- PT Manambang Muara Enim (MME) (incorporated in the Republic of Indonesia)	Development of coal mining	40.00	40.00				
Total investments in subsidiaries incorporated in overseas		46,830,380	26,290,598			-	-
Total investments in subsidiaries		56,485,788	35,042,201			650,273	553,775

As at 31 December 2014 and 2013, dividends receivable from subsidiaries amounting to Baht 308 million were recognised in the company financial statements (31 December 2013: Baht 311 million). As at 31 December 2014 and 2013, under the terms and conditions of Khanom Electricity Generating Co., Ltd. loan agreement, its common share was pledged as collateral for its long-term loan. As at 31 December 2014 and 2013, under the terms and conditions of Solarco Co., Ltd. loan agreement, the common share of Yanhee EGCO Holding Co., Ltd. and Solarco Co., Ltd. were pledged as collateral for its long-term loan.

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14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.3 Investment in an associate and interests in joint ventures

The details of an associate and interests in joint ventures are as follows:

	Consolidated					
	Portion of investment in common share (%)	Cost		Equity Method		Dividend for the period
		2014	2013	2014	2013	
		Baht'000	Baht'000	Baht'000	Baht'000	Baht'000
Associate incorporated in the Republic of Indonesia						
Star Energy Geothermal Pte. Ltd. (SEG) and its subsidiaries	(Including indirect holding)					
	20.00	-	-	6,850,756	-	-
Total investment in an associate				6,850,756	-	-
Joint ventures incorporated in Thailand						
Gulf Electric Public Co., Ltd. (GEC) and its subsidiaries	50.00	6,672,769	6,672,769	13,953,733	13,628,423	1,364,651
BLCP Power Ltd. (BLCP)	50.00	10,433,597	10,433,597	7,419,905	7,419,483	1,973,133
Natural Energy Development Co., Ltd. (NED)	33.33	761,000	761,000	873,453	878,969	310,000
G- Power Source Co., Ltd. (GPS)	60.00*	734,388	734,388	803,324	793,311	139,903
GIDEC Co., Ltd (GIDEC)	50.00	200,000	200,000	138,048	168,506	-
Joint ventures incorporated in the Philippines						
Kallitayan Power Inc. (KPI)	49.00	1,683	3,262	1,511	3,219	-
San Buenaventura Power Ltd., Co. (SBPL)	49.00	-	211,403	184,386	-	-
	has not yet started its business operations)					
Joint venture incorporated in Singapore						
Masin-AES Pte. Ltd. (Masin-AES) and its subsidiaries	44.54	-	14,214,320	-	13,954,042	553,550
Joint venture incorporated in the Lao People's Democratic Republic						
Nam Theun 2 Power Company Limited (NTPC)	35.00	5,569,943	5,569,943	5,623,986	5,093,408	824,150
Joint venture incorporated in the Republic of Indonesia						
PT Manambang Muara Enim (MME)	40.00	6,029,579	6,029,579	5,968,042	5,990,158	-
Total interests in joint ventures		44,828,682	30,404,538	48,920,430	33,975,477	5,165,387
						4,126,203

* Shareholder Agreement assigned the structure of the business operation and the strategic, operating and financing decisions of GPS, which required unanimous consent from both parties.

Consequently, GPS is a joint venture of the Company.

As at 31 December 2014 and 2013, under the terms and conditions of BLCP and GPS loan agreements, their common shares were pledged as collateral for their long-term loans.

As at 31 December 2014, dividends receivable from joint ventures amounting to Baht 7,241 million were recognised in the consolidated financial statements (31 December 2013 : Baht 7,127 million).



14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.3 Investment in an associate and interests in joint ventures (continued)

The details of an associate and interests in joint ventures are as follows: (continued)

Company									
		Portion of investment in common share (%)		Cost method		Dividend for the period			
		2014	2013	2014	2013	2014	2013		
Business				Baht'000	Baht'000	Baht'000	Baht'000	Baht'000	Baht'000
(Including indirect holding)									
Joint ventures incorporated in Thailand									
Gulf Electric Public Co., Ltd. (GEC) and its subsidiaries	Investment in power projects	50.00	50.00	6,672,769	6,672,769	1,364,651	1,219,915		
BLCP Power Ltd. (BLCP)	Electricity generation	50.00	50.00	10,433,597	10,433,597	1,973,133	1,983,290		
Natural Energy Development Co., Ltd. (NED)	Solar electricity generation plant	33.33	33.33	761,000	761,000	310,000	223,603		
G-Power Source Co., Ltd. (GPS)	Solar electricity generation plant	60.00	60.00	734,388	734,388	139,903	114,600		
GIDEC Co., Ltd. (GIDEC)	Electricity generation from waste power	50.00	50.00	200,000	200,000	-	-		
Joint venture incorporated in the Lao People's Democratic Republic									
Nam Theun 2 Power Company Limited (NTPC)	Electricity generation	35.00	35.00	5,569,943	5,569,943	824,150	584,795		
Total interests in joint ventures				24,371,697	24,371,697	4,611,837	4,126,203		

As at 31 December 2014 and 2013, under the terms and conditions of BLCP and GPS loan agreements, their common shares were pledged as collateral for their long-term loans.

As at 31 December 2014, dividends receivable from joint ventures amounting to Baht 7,241 million were recognised in the company financial statements (31 December 2013 : Baht 7,127 million).

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14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.4 Dividends receivable from subsidiaries and joint ventures

The principal movements of the dividends receivable are as follows:

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Opening balance	7,126,653,930	7,600,763,848	7,437,493,216	8,045,088,668
Dividends declared by subsidiaries	-	-	650,273,219	553,774,326
Dividends declared by joint ventures	5,165,387,479	4,178,489,749	4,611,836,833	4,126,202,965
Dividends received from subsidiaries and joint ventures	(5,050,752,048)	(4,652,599,667)	(5,150,650,729)	(5,287,572,743)
Closing balance	7,241,289,361	7,126,653,930	7,548,952,539	7,437,493,216

14.5 The Group's share of the assets, liabilities, revenues and expenses of an associate and joint ventures is as follows:

Interest in Star Energy Geothermal Pte. Ltd. ("SEG")

SEG is an associate between Phoenix Power B.V., which is a subsidiary of the Company and Star Energy Group Holdings Pte Ltd. SEG's business is investor in geothermal energy power plant business in the Republic of Indonesia. The Group has a 20% interest in SEG.

Interest in Gulf Electric Public Company Limited ("GEC")

GEC is a joint venture between the Company and J-Power Holdings (Thailand) Company Limited and Mitr Power (Thailand) Company Limited. GEC's business is the generation of electricity for sale to Electricity Generating Authority of Thailand (EGAT) and industrial users under long-term purchasing agreements. The Group has a 50% interest in GEC.

Interest in BLCP Power Ltd. ("BLCP")

BLCP is a joint venture between the Company and Banpu Coal Power Limited. BLCP's business is to generate electricity from the coal fire electricity generating plant for sale to EGAT under long-term purchasing agreement, in which the Group has a 50% interest.

Interest in Nam Theun 2 Power Company Limited ("NTPC")

NTPC is a joint venture between the company, the government of Lao PDR (through Lao Holding State Enterprise) and EDF International. NTPC's business is the generation of electricity for sale to EGAT and Electricite Du Laos ("EDL"), in which the Group has a 35% interest.

Interest in Natural Energy Development Co., Ltd. ("NED")

NED is a joint venture between the Company, CLP Thailand Renewables Limited and Diamond Generating Asia Limited. The joint venture is governed by a joint venture agreement and the Group has a 33.33% interest. NED's business is to generate electricity from its solar power plant for sale to EGAT and PEA.

Interest in G- Power Source Co., Ltd. ("GPS")

GPS is a joint venture between the Company and Gunkul Engineering Public Company Limited. GPS's business is the solar electricity generation plant for sale to PEA in which the Group has a 60% interest.

14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.5 The Group's share of the assets, liabilities, revenues and expenses of an associate and joint ventures is as follows: (continued)

Interest in GIDEC Company Limited ("GIDEC")

GIDEC is a joint venture between the Company and IEC Green Energy Co.,Ltd. GIDEC's business is the electricity generation from waste power for sale to PEA in which the Group has a 50% interest.

Interest in PT Manambang Muara Enim ("MME")

MME is a joint venture between New Growth B.V., which is a subsidiary of the Company, PT Alarm Karya Nusantara and PT Manunggal Power. MME's business is the operator in a coal mine located in South Sumatra, Indonesia in which the Group has a 40% interest.

Interest in Kalilayan Power Inc. ("KPI")

KPI is a joint venture between New Growth B.V., which is a subsidiary of the Company, Meralco PowerGen Corporation. KPI's business is investor in a power project in the Philippines which the Group has a 49% interest.

Interest in San Bvenarenturd Power Ltd., Co. ("SBPL")

SBPL is a join venture between Mauban Holding Company, Inc, which is a subsidiary of the Group and MPG Mauban LP Corp. SBPL's business is development in the power project in the Philippines which the Group has a 49% interest.

Interest in Masinloc-AES Pte. Ltd. ("Masin-AES")

Masin-AES is a joint venture between Gen Plus B.V., which is a subsidiary of the Company and AES PHIL Investment Pte Ltd. Its business is investor in the power business in the Philippines which the Group has 44.54% interest.

Details of the financial position of an associate and joint venture's return follow the Group's ownership are as follows:

For the year ended 31 December 2014						
	Country of incorporation	Assets Baht'000	Liabilities Baht'000	Revenue Baht'000	Net profit (loss) Baht'000	% interest held
					(Including indirect holding)	
SEG and its subsidiaries	The Republic of Indonesia	3,610,249	3,176,050	320,063	5,249	20.00
GEC and its subsidiaries	Thailand	20,311,058	6,349,416	14,707,944	1,695,325	50.00
BLCP	Thailand	19,671,787	15,111,019	8,639,608	2,117,039	50.00
NED	Thailand	2,360,565	1,487,112	529,354	304,484	33.33
GPS	Thailand	1,785,378	1,138,672	333,408	156,955	60.00
GIDEC	Thailand	531,081	403,719	518	(30,458)	50.00
NTPC	The Lao People's Democratic Republic	13,170,343	8,802,078	3,036,540	1,374,755	35.00
MME	The Republic of Indonesia	294,361	76,139	251,268	14,945	40.00
KPI	The Philippines	1,624	113	4	(91)	49.00
SBPL	The Philippines	209,245	24,859	270	(29,443)	49.00
Masin - AES and its subsidiaries	Singapore	14,741,764	8,229,645	2,772,516	375,302	44.54



14 Investments in subsidiaries and an associate and interests in joint ventures (continued)

14.5 The Group's share of the assets, liabilities, revenues and expenses of an associate and joint ventures is as follows: (continued)

Details of the financial position of an associate and joint venture's return follow the Group's ownership are as follows: (continued)

For the year ended 31 December 2013 (Restated)						
	Country of incorporation	Assets Baht'000	Liabilities Baht'000	Revenue Baht'000	Net profit (loss) Baht'000	% interest held
(Including indirect holding)						
GEC and its subsidiaries	Thailand	21,769,678	7,720,702	18,542,902	2,137,446	50.00
BLCP	Thailand	21,068,391	16,080,176	8,750,794	2,538,173	50.00
NED	Thailand	2,522,598	1,643,629	473,415	243,242	33.33
GPS	Thailand	1,846,927	1,217,274	315,906	141,622	60.00
APPC	Thailand	-	-	36,966	(24,052)	50.00
GIDEC	Thailand	436,263	278,443	129	(27,393)	50.00
Conal and its subsidiaries	The Philippines	-	-	316,946	47,892	40.00
NTPC	The Lao People's Democratic Republic	12,450,637	9,493,153	2,806,303	1,459,717	35.00
MME	The Republic of Indonesia	253,036	49,384	190,242	3,570	40.00
KPI	The Philippines	3,219	-	-	-	49.00

15 Investment property

	Consolidated		Company	
As at 31 December	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Book value as at 1 January	322,071,012	322,071,012	322,071,012	322,071,012
Transfer from property, plant and equipment (Note 16)	126,531,679	-	126,531,679	-
Book value as at 31 December	448,602,691	322,071,012	448,602,691	322,071,012
Fair value	1,027,871,617	721,631,000	1,027,871,617	721,631,000

Investment property of the Group is land held for a currently undetermined future use.

16 Property, plant and equipment, net

	Consolidated				
	Land Baht	Buildings and land improvements Baht	Power plants, substation, transmission system and water plants Baht	Office equipment, furniture, computers and motor vehicles Baht	Construction in progress Baht
At 31 December 2012					
Cost	1,618,207,112	7,049,250,604	67,568,046,566	598,180,617	335,816,572
Less Accumulated depreciation	-	(3,818,444,232)	(34,310,731,576)	(484,571,806)	-
Net book value - as previously reported	1,618,207,112	3,230,806,372	33,257,314,990	113,608,811	335,816,572
Effect from change in accounting policies (Note 3.1)	-	(612,224,937)	(5,517,689,365)	-	-
Net book value - as restated	1,618,207,112	2,618,581,435	27,739,625,625	113,608,811	335,816,572
Year ended 31 December 2013					
Opening net book value - as restated	1,618,207,112	2,618,581,435	27,739,625,625	113,608,811	335,816,572
Additions	47,656,936	12,198,588	287,371,579	17,639,197	10,319,765,312
Assets increased from acquisition of subsidiary	-	-	-	-	1,223,037,019
Capitalisation of capital spare parts	-	-	302,731,758	-	302,731,758
Transfer of capital spare parts out	-	-	(352,467,206)	-	(352,467,206)
Disposals, net	-	(126)	(5,444,657)	(6,516,274)	(11,961,057)
Write-off, net	-	-	(256,969)	(24,481)	(1,618,410)
Transfer	-	346,038,203	5,454,086,821	3,807,031	(5,803,932,055)
Depreciation charge (Note 32)	-	(106,674,727)	(1,242,672,823)	(41,544,754)	-
Exchange difference on translation	581,306	147,366,373	1,479,636,705	341,094	13,605,175
Closing net book value - as restated	1,666,445,354	3,017,509,746	33,662,610,833	87,310,624	6,086,955,063
At 31 December 2013					
Cost	1,666,445,354	4,861,574,156	46,064,767,013	593,271,224	6,086,955,063
Less Accumulated depreciation	-	(1,844,064,410)	(12,402,156,180)	(505,960,600)	-
Net book value - as restated	1,666,445,354	3,017,509,746	33,662,610,833	87,310,624	6,086,955,063



16 Property, plant and equipment, net (continued)

	Consolidated				
	Land Baht	Buildings and land improvements Baht	Power plants, substation, transmission system and water plants Baht	Office equipment, furniture, computers and motor vehicles Baht	Construction in progress Baht
At 31 December 2013					
Cost	1,666,445,354	4,861,574,156	46,064,767,013	593,271,224	6,086,955,063
Less Accumulated depreciation	-	(1,844,064,410)	(12,402,156,180)	(505,960,600)	-
Net book value - as restated	1,666,445,354	3,017,509,746	33,662,610,833	87,310,624	6,086,955,063
Year ended 31 December 2014					
Opening net book value - as restated	1,666,445,354	3,017,509,746	33,662,610,833	87,310,624	6,086,955,063
Additions	900,000	4,557,315	69,797,862	44,778,602	12,149,931,763
Capitalisation of capital spare parts	-	-	155,393,048	-	-
Transfer of capital spare parts out	-	-	(59,372,622)	-	-
Disposals, net	-	(1,337)	(63,355,436)	(1,758,774)	-
Write-off, net	-	(252,554)	(15)	(86,602)	-
Transfer	(48,392,326)	118,989,241	9,380,485,862	12,451,523	(9,463,534,300)
Transfer to investment property (Note 15)	(126,531,679)	-	-	-	-
Residual value of assets from finance lease receivable	-	-	1,028,086,166	-	-
Depreciation charge (Note 32)	-	(93,420,712)	(1,554,812,221)	(50,052,027)	-
Exchange difference on translation	154,084	4,802,660	(754,509,533)	5,318	-
Closing net book value	1,492,575,433	3,052,184,359	41,864,323,944	92,648,664	8,773,352,526
At 31 December 2014					
Cost	1,492,575,433	4,987,831,117	55,742,076,920	625,752,046	8,773,352,526
Less Accumulated depreciation	-	(1,935,646,758)	(13,877,752,976)	(533,103,382)	-
Net book value	1,492,575,433	3,052,184,359	41,864,323,944	92,648,664	8,773,352,526



16 Property, plant and equipment, net (continued)

	Company				
	Land Baht	Buildings and land improvements Baht	Power plants, substation, and transmission system Baht	Office equipment, furniture, computers and motor vehicles Baht	Construction in progress Baht
At 31 December 2012					
Cost	315,573,445	2,021,099,793	17,578,777,300	325,223,941	9,440,855
Less Accumulated depreciation	-	(1,515,624,184)	(14,394,673,321)	(278,296,611)	-
Net book value - as previously reported	315,573,445	505,475,609	3,184,103,979	46,927,330	9,440,855
Effect from change in accounting policies (Note 3.1)	-	(176,360,090)	(2,289,690,637)	-	-
Net book value - as restated	315,573,445	329,115,519	894,413,342	46,927,330	9,440,855
Year ended 31 December 2013					
Opening net book value - as restated	315,573,445	329,115,519	894,413,342	46,927,330	9,440,855
Additions	-	-	-	2,752,152	13,749,039
Capitalisation of capital spare parts	-	-	34,352,347	-	-
Transfer of capital spare parts out	-	-	(52,839,616)	-	-
Disposals, net	-	-	-	(898,427)	-
Write-off, net	-	-	-	(19,717)	-
Transfer	-	3,860,000	(3,272,748)	3,017,031	(3,604,283)
Depreciation charge (Note 32)	-	(54,748,828)	(222,906,139)	(19,726,386)	-
Closing net book value - as restated	315,573,445	278,226,691	649,747,186	32,051,983	19,585,611
At 31 December 2013					
Cost	315,573,445	878,361,465	2,615,737,888	317,468,018	19,585,611
Less Accumulated depreciation	-	(600,134,774)	(1,965,990,702)	(285,416,035)	-
Net book value - as restated	315,573,445	278,226,691	649,747,186	32,051,983	19,585,611
					1,295,184,916



16 Property, plant and equipment, net (continued)

	Company				
	Land Baht	Buildings and structures Baht	Power plants, substation, and transmission system Baht	Office equipment, furniture, computers and motor vehicles Baht	Construction in progress Baht
At 31 December 2013					
Cost	315,573,445	878,361,465	2,615,737,888	317,468,018	19,585,611
Less Accumulated depreciation	-	(600,134,774)	(1,965,990,702)	(285,416,035)	-
Net book value - as restated	315,573,445	278,226,691	649,747,186	32,051,983	19,585,611
Year ended 31 December 2014					
Opening net book value - as restated	315,573,445	278,226,691	649,747,186	32,051,983	19,585,611
Additions	-	417,514	1,920,000	18,828,064	57,078,514
Capitalisation of capital spare parts	-	-	10,368,754	-	-
Transfer of capital spare parts out	-	-	(5,343,077)	-	-
Disposals, net	-	-	-	(37,205)	-
Transfer	-	542,056	-	12,451,033	(12,993,089)
Transfer to investment property (Note 15)	(126,531,679)	-	-	-	-
Residual value of assets from finance lease receivable	-	-	1,028,086,166	-	-
Depreciation charge (Note 32)	-	(51,184,573)	(203,175,307)	(17,484,038)	-
Closing net book value	189,041,766	228,001,688	1,481,603,722	45,809,837	63,671,036
At 31 December 2014					
Cost	189,041,766	879,321,034	3,643,776,837	344,768,291	63,671,036
Less Accumulated depreciation	-	(651,319,346)	(2,162,173,115)	(298,958,454)	-
Net book value	189,041,766	228,001,688	1,481,603,722	45,809,837	63,671,036

16 Property, plant and equipment, net (continued)

Borrowing costs of Baht 458 million arising from financing specifically entered into for the construction of new power plants, were capitalised during the year and are included in addition. Such costs are presented in the financing activities on the statement of cash flows.

As at 31 December 2014, property, plant and equipment with net book value of Baht 44,977 million (2013: Baht 34,705 million) in the consolidated financial statements in the consolidated financial statements were mortgaged and pledged as collateral for long-term loans, as described in Notes 22.1.

As at 31 December 2014, the Group had significant capital commitments in respect of construction of power plants and purchases of equipment but not yet recognised in the consolidated financial statements amounting to US Dollar 95 million, Australian Dollar 1 million, Japanese Yen 19,486 million, Euro 13 million, Swedish krona 538 million and Baht 5,346 million (2013: US Dollar 107 million, Australian Dollar 90 million, Japanese Yen 21,023 million, Euro 64 million and Baht 3,669 million).

17 Intangible assets, net

	Consolidated		
	Right in long-term power and tap water purchase agreements and operation and maintenance agreements Baht	Licenses for operating power plants Baht	Total Baht
For the year ended 31 December 2013			
Opening net book value			
- as previously reported	5,214,759,125	-	5,214,759,125
Reclassification (Note 3.2)	204,021,560	-	204,021,560
Net book value - as restated	5,418,780,685	-	5,418,780,685
Acquisitions of investments in subsidiaries	179,309,253	124,747,570	304,056,823
Additions	125,755,181	190,850,771	316,605,952
Amortisation (Note 32)	(413,392,425)	-	(413,392,425)
Closing net book value	5,310,452,694	315,598,341	5,626,051,035
As at 31 December 2013			
Cost	6,221,885,925	315,598,341	6,537,484,266
Less Accumulated amortisation	(911,433,231)	-	(911,433,231)
Net book value - as restated	5,310,452,694	315,598,341	5,626,051,035



17 Intangible assets, net (continued)

	Consolidated		
	Right in long-term power and tap water purchase agreements and operation and maintenance agreements Baht	Licenses for operating power plants Baht	Total Baht
For the year ended 31 December 2014			
Opening net book value	5,310,452,694	315,598,341	5,626,051,035
Additions	17,388,031	5,785,880	23,173,911
Amortisation (Note 32)	(424,796,232)	(10,578,248)	(435,374,480)
Exchange difference on translation	(12,173,861)	(19,958,159)	(32,132,020)
Closing net book value	4,890,870,632	290,847,814	5,181,718,446
As at 31 December 2014			
Cost	6,227,100,095	301,426,062	6,528,526,157
Less Accumulated amortisation	(1,336,229,463)	(10,578,248)	(1,346,807,711)
Net book value	4,890,870,632	290,847,814	5,181,718,446

18 Goodwill

	Consolidated
	Baht
For the year ended 31 December 2014	
Opening balance	9,850,345,586
Acquisition of subsidiary	54,135,296
Closing balance	9,904,480,882

Goodwill incurred as a result of acquisitions of local and overseas electricity generation businesses. The Group's management considered the electricity generation businesses located in each country as a cash generation unit ("CGU"). Goodwill arising from the acquisition of investment in electricity generation businesses in the Philippines and Thailand amounted to Baht 9,522 million and Baht 383 million, respectively.

Goodwill arising from the acquisition of investment in electricity generation businesses in country is tested annually for impairment by comparing the carrying amount to the recoverable amount for each cash-generating unit which is determined based on value-in-use calculations. These calculations use a cash flow projection covering periods of Power Purchase Agreements of each country entered into by the Group and the tariffs and capacity stated in the agreements. Discount rates used are based on pre-tax WACC of each country. Majority of goodwill amounting to Baht 9,522 million related to the



18 Goodwill (continued)

acquisition of the electricity generation businesses in Philippines (Quezon Power (Philippines), Limited Co.). The recoverable amount calculated based on value-in-use calculations which exceeded carrying value by Baht 2,621 million. These calculations use a cash flow projection covering a Power Purchase Agreement period (as described in Note 41.2.1 (d)) for 12 years. Cash flows beyond the 12 years period are extrapolated using the market price of sales of electricity. The cash flow projection is based on the power plant's capacity and the tariff according to the condition of the Power Purchase Agreement. The pre-tax discount rate used in the calculation is 7.74% per annum. A rise in discount rate of 1% will be resulted the recoverable amount to be equal to the carrying amount.

19 Other non-current assets

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Deposits	16,342,153	15,344,581	11,551,549	11,551,549
Project development cost	79,005,534	41,974,214	-	-
Deferred finance cost for undrawn down long-term loans from financial institutions	287,798,312	368,668,504	8,241,275	-
Others	296,343,963	266,092,030	-	-
Other non-current assets	679,489,962	692,079,329	19,792,824	11,551,549

20 Short-term loans from financial institutions

The short-term loans from financial institutions are as follows:

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Thai Baht	1,770,000,000	1,800,000,000	1,600,000,000	1,800,000,000
US Dollars	8,278,300,000	-	8,278,300,000	-
Total short-term loans from financial institutions	10,048,300,000	1,800,000,000	9,878,300,000	1,800,000,000

Short-term loans from financial institutions of the Company

As at 31 December 2014, the Company entered into short-term loan agreements with financial institutions. These loans are unsecured. The details of loans are described below:

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20 Short-term loans from financial institutions (continued)

Short-term loans from financial institutions of the Company (continued)

Thai Baht loan

Number	Facility (Million Baht)	Undrawn amount (Million Baht)	Interest rate	Principal repayment term	Interest payment period
1	4,000	2,400	BIBOR plus a certain margin per annum	Repayment within six months from draw down date	Payment every month
Total	4,000	2,400			

US Dollar loans

Number	Facility (Million US Dollars)	Undrawn amount (Million US Dollars)	Interest rate	Principal repayment term	Interest payment period
1	150	-	LIBOR plus a certain margin per annum	Repayment within six months from draw down date	Payment every month
2	50	-	LIBOR plus a certain margin per annum	Repayment within nine months from 30 June 2014	Payment every month
3	50	-	LIBOR plus a certain margin per annum	Repayment within one year from draw down date	Payment every month
Total	250	-			

Short-term loan from financial institution of subsidiary

As at 31 December 2014, a subsidiary entered into a short-term loan agreement with financial institution. The loan is unsecured. The detail of loan is described below:

Thai Baht loan

Number	Facility (Million Baht)	Undrawn amount (Million Baht)	Interest rate	Principal repayment term	Interest payment period
1	200	30	BIBOR plus a certain margin per annum	Repayment on maturity date of each promissory note	Payment every month
Total	200	30			



21 Other current liabilities

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Interest payable	477,579,464	300,129,321	88,847,269	12,598,727
Value added tax payable	65,535,947	406,125,984	25,642,294	36,266,768
Corporate income tax payable	210,256,823	285,441,036	-	-
Construction payables	28,454,984	514,290,891	-	-
Others	1,464,267,529	1,017,137,743	333,283,473	356,579,311
Other current liabilities	2,246,094,747	2,523,124,975	447,773,036	405,444,806

22 Long-term loans from financial institutions, net

22.1 The long-term loans from financial institutions are as follows:

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Current portion of long-term loans from financial institution, net				
Thai Baht	599,648,402	760,823,054	-	-
US Dollars	4,946,079,369	4,517,123,326	3,358,732,076	3,342,117,544
Japanese Yen	28,987,201	33,113,179	-	-
Australian Dollars	201,972,768	-	-	-
Less Deferred financing fee	(143,577,977)	(119,654,121)	(20,988,744)	(10,160,535)
	5,633,109,763	5,191,405,438	3,337,743,332	3,331,957,009
Long-term loans from financial institution, net				
Thai Baht	18,157,544,826	14,534,079,654	8,000,000,000	8,000,000,000
US Dollars	36,018,915,759	25,404,287,403	20,968,557,635	10,038,708,690
Japanese Yen	14,493,601	49,669,769	-	-
Australian Dollars	6,088,590,988	2,883,194,712	-	-
Less Deferred financing fee, net	(593,373,391)	(633,671,946)	(63,412,114)	(15,529,841)
	59,686,171,783	42,237,559,592	28,905,145,521	18,023,178,849
Total long-term loans from financial institution, net	65,319,281,546	47,428,965,030	32,242,888,853	21,355,135,858

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22 Long-term loans from financial institutions, net (continued)

22.1 The long-term loans from financial institutions are as follows: (continued)

Long-term loans from financial institutions of the Company

The Company entered into long-term loan facility agreements with banks amounting to Baht 8,000 million and US Dollar 735 million as follows :

Thai Baht loans

Number	Outstanding balance as at 31 December 2014 (Baht)	Interest rate	Principal repayment term	Interest payment period
1	4,000,000,000	A certain margin per annum	Repayment in June 2016	Payment every month
2	4,000,000,000	THBFIX six-month plus a certain margin per annum	Repayment in December 2020	Payment every six months
Total	8,000,000,000			

US Dollar loans

Number	Outstanding balance as at 31 December 2014 (US Dollar)	Interest rate	Principal repayment term	Interest payment period
1	54,545,455	LIBOR plus a certain margin per annum	Repayment every six month from November 2012	Payment every six month
2	250,125,000	BBA LIBOR six month plus a certain margin per annum	Repayment every six month from December 2013	Payment every six month
3	430,000,000	BBA LIBOR plus a certain margin per annum	Repayment in December 2018	Payment every six month
Total	734,670,455			



22 Long-term loans from financial institutions, net (continued)

Long-term loans from financial institutions of the subsidiaries

The subsidiaries entered into long-term loan facility agreements with banks amounting to Baht 10,757 million, US Dollar 505 million, Japanese Yen 157 million and Australian Dollar 236 million as follows :

Thai Baht loans

Number	Outstanding balance as at 31 December 2014 (Baht)	Interest rate	Principal repayment term	Interest payment period
1	11,330,360	THBFIX six-month plus a certain margin per annum	Repayment every month from January 2014	Payment every three month
2	4,562,634,000	THBFIX six-month plus a certain margin per annum	Repayment every six month from February 2017	Payment every three month
3	709,176,423	THBFIX three-month plus a certain margin per annum	Repayment every three month from September 2012	Payment every three month
4	721,909,222	THBFIX three-month plus a certain margin per annum	Repayment every three month from June 2012	Payment every three month
5	533,765,960	THBFIX three-month plus a certain margin per annum	Repayment every three month from June 2012	Payment every three month
6	663,030,000	MLR less a certain margin per annum	Repayment every three month from December 2012	Payment every three month
7	1,564,200,000	THBFIX plus a certain margin per annum	Repayment every six month from June 2014	Payment every six month
8	1,735,272,000	THBFIX three-month plus a certain margin per annum	Repayment every three month from June 2014	Payment every three month
9	134,922,410	A certain margin per annum	Repayment every six month from June 2014	Payment every six months
10	120,952,853	THBFIX six-month plus a certain margin per annum	Repayment every six month from March 2014	Payment every six months
Total	10,757,193,228			



22 Long-term loans from financial institutions, net (continued)

Long-term loans from financial institutions of the subsidiaries (continued)

US Dollar loans

Number	Outstanding balance as at 31 December 2014 (US Dollar)	Interest rate	Principal repayment term	Interest payment period
1	136,850,000	LIBOR six month plus a certain margin per annum	Repayment every six month from February 2017	Payment every six month
2	33,180,000	Fixed rate per annum	Repayment every six month from June 2014	Payment every six month
3	3,716,422	Fixed rate per annum	Repayment every six month from June 2014	Payment every six month
4	331,000,000	Fixed rate per annum	Repayment every six month from July 2012	Payment every six month
Total	504,746,422			

Japanese Yen loan

Number	Outstanding balance as at 31 December 2014 (Japanese Yen)	Interest rate	Principal repayment term	Interest payment period
1	157,248,000	A certain margin per annum	Repayment every six month from March 2004	Payment every six month
Total	157,248,000			

Australian Dollars loan

Number	Outstanding balance as at 31 December 2014 (Australian Dollars)	Interest rate	Principal repayment term	Interest payment period
1	235,706,096	Float rate plus margin per annum	Repayment every three month	Payment every month during construction period and every three month after construction period
Total	235,706,096			




22 Long-term loans from financial institutions, net (continued)

Long-term loans from financial institutions of the subsidiaries (continued)

Long-term loans of the subsidiaries are secured liabilities. The long-term loans are secured over land, buildings, power plants and equipment of the subsidiaries. The subsidiaries are required to maintain cash reserves which are provided from the proceeds of sales of electricity for the purpose of repayment of principal and payment of interest due within one year and as a reserve for minimising the exchange risk (refer to Note 9). In addition, the Power Purchase Agreements, the Asset Purchase Agreements, the Major Maintenance Agreements and insurance policies have been assigned as collateral in accordance with the conditions under the Loan Agreement.

22.2 Interest rate risk management

The detail of interest rate swap contracts the Group are shown in Note 38.1.

The interest rate exposure on the long-term loans from financial institutions of the Group after taking account of interest rate swap contracts is as follows:

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Long-term loans from financial institutions, net				
- at fixed rates	14,671,761,110	15,579,585,953	4,000,000,000	4,000,000,000
- at floating rates	50,647,520,436	31,849,379,077	28,242,888,853	17,355,135,858
Total long-term loans from financial institutions, net	65,319,281,546	47,428,965,030	32,242,888,853	21,355,135,858

After taking account of interest rate swaps, the weighted average effective interest rates of the long-term loans from financial institutions of the Group were 3.47% per annum for US Dollars loans, 2.97% per annum for Japanese Yen loans and 6.61% per annum for Australian Dollars loans 5.23 % per annum for Thai Baht loans. (2013: 4.98% per annum for US Dollars loans, 2.78% per annum for Japanese Yen loans and 4.50% per annum for Thai Baht loans).

After taking account of interest rate swaps, the weighted average effective interest rate of the long-term loans from financial institutions of the Company were 2.01% per annum for US Dollars loans and 3.97% per annum for Thai Baht loans. (2013: 3.59% per annum for US Dollars loans and 4.10% per annum for Thai Baht loans).

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22 Long-term loans from financial institutions, net (continued)

22.3 The movement of the long-term loans from financial institutions

The movement of the long-term loans from financial institutions can be analysed as follows:

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Opening net book value	47,428,965,030	25,215,815,414	21,355,135,858	10,797,954,549
Loan increased from acquisitions of subsidiaries	-	387,308,525	-	-
Additions of long-term loans	27,825,087,295	22,522,815,415	18,181,699,000	11,251,262,500
Repayments of long-term loans	(9,500,623,472)	(2,889,978,315)	(7,342,117,544)	(1,935,800,818)
Unrealised exchange losses	136,022,273	1,370,359,736	106,882,022	1,267,410,004
Additions of deferred financing fee	(170,514,789)	(50,336,746)	(69,970,453)	(35,239,300)
Amortisation of deferred financing fee	177,467,706	98,412,360	11,259,970	9,548,923
Exchange difference on translation	(577,122,497)	774,568,641	-	-
Closing net book value	65,319,281,546	47,428,965,030	32,242,888,853	21,355,135,858

22.4 Maturity of long-term loans is as follows:

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Within 1 year	5,633,109,764	5,191,405,438	3,337,743,332	3,331,957,009
Later than 1 year and not later than 5 years	43,348,356,348	32,455,363,226	24,905,145,521	18,023,178,849
Later than 5 years	16,337,815,434	9,782,196,366	4,000,000,000	-
Total long-term loans, net	65,319,281,546	47,428,965,030	32,242,888,853	21,355,135,858

22.5 Credit facilities

As at 31 December 2014, the Group had the available credit facilities from financial institutions amounted to Baht 7,952 million, US Dollar 234 million and Australia Dollar 29 million of which US Dollar 50 million for the Company (2013: Baht 15,207 million, US Dollar 295 million and Australia Dollar 166 million of which Baht 2,200 million for the Company).



23 Deferred income taxes

The analysis of deferred tax assets and deferred tax liability is as follows

	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
Deferred tax assets:				
Deferred tax assets to be recovered within 12 months	37,111	29,005,782	-	-
Deferred tax assets to be recovered after more than 12 months	170,156,566	31,194,816	-	-
	170,193,677	60,200,598	-	-
Deferred tax liabilities:				
Deferred tax liabilities to be settled within 12 months	(177,543,078)	(185,391,862)	-	-
Deferred tax liability to be settled after more than 12 months	(4,776,348,659)	(5,108,428,952)	(610,469,742)	(693,785,534)
	(4,953,891,737)	(5,293,820,814)	(610,469,742)	(693,785,534)
Deferred income taxes, net	(4,783,698,060)	(5,233,620,216)	(610,469,742)	(693,785,534)

The movement of the deferred income tax account is as follows:

	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
At 1 January - as previously reported	(5,159,819,123)	(4,937,224,625)	(672,592,777)	(630,025,266)
Effect from change in accounting policies (Note 3.1)	(73,801,093)	14,795,914	(21,192,757)	(21,309,984)
At 1 January - as restated	(5,233,620,216)	(4,922,428,711)	(693,785,534)	(651,335,250)
Acquisition of subsidiaries	-	(91,217,047)	-	-
Charged/(credited) to profit or loss	280,376,787	(58,964,320)	(3,888,301)	(86,052,332)
Tax charged/(credited) directly to other comprehensive income	87,204,093	43,602,048	87,204,093	43,602,048
Exchange difference on translation	82,341,276	(204,612,186)	-	-
At 31 December	(4,783,698,060)	(5,233,620,216)	(610,469,742)	(693,785,534)

Prinya Kiataram

The movement in deferred tax assets and liabilities during the year is as follows:

Consolidated						
	Provision	Tax loss	Allowance for	Finance costs	Currency	Total
	Baht	carry forward	obsolescence	Baht	exchange	Baht
		Baht	Baht	Baht	gains (losses)	Baht
Deferred tax assets						
At 1 January 2014 - as previously reported	268,981,887	35,139,645	256,253,316	257,506,905	101,209,145	948,769,165
Effect from change in accounting policies (Note 3.1)	353,153,874	-	-	-	-	353,153,874
At 1 January 2014 - as restated	622,135,761	35,139,645	256,253,316	257,506,905	101,209,145	1,335,246,512
Charged/(credited) to profit or loss	(197,507,233)	118,234,211	40,308,537	(42,717,006)	16,613,811	(101,664,994)
Exchange difference on translation	(286,112)	(12,630,199)	(370,422)	527,448	703,744	(2,543,868)
At 31 December 2014	424,342,416	140,743,657	296,191,431	215,317,347	118,526,700	1,231,037,650
At 1 January 2013 - as previously reported	99,702,864	20,040,336	229,198,819	301,495,097	-	653,543,112
Effect from change in accounting policies (Note 3.1)	535,770,688	-	-	-	-	535,770,688
At 1 January 2013 - as restated	635,473,552	20,040,336	229,198,819	301,495,097	-	1,226,562,975
Charged/(credited) to profit or loss	(15,077,174)	15,432,775	27,054,497	(60,330,009)	93,141,584	82,865,873
Exchange difference on translation	1,739,383	(333,466)	-	16,341,817	8,067,561	25,817,664
At 31 December 2013 - as restated	622,135,761	35,139,645	256,253,316	257,506,905	101,209,145	1,335,246,512

Deja Klum

23 Deferred income taxes (continued)

The movement in deferred tax assets and liabilities during the year is as follows: (continued)

	Consolidated (continued)				
	Depreciation and amortisation		Unrealised gains on investments in marketable securities - available-for-sale		Total
	Baht	Baht	Baht	Baht	
Deferred tax liabilities					
At 1 January 2014 - as previously reported	912,820,399	587,101,045	3,582,068,464	1,026,598,380	6,108,588,288
Effect from change in accounting policies (Note 3.1)	460,278,440	-	-	-	460,278,440
At 1 January 2014 - as restated	1,373,098,839	587,101,045	3,582,068,464	1,026,598,380	6,568,866,728
Charged/(credited) to profit or loss	(321,380,680)	(693,727)	(187,482,104)	127,514,730	(382,041,781)
Exchange difference on translation	(6,826,019)	15,900	(71,131,973)	(6,943,052)	(84,885,144)
Tax charged/(credited) directly to other comprehensive income	-	(87,204,093)	-	-	(87,204,093)
At 31 December 2014	1,044,892,140	499,219,125	3,323,454,387	1,147,170,058	6,014,735,710
At 1 January 2013 - as previously reported	337,409,621	804,487,988	3,815,438,496	633,431,632	5,590,767,737
Effect from change in accounting policies (Note 3.1)	558,223,949	-	-	-	558,223,949
At 1 January 2013 - as restated	895,633,570	804,487,988	3,815,438,496	633,431,632	6,148,991,686
Acquisition of subsidiaries	91,217,047	-	-	-	91,217,047
Charged/(credited) to profit or loss	387,489,240	(171,374,182)	(394,403,277)	320,118,412	141,830,193
Exchange difference on translation	(1,241,018)	(2,410,713)	161,033,245	73,048,336	230,429,850
Tax charged/(credited) directly to other comprehensive income	-	(43,602,048)	-	-	(43,602,048)
At 31 December 2013 - as restated	1,373,098,839	587,101,045	3,582,068,464	1,026,598,380	6,568,866,728

Piya Klum

23 Deferred income taxes (continued)

The movement in deferred tax assets and liabilities during the year is as follows: (continued)

	Company		
	Provision Baht	Allowance for obsolescence Baht	Total Baht
Deferred tax assets			
At 1 January 2014	93,689,784	148,712,219	242,402,003
Charged/(credited) to profit or loss	(40,928,140)	20,215,785	(20,712,355)
At 31 December 2014	52,761,644	168,928,004	221,689,648
At 1 January 2013	57,801,829	128,110,419	185,912,248
Charged/(credited) to profit or loss	35,887,955	20,601,800	56,489,755
At 31 December 2013	93,689,784	148,712,219	242,402,003

	Company		
	Depreciation and amortisation Baht	Unrealised gains on investments in marketable securities - available-for-sale Baht	Total Baht
Deferred tax liabilities			
At 1 January 2014 - as previously reported	328,571,562	586,423,218	914,994,780
Effect from change in accounting policies (Note 3.1)	21,192,757	-	21,192,757
At 1 January 2014 - as restated	349,764,319	586,423,218	936,187,537
Charged/(credited) to profit or loss	(16,824,054)	-	(16,824,054)
Tax charged/(credited) directly to other comprehensive income	-	(87,204,093)	(87,204,093)
At 31 December 2014	332,940,265	499,219,125	832,159,390
At 1 January 2013 - as previously reported	185,912,248	630,025,266	815,937,514
Effect from change in accounting policies (Note 3.1)	21,309,984	-	21,309,984
At 1 January 2013 - as restated	207,222,232	630,025,266	837,247,498
Charged/(credited) to profit or loss	142,542,087	-	142,542,087
Tax charged/(credited) directly to other comprehensive income	-	(43,602,048)	(43,602,048)
At 31 December 2013 - as restated	349,764,319	586,423,218	936,187,537



24 Retirement benefit obligations

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Opening balance	261,405,778	198,954,170	103,927,455	90,063,890
Retirement benefit expenses	59,951,698	79,280,001	13,401,244	14,188,577
Interest cost	4,461,938	4,749,094	1,332,412	1,914,988
Retirement benefit paid	(32,091,104)	(21,601,787)	(6,648,000)	(2,240,000)
Exchange difference on translation	(124,653)	24,300	-	-
Closing balance	293,603,657	261,405,778	112,013,111	103,927,455

The following table is a summary of the assumptions relating to the actuarial technique as at the date of financial statements:

	2014	2013
Discount rate as at 31 December	3.70	3.70
Salary increase rate	5.00 - 10.00	5.00 - 10.00
Turnover rate	0.00 - 6.00	0.00 - 6.00
Pre-retirement mortality rate	0.08 - 1.66	0.08 - 1.66

25 Provision for decommissioning costs

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Opening net book balance	1,348,601,983	1,088,849,809	419,554,703	402,643,668
Additional provision	-	206,519,491	-	-
Additional provision - finance costs	66,320,891	45,027,784	17,621,297	16,911,035
Exchange difference on translation	1,319,896	8,204,899	-	-
Closing net book balance	1,416,242,770	1,348,601,983	437,176,000	419,554,703

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26 Other non-current liabilities

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Advances from customers	436,596,059	326,235,329	-	-
Long-term finance lease obligation	1,588,127	3,908,412	-	1,183,962
Deposits	2,296,876	2,000,577	496,876	200,577
Retention for construction	841,155,066	337,870,544	-	-
Other non-current liabilities*	102,970,872	268,237,342	23,922,430	23,922,430
Total other non-current liabilities	1,384,607,000	938,252,204	24,419,306	25,306,969

* Other liabilities have been included fair value of preferred shares of the Company's subsidiary which were issued to the third party amounting to Baht 5 million. The preferred shares are financial liabilities according to Thai Accounting Standard 107 "Financial Instrument: Presentation and Disclosures" because they are cumulative preferred shares and the preferred shareholder is entitled to cumulative preferential dividends at amount specified in the shareholder agreement of the subsidiary which is in preference to the holder of the ordinary shares. According to the shareholder agreement, the Company, as the common shareholder, has responsibilities to get the subsidiary to pay dividends to the preferred shareholder with the amount as specified in the shareholders agreement over the 25 years.

27 Legal reserve

	Consolidated		Company	
	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Opening balance	530,000,000	530,000,000	530,000,000	530,000,000
Appropriation during the year	-	-	-	-
Closing balance	530,000,000	530,000,000	530,000,000	530,000,000

Under the Public Companies Act B.E. 2535, the Company is required to set aside as a legal reserve at least 5% of its net profit after accumulated deficit brought forward (if any) until the reserve is not less than 10% of the registered capital. The legal reserve is non-distributable.



28 Non-controlling interests

	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	2013 Baht
Opening balance				
- As previously reported	874,381,251	840,888,937	-	-
- Effect from change in accounting policies (Note 3.1)	35,589,252	45,010,569	-	-
- As restated	909,970,503	885,899,506	-	-
Additional paid-up shares of subsidiaries	39,129,412	4,181,100	-	-
Share of profit from subsidiaries	139,868,745	163,973,152	-	-
Dividend payment of subsidiaries	(132,769,394)	(141,297,372)	-	-
Exchange difference on translation	(1,519,600)	(2,785,883)	-	-
Closing balance	954,679,666	909,970,503	-	-

29 Sales and service income

	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
For the years ended 31 December				
Sales of electricity	3,260,061,036	2,810,494,625	-	-
Finance lease income under power purchase agreements	650,581,364	905,451,930	-	-
Operating lease income under power purchase agreements	3,556,331,421	3,363,750,069	-	-
Lease service income under power purchase agreements	8,902,764,880	9,375,558,494	-	-
Income from service concession arrangement under a water purchase agreement	9,483,671	9,895,305	-	-
Service income under a water purchase agreement	294,184,326	267,495,599	-	-
Other service income	527,392,338	725,524,200	-	-
Total sales and service income	17,200,799,036	17,458,170,222	-	-



30 Cost of the sales and services

	Consolidated		Company	
For the years ended 31 December	2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
Cost of sales of electricity	2,901,764,388	2,550,098,451	-	-
Cost of operating lease under power purchase agreements	1,035,853,139	550,119,471	-	-
Cost of services under power purchase agreements	5,717,307,739	6,477,274,074	-	-
Cost of services under a water purchase agreement	83,338,661	86,261,878	-	-
Cost of other services	571,722,621	732,302,304	-	-
Total cost of the sales and services	10,309,986,548	10,396,056,178	-	-

31 Other income

	Consolidated		Company	
For the years ended 31 December	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Dividend income from subsidiaries and joint ventures (Note 14.4)	-	-	5,262,110,052	4,679,977,292
Dividend income from other company	133,920,572	137,035,004	133,920,572	137,035,004
Interest income (Note 39.8 and 39.9)	70,354,641	66,935,548	205,723,902	207,088,448
Rental and service income (Note 39.11)	34,470,478	66,679,065	189,642,965	260,381,298
Adder*	1,484,859,036	498,627,440	-	-
Others	129,833,952	213,825,098	33,010,495	-
Total other income	1,853,438,679	983,102,155	5,824,407,986	5,284,482,042

* The adder represented income received from Provincial Electricity Authority ("PEA").

32 Expense by nature

The following expenditure items have been charged in arriving at net profit:

	Consolidated		Company	
For the years ended 31 December	2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
Depreciation on plant and equipment (Note 16)	1,698,284,960	1,390,892,304	271,843,918	297,381,353
Amortisation of right in long-term power and tap water purchase agreements (Note 17)	435,374,480	413,392,425	-	-
Major repair and maintenance expenses of power plants	345,246,572	491,401,377	38,134,153	96,764,336
Staff costs	1,405,261,220	1,367,284,128	614,489,674	584,285,952

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33 Finance costs

	Consolidated		Company	
For the years ended 31 December	2014 Baht	2013 Baht	2014 Baht	2013 Baht
Interest expenses	1,870,325,875	1,493,667,545	696,320,491	627,549,058
Net losses on exchange rate from financing activities	701,139,914	1,179,166,797	712,720,543	961,480,004
Other finance costs	222,562,629	151,588,444	67,513,065	11,911,431
Total finance costs	2,794,028,418	2,824,422,786	1,476,554,099	1,600,940,493

34 Income taxes

	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
Current tax	1,072,865,356	1,247,484,103	-	-
Deferred tax	(280,376,787)	58,964,320	-	-
Total income taxes	792,488,569	1,306,448,423	-	-

The tax on the Group's profit before tax differs from the theoretical amount that would arise using the basic tax rate of the home country of the parent company as follows:

	Consolidated		Company	
	2014 Baht	Restated 2013 Baht	2014 Baht	Restated 2013 Baht
Profit before tax from continuing operations	8,599,334,297	8,634,553,583	3,664,193,906	2,814,047,413
Tax calculated at a tax rate of	20%	20%	20%	20%
The result of the accounting profit multiplied by the income tax rate	1,719,866,859	1,726,910,717	732,838,781	562,809,483
Tax effect of :				
Income not subject to tax	(258,313,986)	(87,143,868)	(1,081,554,283)	(966,211,684)
Expenses not deductible for tax purpose	50,974,374	331,220,825	47,151,549	82,606,382
Revenues that are granted income tax exemption or expenses that are deductible at a greater amount	(445,019,160)	-	-	-
Net losses deductible	(11,001,405)	-	-	-
Tax losses for the year for which no deferred income tax assets was recognised	508,739,755	269,196,258	301,563,953	320,795,819
Share of profit from investments - equity method	(1,092,126,847)	(1,231,249,281)	-	-
Difference on tax rate in which countries the Group operated	319,368,979	297,513,772	-	-
Income taxes	792,488,569	1,306,448,423	-	-

The weighted average applicable tax rate for the Group and the Company were 9.21% and 0.00%, respectively (2013 : 15.13% and 2.58%, respectively).

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34 Income taxes (continued)

The tax charged/(credited) relating to component of other comprehensive income is as follows:

	Consolidated	
	2014 Baht	2013 Baht
Unrealised gains on investments in marketable securities - available-for-sale		
As at 1 January	586,423,218	630,025,266
Charged/(credited) to other comprehensive income	(87,204,093)	(43,602,048)
At 31 December	499,219,125	586,423,218

	Company	
	2014 Baht	2013 Baht
Unrealised gains on investments in marketable securities - available-for-sale		
At 1 January	586,423,218	630,025,266
Charged/(credited) to other comprehensive income	(87,204,093)	(43,602,048)
At 31 December	499,219,125	586,423,218

35 Earnings per share

Basic earnings per share is calculated by dividing the net profit for the year attributable to shareholders by the weighted average number of ordinary shares issued and paid-up during the year, net of treasury stock.

	Consolidated		Company	
	2014	Restated 2013	2014	Restated 2013
Net profit attributable to owners of the parent (Baht)	7,666,976,983	7,164,131,957	4,029,943,385	3,256,229,658
Weighted average number of ordinary share in issue (Shares)	526,465,000	526,465,000	526,465,000	526,465,000
Basic earnings per share (Baht)	14.56	13.61	7.65	6.19

There are no dilutive potential ordinary shares in issue during the periods presented, so no diluted earnings per share are presented.




36 Dividends

At the Annual General Shareholders' Meeting dated 23 April 2014, the shareholders approved the payment of dividends in respect of the operating results for the six-month period ended 31 December 2013 for 526,465,000 shares at Baht 3.25 per share, totalling Baht 1,711 million. These dividends were paid to shareholders on 2 May 2014.

The shareholders acknowledged the payments of interim dividends in respect of operating results for the first six-month period of 2013 for 526,465,000 shares at Baht 2.75 per share, totalling Baht 1,448 million. These dividends were paid to shareholders on 20 September 2013.

At the Board of Directors' meeting on 23 August 2014, the directors approved the payment of interim dividends in respect of the operating results for the six-month period ended 30 June 2014 for 526,465,000 shares at Baht 3.00 per share, totalling Baht 1,579 million. These dividends were paid to shareholders on 19 September 2014.

37 Promotional privileges

The Group has been granted promotional privileges by the Office of the Board of Investment under promotion certificates in respect of electricity and tap water generation. These eight subsidiaries have been granted exemption from certain taxes and duties as detailed in the certificates including exemption from corporate income tax for a period of eight years from the date of first revenue. As promoted entities, these subsidiaries are required to comply with the terms and conditions specified in the promotion certificates.

38 Financial instruments

The principal financial risks faced by the Group are interest rate and exchange rate risks. The Group borrows to finance its operations, which involve payments in foreign currencies, at both fixed and floating rates of interest.

The objectives of using derivative financial instruments are to reduce the uncertainty over future cash flows arising from movements in interest rates and to manage the liquidity of cash resources. Interest rate exposure is managed through interest rate swap contracts. In respect of currency exchange risk of the domestic operation, the formula for the calculation of the Availability Payments and Energy Payments charged to EGAT allows for the minimisation of the impact of currency exchange. For the exchange rate risks of the overseas operations, the Group receives cash inflow from trade receivables as same currency as the major liabilities of the Group.

Trading for speculative purposes is not allowed. All derivative transactions are subject to prior approval by the respective board of each company in the Group.

38 Financial instruments (continued)

38.1 Financial assets and liabilities

As at 31 December 2014 and 2013, the Group had outstanding foreign currency assets and liabilities after taking account of foreign currency forward contracts as details below.

	Consolidated			
	2014		2013	
	Currency Million	Million Baht	Currency Million	Million Baht
Assets				
US Dollar	170.45	5,605	172.37	5,643
Australian Dollar	13.94	372	6.11	178
Philippine Peso	4.84	4	-	-
		<u>5,981</u>		<u>5,821</u>
Liabilities				
US Dollar	1,286.90	42,526	910.44	29,921
Japanese Yen	157.25	43	262.08	83
Australian Dollar	241.22	6,438	99.23	2,883
		<u>49,007</u>		<u>32,887</u>

	Company			
	2014		2013	
	Currency Million	Million Baht	Currency Million	Million Baht
Liabilities				
US Dollar	734.67	<u>24,327</u>	406.10	<u>13,381</u>

Foreign currency assets represent cash and cash equivalents, trade receivables and deposits with financial institutions. Foreign currency liabilities represent trade payables, other payables, interest payables and loans.

As at 31 December 2014, the Group did not enter into any foreign currency forward contracts to cover their exchange risk relating to long-term loan repayments of US Dollar 1,106 million, Japanese Yen 157 million and Australian Dollar 236 million which were the net amount after deducting deposits and investments in foreign currency (2013: US Dollar 738.07 million, Japanese Yen 262.08 million and Australian Dollar 93.12 million). However, exchange risk relating to US Dollar, the Group receives compensation from EGAT for exchange rate effects related to its US Dollar and Japanese Yen debt services and the majorities of overseas subsidiaries have cash inflow from trade receivables in US Dollar. In addition in Australian subsidiary has cash inflow from trade receivables in Australian Dollar when the subsidiary commences its commercial operation.



38 Financial instruments (continued)

38.1 Financial assets and liabilities (continued)

Objectives and significant terms and conditions

In order to manage risks arising from fluctuations in interest rates and currency exchange rates, the Group uses the following derivative financial instruments.

Interest rate swap contracts

Interest rate swap contracts are entered into to manage exposure to fluctuations in interest rates on specific transactions. The Company entered into interest rate swap contracts by converting floating rates to fixed rates for the total amount of long-term loans of Baht 4,000 million and of US Dollar 30 million (which equivalent to Baht 993 million). The seven subsidiaries of the Company entered into interest rate swap contracts by converting floating rates to fixed rate for the total amount of long-term loans of US Dollar 151 million (which equivalent to Baht 5,006 million) and of Baht 8,226 million and for the total amount of long-term loans of Australian Dollar 234 million (which equivalent to Baht 6,236 million).

Forward contracts

Forward contracts are entered into to manage exposure to fluctuations in currency exchange rates. The three subsidiaries of the Company entered into forward contracts for long term loans of Baht 130 million and for Construction Agreement of Baht 2,896 million, US Dollar 126 million (which equivalent to Baht 4,177 million) and Australian Dollar 6 million (which equivalent to Baht 160 million) respectively.

The fixed interest rates under the swaps for long-term loans at 31 December were:

Currency	Contract amount (million)		Fixed Exchange Rates	
	2014	2013	2014	2013
US Dollar	181	49	1.60 - 1.60	1.60 - 7.42
Thai Baht	12,226	8,998	1.60 - 6.10	1.60 - 6.10
Australian Dollar	234	101	4.40 - 4.40	4.40 - 4.40

The remaining notional principal amounts of the outstanding interest rate swap contracts at 31 December were:

	Consolidated		Company	
	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
Within 1 year	1,876	1,998	993	1,483
Later than 1 year	22,586	9,557	4,000	4,000
	24,462	11,555	4,993	5,483

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38 Financial instruments (continued)

38.2 Credit risk

The Group has no significant concentrations of credit risk relating to its cash and investments. The Group places its cash and investments with high quality financial institutions. The Group's policy is designed to limit exposure with any one institution and to invest its excess cash in low risk investment accounts. The Group has not experienced any losses on such accounts. For trade receivables, the Group's sales are made to state-owned enterprises and industrial users under the terms and conditions of the long-term Power Purchase Agreements and the long-term Electricity and Steam Sales and Purchase Agreements.

38.3 Fair value

The carrying amounts of the following financial assets and financial liabilities approximate their fair values: cash and cash equivalents, short-term investments, trade receivables and payables, lease receivables, amounts due from and due to related parties, other receivables and payables, and short-term loans due to the short maturities of these instruments.

Long-term loans to related parties and long-term loans from financial institutions

The fair values of long-term loans to related parties and long-term loans from financial institutions with fixed interest rates have been calculated from the net present value of future cash flows discounted by market interest rates using rates at the date of financial statements. The fair values of long-term loans receivable and payable with floating interest rates approximate their carrying amounts.

The contract amounts and fair values of certain long-term loans to related parties and long-term loans from financial institutions with fixed interest rates at the date of financial statements are as follows:

	2014			
	Consolidated		Company	
	Contract amount Million Baht	Fair value Million Baht	Contract amount Million Baht	Fair value Million Baht
Long-term loans to related parties	-	-	1,749	1,806
Long-term loans from financial institutions	14,672	15,852	4,000	4,296

	2013			
	Consolidated		Company	
	Contract amount Million Baht	Fair value Million Baht	Contract amount Million Baht	Fair value Million Baht
Long-term loans to related parties	-	-	1,720	1,768
Long-term loans from financial institutions	15,580	16,514	4,000	4,067

38 Financial instruments (continued)

38.3 Fair value (continued)

The fair values of the derivative financial instruments at the date of financial statements are as follows:

	Consolidated		Company	
	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
Unfavourable interest rate swaps	(2,114)	(258)	(11)	(74)
Favourable interest rate swap	62	-	33	-
Unfavourable forward contract	(1,037)	(177)	-	-
Favourable forward contract	3	4	-	-

The fair values of interest rate swap contracts, currency and interest rate swap contracts have been calculated using rates quoted by the Group's bankers to terminate the contracts at the date of financial statements.

39 Related party transactions

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with the company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the Company, key management personnel, including directors and officers of the Company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

The major shareholders of the Company are the Electricity Generating Authority of Thailand ("EGAT") and TEPDIA Generating B.V. which is associates between Tokyo Electric Power Company ("TEPCO") and Diamond Generating Asia, Limited. holding 25.41% and 22.42% of the Company's shares, respectively. The remaining shares in the Company are widely held.

The information on the Company's subsidiaries and joint ventures is provided in Note 14.

39 Related party transactions (continued)

The following material transactions were carried out with related parties:

39.1 Sales of electricity

	Consolidated		Company	
For the years ended 31 December	2014 Million Baht	Restated 2013 Million Baht	2014 Million Baht	Restated 2013 Million Baht
Sales of electricity				
- Major shareholder	1,465	1,498	-	-
Finance lease income under PPAs				
- Major shareholder	651	905	-	-
Lease service income under PPAs				
- Major shareholder	1,939	2,499	-	-
Finance lease income and lease Service income under PPA (from discontinued operation)				
- Major shareholder	-	-	1,165	1,451

The Company and three subsidiaries have entered into Power Purchase Agreements (“PPAs”) with EGAT. The agreements are effective for periods of 20 to 21 years. According to the resolutions of the Cabinet meetings dated 15 February 1994, 23 January 1996, 28 January 2003, and 29 May 2003, respectively, the electricity revenues from such agreements must be calculated on a cost plus basis. There is a limitation on sales of electricity to third parties as specified in the agreements. However, the PPA entered into between the Company and EGAT was expired on 7 December 2014 (Note 40).

The two subsidiaries of the Company entered into three PPAs with EGAT under the Small Power Producer project. The PPAs are effective for periods of 25 years commencing from commercial operation date. As at 31 December 2014, the subsidiaries have not commenced their commercial operation.

A subsidiary of the Company entered into a PPA in relation to a new power plant project with EGAT. The PPA is effective for a period of 25 years starting from scheduled commercial operation date. The new power plant project is a combined cycle power plant, located in Nakhon Si Thammarat. The power plant will be operated with natural gas as a primary fuel to generate electricity at a contract capacity of 930 MW. As at 31 December 2014, the subsidiary has not commenced the commercial operation yet.

39.2 Service income

	Consolidated		Company	
For the years ended 31 December	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
Service income				
- Major shareholder	14	21	-	-




39 Related party transactions (continued)

The following material transactions were carried out with related parties: (continued)

39.2 Service income (continued)

A subsidiary of the Company has entered into the Subcontract for Major Maintenance Agreement with EGAT to provide major maintenance services, repair services, administrative services and additional services related to power plants. The compensation for such services is calculated on a cost plus basis. The agreement is effective for a period of 8 years commencing from 24 September 2007.

39.3 Major maintenance expenses

	Consolidated		Company	
For the years ended 31 December	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
Major maintenance expenses				
- Major shareholder	45	96	32	59

The Company has entered into Major Maintenance Agreements with EGAT in order for the latter to provide major maintenance services, repair services, administrative services and additional services related to the Company power plant. The price for such services is calculated under the agreements on a cost plus basis and will be adjusted annually according to the Consumer Price Index. The agreements have been extended for a period of 8 years, commencing from 7 December 2006.

39.4 Trade receivable from and trade payable to a related party

	Consolidated		Company	
As at 31 December	2014 Million Baht	Restated 2013 Million Baht	2014 Million Baht	Restated 2013 Million Baht
Trade receivable				
- Major shareholder	271	271	-	-

Outstanding trade receivable as at 31 December can be analysed as follows:

Not overdue	271	269	-	-
Overdue below 3 months	-	-	-	-
Overdue 3 - 6 months	-	-	-	-
Overdue 6 - 12 months	-	-	-	-
Overdue over 12 months	-	2	-	-
	271	271	-	-
Trade payable				
- Major shareholder	9	29	6	10

Piya Kluam



39 Related party transactions (continued)

The following material transactions were carried out with related parties: (continued)

39.5 Trade receivable from a related party for services under finance lease

	Consolidated		Company	
	2014 Million Baht	Restated 2013 Million Baht	2014 Million Baht	Restated 2013 Million Baht
As at 31 December				
Trade receivable from a related party for services under finance lease				
- Major shareholder	250	332	102	175

Outstanding trade receivable as at 31 December can be analysed as follows:

Not overdue	250	332	102	175
Overdue below 3 months	-	-	-	-
Overdue 3 - 6 months	-	-	-	-
Overdue 6 - 12 months	-	-	-	-
Overdue over 12 months	-	-	-	-
	250	332	102	175

39.6 Finance lease receivable from a related party, net

	Consolidated			
	Minimum Payment		Present Value of Minimum Payment	
As at 31 December	2014 Million Baht	Restated 2013 Million Baht	2014 Million Baht	Restated 2013 Million Baht
Finance lease receivable from a related party				
- Less than 1 year	1,104	2,246	808	1,596
- Over 1 - 5 years	1,503	3,339	1,336	2,888
- Over 5 years	302	366	235	270
			2,379	4,754
Less deferred financial revenue	(530)	(1,197)		
Present value of minimum payment	2,379	4,754		

Finance lease receivable from a related party can be analysed as follows:

- Current portion of finance lease receivable	808	1,596
- Non-current portion of finance lease receivable	1,571	3,158
	2,379	4,754

Prasert Kiat



39 Related party transactions (continued)

The following material transactions were carried out with related parties: (continued)

39.6 Finance lease receivable from a related party, net (continued)

	Company			
	Minimum Payment		Present Value of Minimum Payment	
As at 31 December	2014 Million Baht	Restated 2013 Million Baht	2014 Million Baht	Restated 2013 Million Baht
Finance lease receivable from a related party				
- Less than 1 year	125	1,267	125	1,003
- Over 1 - 5 years	-	1,028	-	1,028
- Over 5 years	-	-	-	-
			125	2,031
Less deferred financial revenue	-	(264)		
Present value of minimum payment	125	2,031		

Finance lease receivable from a related party can be analysed as follows:

- Current portion of finance lease receivable	125	1,003
- Non-current portion of finance lease receivable	-	1,028
	125	2,031

39.7 Amounts due from and amounts due to related parties

As at 31 December	Consolidated		Company	
	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
Amounts due from related parties				
- Subsidiaries	-	-	123	248
- Joint ventures	176	149	4	5
	176	149	127	253
Amounts due to related parties				
- Subsidiaries	-	-	-	1
- Other related party	15	13	-	-
	15	13	-	1
Advance received for purchase of spare parts (other non- current liabilities)	-	-	24	24

Piya Klu

39 Related party transactions (continued)

The following material transactions were carried out with related parties: (continued)

39.8 Short-term loans to related parties and related interests

The movements of short-term loans to related parties can be analysed as follows:

	Consolidated	Company
For the year ended 31 December 2014	Million Baht	Million Baht
Beginning balance	-	8
Loans advanced during the year	-	4
Loans repayment during the year	-	(12)
Ending balance	-	-

	Consolidated		Company	
For the year ended 31 December	2014	2013	2014	2013
	Million Baht	Million Baht	Million Baht	Million Baht
Interest income				
- Subsidiaries	-	-	-	3
- Joint ventures	-	4	-	4
	-	4	-	7

39.9 Long-term loans to related parties and related interests

	Consolidated		Company	
As at 31 December	2014	2013	2014	2013
	Million Baht	Million Baht	Million Baht	Million Baht
Long-term loans to related parties				
- Subsidiaries				
- Due within 1 year	-	-	46	46
- Due over 1 year	-	-	2,654	2,620
	-	-	2,700	2,666
- Joint ventures				
- Due within 1 year	-	-	-	-
- Due over 1 year	-	85	-	85
	-	85	-	85



39 Related party transactions (continued)

The following material transactions were carried out with related parties: (continued)

39.9 Long-term loans to related parties and related interests (continued)

	Consolidated		Company	
As at 31 December	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
Interest receivable				
- Subsidiaries	-	-	20	128
- Joint ventures	-	2	-	2
	-	2	20	130

	Consolidated		Company	
For the year ended 31 December	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
Interest income				
- Subsidiaries	-	-	185	180
- Joint ventures	7	-	7	-
	7	-	192	180

The movements of long-term loans to related parties can be analysed as follows:

	Consolidated	Company
For the year ended 31 December 2014	Million Baht	Million Baht
Beginning balance	85	2,751
Loans advanced during the year	-	80
Loan repayment during the year	(85)	(131)
Ending balance	-	2,700

On 19 July 2013, the Company entered into loan agreement with GIDEC Company Limited to lend not more than Baht 85 million. The interest rate on loan is fixed interest rate. All principal and interest will be repaid within three-years commencing from the drawn down date and they have been fully repaid.

Piya Ichana

39 Related party transactions (continued)

The following material transactions were carried out with related parties: (continued)

39.10 Construction in progress

	Consolidated		Company	
As at 31 December	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
Construction in progress				
- Major shareholder	34	9	-	-
- Other related parties	1,201	17	-	-
	1,235	26	-	-

A subsidiary of the Company entered into Technical Services Agreement for the new power plan with Tokyo Electric Power Company ("TEPCO"). The agreement has been effective since 4 June 2013 with the contract amount of US Dollar 3.54 million. In addition, such subsidiary entered into Engineering, Procurement and Construction for the new power plant construction with Mitsubishi Corporation Limited. The agreement has been effective since 18 May 2013 with contract amount of US Dollar 13 million and Baht 1,356 million, respectively.

Moreover, such subsidiary entered into Civil Engineering Services Contract for the new power plant with Electricity Generating Authority of Thailand. The contract has been effective since 18 July 2013 with the contract amount of Baht 44.95 million.

A subsidiary of the Company entered into Engineering, Procurement and Construction for the new power plant construction with Mitsubishi Corporation Limited. The agreement has been effective since 1 November 2014 with contract amount of US Dollar 0.27 million, Euro 0.47 million, Swedish Krona 4.43 million and Baht 3,761 million, respectively.

39.11 Office building rental and service income

The Company has entered into Office Building Rental, Service Charges and Management Agreements with subsidiaries and joint ventures. The agreements are renewed yearly. The price for management services is calculated under the agreements on a cost plus basis.

	Consolidated		Company	
For the year ended 31 December	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
Office building rental and service income				
- Subsidiaries	-	-	6	8
	-	-	6	8
Management fee				
- Subsidiaries	-	-	94	85
- Joint ventures	35	40	35	40
- Other related party	4	-	4	-
	39	40	133	125

39 Related party transactions (continued)

The following material transactions were carried out with related parties: (continued)

39.12 Project development income

The Company has entered into Project Development Service Agreements with subsidiaries. The price for services is calculated under the agreements on a cost plus basis.

	Consolidated		Company	
	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
For the year ended 31 December				
Projection development income				
- Subsidiaries	-	-	42	98
	-	-	42	98

39.13 Directors and managements remuneration

	Consolidated		Company	
	2014 Million Baht	2013 Million Baht	2014 Million Baht	2013 Million Baht
For the year ended 31 December				
Short-term employee benefits	88	116	57	84
Post employment benefits	3	3	2	2
Total director and managements remuneration	91	119	59	86

40 Operation and power purchase agreement of the Company (Rayong power plant)

The Company entered into Power Purchase Agreement with EGAT for a period of 20 years and according to the agreement, the Rayong power plant of the Company generated electricity to sell to EGAT. However, the Rayong power plant, which is one of the Company's major lines of businesses, ceased its operations and electricity sale to EGAT on 7 December 2014 resulting from the expiration of the power purchase agreement. Therefore, operating results and cash flows from the Rayong power plant are disclosed under the discontinued operation segment of the separate financial statements for the years ended 31 December 2014 and 2013.

Praya Ichana

40 Operation and power purchase agreement of the Company (Rayong power plant) (continued)

Details of revenues and expenses of the Rayong power plant for the years ended 31 December 2014 and 2013 are as follows:

	Company	
	2014 Baht	Restated 2013 Baht
Sales and services income	1,164,902,825	1,450,351,905
Cost of sales and services	(649,374,281)	(761,358,153)
Gross profit	515,528,544	688,993,752
Other income	57,335,971	60,832,434
Currency exchange loss	-	(24,144)
Administrative expenses	(185,605,437)	(204,656,432)
Finance costs	(17,621,298)	(16,911,034)
Profit before income tax expense	369,637,780	528,234,576
Income tax expense	(3,888,301)	(86,052,331)
Profit for the year from discontinued operation, net of tax	365,749,479	442,182,245

41 Commitments and significant agreements

41.1 Commitments

- As at 31 December 2014, the Company had commitments under Sponsor Support Agreements, which were made in respect of loans to subsidiaries, totalling Baht 43 million (31 December 2013: Baht 243 million).
- As at 31 December 2014, the Company had commitments under the Counter Guarantee and Standby Letters of Credit issued on behalf of the Company to subsidiaries and joint ventures of Baht 5,775 million (2013: Baht 8,380 million).
- According to the Power Purchase Agreements (“PPAs”) between the Company’s subsidiaries and the Electricity Generating Authority of Thailand (“EGAT”) whose period between 15 years and 21 years, the subsidiaries have to provide bank guarantees, totalling Baht 140 million. The collateral is to be returned to such subsidiaries upon the expiry of the agreements.
- On 31 May 2014, a subsidiary entered into New Medium Gas Pipeline and Metering Station for the new power plant for the contract amount of Baht 313 million. As at 31 December 2014, such subsidiary has capital expenditure commitment by Baht 250 million.

41.2 Significant agreements

In addition to the PPAs with EGAT which is one of the Company’s major shareholders as discussed in Note 39, the Group had the following significant agreements:

41.2.1 Power Purchase Agreements (“PPAs”)

- The six subsidiaries of the Company entered into eleven PPAs with the Provincial Electricity Authority (“PEA”) under the Very Small Power Producer (“VSPP”) scheme. The PPAs are effective for periods of 5 years and are automatically renewable every 5 years.



41 Commitments and significant agreements (continued)

41.2 Significant agreements (continued)

41.2.1 Power Purchase Agreements (“PPAs”) (continued)

- b) On 9 October 2014, a subsidiary entered into PPA with a company. The PPA is effective for a period of seven years starting from scheduled commercial operation date. The sales quantity and its price must be complied with the agreement. The agreement can be extended for another 2 years, commencing from the maturity date upon the conditions specified in the agreement.
- c) On 16 October 2014, a subsidiary entered into PPA with a company. The agreement is effective for a period of 20 years starting from scheduled commercial operation date. The agreement can be extended, commencing from the maturity date upon the conditions specified in the agreement.
- d) An overseas subsidiary of the Company entered into a PPA with a purchaser in the Philippines. The PPA is effective for a period of 25 years commencing from 30 May 2000. The purchaser is obligated to pay the subsidiary a Monthly Capacity Payment, at least US Dollar 109 million per year. As at 31 December 2014, the remaining period of the PPA is 12 years.
- e) An overseas subsidiary of the Company entered into a PPA with a purchaser in Australia. The PPA is effective for a period of 10 years and can be extended for another 5 years commencing from February 2015.

41.2.2 Water Supply Agreement

A subsidiary of the Company has entered into a water supply agreement with the Provincial Waterworks Authority (“PWA”) for a period of 30 years. Under the agreement, the subsidiary is required to produce water for sale to PWA in Ratchaburi and Samutsongkram provinces. The PWA has an obligation to purchase water at the minimum volume and price agreed.

41.2.3 Steam Purchase Agreement

On 16 October 2014, a subsidiary of the Company entered into Steam Purchase Agreement with a company. The agreement is effective for a period of 20 years commencing from scheduled commercial operation date. The agreement can be extended, commencing the maturity date upon the conditions specified in the agreement.

41.2.4 Transmission Line Agreement (“TLA”)

An overseas subsidiary of the Company entered into a TLA with a contractor in the Philippines. Under the TLA. The TLA is effective for a period of 25 years commencing from 30 May 2000.

41.2.5 Fuel Purchase Agreements

- a) Subsidiaries of the Company have entered into Gas Purchase Agreements with PTT Public Company Limited (“PTT”). These agreements are effective for a period of 21 years and can be extended for another 4 years.
- b) A subsidiary of the Company has entered into a Heavy Fuel Oil Purchase Agreement with PTT. The agreement shall be effective for a period of 3 years from 1 January 2005 to 31 December 2008. The agreement has been extended by one year and can be extended automatically for further one year periods (in the event that there is no cancellation of the automatic extension).
- c) An overseas subsidiary of the Company entered into two Coal Supply Agreements (“CSAs”) with two contractors. Under the CSAs, subsidiary has to purchase coal as specified in the agreements. The CSAs are effective for periods of 15 years and 25 years, respectively, commencing from 30 May 2000.

41 Commitments and significant agreements (continued)

41.2 Significant agreements (continued)

41.2.5 Fuel Purchase Agreements (continued)

- d) A subsidiary of the Company has entered into Gas Purchase Agreements with PTT Public Company Limited (“PTT”). The agreement is effective for a period of 25 years, commencing 19 June 2016. The sales quantity and its price must be complied with the agreement.
- e) On 4 April 2014, a subsidiary entered into the Diesel Fuel Supply Agreement for purchasing secondary fuel for a new power plant. The agreement is effective for a period of three years starting from 4 April 2014. The sales quantity and its price must be complied with the agreement.
- f) On 2 May 2014, a subsidiary entered into the Diesel Fuel Agreement. The agreement is for the purpose of selling fuel to existing power plants. The agreement is scheduled to be completed by November 2015. The sales quantity and its price must be complied with the agreement.

41.2.6 Operation and Maintenance Agreements

- a) A subsidiary of the Company has entered into power plant operation and maintenance, and power plant equipment maintenance agreements with three customers. The agreements, totalling Baht 694 million, are effective for a period of 5 to 6 years. In addition, the subsidiary has also entered into a subcontract for Supply of Spare Parts with a third party. This agreement is effective for a period of 2 to 3 years. The total contract price is US Dollar 14.48 million.
- b) A subsidiary of the Company has entered into power plant operation and maintenance, and power plant equipment maintenance agreement with PTT Utility Company Limited. The agreements, totalling Baht 140 million, are effective for a period of 10 years.
- c) A subsidiary of the Company has entered into long-term technical service agreement with constructors. The agreement is for the purpose of maintenance new power plant after commercial operation date, which is effective for a period of 10 years and 3 months commencing from 19 June 2016. The total contract price is Japanese Yen 18,560 million.

41.2.7 Project Site Lease Agreement

A subsidiary of the Company entered into a Project Site Lease Agreement with a contractor in the Philippines. The agreement is effective for a period of 25 years commencing from 30 May 2000 and the subsidiary has the right to extend the term for consecutive periods of 5 years each, provided that the extended term does not exceed 50 years in the aggregate.

42 Post statement of financial position event

- a) On 23 January 2015, a subsidiary entered into long-term loan agreements with financial institutions for a facility of Baht 4,405 million and US Dollars 30 million. The interest rates on Thai Baht loan is THBFIX six-month plus a certain margin per annum and the interest rate on US Dollar loan is fixed rate per annum. The loan principals and interests will be repaid on a semi-annual basis, commencing from June 2017.
- b) In January and February 2015, the Company entered into interest rate swap agreements to convert floating rates to fixed rates for US Dollars loans amount US Dollars 330 million (equivalent to Baht 10,927 million).
- c) On 4 February 2015, the Group paid for 33.33% of shareholding in Natural Energy Development Co., Ltd. (“NED”), totalling Baht 1,200 million. Therefore, the Group holds 66.66% of total registered shares of NED.



[Audit Fee for the year 2014]

Audit Fee

In 2014, EGCO and its subsidiaries paid the audit fee of 4,528,700 baht to the Office of the Auditors, comprising EGCO's and subsidiaries' audit fees of 2,186,700 baht and 2,342,000 baht, respectively. No other audit fee had been paid to the auditors or related parties to the auditors and the Auditors' office.

Non-Audit Fee

EGCO's and subsidiaries' total non-audit fee was 14,350,791 baht, 26,008 US dollars and 70,006 Australian dollars which was already paid of 12,682,541 baht, 21,508 US dollars and 70,006 Australian dollars. In addition, EGCO and its subsidiaries would also be responsible for the expenses of undelivered work of 1,668,250 baht and 4,500 US dollars. The details of the non-audit fee were as follows:

1. Payment to the Office of the Auditors:

In 2014, the non-audit fee for the accounting purpose review, the accounting valuation, BOI auditing and the special purpose review at EGCO and its subsidiaries offices was 720,700 baht which was already paid of 52,450 baht to the Office of the Auditors. In addition, EGCO and its subsidiaries would also be responsible for the expenses of undelivered work of 668,250 baht.

2. Payment to Other Related Parties of the Auditors' Office:

In 2014, the non-audit fee for the advisory services on offshore investment structure, the special purpose review and accounting review was 13,630,091 baht, 26,008 US dollars and 70,006 Australian dollars which was already paid of 12,630,091 baht, 21,508 US dollars and 70,006 Australian dollars to other related parties of the Auditors' office. In addition, EGCO and its subsidiaries would also be responsible for the expenses of undelivered work of 1,000,000 baht and 4,500 US dollars.

Management agreed that the engagements of the office of the Auditors and its related parties to provide the non-audit work did not involve any conflict of interest or any review of their own work which would contaminate the independence judgment of the auditors, and. This has been approved by the Audit Committee.

[Report on the donation on behalf of all shareholders who elect to receive the Annual Report in the electronic form]

Starting from 2004, the Company had the policy to present the annual report in CD ROM format to save the cost and to reduce tree cutting over the long term. The Company committed to make a donation to the “Thai Forest Conservation Foundation” which had the objective to conserve the environment on behalf of all shareholders who opt for electronic form.

In 2014, the Company donated the cost saving in this regard to the Thai Forest Conservation Foundation on behalf of all shareholders in the amount of 1,981,362 baht.

The Company thanks all our shareholders and stakeholders who have made this donation and the Company looks forward to your support in the future.

[General Information]

Company	Business	Registered Share Capital (Million Baht)	Par Value (Baht)	Paid-up Share Capital (Million Baht)	Ownership Interest (Direct+ Indirect) (%)
Electricity Generating Public Company Limited (EGCO) Registration 0107537000866 (No.BorMorJor.333) Head Office 14 th , 15 th Floor EGCO Tower, 222 Moo 5, Vibhavadi Rangsit Road, Tungsonghong, Laksi, Bangkok 10210, Thailand Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Rayong Power Plant Bangkok Office 12 th Floor, EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0931 Rayong Office 35 Rayong Highway No. 3191 Huay Pong District, Amphur Muang, Rayong 21150, Thailand Tel. +66 (0) 3868 1012, +66 (0) 3868 1016, +66 (0) 3868 1020 Fax. +66 (0) 3868 1784 Sector Energy & Utilities Industry Resources Foreign Limit 44.81% Share of Minor Shareholder (% Free Float) 51.90% Website www.egco.com	Holding Company focusing on Power business and others related to power business Independent Power Producer (IPP) Electricity Generating and supply business	5,300	10	5,264.65	-

Subsidiaries

Company	Business	Registered Share Capital (Million Baht)	Par Value (Baht)	Paid-up Share Capital (Million Baht)	Ownership Interest (Direct+ Indirect) (%)
Khanom Electricity Generating Company Limited (KEGCO) Office 12 th Floor, EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0932 Site Office 112 Moo 8, Tongnean, Khanom, Nakhon Sri Thammarat 80210, Thailand Tel. +66 (0) 7552 9173, +66 (0) 7552 9179 Fax. +66 (0) 7552 8358	IPP Electricity Generating and supply business	6,000	10	6,000	99.99
EGCO Engineering & Service Company Limited (ESCO) Office 13 th Floor, EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0933 Site Office 35 Rayong Highway No. 3191 Huay Pong, Amphur Muang, Rayong 21150, Thailand Tel. +66 (0) 3868 2611-4 Fax. +66 (0) 3868 2823	Engineering, operation and maintenance services for power plants and manufacturers	400	10	400	99.99
North Pole Investment Company Limited (North Pole) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Holding company focusing on investment in electricity generating companies in foreign countries	48,528.33 ¹ (1,475,769,857 USD)	32.8834 ¹ (1 USD)	48,528.33 ¹ (1,475,769,857 USD)	100

Subsidiaries (continued)

Company	Business	Registered Share Capital (Million Baht)	Par Value (Baht)	Paid-up Share Capital (Million Baht)	Ownership Interest (Direct+ Indirect) (%)
Oversea office 6 th Floor, Tower A, 1 CyberCity, Ebene, Republic of Mauritius					
EGCO International (B.V.I.) Limited (EGCO B.V.I.) (North Pole is the company's 100% shareholder) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Holding company focusing on investment in electricity generating companies in foreign countries	11.51 ¹ (350,000 USD)	32.8834 ¹ (1 USD)	11.51 ¹ (350,000 USD)	100
Oversea office Akara Bldg., 24 De Castro Street, Wickhams Cay 1, Road Town, Tortola, British Virgin Islands, P.O. Box 3136					
New Growth Cooperatief U.A. (Coop) (North Pole is the company's 100% indirect shareholder) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Holding company focusing on investment in electricity generating companies in foreign countries	47,564.78 ¹ (1,446,467,737 USD)		47,564.78 ¹ (1,446,467,737 USD)	100
Oversea office Schiphol Boulevard 231, 1118BH Schiphol, The Netherlands					
New Growth B.V. (BV) (North Pole is the company's 100% indirect shareholder) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Holding company focusing on investment in electricity generating companies in foreign countries	1.10 ¹ (33,388 USD)		1.10 ¹ (33,388 USD)	100
Oversea office Schiphol Boulevard 231, 1118BH Schiphol, The Netherlands					
Quezon Power (Philippines), Limited Co. (Quezon) (North Pole is the company's 98% indirect shareholder) Makati office 14 th Floor Zuellig Building Makati Avnue corner Paseo de Roxas 1225 Makati City, Philippines	IPP Electricity Generating and supply business	6,827.95 ¹ (207,641,268 USD)		6,827.95 ¹ (207,641,268 USD)	98
Oversea office Barangay, Cagsiay I, Mauban Quezon Province, Philippines 4330					
Pearl Energy Philippines Operating, Inc. (PEPOI) (North Pole is the company's 100% indirect shareholder) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Operation and Maintenance of QPL	6.58 ¹ (200,000 USD)		6.58 ¹ (200,000 USD)	100
Oversea office Barangay, Cagsiay I, Mauban, Quezon, Philippines 4330					
Quezon Management Service Inc. (QMS) (North Pole is the company's 100% indirect shareholder) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Management service for Quezon Power Plant	3.83 ³ (5,260,000 PESO)		3.83 ³ (5,260,000 PESO)	100
Oversea office 14 th Floor Zuellig Building Makati Avnue corner Paseo de Roxas 1225 Makati City, Philippines					
Mauban Holdings Company Inc. (Mauban) (North Pole is the company's 100% indirect shareholder) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Holding company focusing on investment in electricity generating companies	111.38 ³ (153,000,000 PESO)	72.80 ³ (100 PESO)	111.38 ³ (153,000,000 PESO)	100
Oversea office 14 th Floor Zuellig Building Makati Avenue corner Paseo de Roxas 1225 Makati City, Philippines					
Millennium Energy B.V. (Millennium) (North Pole is the company's 100% indirect shareholder) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Holding company focusing on investment in electricity generating companies in foreign countries	0.00 ¹ (1 USD)	32.8834 ¹ (1 USD)	0.00 ¹ (1 USD)	100
Oversea office Schiphol Boulevard 231, 1118BH Schiphol, The Netherlands					

Subsidiaries (continued)

Company	Business	Registered Share Capital (Million Baht)	Par Value (Baht)	Paid-up Share Capital (Million Baht)	Ownership Interest (Direct+ Indirect) (%)
South Pacific Power Pty Limited (SPPP) (North Pole is the company's 100% indirect shareholder) Office EGO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Oversea office Darling Park Tower 2, 201 Sussex Street, Sydney, New South Wales, 2000	Holding company focusing on investment in electricity generating companies in Australia	2,949.34 ⁴ (110,506,987 AUD)	26.6892 ⁴ (1 AUD)	2,949.34 ⁴ (110,506,987 AUD)	100
Boco Rock Wind Farm Pty Limited (Boco Rock) (North Pole is the company's 100% indirect shareholder) Office EGO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Oversea office 81 Flinders Street, Adelaide, South Australia, 5000 Tel. +61 8 8384 7755 Fax.. +61 8 8384 7722	Electricity Generating and supply business	2,595.47 ⁴ (97,247,980 AUD)	26.6892 ⁴ (1 AUD)	2,595.47 ⁴ (97,247,980 AUD)	100
Gen Plus B.V. (Gen Plus) (North Pole is the company's 100% indirect shareholder) Office EGO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Oversea office Schiphol Boulevard 231, 1118BH Schiphol, The Netherlands	Holding company focusing on investment in electricity generating companies in foreign countries	0.00 ¹ (1 USD)	32.8834 ¹ (1 USD)	0.00 ¹ (1 USD)	100
Phoenix Power B.V. (PP) (North Pole is the company's 100% indirect shareholder) Office EGO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Oversea office Schiphol Boulevard 231, 1118BH Schiphol, The Netherlands	Holding company focusing on investment in electricity generating companies in foreign countries	0.00 ¹ (100 USD)	32.8834 ¹ (1 USD)	0.00 ¹ (100 USD)	100
EGCO Cogeneration Company Limited (EGCO Cogen) Office 13 th Floor, EGO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Site Office 222 Moo 8, Mabkha, Nikhom Phattana, Rayong 21180, Thailand Tel. +66 (0) 3863 7051-78 Fax. +66 (0) 3863 7063	Small Power Producer (SPP) Electricity and steam generating and supply business	1,060	10	1,060	80
EGCO Green Energy Company Limited (EGCO Green) Office EGO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Holding company focusing on power business	175	10	175	74
Roi-Et Green Energy Company Limited (Roi-Et Green) (EGCO Green is the company's 95% shareholder) Office 13 th Floor, EGO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Site Office 222 Moo 10, Nua-Muang, Amphur Muang, Roi-Et 45000, Thailand Tel. +66 (0) 4351 9825-6 Fax. +66 (0) 4351 9827	SPP utilizing Biomass as primary fuel	180	10	180	70.30
Agro Energy Company Limited (AE) (ESCO is the company's 99.99% shareholder) Office EGO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Trading/delivery service of fuel from natural scrap	2	10	2	99.99
EGCOM Tara Company Limited (EGCOM Tara) (ESCO is the company's 74.19% shareholder) Office 13 th Floor, EGO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0945	Piped water generating and supply business	345	10	345	74.19

Subsidiaries (continued)

Company	Business	Registered Share Capital (Million Baht)	Par Value (Baht)	Paid-up Share Capital (Million Baht)	Ownership Interest (Direct+ Indirect) (%)
Site office - Plant 1 332 Moo 2, Pongsawai, Amphur Muang, Ratchburi 70000, Thailand - Plant 2 250 Moo 1, Pangpuay District, Amphur Damneansaduak Ratchburi 70130, Thailand					
SPP Two Company Limited (SPP 2) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Site Office Salangpan, Wang Muang, Saraburi 18220, Thailand	VSPP Electricity Generating and Supply Business using Solar Power	196.7	10	196.7	99.99
SPP Three Company Limited (SPP 3) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Site Office Tha-Klor, Benjaluck, Srisaket 33110, Thailand	VSPP Electricity Generating and Supply Business using Solar Power	197.5	10	197.5	99.99
SPP Four Company Limited (SPP 4) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Site Office Tha-Klor, Benjaluck, Srisaket 33110, Thailand	VSPP Electricity Generating and Supply Business using Solar Power	148.7	10	148.7	99.99
SPP Five Company Limited (SPP 5) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Site Office Koomueng, Muengsuang, Roi-Et 45220, Thailand	VSPP Electricity Generating and Supply Business using Solar Power	198.4	10	198.4	99.99
Theppana Wind Farm Company Limited (Theppana) Office EGCO Tower Tel. +66 (0) 2998 5999 Fax. +66 (0) 2955 0956-9 Site Office Watabaek, Thepsathit, Chaiyaphum 36230, Thailand	VSPP Electricity Generating and Supply Business using Solar Power	157.32	100	145.23	90
Yanhee EGCO Holding Company Limited (Yanhee EGCO) Office EGCO Tower Tel. +66 (0) 2998 5999 Fax. +66 (0) 2955 0956-9	Holding Company investing in electricity generating from Solar Power	10.01	100	10.01	49
Solarco Company Limited (Solarco) (Yanhee EGCO is the company's 100% shareholder) Office EGCO Tower Tel. +66 (0) 2998 5999 Fax. +66 (0) 2955 0956-9	VSPP Electricity Generating and Supply Business using Solar Power	1,650	100	1,650	49
Chaiyaphum Wind Farm Company Limited (Chaiyaphum) Office EGCO Tower Tel. +66 (0) 2998 5999 Fax. +66 (0) 2955 0956-9	Small Power Producer (SPP) Electricity Generating and Supply Business using Wind Power	1,514	100	402.85	99.99
Klongluang Utilities Company Limited (TJ Cogen, Klongluang) Office EGCO Tower Tel. +66 (0) 2998 5999 Fax. +66 (0) 2955 0956-9	Small Power Producer (SPP) Electricity and steam generating and supply business	10	10	10	99.99
Banpong Utilities Company Limited (SK Cogen & TP Cogen, Banpong) Office EGCO Tower Tel. +66 (0) 2998 5999 Fax. +66 (0) 2955 0956-9	Small Power Producer (SPP) Electricity and steam generating and supply business	2,000	10	507.5	99.99

Joint Ventures

Company	Business	Registered Share Capital (Million Baht)	Par Value (Baht)	Paid-up Share Capital (Million Baht)	Ownership Interest (Direct+ Indirect) (%)
Gulf Electric Public Company Limited (GEC) Office No.87, 11 th Floor, M. Thai Tower 1, All Seasons Place, 87 Wireless Road, Lumpini, Pathumwan, Bangkok 10330, Thailand Tel. +66 (0) 2654 0155 Fax. +66 (0) 2654 0156-7 Website http://www.gulfelectric.co.th	Holding company focusing on IPP and SPP	14,000	10	13,784.35	50
Gulf Energy Company Limited (GEN) (GEC is the company's 100% shareholder) Office No.87, 8 th Floor, M. Thai Tower 1, All Seasons Place, 87 Wireless Road, Lumpini, Pathumwan, Bangkok 10330, Thailand Tel. +66 (0) 2654 0155 Fax. +66 (0) 2654 0156-7	Holding company focusing on IPP and SPP	9,782	10	9,782	50
Gulf IPP Company Limited (GIPP) (GEC is the company's 100% shareholder) Office No.87, 8 th Floor, M. Thai Tower 1, All Seasons Place, 87 Wireless Road, Lumpini, Pathumwan, Bangkok 10330, Thailand Tel. +66 (0) 2654 0155 Fax. +66 (0) 2654 0156-7	Holding company focusing on IPP	9,779	10	9,779	50
Gulf Power Generation Company Limited (GPG) (GEC is the company's 100% shareholder) Site office 64 Moo 2 Ban Pa, Kaeng Khoi, Saraburi 18110, Thailand Tel. +66 (0) 3626 2403-9 Fax. +66 (0) 3626 2402	Independent Power Producer (IPP) Electricity Generating and supply business	9,607	10	9,607	50
Gulf Cogeneration Company Limited (GCC) (GEC is the company's 100% shareholder) Site office 79 Moo 3, Tandeow, Kaeng Khoi, Saraburi 18110, Thailand Tel. +66 (0) 3624 6203-4 Fax. +66 (0) 3624 6531	Small Power Producer (SPP) Electricity and steam generating and supply business	850	10	850	50
Nong Khae Cogeneration Company Limited (NKCC) (GEC is the company's 100% shareholder) Site office 111/11 Moo 7 Nongplamor, Nong Khae, Saraburi 18140, Thailand Tel. +66 (0) 3637 3676 Fax. +66 (0) 3637 3691	Small Power Producer (SPP) Electricity and steam generating and supply business	1,241.72	74	1,241.72	50
Samutprakarn Cogeneration Company Limited (SCC) (GEC is the company's 100% shareholder) Site office 745 Moo 2 Bang Pu Mai, Amphur Muang, Samutprakarn 10280, Thailand Tel. +66 (0) 2709 0751 Fax. +66 (0) 2709 1842	Small Power Producer (SPP) Electricity and steam generating and supply business	981.54	76	981.54	50
Gulf Yala Green Company Limited (GYG) (GEC is the company's 100% shareholder) Site office 80 Moo 1, Pron, Amphur Muang, Yala 95160, Thailand Tel. +66 (0) 7325 2721 Fax. +66 (0) 7325 2722	SPP utilizing Biomass as primary fuel	460	10	460	50
BLCP Power Limited (BLCP) Office No. 9, I-8 Road, Map Ta Phut Industrial Estate, Amphur Muang, Rayong 21150, Thailand Tel. +66 (0) 3892 5100 Fax. +66 (0) 3892 5199	IPP Electricity Generating and supply business	12,010	100	12,010	50

Joint Ventures (continued)

Company	Business	Registered Share Capital (Million Baht)	Par Value (Baht)	Paid-up Share Capital (Million Baht)	Ownership Interest (Direct+ Indirect) (%)
Nam Theun 2 Power Company Limited (NTPC) Office Unit 9, Tat Luang Road Nongbone Village, P.O. Box 5862 Vientiane, Lao PDR Tel. (856-21) 263 900 Fax. (856-21) 263 901	IPP Electricity Generating and supply business	14,797.53 ¹ (450,000,000 USD)	3,288.34 ¹ (100 USD)	12,281.95 ¹ (373,500,000 USD)	35
Natural Energy Development Company Limited (NED) Office 188 Moo 3, Wang Ploeng Sub-District, Khok Samrong District, Lopburi 15120, Thailand Site Office 188 Moo 3, Wang Ploeng, Khok Samrong, Lopburi 15120, Thailand Tel. +66 (0) 3641 8400 Fax. +66 (0) 3641 8401	SPP Electricity Generating and Supply Business using Solar Power	2,304	10	2,283	33.33
NED Wind Company Limited (NED Wind) Office 188 Moo 3, Wang Ploeng Sub-District, Khok Samrong District, Lopburi 15120, Thailand	VSPP Electricity Generating and Supply Business using Wind Power	6	10	6	33.33
G-Power Source Company Limited (GPS) Office 1046 Nakornchaisri Rd., Nakornchaisri, Dusit, Bangkok 10300 Thailand Tel. +66 (0) 2242 5800 Fax. +66 (0) 2242 5830 Site Office - Branch 1 11/1,111,111/1 Moo 11 Tumbon Dong Khon, Sankhaburi, Chai Nat 17140 - Branch 2 11/1,11/11 Moo 5 Tumbon Ta Khit, Banphot Phisai, Nakhon Sawan 60180 - Branch 3 11,11/1 Moo 2 Ta Sang, Banphot Phisai, Nakhon Sawan 60180 - Branch 4 311,311/1 Moo 2 Sap Samo Thot, Bueng Sam Phan, Phetchabun 67160	VSPP Electricity Generating and Supply Business using Solar Power	930	100	930	60
GIDEC Company Limited (GIDEC) Office 408/70 Paholyothin Place Tower 16 th Floor Paholyothin Road, Samsennai, Phayathai, Bangkok 10400, Thailand Site Office Sanambin Panij Road, Moo 3 Kuanlung, Hat Yai, Song Khla 90110, Thailand	VSPP Electricity Generating and Supply Business using waste	400	100	400	50
PT Manambang Maura Enim (MME) (North Pole is the company's 40% indirect shareholder) Head Office Puri Matari 2, 1 st Floor JL.HR. Rasuna Said Kav. H1-2, South Jakarta 10210, Indonesia Site Office Lawang Kidul and Tanjung Enim, Muara Enim City, Sumatera Selatan (South Sumatra) Province, Indonesia	COAL MINING industry, covering coal mining, coal concession development, coal trading and shipping.	1,948.58 ² (750,000,000 Thousand Rupiah)	2,598.10 ² (1,000 Thousand Rupiah)	487.14 ² (187,500,000 Thousand Rupiah)	40
Kalilayan Power Holdings Inc. (Kalilayan) (North Pole is the company's 49% indirect shareholder) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9 Oversea office 62 H. Dela Costa Street, Barangay Daungan Mauban, Quezon Province, Philippines	Holding company investing in San Buenaventura Power Ltd	6.55 ³ (9,000,000 PESO)		6.55 ³ (9,000,000 PESO)	49
San Buenaventura Power Ltd (SBPL) (North Pole is the company's 49% indirect shareholder) Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9	Electricity Generating and supply business	436.80 ³ (600,000,000 PESO)		436.80 ³ (600,000,000 PESO)	49

Joint Ventures (continued)

Company	Business	Registered Share Capital (Million Baht)	Par Value (Baht)	Paid-up Share Capital (Million Baht)	Ownership Interest (Direct+ Indirect) (%)
Oversea office 62 H. Dela Costa Street, Barangay Daungan Mauban, Quezon Province, Philippines					
Masinloc Power Partners Co., Ltd. (Philippines) (MPPCL) (North Pole is the company's 40.95% indirect shareholder)	IPP Electricity Generating and supply business	9,042.94 ^{/1} (275,000,000 USD)	32.8834 ^{/1} (1 USD)	9,042.94 ^{/1} (275,000,000 USD)	40.95
Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9					
Oversea office 18 th Floor, Bench Tower, 30 th Street, Corner Rizal Drive, Crescent Park, West 5, Bonifacio Global City, Taguig 1634, Metro Manila, Philippines					
Alpha Water & Realty Services Corp (North Pole is the company's 16.38% indirect shareholder)	Water Supply, equipment supply, and coal offloading and delivery service for Masinloc coal-fired thermal power plant	126.67 ^{/3} (174,000,000 PESO)	0.7280 ^{/3} (1 PESO)	126.67 ^{/3} (174,000,000 PESO)	16.38
Office EGCO Tower Tel. +66 (0) 2998 5000 Fax. +66 (0) 2955 0956-9					
Oversea office 3 rd Floor, Glass Tower Building, 115 C. Palanca Street, Makati City 1229, Philippines					

Associate

Company	Business	Registered Share Capital (Million Baht)	Par Value (Baht)	Paid-up Share Capital (Million Baht)	Ownership Interest (Direct+ Indirect) (%)
Star Energy Geothermal Pte Ltd (SEG) (North Pole is the company's 20% indirect shareholder)	Holding company focusing on investment in geothermal power plants in Indonesia	4,420.73 ^{/1} (134,436,650 USD)		4,420.73 ^{/1} (134,436,650 USD)	20
Office 9 Battery Road, #15-01, Straits Trading Building, Singapore 049910					

Other

Company	Business	Registered Share Capital (Million Baht)	Par Value (Baht)	Paid-up Share Capital (Million Baht)	Ownership Interest (Direct+ Indirect) (%)
Eastern Water Resources Development and Management Public Company Limited (East Water)	Water resources development and management for supplying raw water to the customers	1,663.73	1	1,663.73	18.72
Office 23 - 26/F Eastwater Building, 1 Vibhavadi Rangsit Road, Jomphol, Chatuchak, Bangkok 10900, Thailand Tel. +66 (0) 2272 1600 Fax. +66 (0) 2272 1601-3 Website www.eastwater.com					
Xayaburi Power Company Limited (XPCL)	Feasibility study on Hydroelectric project in Lao PDR	26,861	10	9,324.50	12.5
Office 215 Lanexang Avenue, Ban Siang Yuen Chantaburi, Vientiane, Lao PDR Tel. (856-21) 223 215, 252 060 Fax. (856-21) 215 500					

Note : The Exchange rate as at December 30, 2014

^{/1} 1 USD = Baht 32.8834

^{/2} 1,000 Rupiah = Baht 2.5981

^{/3} 1 PESO = Baht 0.7280

^{/4} 1 AUD = Baht 26.6892

[Referenced Persons]

Regulator	<p>Securities and Exchange Commission, Thailand 333/3 Viphavadi Rangsit Road, Chomphon, Chatuchak, Bangkok 10900, Thailand</p> <p>Tel +66 (0) 2695 9999 Fax. +66 (0) 2695 9660 E-mail: info@sec.or.th Website: www.sec.or.th</p>
Regulator	<p>The Stock Exchange of Thailand The Stock Exchange of Thailand Building, 62 Ratchadaphisek Road, Klongtoey, Bangkok 10110, Thailand</p> <p>Tel +66 (0) 2229 2000, +66 (0) 2654 5656 Fax. +66 (0) 2229 2030, +66 (0) 2654 5649 S-E-T Call Center +66 (0) 2229 2222 E-mail: SETCallCenter@set.or.th Website: www.set.or.th</p>
Share and Debenture registrar	<p>Thailand Securities Depository Company Limited 62 The Stock Exchange of Thailand Building, Ratchadaphisek Road, Klongtoey, Bangkok 10110, Thailand</p> <p>Tel +66 (0) 2229 2800 Fax. +66 (0) 2359 1259 Call Center +66 (0) 2229 2888 E-mail: TSDCallCenter@set.or.th Website: www.tsd.co.th</p>
Auditor	<ol style="list-style-type: none"> Mr. Somchai Jinnovart Certified Public Accountant (Thailand) No. 3271 Mr. Vichien Khingmontri Certified Public Accountant (Thailand) No. 3977 Ms. Amornrat Pearmpoonvatanasuk Certified Public Accountant (Thailand) No. 4599 <p>PricewaterhouseCoopers ABAS Limited 15th Floor, Bangkok City Tower, 179/74-80 South Sathorn Road, Bangkok 10120, Thailand</p> <p>Tel +66 (0) 2286 9999, +66 (0) 2344 1000 Fax. +66 (0) 2286 5050</p>

[Index of articles required for the 56-2 form]

(This is prepared in accordance with the Notification of the Capital Market Supervisory Board no. Tor Jor 44/2556 re: Criteria and Conditions of Information Disclosure on financial status and operation performance of Listed Company)

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The investors can find further information of the Listed Company from the Company's Annual Registration Statement (form 56-1) which is posted on www.sec.or.th or www.egco.com

[Performance Data]

Human Resource⁽¹⁾

	Unit	2014	
		Male	Female
Total number of Employee	Person	1,058	250
- Permanent Employee	Person	393	63
- Staff under O&M Agreement / Service Agreement	Person	665	187
Total number of Employee Turnover	Person	9	2
Employee Turnover by Age Group			
- Below 30 years old	Person	1	0
- 30-50 years old	Person	5	2
- Over 50 years old	Person	3	0
Turnover rate	% of total employee	2.29	3.17
Total number of new employees hired	Person	12	1
New employees hired by Age Group			
- Below 30 years old	Person	11	1
- 30-50 years old	Person	1	0
- Over 50 years old	Person	0	0
Total new hire rate	% of total employee	3.05	1.59
Parental Leave			
- Employee entitled to parental leave	Person	22	12
- Coverage	% of total employee	100	100
- Employee taken parental leave	Person	11	6
- Employee returned to work after parental leave	Person	11	6
Average training hours			
- Average training hours for all employees	Hour/Person/Year	56.45	57.75
- Average training hours for executives ⁽²⁾	Hour/Person/Year	84.68	78.14
- Average training hours for non-executives	Hour/Person/Year	73.49	61.55
Grievances about human resources			
- Number of grievance about human resource	Case	0	0
- Number of grievance addressed	Case	0	0
- Number of grievance resolved	Case	0	0

Remark :

⁽¹⁾ Data is based on EGCO's majority shareholder (>50%)

⁽²⁾ Executives include President, Senior Executive Vice President and Executive Vice President (In case of power plant, executives include the division manager level upward)

Safety Performance

Occupational Health and Safety	Unit	2014
Fatality (Employee & Contractor)	Case	2
Total recordable injuries case (excluded first aid)	Case	3
- Employee	Case	2
- Contractor	Case	1
Total recordable injuries rate		0.78
- Employee	Case/Million manhour	0.52
- Contractor	Case/Million manhour	0.26
Lose workday case		
- Employee	Case	2
- Contractor	Case	2
Lose time injury frequency rate		1.04
- Employee	Case/Million manhour	0.52
- Contractor	Case/Million manhour	0.52
Occupational illness frequency rate (Employee & Contractor)	Case/Million manhour	0

Note: In preparation of the report, the information has been collected, revised and reviewed before compiling into the report together with the data owners. According to the transparency and accountability policy to the company, the report has endorsed by the Corporate Governance and Social Responsibility Committee. This report contains Standard Disclosures from the GRI Sustainability Reporting Guidelines.

Environmental Performance

		IPPs				SPPs			
Environmental Performance	Unit	RYPP	KEGCO	GPG	BLCP	EGCO Cogen	Roi-Et Green	GCC	NKCC
Operation									
- Availability Factor	%	99.19	92.35	91.24	93.00	95.29	87.06	99.19	98.90
- Internal Unplanned Outage	%	0.39	3.08	1.30	0.15	0.82	7.12	0.63	0.74
- Heat Rate	BTU-kWh	8,866.33	9,021.50	7,129.70	9,414.00	8,503.00	20,035.66	8,613.64	8,515.00
Fuel Type		Natural Gas	Natural Gas	Natural Gas	Coal	Natural Gas	Biomass	Natural Gas	Natural Gas
Product - Electricity	MWh	1,195,637.40	5,407,010.80	6,359,032.00	11,344,574.10	736,006.41	73,897.88	726,305.04	880,154.70
	GJ	4,304,294.64	19,465,238.88	22,892,515.20	40,840,466.76	2,649,623.06	266,032.37	2,614,698.14	3,168,556.92
Product - Steam	GJ	N/A	N/A	N/A	N/A	35,444,303.61	N/A	414,003.10	498,710.85
Energy Management									
Total Energy Consumption	GJ	10,847,479.98	58,489,569.72	46,389,755.14	106,022,158.35	6,621,813.40	1,241,874.09	6,909,066.99	6,695,306.27
- Direct	GJ	10,809,085.13	58,489,568.28	46,364,339.14	106,022,158.35	6,617,889.40	1,240,944.74	6,908,454.99	6,694,334.66
- Indirect	GJ	38,394.85	1.44	25,416.00	11,298.05	3,924.00	929.34	612.00	971.61
Direct Energy Consumption by Fuel Type									
- Coal	GJ	N/A	N/A	N/A	105,999,663.80	N/A	N/A	N/A	N/A
- Natural Gas	GJ	10,805,326.48	58,482,396.26	46,364,339.14	N/A	6,617,889.40	N/A	6,908,454.99	6,694,335.60
- Diesel	GJ	3,758.65	7,172.02	97,342.06	22,494.54	N/A	N/A	N/A	N/A
- Biomass	GJ	N/A	N/A	N/A	N/A	N/A	1,240,944.74	N/A	N/A
- Water for electricity generating	GJ	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Indirect Energy Consumption by Source									
- Electricity purchased	GJ	38,394.85	1.44	25,416.00	11,298.05	3,924.00	929.34	612.00	971.61
Direct Energy Intensity	MJ/MWh	9,040.44	10,817.36	7,291.10	9,345.63	8,991.62	16,792.70	9,511.78	7,605.86
Indirect Energy Intensity	MJ/MWh	32.11	0.00	4.00	1.00	5.33	12.58	0.84	1.10
Greenhouse Gas Management									
Total Greenhouse Gas (GHG)	ton CO ₂	550,000.00	2,680,000.00	2,601,039.43	7,941,201.87	335,045.49	124,094.47	387,564.32	375,552.23
GHG Emission Reduction	ton CO ₂	N/A	N/A	N/A	N/A	N/A	34,263.26	N/A	N/A
GHG Emission Reduction (by Equity)	ton CO ₂	N/A	N/A	N/A	N/A	N/A	24,087.07	N/A	N/A
GHG emissions intensity	kgCO ₂ /kWh	0.46	0.50	0.41	0.70	0.46	1.68	0.52	0.43

Environmental Performance (continued)

[illegible]

Environmental Performance (continued)

		IPPs				SPPs			
Environmental Performance	Unit	RYPP	KEGCO	GPG	BLCP	EGCO Cogen	Roi-Et Green	GCC	NKCC
Waste Disposal									
Total Hazardous Waste Disposal									
- Landfill	ton	N/A	8.64	9.64	228.68	0.69	0.22	N/A	6.50
- Recycle	ton	6.48	70.62	N/A	123.58	N/A	0.66	N/A	N/A
- Recovery	ton	3.78	N/A	N/A	N/A	N/A	N/A	N/A	N/A
- Other	ton	N/A	N/A	6.68	N/A	0.68	N/A	N/A	12.00
Total Non-hazardous Waste Disposal									
- Landfill	ton	5.18	24.00	32.55	694.24	4.49	2.36	N/A	N/A
- Recycle	ton	185.13	N/A	N/A	371.47	N/A	N/A	N/A	N/A
- Recovery	ton	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
- Other	ton	N/A	N/A	6.84	N/A	69.25	17,518.71	N/A	N/A
Oil and Chemical Spill									
- Significant oil and chemical spill	Case	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Legal Compliance									
- Fines for non-compliance with environmental laws	million THB	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
- Number of non-compliance with environmental laws	Case	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Biodiversity									
Total Number of IUCN Red List Species and National Conservation List Specie	Species	N/A	7.00	N/A	N/A	N/A	N/A	N/A	N/A

SPPs (continued)		Renewable									Oversea	
SCC	GYG	NED	SPP 2	SPP 3	SPP 4	SPP 5	GPS	Theppana	Solarco	NTPC	Quezon	
9.00	3,550.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	43.54	
1.80	3.20	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
2.30	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	19.37	
N/A	6.78	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
8.20	3.00	N/A	0.20	0.16	0.12	0.11	N/A	0.19	N/A	N/A	17,035.30	
N/A	1.00	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	2.30	34,249.74	
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
N/A	N/A	N/A	N/A	N/A	N/A	N/A	0.50	N/A	3.60	N/A	N/A	
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	12.00	

[GRI Content Index]

General Standard Disclosures

General Standard Disclosures	Description	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
Strategy and Analysis				
G4-1	Provide a statement from the most senior decision-maker of the organization (such as CEO, chair, or equivalent senior position) about the relevance of sustainability to the organization and the organization's strategy for addressing sustainability	28-33		
G4-2	Provide a description of key impacts, risks, and opportunities	28-33, 144-148, 188-193		
Organizational Profile				
G4-3	Report the name of the organization	Cover		
G4-4	Report the primary brands, products, and services	68-75		
G4-5	Report the location of the organization's headquarters	Back Cover		
G4-6	Report the number of countries where the organization operates, and names of countries where either the organization has significant operations or that are specifically relevant to the sustainability topics covered in the report	71-75		
G4-7	Report the nature of ownership and legal form	82-83		
G4-8	Report the markets served (including geographic breakdown, sectors served, and types of customers and beneficiaries)	69-70		
G4-9	Report the scale of the organization	64-65, 332		
G4-10	Report the total number of employees/workforce	332		
G4-11	Report the percentage of total employees covered by collective bargaining agreements	332		

General Standard Disclosures	Description	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
EU1	Installed capacity, broken down by primary energy source and by regulatory regime	71-75, 154		
EU2	Net energy output broken down by primary energy source and by regulatory regime	71-75		
EU3	Number of residential, industrial, institutional and commercial customer accounts	71-75		
EU4	Length of above and underground transmission and distribution lines by regulatory regime	Not Applicable	Transmission of electricity is not beyond EGCO' s operation	Not Applicable
EU5	Allocation of CO ₂ emissions allowances or equivalent, broken down by carbon trading framework	155, 334		
G4-12	Describe the organization's supply chain	132-136, 156-157		
G4-13	Report any significant changes during the reporting period regarding the organization's size, structure, ownership, or its supply chain	70, 136-143		
G4-14	Report whether and how the precautionary approach or principle is addressed by the organization	104-128, 184-193		
G4-15	List externally developed economic, environmental and social charters, principles, or other initiatives to which the organization subscribes or which it endorses	11-12, 16-18		
G4-16	<p>List memberships of associations (such as industry associations) and national or international advocacy organizations in which the organization:</p> <ul style="list-style-type: none"> • Holds a position on the governance body • Participates in projects or committees • Provides substantive funding beyond routine membership dues • Views membership as strategic 	16-18, 105-106		

General Standard Disclosures	Description	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
Identified Material Aspects and Boundaries				
G4-17	a. List all entities included in the organization's consolidated financial statements or equivalent documents b. Report whether any entity included in the organization's consolidated financial statements or equivalent documents is not covered by the report	229-320		
G4-18	a. Explain the process for defining the report content and the Aspect Boundaries b. Explain how the organization has implemented the Reporting Principles for Defining Report Content	149		
G4-19	List all the material Aspects identified in the process for defining report content	149		
G4-20	For each material Aspect, report the Aspect Boundary within the organization	149		
G4-21	For each material Aspect, report the Aspect Boundary outside the organization	149		
G4-22	Report the effect of any restatements of information provided in previous reports, and the reasons for such restatements	150, 229-320		
G4-23	Report Significant changes from previous reporting periods in the Scope and Aspect Boundaries	150, 332		
Stakeholder Engagement				
G4-24	Provide a list of stakeholder groups engaged by the organization	132		
G4-25	Report the basis for identification and selection of stakeholders with whom to engage	133-134		
G4-26	Report the organization's approach to stakeholder engagement, including frequency of engagement by type and	132-136		

General Standard Disclosures	Description	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
	by stakeholder group, and an indication of whether any of the engagement was undertaken specifically as part of the report preparation process.			
G4-27	Report the Key topics and concerns that have been raised through stakeholder engagement, and how the organization has responded to those key topics and concerns, including through its reporting	135-136		
Report Profile				
G4-28	Reporting period (such as fiscal or calendar year) for information provided	10		
G4-29	Date of most recent previous report (if any)	-	Report 2013	
G4-30	Reporting cycle (such as annual, biennial)	10		
G4-31	Provide the contact point for questions regarding the report or its contents	114-115		
G4-32	a. Report the 'in accordance' option the organization has chosen b. Report the GRI Content Index for the chosen option c. Report the reference to the External Assurance Report, if the report has been externally assured. GRI recommends the use of external assurance but it is not a requirement to be 'in accordance' with the Guidelines	333, GRI Content Index: 340-360		
G4-33	a. Report the organization's policy and current practice with regard to seeking external assurance for the report. b. If not included in the assurance report accompanying the sustainability report, report the scope and basis of any external assurance provided c. Report the relationship between the organization and the assurance providers	Not Available	This report contains Standard Disclosures from the GRI Sustainability Reporting Guidelines. It will be reported next year	Not Available

General Standard Disclosures	Description	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
	d. Report whether the highest governance body or senior executives are involved in seeking assurance for the organization's sustainability report.			
Governance				
G4-34	Report the governance structure of the organization, including committees of the highest governance body	66-67, 85		
G4-35	Report the process for delegating authority for economic, environmental and social topics from the highest governance body to senior executives and other employees	146, 148		
G4-36	Report whether the organization has appointed an executive-level position or positions with responsibility for economic, environmental and social topics, and whether post holders report directly to the highest governance body	146		
G4-37	Report processes for consultation between stakeholders and the highest governance body on economic, environmental and social topics	135-136, 143		
G4-38	Report the composition of the highest governance body and its committees	34-36		
G4-39	Report whether the Chair of the highest governance body is also an executive officer	86		
G4-40	Report the nomination and selection processes for the highest governance body and its committees, and the criteria used for nominating and selecting highest governance body members	118-119		
G4-41	Report processes for the highest governance body to ensure conflicts of interest are avoided and managed	109-110		
G4-42	Report the highest governance body's and senior executives' roles in the	94-95		

General Standard Disclosures	Description	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
	development, approval, and updating of the organization's purpose, value or mission statements, strategies, policies, and goals related to economic, environmental and social impacts			
G4-43	Report the measures taken to develop and enhance the highest governance body's collective knowledge of economic, environmental and social topics	164-167		
G4-44	a. Report the processes for evaluation of the highest governance body's performance with respect to governance of economic, environmental and social topics b. Report actions taken in response to evaluation of the highest governance body's performance with respect to governance of economic, environmental and social topics	164-167		
G4-45	a. Report the highest governance body's role in the identification and management of economic, environmental and social impacts, risks, and opportunities. Include the highest governance body's role in the implementation of due diligence processes b. Report whether stakeholder consultation is used to support the highest governance body's identification and management of economic, environmental and social impacts, risks, and opportunities	188-193		
G4-46	Report the highest governance body's role in reviewing the effectiveness of the organization's risk management processes for economic, environmental and social topics	121-122		

General Standard Disclosures	Description	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
G4-47	Report the frequency of the highest governance body's review of economic, environmental and social impacts, risks, and opportunities	188-193		
G4-48	Report the highest committee or position that formally reviews and approves the organization's sustainability report and ensures that all material Aspects are covered	95-96		
G4-49	Report the process for communicating critical concerns to the highest governance body	111-115		
G4-50	Report the nature and total number of critical concerns that were communicated to the highest governance body and the mechanism(s) used to address and resolve them	111-115		
G4-51	a. Report the remuneration policies for the highest governance body and senior executives b. Report how performance criteria in the remuneration policy relate to the highest governance body's and senior executives' economic, environmental and social objectives	99-102		
G4-52	Report the process for determining remuneration. Report whether remuneration consultants are involved in determining remuneration and whether they are independent of management. Report any other relationships which the remuneration consultants have with the organization	118-128	None	
G4-53	Report how stakeholders' views are sought and taken into account regarding remuneration, including the results of votes on remuneration policies and proposals	118-128		

General Standard Disclosures	Description	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
G4-54	Report the ratio of the annual total compensation for the organization's highest-paid individual in each country of significant operations to the median annual total compensation for all employees (excluding the highest-paid individual) in the same country	120	None	
G4-55	Report the ratio of percentage increase in annual total compensation for the organization's highest-paid individual in each country of significant operations to the median percentage increase in annual total compensation for all employees (excluding the highest-paid individual) in the same country	120	None	
Ethics and Integrity				
G4-56	Describe the organization's values, principles, standards and norms of behavior such as codes of conduct and codes of ethics	104, 120		
G4-57	Report the internal and external mechanisms for seeking advice on ethical and lawful behavior, and matters related to organizational integrity, such as helplines or advice lines	130-131		
G4-58	Report the internal and external mechanisms for reporting concerns about unethical or unlawful behavior, and matters related to organizational integrity, such as escalation through line management, whistleblowing mechanisms or hotlines	130-131		

Specific Standard Disclosures

DMA and Indicators	Standard Disclosure Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
Category : Economic Performance				
G4-DMA	Generic Disclosures on Management Approach	28-33		
G4-EC1	Direct economic value generated and distributed	31, 76-77, 198-207		
G4-EC2	Financial implications and other risks and opportunities for the organization's activities due to climate change	155, 188-193		
G4-EC3	Coverage of the organization's defined benefit plan obligations	138-139		
G4-EC4	Financial assistance received from government	195		
Material Aspect : Market Presence				
G4-DMA	Generic Disclosures on Management Approach	78-81		
G4-EC5	Ratios of standard entry level wage by gender compared to local minimum wage at significant locations of operation	Not Applicable	Entry level wage of EGCO is higher than local minimum wage at significant locations of operation with an equal opportunity to employees regardless of gender	
G4-EC6	Proportion of senior management hired from the local community at significant locations of operation	332		
Material Aspect : Indirect Economic Impacts				
G4-DMA	Generic Disclosures on Management Approach	150, 155, 163		
G4-EC7	Development and impact of infrastructure investments and services supported	150, 167-180		
G4-EC8	Significant indirect economic impacts, including the extent of impacts	150, 167-180		

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
Material Aspect : Procurement Practices				
G4-DMA	Generic Disclosures on Management Approach	167-180		
G4-EC9	Proportion of spending on local suppliers at significant locations of operation	167-171		
EU 10	Planned capacity against projected electricity demand over the long term, broken down by energy source and regulatory regime	Not Applicable	Electricity capacity planning is under EGAT's responsibility	
EU 11	Average generation efficiency of thermal plants by energy source and by regulatory regime	156, 334		
EU 12	Transmission and distribution losses as a percentage of total energy	Not Applicable	Electricity transmission and distribution is under EGAT's responsibility	
Category : Environment				
Material Aspect : Materials				
G4-DMA	Generic Disclosures on Management Approach	144-148, 156, 334		
G4-EN1	Materials used by weight or volume	334		
G4-EN2	Percentage of materials used that are recycled input materials	Not Applicable	Raw materials used in electricity generation are unrecyclable	
Material Aspect : Energy				
G4-DMA	Generic Disclosures on Management Approach	144-148, 156-159, 334-335		
G4-EN3	Energy consumption within the organization	334-335		
G4-EN4	Energy consumption outside of the organization	334-335		
G4-EN5	Energy intensity	158-159, 334-335		
G4-EN6	Reduction of energy consumption	158-159		
G4-EN7	Reductions in energy requirements of products and services	334-335		

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
Material Aspect : Water				
G4-DMA	Generic Disclosures on Management Approach	144-148, 156, 336		
G4-EN8	Total water withdrawal by source	336		
G4-EN9	Water sources significantly affected by withdrawal of water	336		
G4-EN10	Percentage and total volume of water recycled and reused	156, 336		
Material Aspect : Biodiversity				
G4-DMA	Generic Disclosures on Management Approach	144-148, 160-163		
G4-EN11	Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	160-163		
G4-EN12	Description of significant impacts of activities, products, and services on biodiversity in protected areas and areas of high biodiversity value outside protected areas	160-163		
G4-EN13	Habitats protected or restored	160-163		
G4-EN14	Total number of IUCN Red List species and national conservation list species with habitats in areas affected by operations, by level of extinction risk	160-163, 338		
Material Aspect : Emissions				
G4-DMA	Generic Disclosures on Management Approach	144-148, 155-163, 334-339		
EU13	Biodiversity of offset habitats compared to the biodiversity of the affected areas	160-163		
G4-EN15	Direct greenhouse gas (GHG) emissions (Scope 1)	334-335		
G4-EN16	Energy indirect greenhouse gas (GHG) emissions (Scope 2)	334-335		
G4-EN17	Other indirect greenhouse gas (GHG) emissions (Scope 3)	Not Applicable	Insignificant compared to GHG emission from power generation process	
G4-EN18	Greenhouse gas (GHG) emissions intensity	155, 334-335		

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
G4-EN19	Reduction of greenhouse gas (GHG) emissions	155-160, 334-335		
G4-EN20	Emissions of ozone-depleting substances (ODS)	157		
G4-EN21	NO _x , SO _x , and other significant air emissions	334-335		
Material Aspect : Effluents and Waste				
G4-DMA	Generic Disclosures on Management Approach	144-148, 157, 338-339		
G4-EN22	Total water discharge by quality and destination	334-335		
G4-EN23	Total weight of waste by type and disposal method	338-339		
G4-EN24	Total number and volume of significant spills	338-339		
G4-EN25	Weight of transported, imported, exported, or treated waste deemed hazardous under the terms of the Basel Convention Annex I, II, III, and VIII, and percentage of transported waste shipped internationally	336-337		
G4-EN26	Identity, size, protected status, and biodiversity value of water bodies and related habitats significantly affected by the organization's discharges of water and runoff	157, 338-339		
Material Aspect : Products and Services				
G4-DMA	Generic Disclosures on Management Approach	144-148, 156-157, 180-181		
G4-EN27	Extent of impact mitigation of environmental impacts of products and services	156-157, 180-181		
G4-EN28	Percentage of products sold and their packaging materials that are reclaimed by category	334		
Material Aspect : Compliance				
G4-DMA	Generic Disclosures on Management Approach	144-148		
G4-EN29	Monetary value of significant fines and total number of non-monetary	144-148		

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
	sanctions for non-compliance with environmental laws and regulations			
Material Aspect : Transport				
G4-DMA	Generic Disclosures on Management Approach	Not Applicable	Insignificant compared to the environment impacts from electricity generating process	
G4-EN30	Significant environmental impacts of transporting products and other goods and materials for the organization's operations, and transporting members of the workforce	Not Applicable	Insignificant compared to the environment impacts from electricity generating process	
Material Aspect : Overall				
G4-DMA	Generic Disclosures on Management Approach	28-33		
G4-EN31	Total environmental protection expenditures and investments by type	33		
Material Aspect : Supplier Environmental Assessment				
G4-DMA	Generic Disclosures on Management Approach	152, 158, 180-181		
G4-EN32	Percentage of new suppliers that were screened using environmental criteria	158		
G4-EN33	Significant actual and potential negative environmental impacts in the supply chain and actions taken	143, 152, 180-181		
Material Aspect : Environmental Grievance Mechanisms				
G4-DMA	Generic Disclosures on Management Approach	157-158, 338-339		
G4-EN34	Number of grievances about environmental impacts filed, addressed, and resolved through formal grievance mechanisms	338-339		
Category : Social : Labor Practices and Decent Work				
Material Aspect : Employment				
G4-DMA	Generic Disclosures on Management Approach	163-166		

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
G4-LA1	Total number and rates of new employee hires and employee turnover by age group, gender and region	332		
EU15	Percentage of employees eligible to retire in the next 5 and 10 years broken down by job category and by region	332		
EU17	Days worked by contractor and subcontractor employees involved in construction, operation & maintenance activities	332		
EU18	Percentage of contractor and subcontractor employees that have undergone relevant health and safety training	-	None	
G4-LA2	Benefits provided to full-time employees that are not provided to temporary or part-time employees, by significant locations of operation	101, 133, 164		
G4-LA3	Return to work and retention rates after parental leave, by gender	332		
Material Aspect : Labor/Management Relations				
G4-DMA	Generic Disclosures on Management Approach	133		
G4-LA4	Minimum notice periods regarding operational changes, including whether these are specified in collective agreements	133		
Material Aspect : Occupational Health and Safety				
G4-DMA	Generic Disclosures on Management Approach	182-183, 332-333		
G4-LA5	Percentage of total workforce represented in formal joint management -worker health and safety committees that help monitor and advise on occupational health and safety programs	332-333		
G4-LA6	Type of injury and rates of injury, occupational diseases, lost days, and absenteeism, and total number of work-related fatalities, by region and by gender	183, 333		
G4-LA7	Workers with high incidence or high risk of diseases related to their occupation	183, 333		

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
G4-LA8	Health and safety topics covered in formal agreements with trade unions	182, 183		
Material Aspect : Training and Education				
G4-DMA	Generic Disclosures on Management Approach	164-167, 332		
G4-LA9	Average hours of training per year per employee by gender, and by employee category	332		
G4-LA10	Programs for skills management and lifelong learning that support the continued employability of employees and assist them in managing career endings	165-166		
G4-LA11	Percentage of employees receiving regular performance and career development reviews, by gender and by employee category	332		
Material Aspect : Diversity and Equal Opportunity				
G4-DMA	Generic Disclosures on Management Approach	332		
G4-LA12	Composition of governance bodies and breakdown of employees per employee category according to gender, age group, minority group membership, and other indicators of diversity	332		
Material Aspect : Equal Remuneration for Women and Men				
G4-DMA	Generic Disclosures on Management Approach	332	None	
G4-LA13	Ratio of basic salary and remuneration of women to men by employee category, by significant locations of operation	332	Partially Reported	
Material Aspect : Supplier Assessment for Labor Practices				
G4-DMA	Generic Disclosures on Management Approach	-	None	
G4-LA14	Percentage of new suppliers that were screened using labor practices criteria	-	None	
G4-LA15	Significant actual and potential negative impacts for labor practices in the supply chain and actions taken	-	None	

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
Material Aspect : Labor Practices Grievance Mechanisms				
G4-DMA	Generic Disclosures on Management Approach	332	None	
G4-LA16	Number of grievances about labor practices filed, addressed, and resolved through formal grievance mechanisms	332	None	
Category : Social : Human Rights				
Material Aspect : Investment				
G4-DMA	Generic Disclosures on Management Approach	-	None	
G4-HR1	Total number and percentage of significant investment agreements and contracts that include human rights clauses or that underwent human rights screening	-	All significant contractors are fully complied with the local labor laws	
G4-HR2	Total hours of employee training on human rights policies or procedures concerning aspects of human rights that are relevant to operations, including the percentage of employees trained	-	None	
Material Aspect : Non-discrimination				
G4-DMA	Generic Disclosures on Management Approach	133		
G4-HR3	Total number of incidents of discrimination and corrective actions taken	-	No incidents of discrimination	
Material Aspect : Freedom of Association and Collective Bargaining				
G4-DMA	Generic Disclosures on Management Approach	164		
G4-HR4	Operations and suppliers identified in which the right to exercise freedom of association and collective bargaining may be violated or at significant risk, and measures taken to support these rights	-	No risk or incidents of violation to human rights to exercise freedom of association for negotiation	
Material Aspect : Child Labor				
G4-DMA	Generic Disclosures on Management Approach	163-164		

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
G4-HR5	Operations and suppliers identified as having significant risk for incidents of child labor, and measures taken to contribute to the effective abolition of child labor	-	No risk or incidents of child labor	
Material Aspect : Forced or Compulsory Labor				
G4-DMA	Generic Disclosures on Management Approach	163-164		
G4-HR6	Operations and suppliers identified as having significant risk for incidents of forced or compulsory labor, and measures to contribute to the elimination of all forms of forced or compulsory labor	-	No risk or incidents of forced or compulsory labor	
Material Aspect : Security Practices				
G4-DMA	Generic Disclosures on Management Approach	182-183		
G4-HR7	Percentage of security personnel trained in the organization's human rights policies or procedures that are relevant to operations	182-183		
Material Aspect : Indigenous Rights				
G4-DMA	Generic Disclosures on Management Approach	-	None	
G4-HR8	Total number of incidents of violations involving rights of indigenous peoples and actions taken	-	No incidents of violations rights of indigenous people	
Material Aspect : Assessment				
G4-DMA	Generic Disclosures on Management Approach	-	None	
G4-HR9	Total number and percentage of operations that have been subject to human rights reviews or impact assessments	-	None	
Material Aspect : Supplier Human Rights Assessment				
G4-DMA	Generic Disclosures on Management Approach	-	None	
G4-HR10	Percentage of new suppliers that were screened using human rights criteria	-	None	

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
G4-HR11	Significant actual and potential negative human rights impacts in the supply chain and actions taken	-	None	
Material Aspect : Human Rights Grievance Mechanisms				
G4-DMA	Generic Disclosures on Management Approach	164		
G4-HR12	Number of grievances about human rights impacts filed, addressed, and resolved through formal grievance mechanisms	332	No grievances related to human rights filed	
Category : Social : Society				
Material Aspect : Local Communities				
G4-DMA	Generic Disclosures on Management Approach	140, 167-180		
G4-SO1	Percentage of operations with implemented local community engagement, impact assessments, and development programs	167-180		
G4-SO2	Operations with significant actual and potential negative impacts on local communities	140		
EU22	Number of people physically or economically displaced and compensation, broken down by type of project	-	No impacts that result in displacement of community	
Material Aspect : Anti-corruption				
G4-DMA	Generic Disclosures on Management Approach	130-131		
G4-SO3	Total number and percentage of operations assessed for risks related to corruption and the significant risks identified	-	The information is currently unavailable	
G4-SO4	Communication and training on anti-corruption policies and procedures	-	The information is currently unavailable	
G4-SO5	Confirmed incidents of corruption and actions taken	130-131		

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
Material Aspect : Public policy				
G4-DMA	Generic Disclosures on Management Approach	114, 130-131		
G4-SO6	Total value of political contributions by country and recipient/beneficiary	-	No financial and in-kind contributions made to political parties	
Material Aspect : Anti-competitive Behavior				
G4-DMA	Generic Disclosures on Management Approach	-	None	
G4-SO7	Total number of legal actions for anti-competitive behavior, anti-trust, and monopoly practices and their outcomes	Not Applicable	The type of business is not related to monopoly practices	
Material Aspect : Compliance				
G4-DMA	Generic Disclosures on Management Approach	105, 111-118, 338		
G4-SO8	Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with laws and regulations	-	No incidents of non-compliance with laws	
Material Aspect : Supplier Assessment for Impacts on Society				
G4-DMA	Generic Disclosures on Management Approach	-	None	
G4-SO9	Percentage of new suppliers that were screened using criteria for impacts on society	-	None	
G4-SO10	Significant actual and potential negative impacts on society in the supply chain and actions taken	-	None	
Material Aspect : Grievance Mechanisms for Impacts on Society				
G4-DMA	Generic Disclosures on Management Approach	113		
G4-SO11	Number of grievances about impacts on society filed, addressed, and resolved through formal grievance mechanisms	113	No impacts that result in displacement of community	

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
Category : Social : Product Responsibility				
G4-DMA	Generic Disclosures on Management Approach	112, 134-136, 140-141, 180-181		
Material Aspect : Customer Health and Safety				
G4-PR1	Percentage of significant product and service categories for which health and safety impacts are assessed for improvement	-	None	
G4-PR2	Total number of incidents of non-compliance with regulations and voluntary codes concerning the health and safety impacts of products and services during their life cycle, by type of outcomes	-	No incidents of non-compliance with regulations as regards the safety of power generation	
EU25	Number of injuries and fatalities to the public involving company assets, including legal judgments, settlements and pending legal cases of diseases	-	No incidents leading to injuries among the public and local communities	
EU26	Percentage of population unserved in licensed distribution or service areas	Not Applicable	Distribution of electricity is not beyond EGCO's operation	
EU27	Number of residential disconnections for non-payment, broken down by duration of disconnection and by regulatory regime	Not Applicable	Distribution of electricity is not beyond EGCO's operation	
EU28	Power outage frequency	334-335		
EU29	Average power outage duration	334-335		
EU30	Average plant availability factor by energy source and by regulatory regime	334-335		
Material Aspect : Product and Service Labeling				
G4-DMA	Generic Disclosures on Management Approach	180-181		
G4-PR3	Type of product and service information required by the organization's procedures for product and service information and labeling, and percentage of significant product	180-181		

DMA and Indicators	Standard Disclosures Title	Page Number (or Link)	Reason (s) for Omission (s)	External Assurance
	and service categories subject to such information requirements			
G4-PR4	Total number of incidents of non-compliance with regulations and voluntary codes concerning product and service information and labeling, by type of outcomes	-	None	
G4-PR5	Results of surveys measuring customer satisfaction	-	None	
Material Aspect : Marketing Communications				
G4-DMA	Generic Disclosures on Management Approach	117, 142		
G4-PR6	Sale of banned or disputed products	-	None	
G4-PR7	Total number of incidents of non-compliance with regulations and voluntary codes concerning marketing communications, including advertising, promotion, and sponsorship, by type of outcomes	-	No incidents of non-compliance with regulations as regards provision of information on power generation	
Material Aspect : Customer Privacy				
G4-DMA	Generic Disclosures on Management Approach	111		
G4-PR8	Total number of substantiated complaints regarding breaches of customer privacy and losses of customer data	-	No complaints as regards breaches of customer privacy and losses of customer data	
Material Aspect : Compliance				
G4-DMA	Generic Disclosures on Management Approach	105-118		
G4-PR9	Monetary value of significant fines for non-compliance with laws and regulations concerning the provision and use of products and services	-	No incidents of non-compliance with laws or agreements stated in the contract regarding service provision	

[Glossary]

1. Companies	
AE	Agro Energy Company Limited
BLCP	BLCP Power Limited
Boco Rock	Boco Rock Wind Farm Pty Limited
BV	New Growth B.V.
Chaiyaphum	Chaiyaphum Wind Farm Company Limited
Coop	New Growth Cooperatief U.A.
DGA	Diamond Generating Asia
DGA HK	Diamond Generating Asia, Limited
DGA Thailand	DGA Thailand B.V.
East Water	Eastern Water Resources Development and Management Public Company Limited
EGCO, Company	Electricity Generating Public Company Limited
EGCO BVI	EGCO International (B.V.I.) Limited
EGCO Cogen	EGCO Cogeneration Company Limited
EGCO Green	EGCO Green Energy Company Limited
EGCOM Tara	EGCOM Tara Company Limited
ESCO	EGCO Engineering and Service Company Limited
GCC	Gulf Cogeneration Company Limited
GEC	Gulf Electric Public Company Limited
GEN	Gulf Energy Company Limited
GIDEC	GIDEC Company Limited
GIPP	Gulf IPP Company Limited
GPG	Gulf Power Generation Company Limited
GPS	G-Power Source Company Limited
Group companies, EGCO Group	Electricity Generating Public Company Limited and its subsidiaries and joint venture companies
Gunkul	Gunkul Engineering Public Company Limited
GYG	Gulf Yala Green Company Limited
Kalilayan	Kalilayan Power Holdings Inc.

KEGCO	Khanom Electricity Generating Company Limited
Mauban	Mauban Holdings Company Inc.
MAPCL	Masinloc AES Power Co., Ltd. (Philippines)
Masin-AES	Masin-AES Pte Ltd
Millennium	Millennium Energy B.V.
MME	PT Manambang Muara Enim Company Limited
MPPCL	Masinloc Power Partners Co., Ltd. (Philippines)
NED	Natural Energy Development Company Limited
NED Wind	NED Wind Company Limited
NKCC	Nong Khae Cogeneration Company Limited
North Pole	North Pole Investment Company Limited
NTPC	Nam Theun 2 Power Company Limited
OneEnergy	OneEnergy Thailand Limited
PEPOI	Pearl Energy Philippines Operating Inc.
QMS	Quezon Management Service Inc.
Quezon	Quezon Power (Philippines) Limited Company
Roi-Et Green	Roi-Et Green Company Limited
RYPP	Rayong Power Plant
SBPL	San Buenaventura Power Ltd Co.
SCC	Samutprakarn Cogeneration Company Limited
SK Cogen & TP Cogen	Banpong Utilities Company Limited
Solarco	Solarco Company Limited
SPP 2	SPP Two Company Limited
SPP 3	SPP Three Company Limited
SPP 4	SPP Four Company Limited
SPP 5	SPP Five Company Limited
SPPP	South Pacific Power Pty Limited
SEG	Star Energy Geothermal Pte. Ltd.
TEPCO	Tokyo Electric Power Company
TEPCO International	Tokyo Electric Power Company International B.V.
TEPDIA	TEPDIA Generating B.V.
Theppana	Theppana Wind Farm Company Limited
TJ Cogen	Klongluang Utilities Company Limited
XPCL	Xayaburi Power Company Limited
Yanhee EGCO	Yanhee EGCO Holding Company Limited

2. Government Organizations

EGAT	Electricity Generating Authority of Thailand
EPPO	Energy Policy and Planning Office
ERC	Energy Regulatory Commission
NEPC	National Energy Policy Commission
PEA	Provincial Electricity Authority
PWA	Provincial Waterworks Authority
SEC	Securities and Exchange Commission
SET	Stock Exchange of Thailand

3. Other Institutions

COSO	Committee of Sponsoring Organizations of the Treadway Commission
IOD	Thai Institute of Directors
JBIC	Japan Bank for International Cooperation

4. Technical Terms

Associated Company	<p>A company that:</p> <p>A) Listed company or its subsidiaries hold 20.00% (twenty percent) or more, but not more than 50.00% (fifty percent) of its overall voting stock.</p> <p>B) Listed company or its subsidiary has influence, but not controlling power, over its monetary and operational policies. (The company is not deemed to be a subsidiary or joint venture.)</p> <p>Shareholdings referred to above include those held by related persons.</p>
Controlling Person	<p>A shareholder or person who, through its behavior, can significantly influence the policy, management and operations of a listed company. This is irrespective of the source of its authority: through its rights, contracts, or any others.</p> <p>Specially a “controlling person” includes, but it is not limited to, one who:</p> <p>A) Has direct or indirect voting rights exceeding 25.00% (twenty-five percent) of the total company votes.</p>

	<p>B) Through its behavior, has control over the appointment or removal of company directors.</p> <p>C) Through its behavior, has de facto control or undue influence over policy, controlling those company members authorized to determine management and operational policies.</p> <p>D) Through its behavior, acts or has the power to act in the same manner as the company management. This includes those who hold other positions in the company, but are able to act in the same manner as the company management.</p>
IPP	Independent Power Producer
Major Shareholder	A shareholder, whose shares in a listed company exceeds 10.00% (ten percent) of the listed company's overall voting shares.
PDP	Power Development Plan
SPP	Small Power Producer
Subsidiary Company	<p>A) Listed company holds over 50.00% (fifty percent) of its total voting shares.</p> <p>B) A company referred to in (A) holds over 50.00% (fifty percent) of its total voting shares.</p> <p>C) Is held by another company in a chain of ownership, no matter how many number in the chain, ending with the company referred to in (B) and</p> <p>D) A company that the company referred to in (A), (B), or (C) hold over 50.00% (fifty percent) of its overall voting stock, either directly or indirectly.</p> <p>E) A company that the company referred to in (A), (B), (C) or (D) have controlling power over its monetary and operational policies, and are able direct and gain interest on its activities.</p> <p>The holding of (A), (B), (C), or (D) is included those held by related persons.</p>
VSPP	Very Small Power Producer



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