

RATCH



RATCHABURI
ELECTRICITY GENERATING
HOLDING PCL.



GROWING

To be a leading value-oriented
integrated energy company
in Asia-Pacific

Annual
Report
20
13



Vision

To be a leading value-oriented integrated energy company in Asia-Pacific

Mission

- ✦ To ensure shareholders' value creation by continuously generating superior financial returns
- ✦ To achieve world-class operational excellence and project development
- ✦ To be socially and environmentally responsible, conducting businesses in a fair manner
- ✦ To provide an enjoyable, secure, and motivating work environment
- ✦ To support long-term national energy security and comply to all local regulations

R

✈ Reliability

A

✈ Accountability

T

✈ Trust

C

✈ Challenge

H

✈ Happiness

Core Values

Policies

- Reach full potential of existing portfolio.
- Lead greenfield power projects in established markets.
- Partner to expand generation portfolio in new markets.
- Capture high value along electricity value chain.
- Strengthen organizational capabilities.



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GROUP

With
Commitment





We have strong determination to managing and developing power business to strengthen national energy security and enhance sustainable economic growth.



With

Confidence

Throughout the past 14 years, Ratchaburi Electricity Generating Holding Public Company Limited has enjoyed strong performance while contributing to constant social and community development, thus we have always been trusted by investors.





With

Trust





Ratchaburi Electricity Generating Holding Public Company Limited continues to grow our business and the society. We have initiated and implemented many activities to instill the society and surrounding communities the environmental responsibility and self-sustain living.





Message from the Chairman of the Board of Directors



Dear shareholders and all stakeholders

In 2013, Ratchaburi Electricity Generating Holding Public Company Limited continued to operate its business with strong commitment to achieve its goal in generating income while expanding power generation capacity. This resulted to a very strong performance in the past year as the Company significantly increased income, profit and equity. The total income was Baht 53,494 million while profit was Baht 6,187 million. Equity also increased by 3.36 per cent to Baht 55,539 million.

Such success reflected the effectiveness of Company's strategic direction and plan. The Company's business direction was expanded from local power generation business to overseas investment, considering that business expansion opportunity within the country became limited. New investments are focused on its three core businesses that are electricity generating, renewable energy and other businesses related to electricity generation.

Apart from stable base in Thailand, the Company has firmly established its business and continuously increased production capacity in Lao PDR and Australia. These overseas investments have strengthened the Company's financial position. The initial assets of Baht 36,947 million in 2000 when the Company was established have now increased by approximately 2.41 times to Baht 88,903 million this year. Its market capitalization has also increased from Baht 18,850 million at inception to Baht 71,050 million at present. Considering power generation capacity, the total volume grew by 5,073 MW from 1,470 MW in 2000 to 6,543 MW or 4.45 times.

Considering the more intense competition, the Company finds a great challenge to maintain its leadership in the power generation business. To succeed in this circumstance, the Company has reviewed and adjusted its strategic business plan to drive sustainable growth. In late 2013, the Company prepared a 10-year strategic business plan (2014-2023) through brainstorming sessions among its employees across all levels, from directors to the management and operation level staff members.

The new strategic business plan has been considered and agreed by the Board of Directors. Under this plan, the Company's vision is "to be a leading value-oriented integrated energy company in Asia-Pacific". To materialize the vision, the Company has to optimize current projects' capacity, increase investment in Lao PDR and Australia which are its existing business bases, and will continue to expand its investment in the power business in other countries in ASEAN as well as the Asia-Pacific. The Company will also seek investment opportunities in power generating related businesses, from upstream to downstream, including fuel sourcing for power generating business, distribution system business, power sales business, etc. The plan will be implemented in 2014 and the Company is confident that it will be able to successfully maintain leadership in the power generating business, thanks to its corporate capability and employees' competence as well as strong financial position.

In terms of management and operation, good corporate governance principle and responsibility towards its stakeholders, society and the environment have remained in focus. In 2013, the Company has improved its operation process within sustainable development framework and has started to prepare Corporate Social Responsibility Report according to the Global Reporting Initiative guideline.

Our ability to drive continuous growth throughout these years is a clear testimony for our capability, hard work and contribution from everyone, from the directors to the management and employees. Great support and cooperation from shareholders and stakeholders are also crucial to the achievement we have enjoyed today. On behalf of the Board of Directors, I wish to thank all of you for bringing Ratchaburi Electricity Generating Public Company Limited to this success and strengthening our leadership in the electricity generating business in Thailand.

Sincerely yours,

Mr. Kurujit Nakornthap
Chairman of the Board of Directors



Board of Directors



Mr. Kurujit Nakornthap

- Chairman
(EGAT's Representative Director)
- Investment Committee Chairman



Mr. Soonchai Kumnoonsate

- Director
(EGAT's Representative Director)
- Investment Committee Member



Mr. Pongdith Potchana

- Director
(EGAT's Representative Director and Executive Director)
- Chief Executive Officer
- Secretary to the Board of Directors

**Mr. Trakul Winitnaiyapak**

- Director (EGAT's Representative Director)
- Human Resources and Remuneration Committee Chairman
- Investment Committee Member

Mr. Prachuab Ujjin

- Director (EGAT's Representative Director)
- Investment Committee Member

Mr. Poonsuk Tochanakam

- Director (EGAT's Representative Director)
- Human Resources and Remuneration Committee Member

Mr. Rum Herabat

- Director (EGAT's Representative Director)



Board of Directors



**Captain
Siridech Julpema**

- Independent Director
- Audit Committee Chairman



**Police Lieutenant
General
Thavorn Chanyim**

- Independent Director
- Risk Management Committee Chairman



Mr. Satit Rungkasiri

- Independent Director
- Audit Committee Member



**Miss Piyathida
Praditbatuga**

- Independent Director
- Audit Committee Member



Mr. Songpope Polachan

- Independent Director
- Human Resources and Remuneration Committee Member

Mr. Suwit Kongsangbhak

- Independent Director
- Risk Management Committee Member

Miss Rattana Tripipatkul

- Independent Director
- Audit Committee Member

Mr. Makin Petplai

- Independent Director
- Risk Management Committee Member



Management and Company Secretary





10



11



12



13



14



15

- 1 **Mr. Pongdith Potchana**
Chief Executive Officer
- 2 **Mr. Peerawat Pumthong**
Chief Operating Officer
Secretary to the Investment Committee
- 3 **Mr. Kriengrit Jiajanpong**
Deputy Chief Executive Officer
- 4 **Mr. Wutthichai Tankuranand**
Chief Financial Officer
- 5 **Mr. Somnuk Jindasup**
Senior Executive Vice President
Managing Director, Ratchaburi Electricity
Generating Company Limited
- 6 **Mrs. Sunee Rajatamutha**
Executive Vice President - Finance
- 7 **Mrs. Boontiva Dansamasatid**
Executive Vice President - Corporate
Administration
Acting Vice President - Corporate Secretary
Office and Company Secretary
- 8 **Mr. Prayut Thongsuwan**
Executive Vice President
Managing Director, Solarta Company
Limited
Managing Director,
Ratchaburi Energy Company Limited
- 9 **Mr. Ni-run Wongchanglor**
Executive Vice President
Chief Financial Officer, Xe-Pian Xe-Namnoy
Power Company Limited
- 10 **Mr. Raluke Satayaporn**
Senior Vice President
Acting Executive Vice President -
International Business Development
Managing Director, Sustainable Energy
Corporation Company Limited
- 11 **Mr. Damrong Kheochaum**
Senior Vice President
Acting Executive Vice President -
Domestic Business Development
- 12 **Mrs. Supatra Thongkarn**
Vice President - Head of Treasury Division
- 13 **Mr. Sommai Poosanachakorn**
Vice President - Head of Accounting Division
- 14 **Mrs. Wadeerat Charoencoop**
Vice President - Head of Financial Planning
and Management Division
- 15 **Mr. Pornchai Chomnongdej**
Vice President - Head of Internal Audit Division

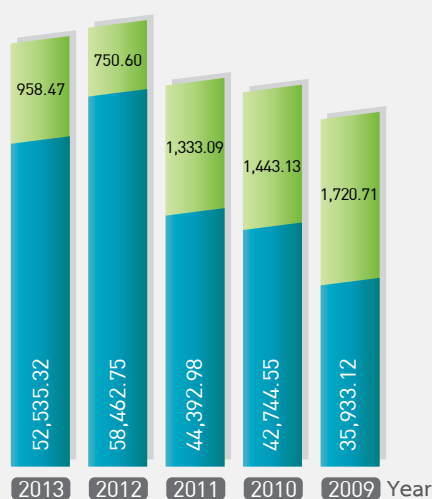


Financial Overview

Ratchaburi Electricity Generating Holding Public Company Limited received income from the production base in Thailand, Lao PDR and Australia of Baht 53,493.79 million in 2013. Total profit was Baht 6,186.85 million. The Total assets as of 31 December 2013 were Baht 88,903.25 million baht. Highlights are as follows:

Total Revenue

Million baht



■ Income from the Company and subsidiaries
■ Profit share from investment in jointly-controlled and associated businesses

Profit

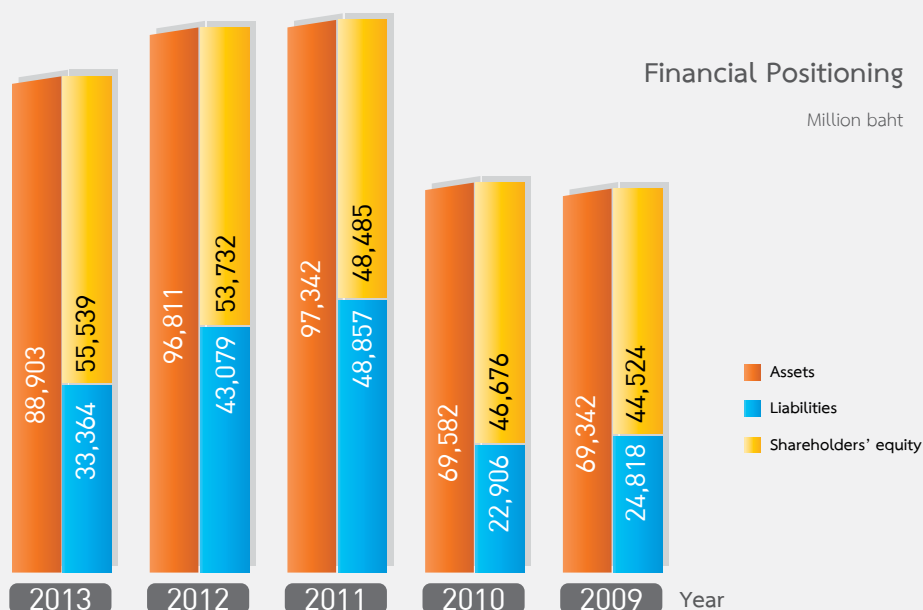
Million baht



■ Profits of the Company and subsidiaries
■ Profit share from investment in jointly-controlled and associated businesses

Financial Positioning

Million baht



■ Assets
■ Liabilities
■ Shareholders' equity



Financial Overview		2013	2012	2011	2010	2009
Profit and Loss Statement (Million baht)						
Total revenue*		53,493.79	59,213.35	45,726.07	44,187.68	37,653.83
Earning before interest, tax, depreciation and amortization (EBITDA)		12,878.95	15,118.11	11,818.93	9,916.30	11,285.96
The Company's profit		6,186.85	7,726.27	4,849.35	5,225.91	6,739.60
Statement of Financial Position (Million baht)						
Assets		88,903.25	96,810.76	97,341.84	69,581.82	69,341.82
Liabilities		33,364.39	43,079.11	48,857.36	22,905.51	24,817.69
Shareholders' equity		55,538.86	53,731.65	48,484.48	46,676.31	44,524.13
Ordinary Share Information						
Book value per share (Baht)		37.72	36.53	33.05	32.16	30.71
Earnings per share (Baht)		4.27	5.33	3.34	3.60	4.65
Dividend per share (Baht)		2.27	2.27	2.25	2.25	2.25
Dividend payout (%)		53.20	42.60	67.28	62.43	48.41
Share price at the end of accounting period (Baht)		49.00	59.75	44.00	38.25	35.25
Financial Ratios						
Liquidity ratio (time)		0.91	1.38	1.49	1.99	2.41
Net profit ratio (%)		11.56	13.40	10.35	11.82	17.90
Return on equity (%)		11.49	15.32	10.26	11.47	15.77
Return on assets (%)		6.66	8.18	5.67	7.52	9.70
EBITDA return on assets (%)		13.87	15.57	14.16	14.28	16.24
Debt to equity ratio (time)		0.24	0.33	0.53	0.06	0.17

* Remark: not include profit from exchange rate



Operational Performance and Significant Changes and Development



Ratchaburi Power Plant

2013 Operational Performance

In 2013, Ratchaburi Electricity Generating Public Company Limited (the Company) continued its commitment to managing and adopting comprehensive business development strategy in order to achieve the goal of being a leading value-oriented integrated energy company in Asia-Pacific. Its strong and sustainable business is critical to national and regional energy security and overall economic position. The Company has enhanced its existing business potential, sought new potential market in order to maintain its leadership in power plant investment, cooperated with business partners in expanding investment into new markets, and continuously added value to the power generating industry through investment in related business.

These major business activities have enabled the Company to succeed in electricity generating and related businesses which cover four investment groups which are IPPs and SPPs in Thailand, Renewable Projects in Thailand, International Projects and Related Business.

At present, the Company's attribution installed capacity in power plants that have already been commercially operated as well as those under construction and development totals 6,542.52 MW. Its profit in 2013 was Bath 6,187 million. Major operational highlights are as follows:

IPPs and SPPs in Thailand

Commercially Operating Power Plants

1. Ratchaburi Power Plant, Ratchaburi Electricity Generating Company Limited

Ratchaburi Electricity Generating Company Limited received credit rating of AA+ for its corporate and unsecured debentures and two social responsibility awards from the Department of Industrial Works, namely CSR-DIW Continuous Awards 2013 and CSR-DIW Advance Award Level 4 2013. The latter two awards are testimony for the receivers' continuous social responsibility and green culture. It also received Ratsadakornpipat Award (Taxpayer Recognition Award) for the second consecutive year. This award is given to outstanding tax payers who are good corporate citizens and make significant contribution to the betterment of the nation as well as being a role model in tax payment under good corporate governance principle.

In terms of safety management and labor relations, the Company has received OHSAS 18001:2007 certification renewal, confirming its commitment to occupational safety and reducing possible risks that may affect work process. The certification was assessed and renewed by Det Norske Veritas (Thailand) Company Limited. It also received Outstanding Business Operator Award – Labor Relationship and Welfare from the Ministry of Labor for the sixth consecutive year (2008-2013) and Drug Prevention and Suppression in Organization from the Department of Labor Protection and Welfare.

2. Tri Energy Power Plant, Tri Energy Company Limited

The power plant achieved 1.6 million Safety Man-hours on 31 March 2013 with zero loss time injury. It was also successful in shifting its electricity production to using reserved fuel during natural gas shortage. This has significantly strengthened the nation's power security. It also received the Thailand National Safety Award from the Ministry of Labor on 6 July 2013 and successfully passed the 2013 annual audit for ISO 9001:2008 and ISO 14001:2004 standard implementation. The standards have been certified since 2002 and 2003 respectively.

3. Ratchaburi Power's Power Plant, Ratchaburi Power Company Limited

Since late 2012, Ratchaburi Power Plant has completed operation hours as agreed under power purchase agreement with EGAT. It, therefore, had the first major overhaul scheduled maintenance of OEM supplies for its Combined Cycle Power Plant Unit 1 in late 2013. The Company's technicians worked with the producer of gas turbines in improving the gas turbine combustion control system during low electricity demand. As a result, the overall power plant efficiency was higher than the previous control system provided by the producer. A test and assessment of such improvement will be conducted in 2014.



Ratchaburi Power's Power Plant



Solar Power's Power Plant

Ratchaburi Power Plant successfully maintained its high standard of environmental management under ISO 14001 and standard of occupational health and safety under OHSAS 18001: TIS18001. The power plant efficiently keeps its impact on the environment below the level allowed by such international standards and achieved 1,740,000 safety man-hours without lost time injury accident. It is expected that it will achieve 2 million safety man-hours in early 2014.

4. PTO-A Power Plant, Ratchaburi Energy Company Limited

The power plant has already passed ISO 9001:2008 Surveillance Audit for the year 2013 since 28 February 2013. The power plant has been certified since 2011

5. Sao Thian Power Plant, Ratchaburi Energy Company Limited

Sao Thian Power Plant is awaiting for the certification of ISO9001:2008 which will be proceeded in 2014.

Projects Under Construction and Development

1. SPPs Projects, Ratchaburi World Cogeneration Company Limited

Is in the process of finding engineering, procurement and construction (EPC) contractor for the electricity distribution system and steam pipeline system for industrial customers, power plant construction and natural gas pipeline construction.

2. Small Power Producer (SPP) Project: Nava Nakorn Electricity Generating Company Limited

Is under the process of selecting contractors for design, supply and construction of power plant as well as preparation of Environment Impact Assessment of natural gas distribution pipeline connecting to the project.

Renewable Projects In Thailand

Commercially Operating Power Plants

1. Solar Power Plants

In 2013, the solar power plants under Solar Power (Korat 3) Company Limited, Solar Power (Korat 4) Company Limited and Solar Power (Korat 7) Company Limited have smoothly been operated and when the construction was completed in 2012 they have been able to distributed full electricity as required under the power purchase agreement.

2. Huay Bong 3 and Huay Bong 2 Wind-Turbine Power Projects

The Huay Bong 3 Wind Turbine Power Project by First Korat Company Limited, and Huay Bong 2 Wind Turbine Power Project by K.R. Two Company Limited have began commercial operations and distributed electricity according to the power purchase agreements with EGAT, starting from 14 November 2012 and 8 February 2013 respectively.

3. Solar Power Plant, Solarta Company Limited

All 8 projects have been operating commercially since 2012. Located in Phra Nakhon Sri Ayutthaya, Nakhon Pathom and Supanburi provinces, all the power plants have introduced the ISO 9001 standard in its operations to increase work efficiency. They are registered as Clean Development Mechanism (CDM) projects under the United Nations Framework Convention on Climate Change (UNFCCC) and reduce carbon dioxide emission by 35,000 tons per year. CDM projects have been continually improved in order to achieve the Gold Standard CDM, the world's highest carbon credit quality at the moment.

Projects Under Construction and Development

1. Biomass Power Plant, Songkhla Biomass Company Limited

The project is under construction. It has good progress in terms of permissions related to the construction and electricity generating with four permissions granted. It has also received a permission to operate manufacturing plant (Ror Ngor 4), signed an agreement on energy purchase with woods sellers.

2. Khao Kor Wind Farm Project, Khao Khor Wind Power Company Limited

Khao Kor Wind Farm Project is in construction and wind turbine installation preparation. The project has continuously conducted community relations activities in cooperation of local administration and organizations as well as Petchaboon province as part of relationship and local community participation

enhancement strategy. Such relationship will also promotes other related works, including permission for various works related to the project development and negotiation with financial institutions on seeking and securing loans.

Thanks to continuous operations of alternative energy power plants, using various sources like solar power, wind power and biomass, the Company has made impressive achievement and created added value to the society. It has successfully reduced carbon dioxide emission according to its attribution installed capacity totaling 127,770 tons per year from solar power plants by Solar Power Company Limited and Solarta Company Limited, Huay Bong 2 and Huay Bong 3 Wind Turbine Power Projects, Khao Kor Wind Farm Project and Songkhla Biomass Power Plant. The Company can efficiently support the Government's policy on promoting the electricity generation from renewable energy as part of its attempt to reduce impact on the environment.



Huay Bong 3 Wind-Turbine Power Project



International Projects

Commercially Operating Power Plants

1. Nam Ngum 2 Hydroelectric Power Plant, Nam Ngum 2 Power Company Limited

The initial operation date is March 2011 and commercial operation date is January 2013 according to the Power Purchase Agreement with EGAT. The plant's operations and maintenance is handled by RATCH-Lao Services Company Limited. In 2013, the plant successfully achieved the electricity generating target and increase income from Excess Energy by 150 gigawatt-hour. The Company also received the International Milestone Rockfill Dam Projects Award - Concrete Face Rockfill Dam from the Chincold Hydro Power 2013, the People's Republic of China.

2. Power Plants, RATCH-Australia Corporation Limited

The Company increased shareholding portion to 80% and closely monitored its operational performance. Major operational successes are negotiations on carbon tax compensation expense, transfer of Carbon Tax expenses and responsibility to electricity buyer, refinance to reduce expenses related to loans which have already been completed.

The construction of a new power plant in Collinsville and new wind turbine power plant has already received Development Approval (DA). The company currently calls bid for contractors.

Projects Under Construction and Development

1. Hongsa Thermal Power Plant Project, Hongsa Power Company Limited

The project is under construction with 79% progress in EPC work, power plant construction, high voltage transmission system and station construction works, open pit for coal mine and mining equipment supplies.

2. Xe-Pian Xe-Namnoy Hydroelectric Power Project, Xe-Pian Xe-Namnoy Power Company Limited

Already signed power purchase agreement with EGAT, concession agreement with Lao PDR government and financial agreements with 4 Thai financial institutions. The project is under pre-construction works.

Hongsa Thermal Power Plant Project



Related Business

Power Plant Operations and Maintenance Service

RATCH-Lao Services Company Limited

The Company has ensured that the operations and maintenance services provided to Nam Ngum 2 Power Plant and electricity distribution to EGAT's system under the power purchase agreement were efficient. It has also secured good understanding and relationship with related government agencies in Lao PDR in order to move forward the business and create new opportunities for electricity generation and related business expansion.

RATCH-Lao Services Company Limited also entered into Personnel Providing Service for EGAT's Operation and Maintenance of Hongsa Mine Mount Power Project with EGAT.

Gas Turbine Maintenance Facility Business

EGAT Diamond Service Company Limited

EGAT Diamond Service Company Limited renovated and improved the parts of the plant affected by the 2011 flood while enhancing its capability to maintain and fix blade and vane. It has also received a major international certification, ISO 9001: 2008, from Mitsubishi Heavy Industries for blade and vane maintenance.

Management of the Company's Affiliates and Joint Ventures

The Company appointed its directors and executives to be the directors and executives of the businesses in which it has invested and jointly invested both during the construction and after commercial operations begins. This is to ensure that the subsidiaries and affiliates operate in the same direction and support the Company's investment policy.

Financial management

The Company has taken the following actions to ensure that financial management result in appropriate financial costs.

1. Managing loans between companies within the group: The Company provided loans in different currencies, such as US dollars, Australian dollars and Thai baht, for affiliates and joint venture to invest in various projects. This enables the Company to manage and optimize cash balance and reduce the Group's cost related to loans granted to affiliates and joint ventures.



2. Preparing short-term facilities and trade finance facilities: The Company worked with domestic and international financial institutions to arrange Baht 10,000 million facilities. This amount is sufficient to support its affiliates and joint ventures' business operations, and for bid securities and performance securities in bidding and guarantee for different contracts. This allowed the Company to take immediate response to request, ensure low fee and become more competitive.

3. Seeking capital and managing finance of projects, such as SPP by Ratchaburi WorldCogeneration Company Limited, SPP by Nava Nakorn Electricity Generating Company Limited, Xe-Pian Xe-Namnoy Hydroelectric Power Project, Songkhla Biomass Power



Plant Project and Khao Kor Wind Farm Project.

4. Managing cash balance within the short-term and long-term investment framework for the best benefits. Average return on investment in 2013 was 3.194 per cent, which is higher than reference ROI (at 1.070 per cent average ROI).

5. Improving investment structure of the Group for maximum efficiency in capital management and sourcing and tax management that supports the Group's investment policy for different businesses – electricity generation, renewable energy and foreign investment as well as monitoring of international tax laws especially in the countries that the Company is interested in making investment. The information will be used for consideration and supporting investment decision and for the best benefit of projects in other countries.



Organizational Management

1. Human resource management

Amidst intense competition in the energy industry and with severe shortage of human resource with high skill and experience in the industry, the Company has to adjust its human resource management activity to motivate and maintain talents with skills, experience and expertise within the organization. The Company hired a consultant to study and propose remuneration structure improvement in order to keep the Company's competitiveness in the labor market by comparing its remuneration against local leading companies in the

same industry. The study also compared benefits and incentives of employees with those of external organizations for improvement.

To support the Company's investment policy with focus on extending overseas investment, the Company has included human resource as an integral part of annual corporate performance and employee appraisal. In addition, human resource development programs are designed to prepare its employees for posting in overseas target investment countries. Under the development programs, the Company provides both technical skill and knowledge training as well as local environment, culture and tradition of the destination country to ensure that the employees are fully prepared.

The Company has implemented human resource development measures in parallel to human resource management system, including recruitment, hiring, internal communication, shared value that will leads to the right organizational culture that support the Company's vision and mission. This has enabled the Company's human resource to become a critical mechanism in driving corporate competitiveness and enable the Company to achieve its goals and objectives in the long run.

2. The Company's Office Management

The Company has relocated its office to 8/8 Moo 2, Ngamwongwan Road, Bang Khen, Muang District, Nonthaburi since 12 December 2012. The office has been managed based on its responsibility towards all stakeholders, including employees, tenants, users and concerned government office, etc. It strictly complies with legal requirement and related standards, such as environment and building use laws.

In 2013, the Company formulated policy on Safety, Health and Work Environment Committee structure with consideration on good practice on safety, health and environment for all who use and visit the building. Representatives from all business lines have been encouraged to participate in brainstorming, engaging

and taking responsibility toward the benefit and well being of employees and visitors. Regular checkup has been implemented to ensure that the building is always in good condition and safe. The Company has participated in various safety programs arranged by the government sector, such as the “Drinkable Tap Water” Project by Metropolitan Waterworks Authority which focuses on maintaining good quality and hygiene of tap water in buildings for users’ health. As a result, the Company received a certification for clean tap water on 27 June 2013. The Company also participates in the “Anti Drug in Office” Program by the Department of Labor Protection and Welfare under the Ministry of Labour and expects to be certified within 2014.



Energy saving in the office is another focal area. The Company has campaigned for less electricity and water consumption, which resulted in 30 per cent saving on energy used. The Company participated in the “Energy Efficiency Improvement in Office” Program launched by the Metropolitan Electricity Authority. Its success has earned the Company’s the “Energy Saving Building” emblem and a Level 1 Certification in 2013. The Company will receive the award in early 2014. It will continue to study and introduce the next phase of energy saving measures, which are integrated in the 2014 strategic plan, and participate in the Department of Alternative Energy Development and Efficiency’s energy saving building program.

3. Social and Environmental Responsibility

In 2013, the Company operates under the goal and principle to create sustainable growth by emphasizing on 3 aspects which are economic aspect, social aspect and environmental aspect.

Economic Aspect

The Company plans to invest in electricity generating business, renewable energy business and business relating to electricity generation to increase the Company’s income. At the same time, the Company values the maintenance of power plants’ efficiency to meet with electricity demands and to continually support social and economical development of the country. The Company especially focuses on three power plants which are located in Ratchaburi province, namely Ratchaburi Power Plant, the Company’s main power plant with 3,644 MW installed capacity; Tri Energy Power Plant with 700 installed capacity and Ratchaburi Power’s Power Plant with 1,400 MW installed capacity.

These three power plants are significant electricity source of the country with 5,745 MW total installed capacity. In the previous year, these three power plants played significant role in ensuring Thailand’s electric system stability when Yanada and Yetagun gas field in Myanmar had unplanned maintenance in April and December, which were the time when electricity demands from all sectors were high. If these power plants had not been able to generate electricity due to fuel shortage at the time, there could have been adverse effects on social and economical development of the country.





However, since the aforementioned power plants of the Company's were designed to use the technology that switch between 2 types of fuel to prevent the fuel shortage risk, the three power plants were able to switch their fuel type from natural gas, which is the main fuel type, to use oil to generate electricity. They also delayed their planned maintenance to ensure that the system had enough capacity to meet the country's demand.

Furthermore, these three power plants always ensure that they can operate at their maximum capacity. They have passed Electricity Generating Authority of Thailand (EGAT) operation standards for oil-fired power generation, as well as reserved enough oil supply for operation.

Such performance was beneficial to Thailand's society and economy. It also showcased the Company's excellence in operations, as the Company could manage and maintained electricity generation capacity under an unusual circumstance. In addition, it emphasized the Company's commitment to creating its own sustainable growth together with contributing to Thailand's power system stability as electricity is a fundamental utility for the social and economical development of the country.

In 2013, the Company paid income tax in the amount of Baht 1,199.89 million. Ratchaburi Power Plant, the Company's main power plant, also paid Baht 140.94 million contribution to the Power Development Fund in accordance with Energy Industry Act 2007, which significantly drives economical development in local community and society.

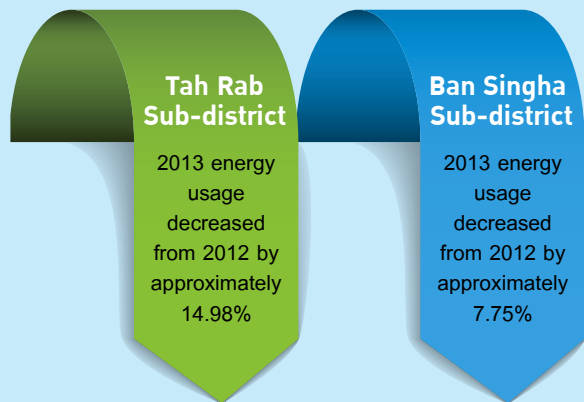
Social Aspect

In the previous year, the Company continued to operate under good corporate governance principle, which focuses on fairness and transparency. It treated all stakeholders fairly and equally, and also looked after the community and society to ensure that the Company can operate smoothly and is recognized by all related stakeholders.

Regarding community and society care, the Company focused on community participation. In project development process, the Company gave opportunities to local community to express its opinions and recommendations to the project. As a result, the Company is accepted by the community and can develop a project that would be beneficial to the overall society of the country.

In 2013, the Company campaigned to raise awareness on energy conserving. It educated local communities and society regarding global warming effects and created community energy development plan. It aimed to reduce production that creates carbon dioxide, which is one source of global warming. The Company has run this campaign since 2011. So far, there are 1,322 juveniles and community leaders who were given such lesson. Tah Rab Sub-district, Muang District and Ban Singha Sub-district, Potaram District, Ratchaburi Province have created their community energy plan with the help of the Company and Ratchaburi Provincial Energy Office. There are 172 households that are in the pilot project to change energy usage behavior to use community energy technology such as switching to using energy-saving light bulbs, developing biogas to replace LPG

and developing solar oven to dry food and product. The data collected from the pilot households shows that the use of LPG, charcoal, firewood and electricity has significantly reduced.



Furthermore, the community energy development plan also has co-benefit with society and community. Community Energy Development Volunteer Network of Tah Rab Sub-district and Ban Singha Sub-district have exchanged ideas and knowledge as well as discuss about obstacles to the plan in order to revise their community energy plan. They also expand the idea of community energy development to Community's Forest, Ratchaburi Province, which also see the benefit of energy conservation. Community Energy Development Volunteer Network of Tah Rab Sub-district and Ban Singha Sub-district as well as pilot households in 2012 have shared their experience with the Community's Forest so that each community could develop their own plan to effectively manage their energy usage.

Environmental Aspect

In 2013, the Company continued to pay attention to carbon dioxide management to reduce climate change. All of the Company's power plants saw the importance of international environmental management standard, ISO 14001 to ensure that all pollutant from fuel combustion for electricity generation was within legal acceptable level (able to degrade naturally without any harm to any life and environment.) Under strict operation, all power plants were able to control and manage their environment quality to be better than the standard.

More importantly, all power plants have an energy-saving campaign to reduce electricity generation that would create pollutant from fuel combustion. Ratchaburi Power Plant, the Company's main power plant, have had energy-saving project since 2005 and so far it has reduced electricity usage by 67,259,65 kilowatt-hour which could be calculated as 34,490 ton of carbon dioxide unreleased to the atmosphere.

Other than that, the Company increased its investment in renewable energy projects as renewable energy is clean does not create carbon dioxide which has adverse effects to the environment, helps reduce global warming effects, and most importantly, never runs out. The use of renewable energy also helps to conserve fossil fuel. The Company increases its goal for renewable projects from 200 MW to 500 MW. In 2013, the Company had total 156.45 MW installed capacity in Thailand and other countries which can reduce carbon dioxide by 230,855 ton per year.

The Company valued renewable energy projects and classify it as one of the Company's main businesses. This does not only response to the Company's economical growth target, but it also contributes to the Company's goal for carbon dioxide management. The Company plans to invest in more renewable energy projects in Thailand and other countries in the future.

In the regard of performance outside of operational process, the Company commits to supporting and promoting forest conservation in order to maintain natural source of carbon dioxide reduction. The Company, in co-operation with Department of Forestry, held Love the Forest and Community Program for 6th consecutive years to promote communities' participation in forest conservation, following the Department of Forestry's guideline for community's forest. Community's forest is the Department of Forestry's strategy to conserve area for the country's forest to remain at least 40 per cent of all land. Love Forest and Community Program has had various activities, covering 109,792.16 rai, which has capability to store carbon dioxide by the amount



of 219,584.33 ton/rai/year. The program also ensures that the 109,792.16 rai of forest area will continue to be in perfect condition and remain as the source of food and water for the community that strongly conserves such forest.

The investors can study further details on the Company's social and environmental responsibilities in Sustainability Report 2013, which is published separately from Annual Report 2013 and publicized on the Company's website (www.ratch.co.th).

Significant Changes and Development

In 2013, Ratchaburi Electricity Generating Holdings Public Company Limited revised its investment structure to support sustainable growth and future expansion under its 10-year strategic plan (2014-2023). It has adjusted the Company's Group's generating capacity increase goal to 9,700 MW in 2023 (from earlier 7,800 MW by 2016) and shifted its focus to overseas investment, such as member countries of ASEAN Economic Community (AEC) and Australia, and sought opportunities for additional investment in the country through new project development and acquisition. Limited resource will be optimized to create the highest possible value to shareholders and stakeholders.

Strategic business plan has been revised in which investment direction has been clearly stated. As a result, the Company has achieved greater management efficiency, especially in terms of finance. Future investment will be more flexible. At the same time, fund mobilizing capability is enhanced in order to effectively maintain an appropriate level of financial cost and efficient management as well as create a good balance between return on investment and manageable risks. The Company has sought opportunities to make overseas investment in order to keep sustainable future business growth according to the value-focused strategy development aiming at increasing confidence among shareholders and investors. Its investment structure comprises 4 groups

as follows:

1. IPPs and SPPs in Thailand, including Ratchaburi Power Plant, Ratchaburi Power's Power Plant, Tri Energy Power Plant, PTO-A Power Plant, Sao Thian Power Plant, Ratchaburi World Cogeneration Company Limited's SPP projects and Nava Nakorn Electricity Generating Company Limited's SPP projects.

2. Renewable Projects in Thailand, including Solarta Company Limited's solar power plants, solar power plants of Solar Power (Korat 3) Company Limited, Solar Power (Korat 4) Company Limited, and Solar Power (Korat 7) Company Limited, Huay Bong 2 and Huay Bong 3 Wind Farms, Songkhla Biomass Power Plant and Khao Kor Wind Farm.

3. International Projects including Nam Ngum 2 Hydroelectric Power Project in Lao PDR, Xe-Pian Xe-Namnoy Hydroelectric Power Project in Lao PDR and power plants in Australia as invested by RATCH-Australia Corporation Limited.

4. Related Business comprises operation and maintenance service business, coal mine, gas turbine maintenance facility business and other investment.

Investment in the four groups is made through the Company's subsidiaries namely Ratchaburi Electricity Generating Company Limited, Ratchaburi Energy Company Limited and RH International Corporation respectively. Assets portfolio has been reviewed based on the new investment structure. Invested assets have been transferred to the three subsidiaries. Firstly, the Company sold 16,080,000 million shares, representing 40 per cent of the total shares, in Nava Nakorn Electricity Generating Company Limited to Ratchaburi Electricity Generating Company Limited at 10 baht according to the paid registered capital price, totaling Baht 160.80 million, on 4 December 2013. The Company then sold 100,000,000 shares, representing 40 per cent of the total shares, in Ratchaburi World Cogeneration Company Limited to Ratchaburi Electricity Generating Company Limited at

10 baht per according to the paid registered capital price, totaling Baht 500 million, on 16 January 2014. Both actions were for the purpose of investment management and in accordance with the Company's Group's new investment structure.

Other significant changes are as follows:

On 14 January 2013, Ratchaburi Electricity Generating Company Limited, a wholly owned subsidiary, registered the establishment of four subsidiaries, namely Ban Bueng Power Company Limited, Eastern IPP Company Limited, Eastern Power Generation Company Limited and Ayudhya Power Company Limited, as part of a preparation to participate in an IPP bid. The Company later decided not to participate in the bidding. The Company's Board of Directors and Ratchaburi Electricity Generating Company Limited therefore resolved to liquidate the subsidiaries and proceed with liquidation, which is now under process.

On 6 February 2013, Ratchaburi Energy Company Limited, in which the Company holds 99.99 per cent shares, sold 208,000 shares, representing 26 per cent of the total shares, in Sukhothai Energy Company Limited at Baht 100 per share according to the registered capital price, totaling Baht 20.80 million to Sunrise Energy Company, which is an existing shareholder.

On 17 April 2013, the Company approved a plan to increase registered capital in RH International Corporation Company Limited ("RHIC") by Baht 2,600 million by issuing 260 million new ordinary shares at Baht 10 par value. This brings RHIC's registered capital to Baht 7,000 million, which will support RATCH-Australia Corporation Limited's financial restructuring for the best benefit of the Company.

On 28 May 2013, Ratch Udom Power Company Limited, a 100-per-cent owned by the Company, registered liquidation to the Department of Business Development, Ministry of Commerce, and is under liquidation process. Such action is aimed at increasing

the Company's flexibility in management and reducing document and administrative expenses. Liquidation of Ratch Udom Power Company Limited does not have impact on the Company's operation.

On 23 December 2013, Chubu Ratchaburi Electric Services Company Limited registered with the Department of Business Development to lower its registered capital from Baht 40 million to Baht 20 million. The number of ordinary shares remained at 400,000 shares with lower ordinary share price from Baht 100 to Baht 50 for the benefit of financial management. Chubu Ratchaburi Electric Services Company Limited is a joint venture in which the Company and Chubu Electric Power (Thailand) Company Limited holds 50 per cent each and provides power plant operations and maintenance service to Ratchaburi Power's Power Plant.

On 28 January 2014, Ratchaburi Gas Company Limited, the Company's 99.99-per-cent owned subsidiary, purchased 17,119,000 shares of Tri Energy Company Limited, representing 50 per cent of the total shares of Tri Energy Company Limited, from the previous shareholder, totaling USD 21,323,495. As a result, the Company holds 99.99 per cent shares of Tri Energy Company Limited through Ratchaburi Gas Company Limited.

The Company wrote off project development cost of Nam Ngum 3 Hydroelectric Power Project, Nam Ngum 3 Power Company Limited, whose 25 per cent shares are owned by the Company, as development expenses of the fiscal year 2013 by the amount of Baht 315 million since the Project Development Agreement of the Nam Ngum 3 Hydroelectric Power Project expired and was not renewed by Ministry of Planning and Investment of Lao PDR due to the change in Lao PDR's the power development plan.



Awards and Recognition



Ratchaburi Electricity Generating Holding Public Company Limited has been committed to managing and developing its business to ensure trust and confidence among shareholders and all stakeholders. It is on the way to becoming a leading value-oriented integrated energy company in Asia-Pacific and an organization that cares and is responsible for the environment and society in a sustainable way. To achieve these, the Company strictly operates its business by adhering to the good governance principle and business ethics as well as relentlessly promotes and improves operations towards excellence and international standard. As a result, the Group has been given many important awards and recognition that clearly reflect its success as follows:

1. Ratchaburi Electricity Generating Holding Public Company Limited

- ✦ TRIS Rating has improved the Company's corporate rating from "AA" to "AA+" with "Stable" outlook. This reflects confidence in the Company's future success in investment expansion, new power plant project initiatives, diversity of types of

power plants, investment expansion of power plant projects and related businesses in and outside Thailand, which strengthens the Company's leading position among the country's largest private power producer.

- ✦ Standard & Poors (S&P) has maintained the Company's credit rating at "BBB" with "Stable" outlook.
- ✦ Moody's Investors Service (Moody's) has maintained the Company's credit rating at "Baa1" with "Stable" outlook.
- ✦ Received the Sustainability Report Award 2013 in "Outstanding" category from the Securities and Exchange Commission (SEC), Thai Listed Companies Association, CSR Club and Thaipat Institute. The objective of the award is to encourage listed companies to distribute information about environment, social and governance (ESG) activities. Key criteria for award decision includes three major factors – Completeness of the report, covering essence, consideration on all stakeholders, strategies, and corporate

context; Credibility covering operational process, consideration of all stakeholders, governance, performance and audit; and Communication including presentation, consideration of all stakeholders and structure of the report.

- ✦ The Company was assessed as the “Best Investor Relations” for the year 2013 in listed company with over 50,000-million-baht market capital category, with 92.26 per cent scoring.
- ✦ The Company was scored 93 per cent in the Corporate Governance Report of Thai Listed Companies 2013, which is higher than the average scoring of 78 per cent of all 526 companies surveyed.
- ✦ The Company received “Excellent” rating with 100 full score for the 5th consecutive year from the AGM assessment in 2013 organized by the Association of Thai Investors.



- ✦ RATCH Building, the Company’s new head office on Ngamwongwan Road, was granted the “MEA Energy Saving Building Emblem” by the Metropolitan Electricity Authority, aiming at educating and raising awareness of building owners on the importance of energy saving and encouraging them to adopt and enhance energy saving efficiency. Buildings that have implemented such measures and pass MEA Index, which is a ratio between actual and target electricity consumption, will be granted such emblem.

2. Ratchaburi Electricity Generating Company Limited (RG)

- ✦ TRIS Rating has improved the RG’s corporate and unsecured debenture credit rating from “AA” to “AA+” with “Stable” outlook, reflecting its ability to operate power plant better than expected, confidence in the power plants with strong fundamentals, state-of-the-art technology, long experience in operating power plants with high recognition and strong cash flow.
- ✦ RG received CSR-DIW Continuous Awards 2013 and CSR-DIW Advance Award Level 4 2013 from the Department of Industrial Works for its outstanding social responsibility performance. These awards are granted in recognition of entrepreneurs who have strong commitment to social responsibility and green culture.
- ✦ RG was granted OHSAS 18001:2007 certification renewal from Det Norske Veritas (Thailand) Company Limited who conducts surveillance and issues certification in recognition of entrepreneur’s awareness and commitment to occupational health and safety and to reducing risk in all work process.
- ✦ RG received Excellent in Labor Relations and Welfare Award 2013 from the Ministry of Labour for the 6th consecutive year.
- ✦ RG received Ratsadakornpipat Award (Taxpayer Recognition Award 2013) for the second consecutive year. The award is granted to a tax payer that has demonstrated its ability to be a good citizen, made good contribution to the country and be a role model for others in terms of instilling tax paying responsibility and inspiring others to pay tax according to the good governance principle.



Nature of Business

Ratchaburi Electricity Generating Holding Public Company Limited is Thailand's largest private electricity producer that is committed to supporting the country's energy security. To be a leading value-oriented integrated energy company in Asia-Pacific, it at the same time focuses on responsibility towards the society, community, environment and all stakeholders enabling them to become sustainably independent. Operating as a holding company, the Company holds stakes in subsidiaries, affiliates and joint ventures in electricity generating, renewable energy and related businesses in and outside Thailand. Its major source of income is dividend derived from its investment portion, which is in accordance to the Company's policy and business goals.

At present, the Company's attribution generating capacity totaled 6,542.52 MW. This comprised 5,858.58 MW of electricity for domestic use or 14 per cent of the country's total generating capacity and with EGAT as the major buyer. The other 683.94 MW is sold to the country where the power plants are located, such as Lao PDR and Australia.

The Company classifies its investment structure as follows:

1. IPPs and SPPs in Thailand.

The Company recognizes the importance of securing stability and strength of electricity system which is a crucial infrastructure that drives economic and social development for Thailand and the region. It therefore continues to be committed to producing electricity by ensuring a wide variety of fuel used, ranging from natural gas to coal and water, in order to maintain natural balance and energy security in all aspects.



2. Renewable Projects in Thailand

The Company has a policy and intention to reduce use of natural source of fuel and impact from the Global Warming. Environmental responsibility, similar to business expansion, is one of the Company's most important tasks. It fully supports the government's policy to promote renewable energy by seeking renewable energy sources, such as solar, wind and biomass, for electricity generation.

3. International Projects

The Company has a target to be a leader in electricity generating project development covering its current assets and the extension to new market in ASEAN and Asia Pacific that will lead to strong and sustainable success.

4. Related Business

One of the Company's policies is to increase competitiveness and return on investment to stakeholders by setting clear goals on investment in related business such as power plant operation and maintenance, coal mining and gas turbine maintenance services and other investing capital.

IPPs and SPPs in Thailand

No.	Project/Power Plant	Installed Capacity (MW)	Shareholding (%)	Attribution Installed Capacity (MW)	Nature of Business
1	Ratchaburi Power Plant ⁽¹⁾ Ratchaburi Electricity Generating Company Limited	3,645.00	99.99	3,645.00	Power generation - IPP
2	Tri Energy Power Plant ⁽¹⁾ Tri Energy Company Limited	700.00	99.99	700.00	Power generation - IPP
3	Ratchaburi Power's Power Plant ⁽¹⁾ Ratchaburi Power Company Limited	1,400.00	25.00	350.00	Power generation - IPP
4	PTO-A Power Plant ⁽¹⁾ Ratchaburi Energy Company Limited	2.65	99.99	2.65	Power generation - VSPP
5	Sao Thain-A Power Plant ⁽¹⁾ Ratchaburi Energy Company Limited	3.60	99.99	3.60	Power generation - VSPP
6	SPP Projects ⁽²⁾ Ratchaburi World Cogeneration Company Limited	210.00	40.00	84.00	Power generation - SPP
7	SPP Projects ⁽²⁾ Nava Nakorn Electricity Generating Company Limited	112.00	40.00	48.80	Power generation - SPP (held by Ratchaburi Electricity Generating Company Limited)
Total				4,834.05	

⁽¹⁾Commercially operating project

⁽²⁾Project under construction and development



Ratchaburi Power Plant



Renewable Projects in Thailand

No.	Project/Power Plant	Installed Capacity (MW)	Shareholding (%)	Attribution Installed Capacity (MW)	Nature of Business
1	Solar power generation project ⁽¹⁾ Solarta Company Limited	34.25	49.00	16.78	Power generation - VSPP
2	Solar power generation project ⁽¹⁾ Solar Power (Korat 3) Company Limited	6.00	40.00	2.40	Power generation - VSPP
3	Solar power generation project ⁽¹⁾ Solar Power (Korat 4) Company Limited	6.004	0.00	2.40	Power generation - VSPP
4	Solar power generation project ⁽¹⁾ Solar Power (Korat 7) Company Limited	6.00	40.00	2.40	Power generation - VSPP
5	Huay Bong 2 Wind-Turbine Power Project ⁽¹⁾ K. R. Two Company Limited	103.50	20.00	20.70	Power generation - SPP
6	Huay Bong 3 Wind-Turbine Power Project ⁽¹⁾ First Korat Wind Company Limited	103.50	20.00	20.70	Power generation - SPP
7	Khao Kor Wind Farm Project ⁽²⁾ Khao Kor Wind Power Company Limited	60.00	55.18	33.11	Power generation - SPP (held by Sustainable Energy Corporation Company Limited)
8	Biomass Power Plant Project ⁽²⁾ Songkhla Biomass Company Limited	9.90	40.00	3.96	Power generation - VSPP
			Total	102.45	

⁽¹⁾ Commercially operating project

⁽²⁾ Project under construction and development



Solar Power's Power Plant

International Projects					
No.	Project/Power Plant	Installed Capacity (MW)	Shareholding (%)	Attribution Installed Capacity (MW)	Nature of Business
1	Nam Ngum 2 Hydroelectric Power Project ⁽¹⁾ Nam Ngum 2 Power Company Limited	615.00	25.00	153.75 ⁽³⁾	Power generation – IPP in Lao PDR (held by SouthEast Asia Energy Limited)
2	Power Plants ⁽¹⁾ RATCH-Australia Corporation Limited	719.50	80.00	509.52 ⁽⁴⁾	Power generation investment in Australia (held by RH International (Singapore) Corporation Pte. Limited)
3	Hongsa Thermal Power Plant ⁽²⁾ Hongsa Power Company Limited	1,878.00	40.00	751.20 ⁽⁵⁾	Power generation – IPP in Lao PDR
4	Xe-Pian Xe-Namnoy Hydroelectric Power Project ⁽²⁾ Xe-Pian Xe-Namnoy Power Company Limited	410.00	25.00	102.50 ⁽⁵⁾	Power generation – IPP in Lao PDR
		Total		1,516.97	

⁽¹⁾ Commercially operating project

⁽²⁾ Project under construction and development

⁽³⁾ Sells all generated power to EGAT

⁽⁴⁾ Sells all generated power to overseas buyers

⁽⁵⁾ Sells 90% generated power to EGAT and 10% to Lao PDR



Hongsa Thermal Power Plant Project



Related Business

No.	Project/Power Plant	Installed Capacity (MW)	Shareholding (%)	Attribution Installed Capacity (MW)	Nature of Business
1	RATCH O&M Company Limited		99.99		Provide power plant operation and maintenance services
2	RATCH-Lao Services Company Limited		99.99		Provide power plant operation and maintenance services, invest and other services related to the Company's investment project in Lao PDR
3	Chubu Ratchaburi Electric Services Company Limited		50.00		Provide power plant operation and maintenance services to Ratchaburi Power's Power Plant
4	Songkhla Biofuel Company Limited		40.00		Fuel sourcing and supply
5	Sukhothai Energy Company Limited		25.00		Invest, develop and operate power generation businesses (held by Ratchaburi Energy Company Limited)
6	EGAT Diamond Service Company Limited		10.00		Provide gas-turbine maintenance services
7	Phu Fai Mining Company Limited		37.50		Coal mining
8	EDL - Generation Public Company	881.00	10.108	89.05 ⁽¹⁾	Invest in the Lao Securities Exchange (invested by RATCH-Lao Services Company Limited and RH International (Singapore) Corporation Pte. Limited)
Total				89.05	

⁽¹⁾ Sells all generated power to overseas buyer

For more information, investors can find details under General Information of the Company, Subsidiaries, Affiliates and Joint Ventures and/or the Form 56-1 as published on the Company's website (www.ratch.co.th) and SEC's website (www.sec.or.th).





Income Structure

Income Structure of the Company, Subsidiaries and Jointly-controlled Entities

The Company's main source of income is the sales of electricity generated by Ratchaburi Electricity Generating Company Limited to EGAT under the 25-year power purchase agreement. Ratchaburi Power Plant's income structure under PPA includes two main parts as follows:

1. Availability Payment (AP)

Availability Payment (AP) covers the entire investment cost, including loans, loan interests, shareholders' return, fixed operational costs, such as maintenance expenses and management expenses. Generally AP depends on the power plant's readiness to produce and distribute electricity according to EGAT's requirement.

2. Energy Payment (EP)

Energy Payment (EP) is received after power is generated and transmitted to the EGAT's distribution system. EP comprises two major parts:

1. Fuel Payment
2. Variable Operating and Maintenance Payment

In addition to the main income which is power sales received from Ratchaburi Power Plant, the Company has consolidated power sales from RATCH Australia Corporation Limited (RAC) whose main income is from the long-term power purchase agreement for its thermal power plant and wind power plant. The basic income structure according to the long-term PPA for the thermal power plant includes:

1. Capacity Charge which is the total investment including maintenance costs and Actual Capacity Availability in power production and distribution as stated in the PPA

2. Energy Charge which is received when electricity is produced. This includes fuel payment and variable operating and maintenance payment

Sales income from the RAC's wind farms are calculated by electricity generated times electricity charge per unit.

The Company also has other sales and service income as follows:

1. Electricity charge from the 2.65-MW PTO Power Plant and the 3.6-MW Sao Thian Power Plant which began commercial operation on 26 January 2012. The PTO Power Plant and Sao Thian Power Plant are located in Kong Krilat District in Sukhothai province. Both produce electricity from associated gas from oil rig operated by Ratchaburi Energy Company Limited, which is the Company's subsidiary.

2. Income from power plant operation and maintenance service offered by RATCH-Lao Services Company Limited, which is a subsidiary of the Company and was established on 8 May 2009 under Lao PDR's act. RATCH-Lao Services' income is from providing services to Nam Ngum 2 Company Limited as follows:

- 1) An agreement to provide operations and maintenance service to the Nam Ngum 2 Hydroelectric Power Plant from 1 July 2009 until the end of the power plant concession period.

- 2) An agreement to provide maintenance service to the Nam Ngum 2 Hydroelectric Power Plant from 3 September 2012 for 7 years.

The Company also received income from jointly-controlled entities in the electricity generating business as follows:

1. Tri Energy Company Limited and Ratchaburi Power Company Limited: Ratchaburi Gas Company

Limited and Ratchaburi Alliances Company Limited, which are the Company's subsidiaries hold 50 per cent and 25 per cent stake respectively in the two companies. Power sales income is divided into two parts which are Availability Payment and Energy Payment, similar to the basic incomes of Ratchaburi Electricity Generating Company Limited.

2. Chubu Ratchaburi Electric Service Company Limited in which the Company holds 50 per cent stake received income from providing operating and maintenance service under the 14-year contract with the Ratchaburi Power's Power Plants, including two blocks of thermal power plant, each with 700 megawatts installed capacity.

3. Southeast Asia Energy Company Limited in which the Company holds 33.33 per cent stake received income from sales of electricity generated by the Nam Ngum 2 Hydroelectricity Power Plant. Southeast Asia Energy has a 25-year PPA with EGAT starting from the commercial operation date. The Initial Operation Date is 26 March 2011.

4. Solarta Company Limited in which the Company holds 49 per cent stake operates eight solar power plants with 34.25 megawatt combined nameplate capacity. It has non-firm power purchase for very small power producer with the Provincial Electricity Authority (PEA) and received adder of eight baht per unit from the Electricity Development Fund for 10 years. In 2012, the eight power plants began commercial operation and supplied electricity to PEA. Power sales income is divided into three parts as follows:

1) Energy Payment: calculated from price of electricity at the voltage of 11-33 KW as EGAT sells to others.

2) Adder: this depends of the type of fuel used for electricity generating

3) Float Time (FT): calculated based on the wholesale FT

5. First Korat Wind Company Limited in which the Company holds 20 per cent stake operates a wind farm with nameplate capacity of 103.50 megawatts. It has a non-firm power purchase agreement for small power producer with EGAT and received adder of Baht 3.5 per unit for 10 years from the Electricity Development Fund under the Electricity Regulatory Commission. The company began commercial operation and supplied electricity to EGAT on 14 November 2012. Its electricity sales income includes Energy Payment, Adder and wholesale FT, similar to that of Solarta Company Limited.

6. Solar Power Company Limited (Korat 3, Korat 4 and Korat 7), in which the Company holds 40 per cent stake, produces solar power with 18 megawatt nameplate capacity. The three power plants began commercial operation and supplied electricity to PEA on 9 March 2012, 14 May 2012 and 30 May 2012 respectively. It also has non-firm power purchase for very small power producer with PEA and received Baht 8 Adder per unit from the Electricity Development Fund under the Electricity Regulatory Commission for 10 years. Its electricity sales income covers Energy Payment, Adder and wholesale FT, similar to that of Solarta Company Limited.



Revenue Structure 2011 - 2013

			Revenue					
Types of Revenue	Generated By	Company's stake	2013		2012		2011	
			Million Baht	%	Million Baht	%	Million Baht	%
Revenue from sale and rendering of services								
- AP	Ratchaburi Electricity Generating Company Limited	99.99	11,731.78	21.93	11,903.18	20.10	11,856.06	25.93
- AP	RATCH-Australia Corporation Limited	80.00	1,760.51	3.29	2,744.76	4.64	1,666.68	3.64
- EP	Ratchaburi Electricity Generating Company Limited	99.99	36,213.71	67.70	39,890.59	67.37	29,348.58	64.18
- EP	RATCH-Australia Corporation Limited	80.00	646.13	1.21	549.91	0.93	422.14	0.92
- EP	Ratchaburi Energy Company Limited	99.99	55.92	0.10	98.52	0.17	48.40	0.11
- O&M	RATCH-Lao Services Company Limited	99.99	204.38	0.38	178.45	0.30	115.00	0.25
Share of profit (loss) of jointly-controlled and associated entities	Ratchaburi Power Company Limited	25.00	660.56	1.23	826.71	1.40	615.07	1.34
	SouthEast Asia Energy Limited	33.33	212.12	0.40	224.57	0.38	314.49	0.69
	Solarta Company Limited	49.00	138.94	0.26	54.80	0.09	5.79	0.01
	First Korat Wind Company Limited	20.00	122.39	0.23	(6.26)	(0.01)	(0.41)	-
	K.R. Two Company Limited	20.00	89.43	0.17	(12.04)	(0.02)	(0.09)	-
	Pert Power Partnership (jointly-controlled entity of RAC)	30.00	68.42	0.13	21.01	0.04	50.37	0.11
	Tri Energy Company Limited	50.00	50.59	0.09	(20.17)	(0.03)	389.63	0.85
	Ratchaburi World Cogeneration Company Limited	40.00	31.90	0.06	(3.62)	(0.01)	(5.51)	(0.01)
	Solar Power (Korat 3) Company Limited	40.00	19.50	0.04	14.20	0.02	(8.39)	(0.02)
	Solar Power (Korat 7) Company Limited	40.00	19.25	0.04	9.09	0.02	(0.59)	-
	Solar Power (Korat 4) Company Limited	40.00	17.35	0.03	10.51	0.02	(2.18)	-
	Hongsa Power Company Limited	40.00	(435.43)	(0.81)	(372.62)	(0.63)	(38.48)	(0.08)
	Chubu Ratchaburi Electric Services Company Limited	50.00	(12.69)	(0.02)	32.55	0.05	16.00	0.03
	Nava Nakorn Electricity Generating Company Limited	40.00	(11.50)	(0.02)	(8.41)	(0.01)	(1.35)	-
	Xe-Pian Xe-Namnoy Power Company Limited	25.00	(8.82)	(0.02)	(1.76)	-	-	-
	Sukhothai Energy Company Limited *	25.00	(1.78)	-	(16.54)	(0.03)	-	-
	Songkhla Biomass Company Limited	40.00	(1.18)	-	(1.04)	-	(1.10)	-
	KK Power Company Limited	50.00	-	-	(0.29)	-	-	-
	Nam Ngum 3 Power Company Limited	25.00	(0.35)	-	(0.03)	-	(0.08)	-
	Ayudhya Power Company Limited	45.00	(0.17)	-	-	-	-	-
	Phu Fai Mining Company Limited	37.50	(0.05)	-	(0.05)	-	(0.08)	-
	Songkhla Biofuel Company Limited	40.00	(0.01)	-	(0.01)	-	-	-
Management service income	Ratchaburi Electricity Generating Holding Public Company Limited		232.57	0.43	208.50	0.35	184.62	0.40
	RATCH-Lao Services Company Limited	99.99	4.67	0.01	17.44	0.03	3.93	0.01

Types of Revenue	Generated By	Company's stake	Revenue					
			2013		2012		2011	
			Million Baht	%	Million Baht	%	Million Baht	%
Interest income	RATCH-Australia Corporation Limited	80.00	197.80	0.37	343.87	0.58	237.26	0.52
	Ratchaburi Electricity Generating Holding Public Company Limited		118.62	0.22	159.61	0.27	245.29	0.54
	Ratchaburi Electricity Generating Company Limited	99.99	49.71	0.09	79.05	0.13	75.17	0.16
	RH International (Singapore) Corporation Pte. Ltd.	99.99	14.11	0.03	2.09	-	2.82	0.01
	Ratch Udom Power Company Limited	99.99	12.52	0.02	2.13	-	0.05	-
	Ratchaburi Energy Company Limited	99.99	12.16	0.02	14.38	0.02	14.63	0.03
	RH International Corporation Limited	99.99	5.33	0.01	0.93	-	0.19	-
	RATCH-Lao Services Company Limited	99.99	1.06	-	1.05	-	0.83	-
	Ratchaburi Gas Company Limited	99.99	0.02	-	0.01	-	1.46	-
	RATCH O&M Company Limited	99.99	0.02	-	0.01	-	-	-
Dividend income	RATCH-Lao Services Company Limited	99.99	125.48	0.23	115.64	0.20	38.94	0.09
	RH International (Singapore) Corporation Pte. Ltd.	99.99	95.42	0.18	72.67	0.12	21.12	0.05
Other incomes **	RATCH-Australia Corporation Limited	80.00	295.65	0.55	83.92	0.14	8.65	0.02
	RH International (Singapore) Corporation Pte. Ltd.	99.99	-	-	69.67	0.12	-	-
	Ratchaburi Electricity Generating Company Limited	99.99	62.26	0.12	42.51	0.07	99.53	0.22
	Ratchaburi Electricity Generating Holding Public Company Limited		49.02	0.09	26.94	0.04	1.58	-
	RATCH-Lao Services Company Limited	99.99	0.27	-	3.81	0.01	-	-
	Ratchaburi Energy Company Limited	99.99	0.20	-	-	-	0.05	-
	Ratch Udom Power Company Limited	99.99	0.17	-	-	-	-	-
Gain on sale of other long-term receivable	RATCH-Australia Corporation Limited	80.00	645.83	1.21	-	-	-	-
Gain on disposal of long-term investment	RATCH-Australia Corporation Limited	80.00	-	-	783.68	1.32	-	-
Gain on termination of power purchase agreement	RATCH-Australia Corporation Limited	80.00	-	-	1,069.44	1.81	-	-
Total			53,493.79	100.00	59,213.35	100.00	45,726.07	100.00

* On January 23, 2013, Ratchaburi Energy Company Limited reduced the portion of Sukhothai Energy Company Limited from 51 percent to 25 percent.

** Other incomes are comprised of subsidy, compensations, rental income and service incomes.



Dividend Payment Policy

The Company has a policy to pay dividend at no less than 40 per cent of its total net profit according to the consolidated financial statements after legal reserve and other reserves. However, such dividend payment also depends on the Company's cash flow.

The Company's dividend payment detail is as follows:

Year	Profit (Million Baht)	Profit after legal reserves (Million Baht) ¹	% of dividend payment	Paid dividend (Million Baht)	No. of shares (Million)	Dividend per share (Baht)
2001	3,060	2,907	49.9	1,450	1,450	1.00
2002	4,729	4,492	48.4	2,175	1,450	1.50
2003	5,424	5,153	49.2	2,537	1,450	1.75
2004	6,487	6,162	47.1	2,900	1,450	2.00
2005	6,066	5,763	50.3	2,900	1,450	2.00
2006	6,106	5,955	51.1	3,045	1,450	2.10
2007	5,829	5,829	52.2	3,045	1,450	2.10
2008	6,493	6,493	49.1	3,190	1,450	2.20
2009	6,740	6,740	48.4	3,263	1,450	2.25
2010	5,226	5,226	62.4	3,263	1,450	2.25
2011	4,849	4,849	67.3	3,263	1,450	2.25
2012	7,726	7,726	42.6	3,292	1,450	2.27
2013	6,187	6,187	53.2	3,292	1,450	2.27 ²

Remarks

¹ The Company has to deduct no less than 5 per cent of profit for legal reserve until such reserve is no less than 10 per cent of the registered capital or Baht 1,450 million. The Company has achieved this requirement since 2006.

² An agenda proposed for shareholders' approval in the 2014 Shareholders' Annual General Meeting to be held on 28 March 2014. The Company paid interim dividend for the 6-month period (January-June 2013) at Baht 1.10 per share on 18 September 2013.

Ratchaburi Electricity Generating Company Limited, the principle subsidiary, has a policy to pay dividend to the Company at 100 per cent of its net profit after legal reserves and other reserves.



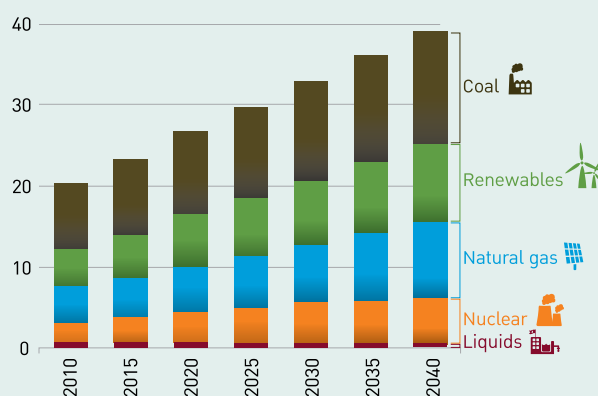


Power Industry and Competition

Global Power Situation

IEO2013¹ projected that from 2010-2040 world energy consumption will increase from 20.0 trillion KW-hours to 39.0 trillion KW-hours. Global demand for energy will grow by 2.2 per cent per annum on average. Energy consumption in OECD² countries grow at a slower rate than non-OECD³ countries. Non-OECD Asian countries leading by China and India, is the world's fastest growing electricity generating region at 3.6 per cent growth per annum, contributing to 44 per cent of the total global output.

At present, the most-used fuel for electricity generating is coal. In 1970's, nuclear power became important sources of energy for electricity generation. Later in 1980's natural gas was heavily used to generate power. Since 1970's the use of oil as the energy source for electricity generation has declined because of the rapidly increasing price.



Global electricity generation by type of fuel
from 2010-2040 (trillion KW-Hours)

Source: International Energy Outlook 2013

Considering renewable energy used for power production, from 2010-2040, renewable energy is the fastest growing, especially non-hydro power (e.g. wind power) whose market share expanded to 9 per cent in 2040 from 4 per cent in 2010. The second most use energy source is natural gas and nuclear power, which will grow by 2.5 per cent per year while coal grows slowly at 1.8 per cent per annum. Coal, however, will remain the most-used source of energy for electricity generation until 2040. Coal use trend might change drastically in the future if international policy and agreement related to greenhouse gas emission and limitation are changed.

1. Electricity Consumption in Major Markets

1) Market and competition in Commonwealth of Australia

In the past five years, electricity consumption in Australia slowed down due to slow economy and industrial development, the increase of household solar panels and the rise of electricity price. The country shifted its focus to solar and wind power as the major sources of energy for electricity generation and promoted clean energy power plants. Australia also introduced carbon tax, affecting profitability of coal power plants. However, such tax might be terminated in the next 18-24 months under the new government.

¹ International Energy Outlook 2013

² Organization for Economic Co-operation and Development (OECD) is an international economic organization between developed countries. Currently OECD has 34 members.

³ Non-OECD member countries

RATCH-Australia
Corporation Limited's
Power Plant



2) Market and Competition in the Republic of Indonesia

In Indonesia, electricity consumption is projected to grow by 8 per cent per year until 2020 due to rapid economic growth and electricity grid expansion. During 2012-2020, electricity excess of 43 gigawatts will be experienced and coal will be used as the major energy source for power generation. The government focused its support in investment in geothermal power that the country has abundant reserve. The government reduced financial support, which drove wholesale price to go up. Investment in Indonesia, however, is limited by regulations related to land ownership as the government is decentralizing its power and prefer local ownership to foreign ownership.

3) Market and Competition in the Social Republic of Vietnam

Electricity demand in Vietnam has been growing moderately due to high interest rate policy which has been introduced to reduce inflation that affected growth in business sector. Major industry that drove electricity consumption is mainly property sector in Ho Chi Minh City. The government has a plan to increase installed capacity by more than 44 gigawatts by 2020, mainly using coal as energy source and reducing the nation's dependence on hydro power. The government has improved related regulations by supporting and encouraging the private sector to invest in both transmission line and distribution system. The installed capacity is controlled by the government or subsidiaries of Electricity of Vietnam (EVN).



4) Market and Competition in the Republic of Philippines

In the past, electricity consumption in the Philippines was limited by high electricity fee due to limited electricity distribution network. At present, the net work has been improved, driving electricity consumption to moderate level or approximately 6 per cent per year, and is projected to remain at this level until 2020. The country tried to lower diesel dependence due to its high price and at the same time promoted coal and natural gas as major fuel source for electricity generation and reserve. Over 75 per cent of the country's installed capacity is controlled by private power producers who dominate the market and operate large power plants.

5) Market and Competition in the Lao People's Democratic Republic

In Lao PDR, electricity consumption is limited by the small number of population. Approximately 80 per cent of electricity produced in the country has been exported to its neighboring countries, such as Thailand,

Vietnam and Cambodia. The major energy source is hydro power. It is expected that electricity generated from hydro power and coal will remain the country's major export until 2020. Price, however, is likely to increase as the government tried to reduce its cost burden and tax incentives.

6) Market and Competition in the Republic of the Union of Myanmar

After Myanmar opened its door to foreign investors, the government projected electricity consumption in the country to increase from 26 per cent at present to 45 per cent by 2021 driven by domestic demand. Hydro power and offshore natural gas are the major energy source for power production. However, political uncertainty and minorities nationwide and the lack of currency stability are major challenges and risks to foreign investors.

2. Electricity Consumption in Thailand

It is projected that electricity consumption in Thailand after ASEAN Economic Community integration would grow by 5 per cent on average



Nam Ngum 2 Dam

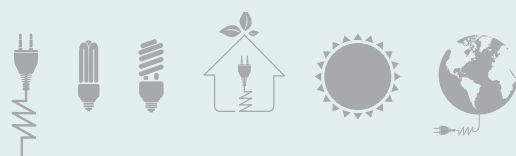
until 2020. Major factor driving such expansion is new industrial zones. The government has already set a policy to support the use of different energy sources, including coal and renewable energy, in electricity generation. However, risk factors seriously affected significant investment are, for example, political uncertainty, community and public participation, and independent non-profit organizations that may protest against power plant construction projects. Domestic investment remains an interesting choice as the government has committed to supporting the industries, such as small power producers (SPP) and very small power producers (VSPP), through promotion of renewable energy. In addition, mega coal-fired power plant bid will have to be closely monitored.

Competition in Thailand continued to increase as there are players in both public and private sectors. Given some limitations in power plant construction in Thailand, several companies have to seek new opportunities and investment channels by changing investment policy in power plant construction, both in and outside Thailand. Major players in the public sector are the Electricity Generating Authority of Thailand (EGAT), Metropolitan Electricity Authority (MEA) and



Provincial Electricity Authority (PEA). Those operating energy and electricity businesses in the private sector are, for example, Banpu Public Company Limited, Electricity Generating Public Company Limited (EGCO) and Glow Energy Public Company Limited.

In addition, PTT Public Company Limited, a major of players in energy and infrastructure industry, has acquired and merged PTT Utility Company Limited (PTTUT) and Independent Power (Thailand) Company Limited (IPT) together under the new name of Global Power Synergy Company Limited (GPSC) to invest in electricity business and support other projects by PTT Group. There are also large companies which are not registered on the Stock Exchange of Thailand are such as Gulf Energy Development Company Limited under Gulf JP Group which is the sole winner of the IPP2012 bid with 5,000 MW capacity. Key factors that will affect the Company's business direction and policy are the integration of ASEAN Economic Community in 2015, the revision of Power Development Plan and the Alternative Energy Development Plan (AEDP 2012-2021) that gives more weight to alternative and renewable energy.





Risk Factors



Under the current competition and market condition, all businesses have to face changes and risks, including economic fluctuation in and outside the country. Realizing the importance of effective risk management to the ability to achieve business goal, the Company has incorporated efficient risk management system across the organization in parallel to the strategic planning, analysis, assessment, monitoring and management of both internal and external risk factors. The Board of Directors and the Risk Management Committee are responsible for such activities to maintain the risks level to the acceptable level.

The Investment Committee, which is appointed by the Board of Directors, is responsible for considering investment in both Greenfield and Brownfield projects. Risks factors are considered thoroughly based on feasibility study that covers technical, financial, legal, community, environmental and other factors that may affect

or present obstacles to the project operations, as well as sensitivity analysis, management of projects under construction and project cost control. These factors are carefully studied in order to minimize possible loss. The study report is then submitted to the Board of Directors for consideration. Considering the importance of risk management through the assessment of risks that may affect the Company's operation, the Company has set objectives for risk management as follows:

- Identifying critical risks and risk management that may affect the Company's ability to achieve its business goal according to its strategic plan
- Managing risks related to the operation of projects under development to best address investment goal and commercially operating project

- Managing its finance to best support the Company's plan and goal and ensuring that the Company has competitive financial goal and sufficient liquidity
- Managing risks related to corporate image to maintain trust from community and society
- Operating business in compliance with related laws and regulations

The Company has so far achieved its business goal and been entrusted by concerned parties thanks to its appropriate risk management, efficient internal control and ability to respond quickly to risks through risk management and preparedness. A working team was set up to closely and regularly monitor and audit the operations. Clear responsibility of each unit, efficient assessment of the situation before and after risk measures are implemented, good internal control system that meets with the Securities and Exchange Commission (SEC)'s standard are among factors contributing to effective risk management. The Company also has quarterly assessment, enabling it to keep up with changes in the external factor and environment that may affect the Company's operation. Given these measures, the Company has efficiently managed risks according to business plan and identify current and future risks. By regularly review and improve risk management every quarter and having identified clear objective for each area of risk management that directly address the Company's goal and business plan, the Company can timely and quickly identify risk factors. Key Performance Indicator (KPI) was appropriately set in order to efficiently assess the effectiveness of risk management process. Possible risk and its impact are considered in assessing level of risks and setting measures to be introduced before and after risk management measures. Assessment has been conducted on quarterly basis.

The Company's risk management principle consist of the following factors:

1. Competition Risks

The Company has a policy to invest in power generation and related businesses in Thailand and overseas and makes investment decision by considering the following competition risk factors:

1.1 Impact from the Government and Regulator Policies

According to the government's economic stimulation policy and increasing power purchase in both large-scale power plants and renewable energy power plants under the Power Development Plan 2010-2033 (Revision3) (PDP2010 Revision3), private companies have expressed interest in investing in power generation business. To prepare for such situation, the Company appointed a working team, comprising a group of experts with knowledge and related experience, to study related factors, prepare, monitor, study and assess the Company's competitiveness.

The Government's renewable and alternative energy promotion policy and efforts to reduce impact on the Global Warming have encouraged the Company to adjust its goal to increase power production from renewable energy from currently 200 MW to 500 MW by 2016. At the same time, the Company is seeking opportunities to invest in projects to produce electricity from alternative energy, such as solar power, wind power and biomass, in Thailand and overseas. It has conducted a thorough study to support new project development and has partnered with various companies which already operate such businesses. This also prevents risks from project operation while enabling the Company to clearly set deadline for project completion.



1.2 Operational Adjustment to Address the Changing Situation

The Company has adjusted its strategic plan and planned to increase production capacity target in its local and overseas operations to maintain competitiveness and position as leading independent power producer in Thailand and Asia Pacific. The Company has studied a variety of types of power plants, including coal power plants, hydro power plants, natural gas power plants and renewable energy power plants, both small and large scale. Joint investment has been made in new projects and already existing projects. In addition, the Company is looking for opportunity to invest in related businesses, such as coal mine and power plant operation and maintenance to reduce risks related to fuel and power plant operations and maintenance costs.

As the Company did not participate in the bid for the IPP project in 2013, the Company has hired a renowned international consultant company to prepare a new strategic plan for 2014-2023 period for sustainable growth. New strategies are as follows:

- Increasing overseas investment, focusing on investment in neighboring countries and selling electricity back to Thailand and AEC countries with high potential
- Seeking opportunity for more investment in the country through SPP, renewable projects, related business and acquisition
- Seeking business partners to increase investment capability in Thailand and overseas
- Ensuring investment balance between new projects and acquisition for sustainable growth
- Expanding investment into related business, such as transmission system, power plant operation and maintenance services
- Preparing short and long term financial plans to support investment and strengthen financial position

The Company has given higher weight to efficiency in financial cost, in-depth project analysis and ability to maintain corporate credit rating and confidence at high level to ensure that the Company is well recognized and has strong capability to invest in new projects

1.3 Competition

Being a leading IPP, the Company's production capacity accounts for 14 per cent of the country's total electricity generating capacity. The Government's policy to support more investment in electricity generating sector has encouraged more private companies to invest in this area, resulting in higher competition and challenges. However, the corporate analysis shows that the Company is very strong in terms of business expertise, highly experienced personnel, business partners both in terms of project operations and loan sourcing, liquidity and source of capital. These encourage the Company to be very confident in its ability to maintain competitiveness.

2. Financial Risks

2.1 Risk Related to Interest Rate

The Company has constantly studied and monitored interest rate trend and factors affecting interest rate to support its consideration on fund sourcing and planning for the right time for capitalization. The Company also considered fixed or floating interest rates according to the nature of each project. In 2013, the Company's Group has cost-effectively sought short and long-term loan for now projects. Hedging instruments have been adopted to reduce risks related to interest rate fluctuation.

2.2 Risk Related to Foreign Exchange Rate

To ensure that the management of impact from foreign exchange rate is efficient, the Company has prepared exchange rate fluctuation management by revising financial structure of the Company and projects to better address the

source of income. Analysis of financial impact from foreign exchange fluctuation in foreign currencies has been conducted to support the right decision on hedging instruments selection in order to maintain risks at the acceptable level.

2.3 Risk Related to Financial Liquidity

The Company has planned and continuously adjusted capital sourcing plan as well as cash management plan. The main objective is to ensure that the Company always has sufficient capital required in different project operations. Reserves are allocated for new investment and other business activities. Good relations with Thai and international financial institutes are also maintained to create new opportunities and seek new funding sources.

3. Operational Risks

The Company's Board of Directors and Management consider operational risk management as one of the top priorities. Given the Company's increasing investment, it has closely monitored the progress of business activities handled by its subsidiaries and joint ventures. The Board of Directors and the Management jointly considered and appointed the Company's representatives to sit in the board of directors and management of the companies and projects in which the Company invested. Such appointment enabled the Company to participate in formulating policy, directing project development and monitoring and regularly reporting project progress to the Company's Board of Directors.

3.1 Risk of Unexpected Dividend Received from Subsidiaries

In preventing adverse impact on the overall operations, the Company has closely monitored and assessed subsidiaries' performance with emphasis on significant factors that may affect income and profit which have impact on dividend received from subsidiaries. Subsidiaries are required to prepare annual plan that best supports the Company's goal and a contingency

plan for unexpected events that may affect dividend received.

3.2 Risk of Unexpected Performance of the Company and Its Subsidiaries

Close monitoring and assessment have been implemented to enable the Company and its subsidiaries and affiliates to achieve its goals, including availability and efficiency of machinery, regular maintenance, fuel efficiency and emission control which must be within the legal requirement limit. In addition, management of risk related to operations and maintenance of power plants that are commercially operated are already in place. The plan includes budgeting for the operations and maintenance. The Company also made a long-term agreement for the sourcing of power plant equipment in order to maintain the confidence and readiness of the power plants according to the agreement made with EGAT without having to pay penalty and at the same time receive full availability payment. Expense control was ensured in order to maintain profitability and increase the Company's cash flow.

4. Human Resource Risks

The Company realizes that employees are the most important resources that drive the Company towards success and, therefore, gives high importance to the management of risks related to human resource. The Company ensures effective recruitment in order to secure qualified employees, provides incentives to maintain capable human resources, provides appropriate and fair remunerations and benefits that are within industry average range, develops people capability, and regularly reviews operational process and system to support the Company's future business expansion.



5. Corporate Reputation Risks

Although electricity generating business is crucial to economic development and quality of life, the lack of efficient management of business impact on the environment and society would tarnish the company's reputation and credibility and can later become a problem to its operations and growth. The Company therefore highly values corporate reputation in order to maintain public trust. In managing risks related to corporate reputation, the Company mainly uses communications tools, corporate social responsibility (CSR) activities and good community relations as the major mechanism to protect and maintain its reputation and corporate image. Good reputation would eventually lead to trust, credibility and recognition among all stakeholders.

In the past year, the Company used the three mechanisms in protecting its reputation and corporate image. Major development is as follows:

1) Communications:

The Company sufficiently provides information on its operations to internal and external stakeholders to create awareness and the correct understanding of the Company's business. The information is regularly and continuously

communicated to its stakeholders and the general public through print media, radio, television, online media and the Company's website. The Company also closely monitors related news and information published in media and other sources, and analysis is regularly made to identify possible issue that may affect the Company's reputation and corporate image. The Company also reviews its crisis communication plan on annual basis in order to ensure the efficiency and effectiveness of crisis communication management and control.

In the previous year, there was no significant issue that affected the Company's reputation and corporate image.

2) Social and Environmental Responsibility:

To strengthen good relationship with stakeholders and demonstrate its positioning as a socially and environmentally responsible company, in addition to good governance principle, the Company continued to run various corporate social and environmental responsibility programs and activities in the past year. The Company has implemented various activities through public participation for the benefits of the society and environment. For example the Love the Forest and Community Program, which is operated in cooperation with the Department of Forestry,



encourages nationwide communities to protect their own forest areas. By introducing community forest project, communities are participating in preserving the forest areas and sources of water and food, while increasing the carbon dioxide absorption capacity and reducing impact from the global warming. At the same time, such projects instill public awareness and responsibility towards forest conservation. Community energy program was also further expanded. Under this program, the Company worked closely with Energy Office in Ratchaburi province in educating communities on the use and preservation of energy as well as the correct understanding of the power plant's electricity generating activities. All the activities and projects operated in the past year have enabled the Company to expand its network of both public and private sectors and reach wider group of stakeholders, especially communities nationwide. Such good relations has brought to the Company higher trust in the Company and better corporate reputation.

3) Building Good Relations with Communities:

The Company has set a clear policy requiring its power plants and their activities to live in harmony with community under the "Good Neighbor" policy, promoting caring, sharing and acceptance. In building good relations with communities, the Company regularly visits, listens to the opinions and participates in activities organized by the surrounding communities. The Company also allows communities to monitor and learn more about its power plant operations and activities. The Company gives higher weight to complaints and concerns of surrounding communities towards its power plant operations. A systematic problem solving process was established in order to find the best possible solution in the shortest possible time in order to create trust and confidence among surrounding communities, which in the end result in good corporate image and reputation.



6. Compliance Risks

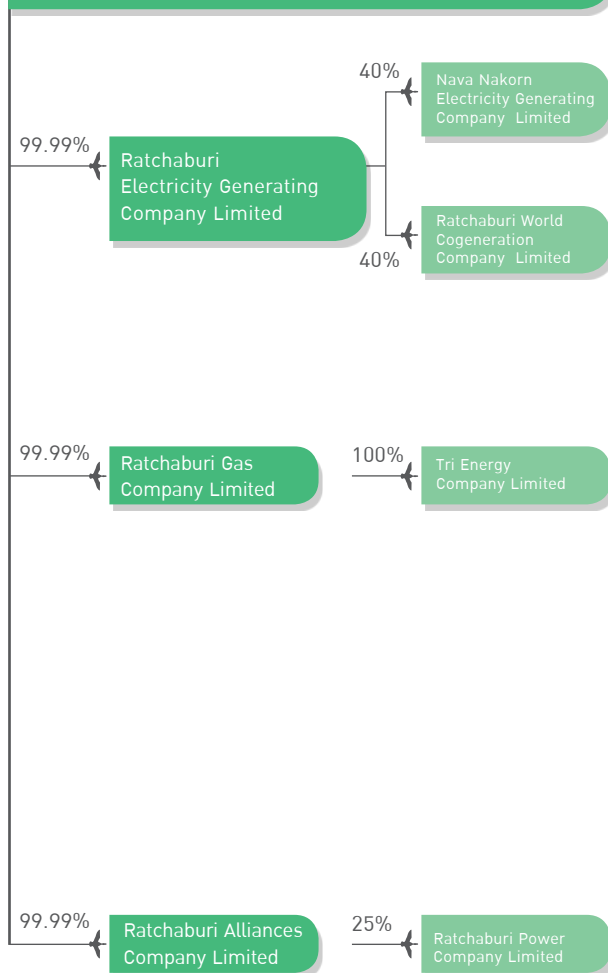
The Company operates its business by adhering strictly to the related rules, regulations and laws and giving high importance to managing environment quality in the communities around its power plants in compliance with related laws and requirements under the EIA reports and the ISO 14001 standards. The Company constantly supervises and encourages all power plants within the group to closely and strictly monitor the quality of the environment, from air, water, noise and biodiversity. The Legal Division is assigned to supervise the operations and ensure compliance to the public company law and laws related to business operations. The Legal Division also participates in analyzing legal aspects in current and future investment projects. The Compliance Department, Office of Company Secretary is assigned to oversee the Company's operations and ensure full compliance to the regulations set by the Security and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).

Investors can study Risk Factors in the Form 56-1 as published on the Company's website (www.ratch.co.th) and the Securities and Exchange Commission's website (www.sec.or.th).

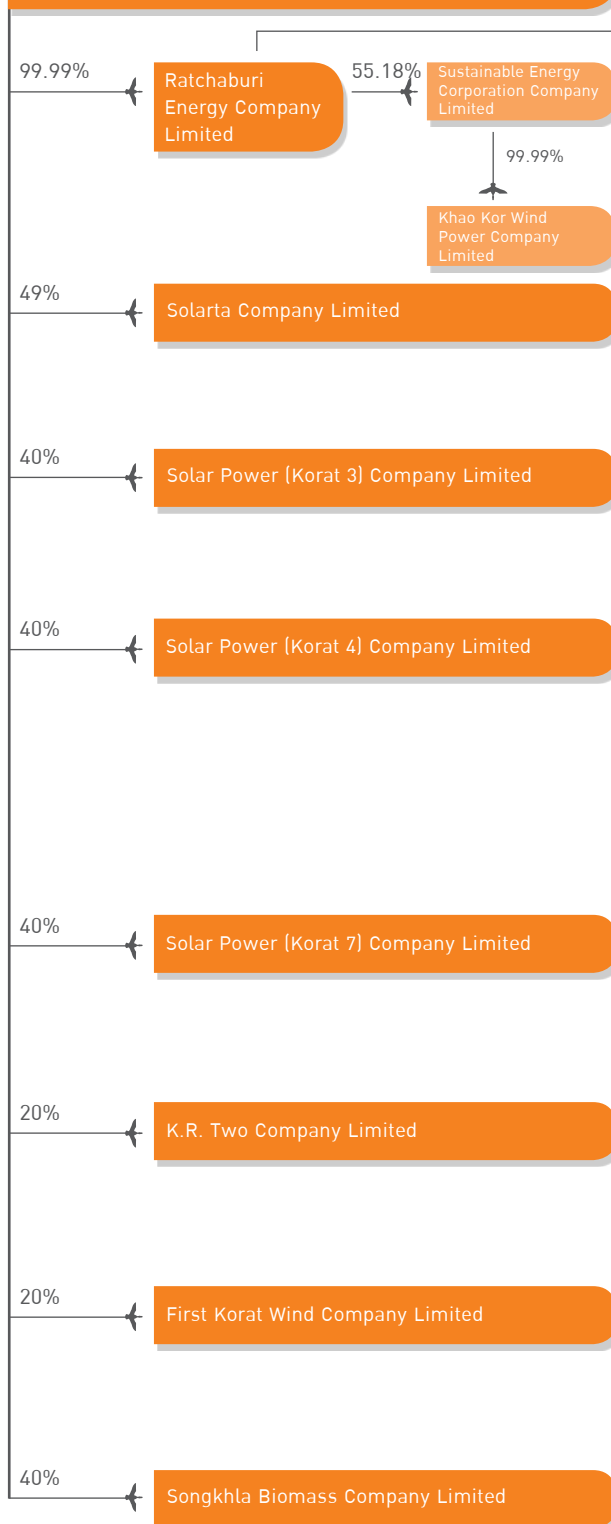


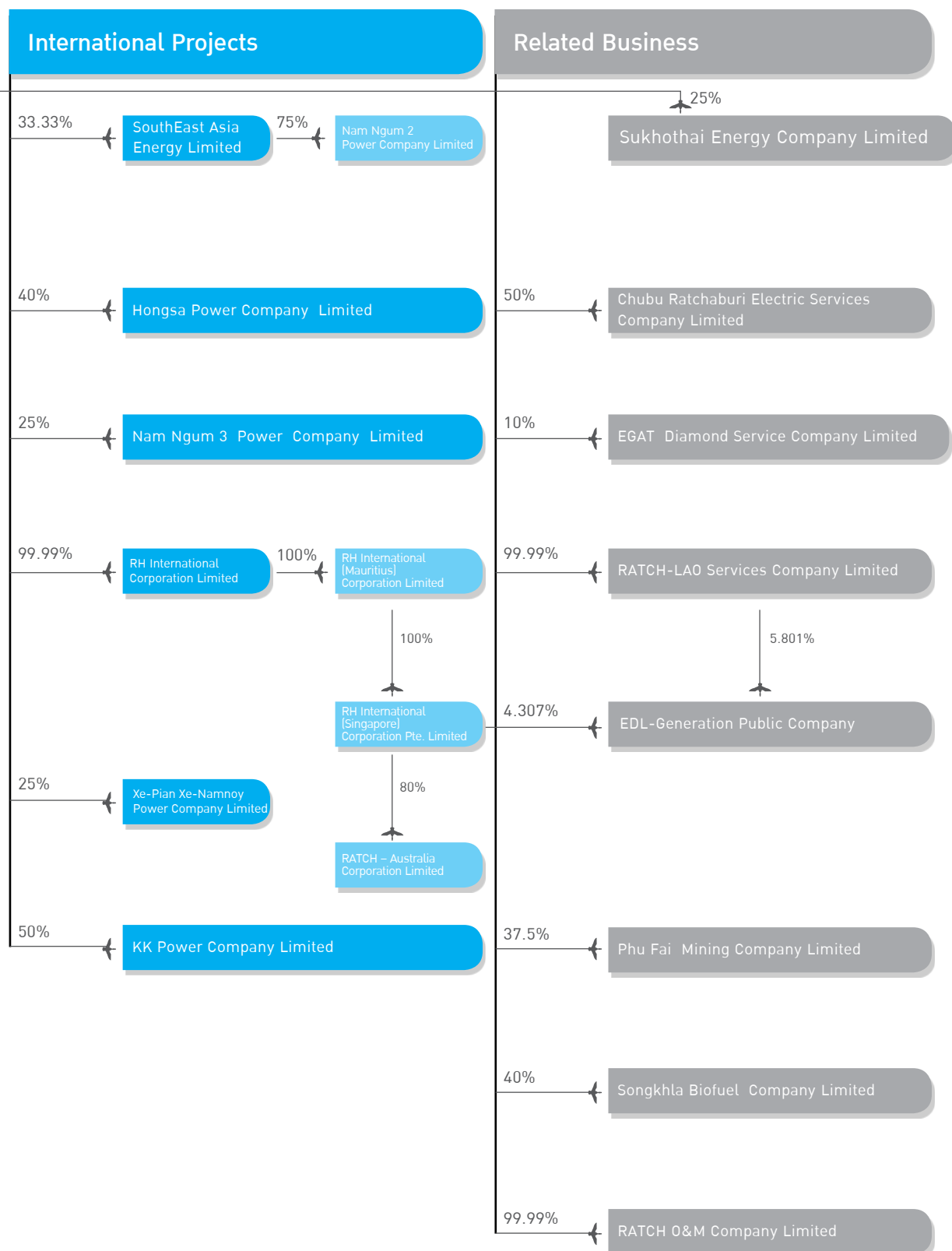
Investment Portfolio

IPPs and SPPs in Thailand



Renewable Projects in Thailand







Shareholding Structure : Top 10 Shareholders

No.	Shareholders
1	Electricity Generating Authority of Thailand
2	NORTRUST NOMINEES LIMITED GROUP NORTRUST NOMINEES LTD. NORTRUST NOMINEES LIMITED-MELBOURNE BRANCH FUTURE FUND CLIENTS NORTRUST NOMINEES LIMITED-NT0 SEC LENDING THAILAND NORTRUST NOMINEES LIMITED-NT1 NON LENDING THAILAND
3	LITTLEDOWN NOMINEES LIMITED
4	Social Security Office Social Security Office (2 cases) Social Security Office (4 cases)
5	Thai NVDR Company Limited
6	AIA Company Limited (Grouped) AIA Company Limited- AIA D-PLUS AIA Company Limited-APEX AIA Company Limited-TIGER
7	Krungsri Asset Management Company Limited
8	Bangkok Life Assurance Public Company Limited
9	STATE STREET BANK (Grouped) STATE STREET BANK EUROPE LIMITED STATE STREET BANK AND TRUST COMPANY STATE STREET BANK AND TRUST COMPANY FOR LONDON FOR MAS
10	HSBC (Grouped) THE HONGKONG AND SHANGHAI BANKING CORPORATION LIMITED, FUND SERVICES DEPARTMENT HSBC (SINGAPORE) NOMINEES PTE LTD HSBC BANK PLC-CLIENTS GENERAL A/C HSBC PRIVATE BANK (SUISSE) SA, SINGAPORE BRANCH HSBC TRINKAUS & BURKHARDT KOM-MANDITGESELLSCHAFT AUF AKTIEN
Total	
Other shareholders	
Total shares	

Remarks 1) Electricity Generating Authority of Thailand is a state enterprise operating electricity generating and related businesses, including working with others in operating such businesses, and is a major shareholder in the Company with seven representatives sitting in its 15-member Board of Directors

Shareholders by nationality

Thai shareholders

Foreign shareholders

Total

2) Ratchaburi Electricity Generating Public Company Limited's regulations states, "Non-Thai shareholders shall not exceed 25% of the total shares sold."

Distribution of shareholding

Those holding more than 5%, including related persons

Shareholders who are directors, managers and executives, including related persons and person with control authority
(Non-Strategic shareholder)

Ordinary shareholders holding less than one unit

Total

3) The Stock Exchange of Thailand's Board of Directors Announcement on Listing Company Status B.E. 2544, article 7, stated, "A listed company shall maintain shareholding distribution position by having no less than 150 non-strategic shareholders who have combined shares of no less than 15 per cent of the total paid capital"

Ratchaburi Electricity Generating Holding Public Company Limited

As of 31 October 2013 Book Closing Date

	No. of shares	%
	652,500,000	45.00
	132,968,867	9.17
132,690,267		
215,900		
52,800		
9,900		
	116,363,900	8.03
	67,982,600	4.69
58,360,560		
9,622,040		
	59,073,953	4.07
	49,487,100	3.41
32,217,100		
11,100,000		
6,170,000		
	27,118,800	1.87
	24,577,200	1.69
	23,839,116	1.64
22,770,061		
741,155		
327,900		
	17,548,224	1.21
9,205,800		
8,130,124		
109,100		
100,000		
3,200		
	1,171,459,760	80.78
	278,540,240	19.22
	1,450,000,000	100.00

Total	Total shares	%
18,635	1,087,500,000	75.00
60	362,500,000	25.00
18,695	1,450,000,000	100.00

Total	Total shares	%
6	901,832,767	62.20
13	143,736	0.01
17,897	547,999,965	37.79
779	23,532	0.00
18,695	1,450,000,000	100.00

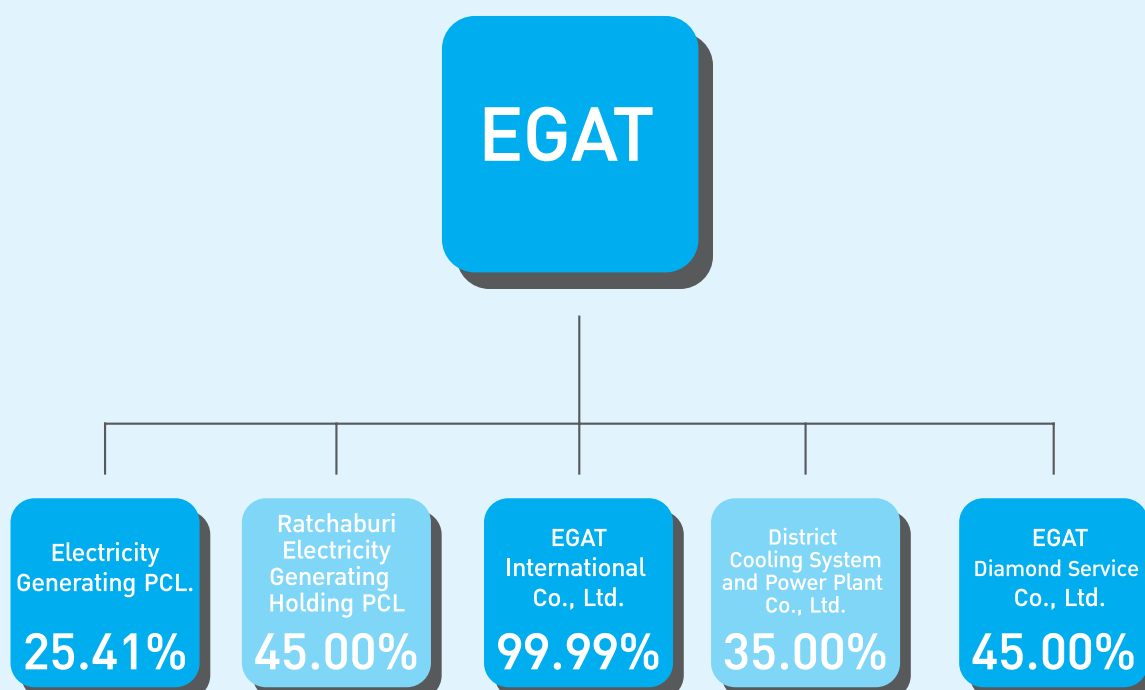


Relationship with Major Shareholders

Ratchaburi Electricity Generating Holding Public Company Limited is a public listed company traded on the Stock Exchange of Thailand. It operates electricity generating and related businesses and with the Electricity Generating Authority of Thailand (EGAT) as a major shareholder, holding 45 per cent stake, and other shareholders holding the other 55 per cent stake.

EGAT

EGAT is a state enterprise under the Ministry of Energy and Ministry of Finance. Its mission includes the production, sourcing and distribution of electricity in Thailand and neighboring countries and joint investment to conduct such businesses under EGAT Act. EGAT has five subsidiaries and affiliates as follows:



Source: Electricity Generating Authority of Thailand



In addition to the Company, the subsidiaries and affiliates that EGAT is a shareholder and operate electricity generation and distribution business are Electricity Generating Public Company Limited, a listed company on The Stock Exchange of Thailand, and EGAT International Company Limited. This sometime creates competition among EGAT subsidiaries and affiliates, especially in some project development, such as the IPP bidding in early 2013. To reduce such problem EGAT has adjusted its future direction by synergizing affiliates and subsidiaries in large scale overseas project investment in order to increase the Group's competitiveness against other players in the industry.

EGAT has appointed its representatives to be directors in its subsidiaries and affiliates according to its shareholding portion in each company while subsidiaries and affiliates can formulate their own policy, manage and make decision related to investment as deemed appropriate. In Ratchaburi Electricity Generating Holding Public Company Limited, EGAT appointed seven representatives to sit in its 15-member Board of Directors. In addition of being a major shareholder, holding 45 per cent stake in the Company, EGAT is the major electricity purchaser, representing 14 per cent of Thailand's total electricity generating capacity, under the same terms and conditions and as EGAT purchases

electricity from other companies, using the same source of energy and distribute power to EGAT's distribution system at the same period of time. Agreements and contracts made between the Company and EGAT are power purchase agreement; Ratchaburi Electricity Generating Company Limited's power plant operation and maintenance service, which is made between Ratchaburi Electricity Generating Company Limited, a subsidiary that the Company holds 99.99 per cent stake, and EGAT; and the power plant operations and maintenance for the Hongsa Thermal Power Plant owned by RATCH-Lao Services Company Limited which is 99.99-percent-own subsidiary of the Company. These businesses are conducted under general trade conditions.

The Company and EGAT also have shared intention to work together with responsibility towards society and environment through promoting, preserving and optimizing the limited natural resources available in order to drive the organization growth and responsibility towards the society and environment.

Investors can study details on this issue from the Form 56-1 as published on the Company's website (www.ratch.co.th) and SEC's website (www.sec.or.th)



Management Structure



1. Composition of the Board of Directors

1.1 Composition of the Board of Directors

The Company requires its Board of Directors to have no less than 7 members and no more than 15 members. Executive directors shall not exceed one third of the total Board members. Independent Directors shall comprise no more than one third of the total directors and no less than three members. No less than half of the directors shall reside within the country. The Chairman of the Board of Directors shall be a non-executive member and not be the same person as the CEO who is the top management of the Company. The Chairman of the Board and the CEO are appointed from existing directors by election of shareholders' meeting or the Board of Directors. Such composition has been designed for the Board of Directors to perform their duties in overseeing and controlling, and maintain balance of power in the most efficient and effective manner. The composition of the Board of Directors also ensures that the Board's performance is in line with the Company's regulation.

1.2 Qualifications of Directors

A Director shall not have prohibited qualifications by law. A Director shall not be a bankrupt person, an incapable or quasi-incompetent person, shall not have been convicted in a legal proceeding to have violated laws related to assets in a fraudulent action, never be terminated from a government or private organizations due to malpractice, have never been deprived from being a director, manager, employee or an authorized executive in other organization, not be a politician, a member of the Parliament, Senate, or a member of a local administrative office or administrator, have educational and work experience or other experience as specified by the Company, devote sufficient time and full capability for the best benefits of the Company, and have duties to attend regular meetings.

While in office, a Director can hold directorship in no more than three other listed companies. A Director shall not manage or make any arrangement

that would conflict with the Company's interest or would provide advantages to other person or entity, and for personal or other person's benefit.

1.3 Appointment and Terms of Directors

Directors are appointed by the Annual General Meeting of Shareholders (AGM). At every AGM, one-third of the Directors shall retire from office. Directors with the longest stay in office shall retire. A retiring Director by a rotation of office may be re-elected. In case any Director resigns by reasons other than a rotation of office, the Board of Directors shall elect any person to replace the resigned Director. The Director so appointed shall retain his/her office during such time only as the resigned Director is entitled to retain. Directors of the Company shall remain in their offices for no more than three consecutive terms and his/her age shall not exceed 72 years old. Independent Director shall remain in their offices for no more than two consecutive terms or no more than six years.

2. Directors' Authority and Duties

Being shareholders' representatives, the Board of Directors has a duty to ensure that all the Company's businesses strictly comply with the policies under legal framework, objectives, regulations and resolution of the Shareholders' Meeting. The Board of Directors is authorized to take action as stated in the Articles of Association and has roles, duties and responsibilities to manage the Company with integrity and avoid conflict of interest to protect the organization's benefits rather than any particular shareholder or group. The Board of Directors' duties and responsibilities are formulating strategies, business plan and budget policy; monitoring and following-up the Management's activities and checking against the target or forecast, at least every quarter; managing human resources, including appointing or removing Director or high level executives and appraising performance against the earlier agreed target which is linked with remuneration; being responsible for the completion of activities in compliance with rules and regulations, Code of Business Ethics and the corporate governance principles, with focus on effective and sufficient internal control, regulatory compliance especially

in anti-corruption practice, communicating with the stakeholders and the public by providing effective and appropriate communication channels; and establishing and setting roles and responsibilities of committees; and appraising performance of the Board of Directors, which requires self-appraisal on yearly basis. (The Company publishes the duty and responsibilities of the Board of Directors in the Company's regulation on the Board of Directors and on the Company's website. The Board of Directors meeting record and meeting attendance of individual Director is provided under the Good Corporate Governance Report section.)

3. Independent Directors

The Company has clearly defined "Independent Director" in the Company's regulation on the Board of Directors that is published on the Company's website. The definition is in compliance with the Capital Market Supervisory Board, including no participation in business management; no relationship, by family or by law; no business relations with the Company and its subsidiaries in a manner that may cause conflict of interest; not being the auditor or professional service provider, including legal or financial advisors; and no relations with the major shareholders and no other condition that prevent them from providing independent opinion on the Company's operations. The Company's regulation on shareholding of the Company's shares is stricter than that regulated by the Capital Market Supervisory Board. Under the Company's regulation, an Independent Director can hold no more than 0.5 per cent of the total shares with voting rights of the Company, subsidiaries and joint ventures or other legal entity that may not have conflict of interest while the Capital Market Supervisory Board allows up to one per cent of the total shares.

To recruit an Independent Director, the Company follows the nomination procedures in recruiting directors and top executives, the details of which are described under the same topic. On 31 December 2013, the Company has eight Independent Directors, which accounts for more than one third of the total members (15) of the Board. They are Captain Siridech Julpema, Police Lieutenant General Thavorn Chanyim,



Mr. Satit Rungkasiri, Mr. Songpope Polachan, Mr. Suwit Kongsangbhak, Miss Rattana Tripipatkul, Mr. Makin Petplai and Miss Piyathida Praditbatuga.

4. Board of Directors

As of 31 December 2013, the company's Board of Directors comprised 15 members as follows :

1. Mr. Kurujit Nakornthap
Chairman and Chairman of the Investment Committee
2. Mr. Trakul Winitnaiyapak
Director and Chairman of the Human Resources and Remuneration Committee
3. Captain Siridech Julapema
Independent Director and Chairman of the Audit Committee
4. Police Lieutenant General Thavorn Chanyim
Independent Director and the Chairman of the Risk Management Committee
5. Mr. Satit Rungkasiri
Independent Director and Audit Committee member
6. Mr. Soonchai Kamnoonsate
Director and Investment Committee member
7. Mr. Songpope Polachan
Independent Director and Human Resources and Remuneration Committee member
8. Mr. Prachuab Ujjin
Director and Investment Committee member
9. Mr. Suwit Kongsangbhak
Independent Director and Risk Management Committee

10. Miss Rattana Tripipatkul
Independent Director and Audit Committee member

11. Mr. Makin Petplai
Independent Director and Risk Committee member

12. Miss Piyathida Praditbatuka
Independent Director and Audit Committee member

13. Mr. Rum Herabat
Director

14. Mr. Poonsuk Tochanakarn
Director and Human Resources and Remuneration Committee member

15. Mr. Pongdith Potchana
Director and CEO, acting as the Board Secretary

Members of the Board of Directors are specialists with vast experience in different fields. They were appointed through the recruitment and selection process to ensure their ability to perform duties in formulating and supervising the Company management's performance. (Profile and information about directors are published in the Profile of the Company's Directors Section and the Company's website.)

Investors can also find information about directors and authorized persons of the Company's subsidiaries that operate main business in the Form 56-1 which is published on the Company's website at www.ratch.co.th and SEC's website at www.sec.or.th.

5. Committees

5.1 The Audit Committee

The Audit Committee was appointed by the Company's Board of Directors and their term is three years. The committee members have the

required knowledge, experience and qualifications as designated by the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). The Committee members are Captain Siridech Julpema who is the chairman of the committee, Mr. Satit Rungkasiri, Miss Rattana Tripipatkul, and Miss Piyathida Praditbatuga. (The four members are Independent Directors who have the knowledge and ability in auditing the Company's operations and financial statements.) Mr. Pornchai Chamnongdet, Vice President – Head of the Internal Audit Division acts as the committee's secretary.

The Committee report directly to the Board of Directors. Its duties and responsibilities as assigned by the Board of Directors that are in line with the rules and regulations of the SEC and the SET, including review and ensure that the Company has accurate and adequate financial reports; review and make sure the Company has an appropriate and effective internal control system; review and ensure that the Company complies with the Securities and Exchange Commission Acts and the Stock Exchange of Thailand's rules and regulations and other laws relating to the Company's business; select and nominate independent persons to be the auditors of the Company and recommend the auditor's fee, and attend at least one meeting per year with the auditors without presence of the Management; review connected transaction or items that may have conflict of interest based on existing laws and the SET's rules and regulations; prepare the Audit Committee's report to be published in the annual report; review the Internal Audit Division's performance; consider and review audit criteria and process to ensure that they always comply with current business environment; and summarize and report the Audit Committee's tasks and movement to the Board of Directors; report issues discovered or in doubt, which may have significant impact on the Company's financial status or operating performance, to the Board of Directors in order to correct it within the timeframe agreed by the Audit Committee. (The Company publishes the duty and responsibilities of the Audit Committee in the Company's regulation on the Audit Committee and on the Company's

website. The Audit Committee's meeting record and meeting attendance of individual committee member is provided under the Corporate Governance section.)

5.2 Human Resources and Remuneration Committee

The Human Resources and Remuneration Committee's term is three years. It consists of three directors who are appointed by the Board of Directors. The committee members are Mr. Trakul Winitnaiyapak, who acts as the Committee's chairman, Mr. Songpope Polchan and Mr. Poonsuk Tochanakarn are committee members. Mr. Pongdith Potchana, Chief Executive officer, acts as the Committee's secretary.

The Human Resources and Remuneration Committee reports directly to the Board of Directors. Its authorities and responsibilities as assigned by the Board of Directors cover the entire tasks concerning the management of human resources and remuneration of the Board of Directors, committee and top executives of the Company's group (meaning the Chief Executive Officer, Senior Executive Vice President and Executive Vice President). Its tasks include formulating the visions and strategies on human resources management of the Company's group as well as their management development plan; reviewing and ensuring that the Board of Directors of the Company's group has appropriate size and good components responsively to the changing environment; and formulating appropriate policy, criteria and procedure in nominating, selecting, removing or terminating Directors and executives of the Company's Group to ensure that all companies in the Company's Group have management team who have appropriate qualifications, knowledge, competency and experiences to run the group of the Company's business successfully and effectively. The Committee is also responsible for selecting and nominating persons with required qualifications to be the CEO and top executives of the Company's Group; and preparing succession plan for key executive positions. It establishes a policy and strategies and compensation which include salary, meeting allowance, per diem, bonus and other benefits to Directors and top executives in the Company's Group



before proposing them to the Board of Directors for further approval. Consideration and approval will be based on clear and transparent criteria in order to induce, retain and motivate highly qualified and high potential human resources. The committee at the same time formulates effective guidelines, criteria, procedures and process for assessing the performance of the Board of Directors and top executives of the Company against the target mutually agreed in advance each year. These targets shall be relevant to the Company's Business Plan and set up in order to review the Management's annual remunerations by taking duties, responsibilities, related risks and long term values to shareholders into consideration. The Committee ensures that policy related to remuneration as well as amount of remunerations for the Board of Directors and top executives are disclosed in the Company's annual report. (The Company publishes the duty and responsibilities of the Human Resources and Remuneration Committee in the Company's regulation on the Human Resources Management and Remuneration Committee and on the Company's website. The Human Resources and Remuneration Committee's meeting report and meeting attendance of individual Committee member is provided under the Good Corporate Governance Report section.)

5.3 The Risk Management Committee

The Risk Management Committee's term is three years. Appointed by the Board of Directors, the Committee members include Police Lieutenant General Thavorn Chanyim as the Committee's chairman, Mr. Suwit Kongsangbhak and Mr. Makin Petplai are members. Mr. Sutheep Thamrujee, Vice President-Head of Corporate Planning Division acts as the Committee's secretary.

The Committee reports directly to the Board of Directors and performs its tasks as assigned by the Board of Directors. Its responsibilities include reviewing the Company's risk management policy and framework, which would cover all the major risks, such as financial, investment, corporate reputation and compliance risks before proposing them to the Board of Directors for approval, and formulating risk

management strategies and framework in compliance with the Company's risk management policy. The Committee shall assess, monitor and control the impact of risk at the appropriate level. The Committee monitors and ensures that risk management activities are in line with the Company's policy and framework approved by the Board of Directors; review the sufficiency and effectiveness of risk management policy and system; and reports regularly to the Board of Directors about the management, operation, risk status, changes and areas of improvement to keep risk management in line with the Company's policy and strategy. (The scope of responsibilities of the Risk Management Committee is included in the Company's regulations on the Risk Management Committee and published on the Company's website. The reports of the Risk Management Committee's meetings and meeting attendance of individual Risk Management Committee member are published under the Good Corporate Governance Report section.)

Risk Management Working Group

The "Risk Management Working Group" was appointed by the Risk Management Committee. The Chief Operating Officer is the Working Group Chairman. Executives from all disciplines are members while the Assistant Vice President – Corporate Planning Division acts as the secretary. The working group is mainly responsible for identifying nature of risks and risk factors, studying and analyzing internal and external factors that may affect the Company's operations, monitoring and studying risk management activities are in line with the guideline approved by the Risk Management Committee; and preparing the report on the Company's risk management for the Board of Directors' acknowledgement every quarter.

5.4 Investment Committee

The Board of Directors appointed the Investment Committee and the term is three years. The Investment Committee members consist of Mr. Kurujit Nakornthap as the Committee's chairman, Mr. Trakul Winitnaiyapak, Mr. Prachuab Ujjin and Mr. Poonsuk Tochanakarn as the Committee members. Mr. Peerawat Pumthong, Chief Operating Officer, acts

as the Committee's secretary.

The Committee reports directly to the Board of Directors with responsibilities as assigned by the Board of Directors. Its major responsibilities include determining strategic plan, goal, investment plan, investment budget, optimum investment return and other benefits from project investment to increase the Company's power generating capacity and growth; carefully reviewing and scrutinizing project investment proposed by the Management to ensure that it is consistent with the Company's policy and target stated in its investment plan with the consideration on cost-effective investment return and on management of other risk factors at acceptable level; and monitoring, following up and evaluating the approved investment project and report to the Board of Directors. (The scope of responsibilities of the Investment Committee is included in the Company's regulations on the Investment Committee and published on the Company's website. The reports of the Investment Committee's meetings and meeting attendance of individual Investment Committee are published under the Good Corporate Governance Report section.)

6. Authorized Directors as the Company's Signatory

According to the Company's policy and in order to provide practical flexibility and independence of independent directors, the authorized directors as the Company's signatory are either the Chairman of the Board or Chief Executive Officer (CEO), with signature and the Company's Seal; or two other directors, except Independent Directors, with joint signatures and the Company's Seal. (Investors can find more information from the Company's Affidavit as registered to Department of Business Development, Ministry of Commerce and publicized on the Company's website at www.ratch.co.th)

7. Structure of the Management

The Board of Directors specifies the scope of responsibility and authority of the Board of Directors

separately from the Management. The Board of Directors is responsible for formulating policy and monitoring the performances of the Management. The Management is responsible for implementing and executing the policies and reporting performance results to the Board of Directors.

CEO is the top executive position in the Management and is authorized to manage daily operations of the Company. His/her responsibilities are governing employees and staff members; managing, hiring, appointing, punishing and terminating employees and staff members; considering promotion or adjusting salary of employees and staff members, excluding top-level executives who are Executive Vice President and upper levels; issuing management process or other operations of the Company that do not conflict with the Company's regulations and the Board of Directors' resolution; and deciding on the scope of work and work conditions for employees to strictly follow.

In terms of external affairs, the CEO is authorized to act as a signatory except in any matters that the CEO or persons who have relationship with him/her may have conflict of interests. Such action can be taken only when approved by the Board of Directors with the presence of Independent Directors. In such case, the CEO may authorize any other person to act on his/her behalf, except for any matter that may hold the Company's liable as a borrower, buyer or hirer engaged in more than Baht 30 million. For any contract that is wrongfully made by the CEO which breaches the resolution of the Board of Directors, the Company will not be held liable, except in case of ratification by the Board of Directors.

The Board of Directors authorized the CEO to approve projects below Baht 30 million in total value. Projects with greater value shall be considered and approved by the Board of Directors. The CEO is authorized to approve donation of no more than Baht 200,000 each. Charitable donation of up to Baht 400,000 shall be approved by the Board of Directors' Chairman while donation exceeding Baht 400,000 shall be approved by the Board of Directors.



In case that the CEO is not available or cannot perform his duty or when the position is vacant, the Board of Directors assigned Mr. Peerawat Pumthong, Chief Operating Officer, and Mr. Kriengrit Jiajanpong, Deputy CEO, and Mr. Wutthichai Tankuranand, Chief Finance Officer, to act as the Acting Chief Executive Officer respectively with full authority, except for CEO's responsibility as a member of the Board of Directors.

The Company's Management is divided into four disciplines –Planning and Business Development, Portfolio Management, Finance, and Corporate Administration. The Planning and Business Development, Portfolio Management and Finance are led by Senior Executive Vice President-level executives. The Corporate Administration discipline is led by Executive Vice President-level executive. There are three units led by Executive Vice President-level and Vice President-level executives who report to Chief Executive Officer, namely Executive Vice President – Foreign Affairs, Corporate Secretary Office and the Internal Audit Division. The Internal Audit Division reports directly to the Audit Committee.

As of 31 December 2013, the Company's "Management" according to the Securities and Exchange Act and the Capital Market Supervisory Board announcement is listed below :

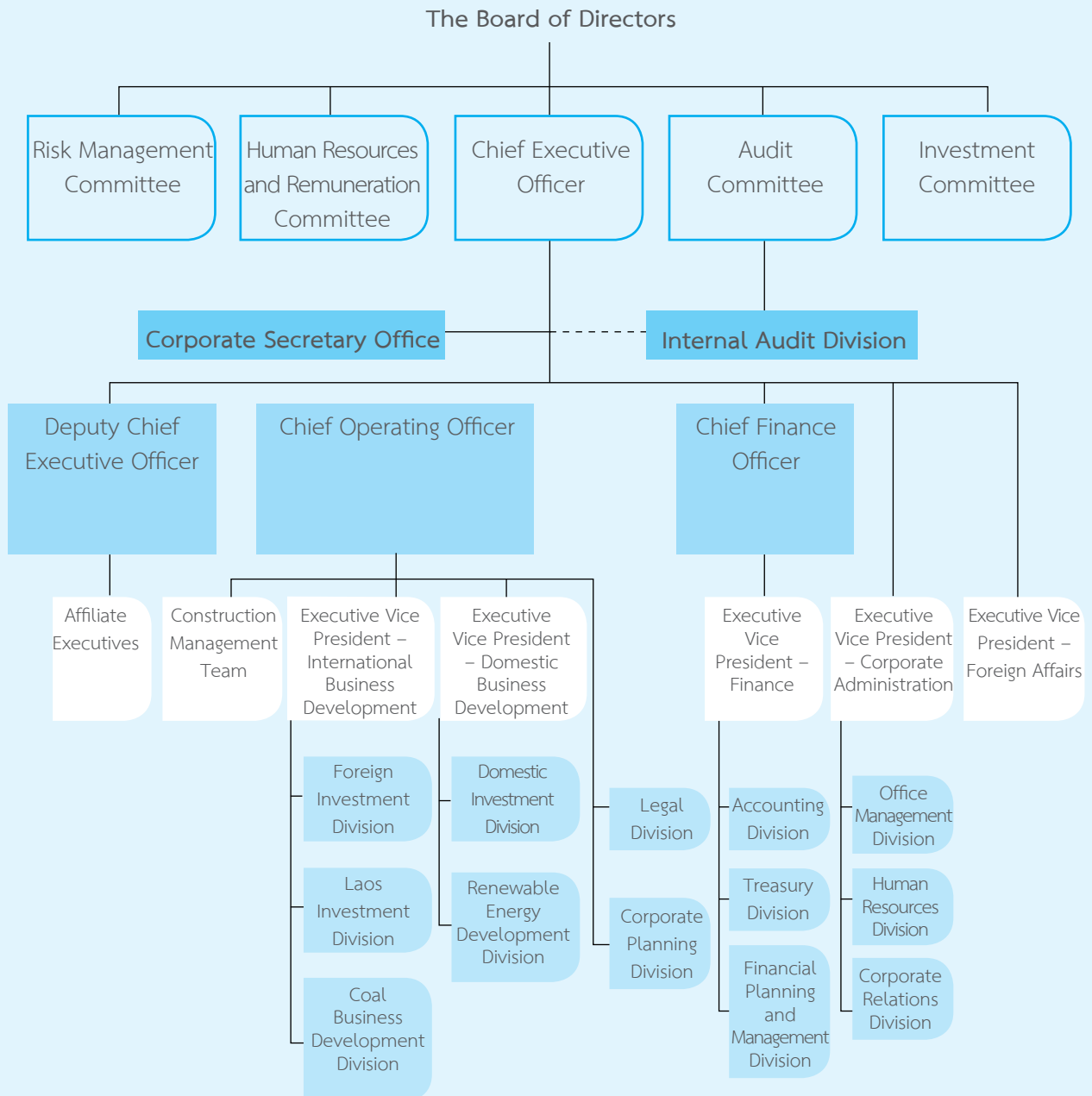
1. Mr. Pongdith Potchana
Chief Executive Officer
2. Mr. Peerawat Pumthong
Chief Operating Officer
3. Mr. Kriengrit Jiajanpong
Deputy Chief Executive Officer
4. Mr. Wutthichai Tankuranand
Chief Finance Officer
5. Mr. Somnuk Jindasap
Executive Vice President
6. Mrs. Sunee Rajatamutha
Executive Vice President – Finance

7. Mrs. Boontiva Dansamasatid
Executive Vice President – Corporate Administration
8. Mr. Prayut Thongsuwan
Executive Vice President
9. Mr. Nirun Wongchaglor
Executive Vice President
10. Mr. Raluke Satayaporn
Acting Executive Vice President
-International Business Development
11. Mr. Damrong Kheochaum
Acting Executive Vice President
- Domestic Business Development
12. Mrs. Supatra Thongkam
Vice President – Head of Treasury Division
13. Mr. Sommai Poosanachakorn
Vice President – Head of Accounting Division
14. Mrs. Wadeerat Charoencoop
Vice President-Head of Financial Planning and Management Division
15. Mr. Pornchai Chamnongdet
Vice President-Head of Internal Audit Division

(Profile and information about the Management are published in the Profile of the Company's Management and Corporate Secretary Section and on the Company's website.)

The Company has framed its organizational structure is depicted as follows :

Organizational Structure



Profiles and information about the Management of the Company's Group's affiliates in the core business in the Form 56-1 as published on the Company's website (www.ratch.co.th) and SEC's website (www.sec.or.th.)



8. Secretary to the Board of Directors and the Company Secretary

Secretary to the Board of Directors

The Board of Directors appointed Chief Executive Officer as its Secretary. The “Corporate Secretary Office” which reports directly to the Chief Executive Officer is responsible for arranging meetings, administration and coordination for the Board of Directors.

Company Secretary

The Management has appointed Mrs. Boontiva Dansamasatid, Executive Vice President – Corporate Administration and Acting Vice President - Head of Corporate Secretary Office as the Company Secretary. The Company Secretary’s responsibilities as specified by the Securities and Exchange Act include arranging the Board of Directors and shareholders’ meetings; providing initial advice to facilitate the Board of Directors’ meetings and activities in order to comply with related rules and regulations; handling secretariat works for the Board of Directors and facilitating the Board of Directors’ activities; ensuring that the Board of Directors’ resolutions are executed; handling activities related to shareholders’ rights and proper disclosure of information as regulated by related organizations. (Profile and information about the Company Secretary are published in the Information Management and Company Secretary Information section.)

9. Recruitment and Nomination Procedures of Directors and Top Executives

9.1 Board of Directors Selection

The Company considers that director recruitment is very important because directors who sit in the Board of Directors will participate in policy formulation and regulating the management and operations for the best benefits of the Company. Qualifications of Directors and Independent Directors are specified in accordance with the regulations set by regulatory agencies, legal requirement and the Company’s Articles of Association which have already been described. The Company also considers

educational background, training, work experience, specialized areas and skills that best suit the and enhance supervision efficiency and willingness to contribute time and efforts to their designated missions that will strengthen work of the Board of Directors.

The Human Resources and Remuneration Committee is responsible for selecting, recruiting and screening nominees for the Board of Directors’ consideration. Directors’ appointment includes :

Case 1: A director position is vacant due to reasons other than rotation of office: The Board of Directors has the authority to elect any persons to replace the resigned Directors. The Director so appointed shall retain his/her office during such time only as the resigned Director is entitled to retain. At least three fourths of the remaining Directors shall approve the appointment.

Case 2 : A director position is vacant due to rotation of office: The Board of Directors shall propose to the shareholders’ meeting. Criteria and process are specified in the Company’s rules.

Committed to encouraging equal treatment of shareholders, the Board of Directors encourages minority shareholders to nominate a person with proper qualifications for the Board to consider and propose to the Annual General Meeting of shareholders. This practice has been implemented since 2008. Details are specified in the Good Corporate Governance Report section.

9.2 Nomination and Recruitment of the Top Executives

“Top Executive” means a person who holds the position of Chief Executive Officer, Senior Executive Vice President and Executive Vice President.

The Human Resources and Remuneration Committee is assigned to recruit the Directors and top executives of the Company’s Group by reviewing the nominee’s educational background, knowledge,

skills and work experiences, which should benefit their designated missions and the Company's overall operations to support the Company's group efficiency, effectiveness and growth. The Committee is also responsible for both internal and external recruitment.

Directors representing the major shareholders, EGAT, which has the right to nominate directors according to its shareholding, has been appointed after the same selection procedure. Background and qualifications that are proper and necessary in governing the Company's business are taken into consideration. The CEO, who is EGAT's top executive and seconded to work at the Company, has also been nominated to the Human Resources and Remuneration Committee for consideration and screening prior to the Board of Directors' consideration and/or the shareholders' meeting consideration according to the proper selection procedure.

10. Policy on Appointing Directors and Executives to be Directors and the Management of Other Subsidiaries and Jointly-Controlled Entities

The Company has established subsidiaries to manage and operate designated missions as well as invested in many companies. (Information about subsidiaries and jointly-controlled entities are detailed in the General Information section.) To ensure that the Management and supervision of all companies are in line with the Company's policy and to effectively monitor and assess operational performance of the subsidiaries and jointly-controlled entities, the Company has a policy to appoint its directors and executives to be directors and/or executives in those companies. The appointment is approved by the Board of Directors and those directors have the responsibilities as stated in the Company's regulations on subsidiaries and jointly-controlled entities supervision.

11. Remuneration for the Directors, Executives and Employees

11.1 Policy and Criteria on Directors, Executives and Employees' Remuneration

The Board of Directors has formulated the policy and criteria on remuneration of Directors and high level executives in writing since 2005. This enables the Company to ensure that remuneration is based on clear, appropriate transparent, updated and most current criteria and procedure as well as the best benefits of the Company's operations and ability to attract and retain quality human resources. Remuneration is linked to goals and performances of the Company's group, dependent on level of designated responsibilities, comparable to the remuneration offered by organizations in similar industry and size, able to attract and inspire persons with appropriate educational background, knowledge, capability, skills and experience that enhance the Company's group's success.

The Human Resources and Remuneration Committee screens and proposes the remuneration of the Company's Directors and members of all committees before seeking approval from the Board of Directors and later from the annual general shareholders' meeting.

At present, Directors receive two types of remunerations as follows :

1. Bonus – depending on the length of directorship and on the attendance to the Board of Directors' meetings. When a Director holds directorship more than one position in the Company and its subsidiaries, the Director shall receive bonus from the company that allocates the highest bonus at that point in time.

2. The retainer for the Company's Board of Directors paid on monthly basis and divided into two portions. The first 75 per cent is fixed and the remaining 25 per cent is paid when the Director



attends the Board meeting. As for the Committees, the payment is made on attendance basis to the Committee's meeting. At present, the retainer as approved by the shareholders' meeting is as follows :

- The retainer for the Board of Directors' Chairman is Baht 50,000 and for Directors is Baht 40,000 each.

- The retainer for committee members: Committee Chairman's retainer is Baht 30,000 and Committee member's retainer is Baht 24,000. The four Committees comprises the Audit Committee, the Human Resources and Remuneration Committee, the Risk Management Committee and the Investment Committee.

Presently, Directors do not receive other remunerations from the Company aside from these two types of remunerations.

3. Executive Director does not receive fixed retainer but is entitled to receive bonus as a Director.

Remuneration for high level executives is in line with the criteria and policy set earlier by the Board of Directors and must be considered and screened by the Human Resources and Remuneration Committee. The remuneration is linked with the performance appraisal against the earlier agree target and must seek approval from the Board of Directors.

For employees, the Company's policy is to offer fair remuneration that is suitable to the position and responsibility with consideration on each job's importance as well as national economic situation and average remuneration in the labor market, especially those in similar businesses. The Company regularly surveyed average remuneration in the market on yearly basis in order to assure that its remuneration is competitive.



11.2 Remuneration of Directors, Executives and Employees

11.2.1 Ratchaburi Electricity Generating Holding Public Company Limited

(1) Remuneration for the Company's Board of Directors and Committee Members

Unit: Baht

Retainer for 2013							
Names	Board of Directors	Audit Committee	Human Resources and Remuneration Committee	Risk Management Committee	Investment Committee	2012 Bonus ¹	Total
1. Mr. Kurujit Nakornthap ^{12/6}	600,000.00				300,000.00	1,375,000.00	2,275,000.00
2. Mr. Trakul Winitnaiyapak ^{13/10}	460,000.00		180,000.00		216,000.00	1,100,000.00	1,956,000.00
3. Capt. Siridech Julpema ^{14/11}	480,000.00	180,000.00				970,765.03	1,630,765.03
4. Pol. Lt. Gen. Thavorn Chanyim ^{15/11}	480,000.00			120,000.00		841,530.05	1,441,530.05
5. Mr. Satit Rungkasiri ^{17/11}	460,000.00	144,000.00				855,506.67	1,459,506.67
6. Mr. Soonchai Kumnoonsate ^{11/10}	440,000.00				144,000.00		584,000.00
7. Mr. Songpope Polachan ^{19/11}	360,000.00		96,000.00				456,000.00
8. Mr. Prachuab Ujjin ^{11/10}	320,000.00				144,000.00		464,000.00
9. Mr. Suwit Kongsangbhak ^{18/11}	360,000.00			72,000.00			432,000.00
10. Miss Rattana Tripipatkul ^{17/11}	360,000.00	120,000.00					480,000.00
11. Mr. Makin Petplai ^{18/11}	320,000.00			72,000.00			392,000.00
12. Miss Piyathida Praditbatuga ^{17/11}	470,000.00	120,000.00				841,530.05	1,431,530.05
13. Mr. Rum Herabat	100,645.20						100,645.20
14. Mr. Poonsuk Tochanakarn ¹²	100,645.20		24,000.00				124,645.20
15. Mr. Pongdith Potchana ¹²							
16. Mr. Wirat Kanchanapibul ¹⁸				24,000.00		1,100,000.00	1,124,000.00
17. Mr. Surachai Tansitpong ¹⁸	120,000.00			24,000.00		592,076.50	736,076.50
18. Mr. Weera Sriwathanatrakoon ^{19/11}	120,000.00		24,000.00			1,100,000.00	1,244,000.00
19. Mr. Noppol Milinhangsoon ¹²						1,100,000.00	1,100,000.00
20. Mr. Sutat Patamasiriwat	360,000.00					1,100,000.00	1,460,000.00
21. Mr. Thana Putarungsi ^{19/10}	360,000.00		48,000.00		120,000.00	1,054,918.03	1,582,918.03
Total	6,271,290.40	564,000.00	372,000.00	312,000.00	924,000.00	12,031,326.33	20,474,616.73

Remarks

- ¹ Directors' retainer for 2012 paid in April 2013 according to the 2013 Annual General Meeting of Shareholders dated 28 March 2013
- ¹² Chairman of the Board of Directors
- ¹³ Chairman of the Human Resources and Remuneration Committee
- ¹⁴ Chairman of the Audit Committee

- ¹⁵ Chairman of the Risk Management Committee
- ¹⁶ Chairman of the Investment Committee
- ¹⁷ Member of the Audit Committee
- ¹⁸ Member of the Risk Management Committee
- ¹⁹ Member of the Human Resources Management Committee
- ¹¹⁰ Member of the Investment Committee
- ¹¹¹ Independent Director
- ¹¹² Executive Director



In 2013, changes in the Board of Directors and Committees are as follows :

- Mr. Soonchai Kumnoonsate
Was appointed a Director on 1 February 2013 and a member of the Investment Committee on 24 April 2013
- Mr. Songpope Polachan
Was appointed a Director on 29 March 2013 and a member of the Human Resource and Remuneration Committee on 24 April 2013
- Mr. Prachuab Ujjin
Was appointed a Director and a member of the Investment Committee on 24 April 2013
- Mr. Suwit Kongsangbhak
Was appointed a Director on 29 March 2013 and a member of the Risk Management Committee on 24 April 2013
- Miss Rattana Tripipatkul
Was appointed a Director on 29 March 2013 and a member of the Audit Committee on 24 April 2013
- Mr. Makin Petplai
Was appointed a Director and a member of the Risk Management Committee on 24 April 2013
- Mr. Rum Herabat
Was appointed a Director on 1 October 2013
- Mr. Poonsuk Tochanakarn
Was appointed a Director and a member of the Human Resources and Remuneration Committee on 1 October 2013
- Mr. Pongdith Potchana
Was appointed the Chief Executive Officer on 1 July 2013
- Mr. Wirat Kanchanapibul
Resigned from directorship and retired from the Risk Management Committee on 1 April 2013
- Mr. Surachai Tansitpong
Resigned from directorship and retired from the Risk Management Committee on 1 April 2013
- Mr. Weera Sriwathanatrakoon
Resigned from directorship and retired from the Human Resources and Remuneration on 1 April 2013
- Mr. Noppol Milintangoon
Resigned from directorship and Chief Executive Officer on 1 July 2013
- Mr. Sutat Patamasiriwat
Resigned from directorship on 1 October 2013
- Mr. Thana Putarangsri
Retired from a member of the Investment Committee on 24 April 2013, resigned from director ship and retired from a member of the Human Resources and Remuneration Committee on 1 October 2013

(2) Remuneration of the Company's Management

Unit: Million baht

Remuneration	Number (persons)	Total
Salary	15	61.77
Bonus	15	30.22
Contribution to Provident Fund	15	5.08
Total	15	97.07

Remark : The Company's Management team comprises 15 members

(3) Employees' remuneration

Unit: Baht

Remuneration	Number (persons)	Total
Salary	165	139.15
Bonus	165	57.44
Contribution to Provident Fund	165	10.43
Other (if any)	-	-
Total	165	207.02

Remark : As of 31 December 2013, there were 18 employees comprised 55 employees in Planning and Business Development, 10 employees in Portfolio Management, 31 employees in Finance, 40 employees in Corporate Administration, and 44 employees in other.

11.2.2 Ratchaburi Electricity Generating Company Limited

(1) Board of Directors' Remuneration

Unit: Million baht

Remuneration	Number (persons)	Total
Retainer	10	3.07
Bonus	9	7.00
Total		10.07



(2) Management's Remuneration

Unit: Million baht

Remuneration	Number (persons)	Total
Salary	3	6.13
Bonus	3	2.73
Contribution to the Provident Fund	3	0.54
Total	3	9.40

(3) Employees' Remuneration

หน่วย : ล้านบาท

Remuneration	Number (persons)	Total
Salary	55	27.21
Bonus	55	10.73
Contribution to the Provident Fund	55	1.18
Other (if any)	-	-
Total	55	39.12

Remark :

- 1 Ratchaburi Electricity Generating Company Limited has 10 Directors. During the year, 7 directors retired and new directors were appointed. Executive director did not receive regular remuneration according to the preset rule.
- 2 A Director is also a Director of Ratchaburi Electricity Generating Holding Public Company Limited and did not receive bonus from Ratchaburi Electricity Generating Company Limited according to the preset rule.
- 3 As of 31 December 2013, Ratchaburi Electricity Generating Company Limited had 58 employees, including 21 persons in the Production Control Division, 12 in the Corporate Communications, 19 in the Management and Treasury Division, and 6 in other units.

11.2.3 Ratchaburi Gas Company Limited, Ratch Udom Power Company Limited, Ratchaburi Alliances Company Limited, Ratchaburi Energy Company Limited, RATCH-Lao Services Company Limited, and RH International Corporation Limited

Directors and executives of these companies are seconded by the Management of the Ratchaburi Electricity Generating Holding Public Company Limited and did not receive director's remuneration from these companies.

Remark : On 7 February 2014, Ratch Udom Power Company Limited completed the liquidation process. Since then, the Company became the direct shareholder of Ratchaburi Alliances Company Limited.

Assets in Business Operations

1. Land, buildings and equipment

As of 31 December 2013, the Company's net land, buildings and equipment totaled 41,846 million baht as follows:

Items	Net value (million baht)
1. Land	1,307.00
2. Building and building improvement	550.00
3. Power plants, substations and transmission system and operating and maintenance equipment	39,674.00
4. Furniture, fixtures and office equipment	282.00
5. Vehicles	8.00
6. Equipment being installed/Construction in progress	25.00
Total land, buildings and equipment	41,846.00

Remark : RATCH-Australia Corporation Limited and subsidiaries have mortgaged land, buildings, power plants, and power plant equipment worth 100 million US dollar (2,945.95 million bath) to be used as collaterals for long-term loans.

2. Investment in subsidiaries, jointly-controlled entities and joint ventures

As of 31 December 2013, the Company's investment in subsidiaries, jointly-controlled entities and joint ventures were 33,343.50 million baht. Details are as follows:

Name	Type of business	Registered capital	Share of investment	Investment cost
Unit: million baht				
Subsidiaries				
1. Ratchaburi Electricity Generating Co., Ltd.	Electricity generating	Baht 18,275.00 million	99.99 %	18,275.00
• Holds 99.99% in Ban Bueng Power Co Ltd, a subsidiary • Holds 99.99% in Eastern IPP Co., Ltd., a subsidiary • Holds 99.99% in Eastern Power Generation Co., Ltd., a subsidiary • Holds 45% in Ayudhya Power Co., Ltd., a jointly-controlled entity • Holds 40% stake in Nava Nakorn Electricity Generating Co., Ltd., a jointly-controlled entity				



Name	Type of business	Registered capital	Share of investment	Investment cost
Unit: million baht				
Subsidiaries				
2. Ratchaburi Gas Co., Ltd.	Investing in electricity generating business	Baht 500.00 million	99.99 %	1,165.90
• Holds 50% in Tri Energy Co., Ltd., a jointly-controlled entity				
3. Ratch Udom Power Co., Ltd.	Investing in electricity generating business	Baht 420.90 million	99.99 %	420.90
• Holds 99.99% in Ratchaburi Alliance Co., Ltd., a joint venture that holds 25% stake in Ratchaburi Power Co., Ltd., a jointly-controlled entity				
4. Ratchaburi Energy Co., Ltd.	Investing in renewable energy power generating and related	Baht 640.00 million	99.99 %	640.00
• Holds 55.18% in Sustainable Energy Corporation Co., Ltd., a subsidiary that holds 99.99% stake in Khao Kor Wind Power Co., Ltd., a subsidiary • Holds 25% stake in Sukhothai Energy Co., Ltd., a jointly-controlled entity				
5. RATCH-Lao Services Co., Ltd.	Operating and maintaining power plant, and investing and operating business activities related to investment in Lao PDR	USD 2.50 million	99.99 %	77.86

Name	Type of business	Registered capital	Share of investment	Investment cost
Unit: million baht				
Subsidiaries				
6. RH International Corporation Ltd. • Holds 100% in RH International (Mauritius) Corporation Ltd, a subsidiary that holds 100% in RH International (Singapore) Corporation Pte. Ltd. Meanwhile, RH International (Singapore) Corporation Pte. Ltd. holds 80% stake in RATCH-Australia Corporation Ltd and other subsidiaries	Investing, developing and operating overseas electricity generating and related businesses	Baht 7,000.00 million	99.99 %	7,000.00
7. RATCH O&M Co., Ltd.	Operating and maintaining power plants	Baht 10.00 million	99.99 %	2.50
Total				27,582.16

Remark :

* On 28 January 2014, Ratchaburi Gas Company Limited acquired another 50 per cent stake in Tri Energy Company Limited (TECO), bringing the total stake it holds in TECO to 99.99 per cent.

** On 7 February 2014, Ratch Udom Power Company Limited completed the liquidation process. Since then, the Company became the direct shareholder of Ratchaburi Alliances Company Limited.



Name	Type of business	Registered capital	Share of investment	Investment cost
Unit: million baht				
Jointly-controlled entity and joint ventures				
1. SouthEast Asia Energy Co., Ltd. (holding 33.33% stake in Nam Ngum 2 Power Co., Ltd., a jointly-controlled entity)	Investing, developing and operating power generation business in Lao PDR	Baht 6,606.75 million	33.33%	2,202.25
2. Chubu Ratchaburi Electric Services Co., Ltd.	Operating and maintain power plant	Baht 20.00 million	49.99%	10.00
3. Hongsa Power Co., Ltd.	Electricity generating	USD 76.00 million	40.00%	983.12
4. Phu Fai Mining Co., Ltd.	Coal mining business	USD 0.05 million	37.50%	0.63
5. Nam Ngum 3 Power Co., Ltd.	Electricity generating	USD 0.30 million	25.00%	0.45
6. Ratchaburi World Cogeneration Co., Ltd.	Electricity generating	Baht 2,500.00 million	40.00%	500.00
7. Solarta Co., Ltd.	Electricity generating	Baht 1,320.00 million	49.00%	545.96
8. Solar Power (Korat 3) Co., Ltd.	Electricity generating	Baht 188.75 million	40.00%	71.30
9. Solar Power (Korat 4) Co., Ltd.	Electricity generating	Baht 199.25 million	40.00%	74.07
10. Solar Power (Korat 7) Co., Ltd.	Electricity generating	Baht 188.75 million	40.00%	70.00
11. Songkhla Biomass Co., Ltd.	Electricity generating	Baht 210.00 million	40.00%	67.50
12. KK Power Co., Ltd.	Electricity generating	USD 1.00 million	50.00%	15.45
13. Songkhla Biofuel Co., Ltd.	Biomass fuel sourcing and supply	Baht 1.00 million	40.00%	0.40
14. Xe-Pian Xe-Namnoy Power Co., Ltd.	Electricity generating	USD 50.00 million	25.00%	393.31
15. First Korat Wind Co., Ltd.	Electricity generating	Baht 1,996.02 million	20.00%	399.20
16. K.R. Two Co., Ltd.	Electricity generating	Baht 1,827.00 million	20.00%	365.40
Total				5,699.04

Name	Type of business	Registered capital	Share of investment	Investment cost
Unit: million baht				
Investment in other businesses				
1. EGAT Diamond Service Co., Ltd.	Providing power plant turbine maintenance service	Baht 623.00 million	10.00 %	62.30
Total				62.30

The Company is committed to investing, developing and operating electricity generating and related businesses to achieving its vision of being a leading value-oriented integrated energy company in the Asia-Pacific. Investment Committee was set up to formulate strategies, goals and investment plan as well as investment budget and returns or other benefits from the investment that will support the Company's production capacity increase and growth. The Committee is also responsible for screening investment projects proposed by the Management; ensures that all its investment projects are interrelated and support the corporate policy according to the Company's investment plan, based on the best possible economic returns and other related risks; monitoring, auditing and assessing the investment and report to the Board of Directors for acknowledgement.

Legal Dispute

The Company has been committed to strict compliance with related laws, rules and regulations, good corporate governance, business ethics, fairness and moral in parallel to responsibility towards the society, community, environment and stakeholders. As a result, the Company and its subsidiaries and affiliates did not have any legal dispute at all.



Human Resource Management



With strong belief that human resource is a significant success and growth driver, the Company has continually enhanced human resource development to ensure equal opportunity for all employees at all level to improve their skills, capability and knowledge. The Company arranged for good work environment that is safe and hygiene, pays fair remunerations based on responsibility and performance, offer good benefits and provide new technology to support their operations. In 2013, the Company's human resource management and development activities are as follows.

1. Improvement of Remuneration and Benefits

The Company has clear policy to fairly manage employees' remuneration and benefits while promoting quality of life at work by providing good work environment, health and safety

based on international standard. However, the continuing growth in the energy industry and the shortage of skilled and experienced personnel with specialization in this business have increased competition in the labor market, especially those with specific skills. Considering this, the Company has improved its remuneration and benefits in order to motivate and maintain highly capable employees.

1. Remuneration structure review: The Company hired a consulting firm specializing in remuneration system design to survey average remuneration rate in the market, especially in the electricity generating sector. The information collected through the study was compared to the Company's rate for further improving the Company's remuneration structure to remain competitive in the labor market now and in the future.

2. Improvement of benefits: The Company has regularly improved its employee's benefits from time to time. The Employees' Welfare Committee, which comprises representatives from employees and management, regularly meet to discuss and develop the Company's benefit system, ensuring that employees are fully supported and have career security. In the past year, the Company improved some benefits for its employees as follows:

(1) Increase face amount for life and accident insurance

(2) Improve medical care coverage by increasing payment limit for room/meals and treatment allowance for inpatient

(3) Increase financial assistance in case of death of an employee and their family members

The Company also ensured that its employees are members of the EGAT Provident Fund which was established by EGAT for employees of EGAT, its subsidiaries and affiliates.

2. Core Values Adjustment

To better support its vision and mission which have also be adjusted according to the strategic plan, the Core Values has been reviewed and adjusted as follows:

Reliability
Accountability
Trust
Challenge
Happiness

The core values will unite the Company's employees together through the same belief and commitment while shaping employees' behavior in the same direction. This will lead to the creation of strong culture that will drive the Company's sustainable success.



3. Human Resource Development

The Company has a strong belief that continuous and systematic employees' capability development will lead to improved corporate competitiveness. In addition to training and development according to the annual training plan, which has been conducted every year, the Company has planned for development for high level executives. Experts were hired to conduct Leadership Assessment to support individual training. The plan was implemented first in the executive vice president level, and will be further expanded to other levels.

In addition to improving employees' knowledge, skills and expertise, which are significant to support operational efficiency, the Company also organized workshops designed for behavioral change to support the new Core Values and organizational structure. Knowledge on CSR has been cascaded to employees for better understanding and to raise awareness among employees of their role in supporting sustainable growth of the Company.



In 2013, the Company held eight courses for its employees at all levels, including top executives, vice presidents, managers and employees.

1. Media interface training for senior executive vice president level
2. Leadership Assessment & Development Program for executive vice president level
3. Leading with the Speed of Trust for executive vice president level
4. Financial Thinking for Non-Financial Manager for vice president level
5. Project Management Techniques for managers
6. We are One Team for employees
7. First Aid and life saving for employees
8. CSR towards a sustainable organization for employees



The Company has encouraged its executives and employees across the organization to attend trainings in Thailand and other countries to upgrade their capability, review their technical knowledge, open up to the new technology and changing environment in the market and have the opportunity to exchange experience with others. Some of these programs include Public Economics Management for Executives, International Energy Strategy and Operation Plan Preparation, ASEAN Tax and Investment Strategies 2013, and the Accounting Standards Trends and Significant Financial Report Standard in 2013-2014.

The total number of training hours in 2016 is 26 hours per person per year.

The Company promotes learning and experience sharing for enhanced capability and networking which will support their operations. Such activities included exhibitions, seminars and experience trips that will refresh and open up new opportunities for learning.

Job rotation has also been adopted to increase employees' competence and understanding of the entire work process. Employees are rotated within and across disciplines as well as across companies under the group in Thailand and overseas. Considering the Company's goal to expand overseas investment, especially in the ASEAN Economic Community (AEC), the Company organized trainings on ASEAN languages, such as Burmese, to prepare its employees for international investment projects.

4. Internal Communications

The Company views that internal communication is very important. It communicated with employees on project progress, activities and changes related to its operations. It also educated employees through various channels, such as computerized system, Intranet and email. A working team was set up to collect information and prepare internal journal. Information collected include the Company's activities, such as the management's policy, human resource management and development, labor relations, safety and health and 5S activities. Another important communication channel is meeting at different levels including meeting between the CEO and executives and all level of employees. Another type of meeting is cross-functional meeting known as "Synergy Meeting" which is held every two months and different unit will rotate in hosting such meeting after work. The Synergy Meeting opens opportunities for employees to meet and exchange their experience while synergizing their knowledge and experience for further operational performance improvement.

5.Complaint and Report on Irregularities Clue

The Company has clearly stated in its Personnel Management Regulations' appeal and Complaint section on how an employee, when encounter unfair treatment, to make complaint. Such regulation also covers protection of the complainant from being terminated or punished for providing fact or information related to such complaint and/or considers such complaint with sincerity and integrity although this affects the Company's operations.

6.Workplace Safety and Health

In recognizing the importance of health and safety in workplace, the Company announced a health, safety and good workplace environment policy and published it on the Company's website and internal electronic system. It appointed the Workplace Safety, Health and Environment Committee responsible for considering and formulating policy and plans related to workplace safety to prevent and reduce accident. The Company also promotes safety campaign and activities. Regular check on accident statistics in the office has been implemented. The Company also regularly campaigned for increasing awareness on the importance of safety, health and workplace environment through various channels, such as posters, computerized system, report in different level meetings. In addition, the Company arranged the Safety Day activity under "Safety in All We Do" concept where awards were given to employees who proposed excellent suggestions about safety improvement and to those who regularly best practice the 5S activities.

In terms of health, the Company has arranged for annual health check-up for employees, held trainings preventing Office Syndrome, and prepared a nurse care room for first aid service and with a bed for employees to rest when becoming ill at work.

Employees have participated in the "White Workplace – Anti-Drug Program" that the Department of Labour Protection and Welfare, initiated to educate works on drugs and its adverse impact on health, economy and society, which gives workers self protection against drug in both direct and indirect way.

In 2013, there is no accident related to work and no serious accident that cause employee to stop working.

7.Anti Corruption Practice

The Company is strongly committed to regularly operating its business with transparency and fairness following the good governance principles. It announced clearly the Company's Code of Ethics, Code of Conduct for Executives and Employees' Code of Conduct. It has continuously encouraged its executives and employees to perform their duties with integrity, sincerity, transparency, good moral and responsibility and do not dishonestly ask for or pay any benefits to stakeholders. Employees have complied with such codes of conduct and regulations to prevent any corrupted or fraudulent acts in all work process.



Good Corporate Governance Report



Ratchaburi Electricity Generating Holding Public Company Limited has been operating its business by adhering to the good corporate governance principle and business ethics as well as promoting operational excellence enhancement. The Company believes such practice will create and strengthen trust and confidence among its shareholders and stakeholders that will drive the organization towards success and its ultimate goal – sustainable growth in parallel to community and social development.

1. Shareholders' Right

Throughout the year 2013, the Company has not found any event or action that suggests the infringement of shareholders' right. The Board of Directors and the Management have closely monitored and ensured that the "Shareholder's Right", which has been implemented since 2007, has always been respected and executed. The policy has been used as a guideline for treating its shareholders who are the owners of the business. This reflects the Company's high respect of the basic rights of shareholders and commitment to ensuring that shareholders' basic rights are well protected.

1.1 Rights to Share Ownership Registration or Transfer

The Company appointed Thailand Securities Depositories Company Limited (TSD) as its registrar responsible for the Company's share deposit, collecting and updating shareholders' information and provides services to shareholders, such as issuing, depositing, withdrawing and transferring of securities certificates, as well as remitting benefits to the shareholders. Shareholders can contact TSD directly at the TSD Call Center at +66 2229 2888. At present, TSD offers online service through an investor portal. Shareholders can apply for the service at <http://www.tsd.co.th/en/investorportal/index.html>.

1.2 Rights to Receiving Dividend

The Company has consistently paid annual dividend to its shareholders since the Company's inception. Dividend has been paid according to the Dividend Payment Policy, as detailed in the section on Dividend Payment Policy. A continuous monitoring found a certain amount of accrued dividend payment that shareholders have not yet received. The Company has tried to contact the shareholders based on its existing contact details by sending a letter to inform the shareholders of the

procedure and how to receive the dividend as well as facilitating shareholders on cheque reissuing in case of loss or expiration. The Company also assisted the heirs of the shareholders on share transfer in case the shareholders passed away. Shareholders are also encouraged to use e-Dividend service for convenient, fast and safe dividend receiving.

The Company has also followed the Stock Exchange of Thailand's recommendation on preparing the list of shareholders who have the right to receive dividend. At the 2013 annual general shareholders' meeting, the Company set the "Record Date" on 6 March 2013 for shareholders to receive the right to participate in the shareholders' meeting and receive dividend. This follows the Article 255 of the Securities and Exchange of Thailand Act. Under the Record Date method, book closing took place on 7 March 2013. Shareholders whose names appeared on the book had the right to attend the 2013 annual general shareholders' meeting on 28 March 2013 and receive the dividend on 11 April 2013.

1.3 Right to Appoint, Terminate and Determine Remuneration for Directors

The Board of Directors has strictly followed the Company's regulations requiring it to nominate directors replacing the vacant position due to rotation of office and propose directors' remuneration to the annual general shareholders' meeting for approval. Details are stated in the Management Structure Section.

1.4 Right to Appoint Auditor and Determine Remuneration for Auditor

The Board of Directors has strictly followed the Company's regulations in seeking approval from shareholders at the annual general shareholders meeting for the appointment of auditors and the amount of auditors' remuneration.

1.5 Right to Attend Meetings

The Board of Directors fully values and respects shareholders' rights by encouraging the shareholders, who are regarded as the Company's owners, to participate in the shareholders' meeting in order that they are involved in significant decision



making, updated of the Company's performance and audit the performance of the Company's Board of Directors and Management. The Company views that shareholders' meeting arrangement is a duty and responsibility to be fulfilled in accordance with related laws and the AGM Checklist prepared by Thai Investors Association, the Listed Companies Association and the Securities, Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). The Company and its Management take this as their responsibility to ensure that the shareholders' meeting is transparent, fair and equally benefits all shareholders and stakeholders.

In 2013, the Company held one shareholders' meeting – "the 2013 Annual General Shareholders' Meeting." In organizing the meeting, the Company strictly followed the preset rules, maintained quality and efficiency of the meeting and encouraged shareholders to exercise their right to attending the meeting. This has enabled the Company to successfully organize the meeting and resulted in continuously increasing number of attending shareholders who actually came to the meeting and those appointing proxy.

- *Meeting date and time* : The Company held the meeting on Thursday 28 March 2013, starting from 14.00 hrs. and ending at 17.00 hrs., totaling 3 hours. The registration was opened at 12.00 hrs., two hours before the meeting time. To allow shareholders to make decision whether to attend the entire meeting or only specific sessions, the Company allowed shareholders to register after the meeting began until the meeting adjourned. The Company did not limit the shareholders' right to attend the meeting and vote on the agenda under consideration and that resolution was not yet made.



- *Venue* : The meeting was held at Convention Center B 2, 22 Fl, the Centara Grand and Bangkok Convention Center, CentralWorld located at 999/99 Rama I Road, Pathumwan, Bangkok. The meeting venue is easily accessed through public transport system, which provides great convenience for shareholders to travel to the venue. The place has enough space to accommodate a large number of participants. The Company fully provided meeting facilities, including audio-visual equipment to support presentation on meeting agenda, computer and barcode system that enables fast shareholder registration and accurate and transparent ballot.

- *Identification* : Identification document that shareholders have to present to attend the meeting is checked by the persons appointed by the Board's Chairman. Identification document checking is done in simple process and in the procedure as informed earlier in the meeting invitation.

- *Meeting attendance* : In the 2013 Annual General Shareholders' Meeting, 1,721 shareholders and proxies attended, accounting for 79.48 per cent of the total shares sold, which constituted a quorum according to the Company's Articles of Association. The Chairman of the Board acted as the meeting's chairman according to the Company's Articles of Association. All independent directors, the entire Audit Committee and chairman of each Committee attended the meeting, except one director who could not attend the meeting. The Management, auditors and legal advisors also attended the meeting to provide addition information and answer questions at the meeting.

- *Meeting invitation* : The Company sufficiently and completely informed the shareholders of the date, time, place and agenda together with details and Directors' opinions on each agenda via SET's ELCID before 9.00 hrs of 19 February 2013, which is the following day after the Board of Directors resolved to hold the 2013 shareholders meeting. The Company advertised the annual shareholders meeting schedule in Thai-language newspaper on 20-22 March 2013 and in English-language newspapers on 22-24 March 2013, which are three consecutive days and no less than

three days prior to the meeting date as required by the Company's regulations.

- *Meeting notice* : The Company delivered to the shareholders the 2013 meeting notice together with the entire document which is the same as that published on the Company's website on 21 February 2013, 35 days prior to the meeting date. Thailand Securities Depositories Company Limited (TSD), the Company's registrar, distributed the meeting notice to shareholders on 18 March 2013, 10 days before the meeting date according to the legal requirement that demands listed companies to send meeting invitation to shareholders at least seven days. The meeting notice provide date, time, meeting place together with a map, meeting agenda which is arranged according to their priority, background, reasons and key issue of each agenda tabled for consideration or acknowledgement. The information included the Board of Directors' opinion on each agenda to assist shareholders in making decision. The document sent together with the meeting notice to shareholders include:

- (1) The company's Articles of Association related to shareholders meeting.
- (2) All documents that shareholders have to present to attend the meeting, proxy appointment, registration, and voting rules.
- (3) Previous meeting report that shareholders will have to rectify.
- (4) Board of Directors' annual report which contains information about the Company's operations in the past year and future projects, financial statements and explanation, and authorized auditor's report. In 2013, the Company prepared a summarized version of annual report (containing financial statements and operational performance) and Corporate Social and Environmental responsibility Report for the convenience of the shareholders to quickly acknowledge and audit the Company's performance. The full version of annual report was prepared in CD-ROM format and distributed to all shareholders. The printed version was

delivered to the shareholders upon request. A total number of 132 shareholders requested the print version of the annual report.

- (5) Profile and brief information of nominees for director election and definition of the Company's independent directors.
- (6) The Company provided proxy appointment, all three types as designed by the Department of Business Development, Commerce Ministry, as well as a list and information about independent directors and the CEO for alternative of proxy appointment.
- (7) Individual shareholder's registration form with barcode for convenience and speed registration. The Company informed the shareholders in the meeting invitation and on its website that they were encouraged to ask questions or ask for more information about the topics stated in the meeting agenda, and/or provided advices and opinions that are useful for the Company's operation prior to the meeting date through post or fax to the Company's Secretary or email to corporatesecretary@ratch.co.th. The Company would then clarify or provide additional information at the meeting. In the 2013 annual general shareholders' meeting, no shareholder sent in question or suggestion to the Company prior to the meeting.

• *During the meeting:* Before the 2013 shareholders' meeting began, the chairman of the meeting announced the quorum, assigned the Company Secretary to take minute and prepare the meeting report, and introduced the directors, Management, auditors and legal advisors attending the meeting. The meeting chairman also declared all the meeting procedures including voting rules for each agenda and vote counting to meet with the shareholders meeting regulations of listed companies designed by the SET and to ensure that all shareholders clearly understand all the details as earlier informed in the meeting invitation. The chairman also announced the resolution of each

agenda right after discussion.

• *Voting :* The Company prepared separate ballots for each agenda for each shareholder that each shareholder already received when register. Voting process was made simple. The chairman asked the meeting to raise hands if disagree or do not wish to vote in order that the Company's staff members would collect their ballots. Computerized and barcode systems were used in vote counting.

• *Checking for transparency, accuracy and completeness:* The Company invited a representative from its legal advisor to act as an independent inspector to check on crucial areas, including document required to be presented by the shareholders or their proxies, the quorum, stakeholders who do not exercise their voting rights and vote counting to ensure that the vote counting process comply with the Company's Articles of Association and the meeting rules announced by the Chairman. The inspector also ensured that all ballots were collected from all shareholders attending the meeting, especially for director appointment session, and that meeting resolutions and vote counting were correct.

• *Running the meeting according to agenda:* The Company realized the necessity for the shareholders to study the information before making decision and strictly adheres to a principle of not taking any action that will infringe or derogate the right of the shareholders. In all shareholders' meeting, the Company has never abruptly informed the meeting of additional significant information, added new agenda for approval, or changed significant information without prior notice. All the matters proposed to the 2013 annual general shareholders' meeting complied with the legal requirement. The Chairman of the Board who acted as the chairman of the meeting controlled the meeting process in the same order as informed in the meeting notice without no agenda switching.

• *Running the meeting on each agenda:* After providing sufficient and complete background, details, full information for each agenda and



recommendation as stated in the meeting notice, the meeting Chairman allocated appropriate, sufficient and equal time for discussions that would encourage the meeting attendants to ask questions for the Board of Directors and the Management to clarify for full understanding on related matters. The meeting Chairman then asked the meeting to vote.

- *Director appointment and remuneration approval:* The director appointment and remuneration are treated as two different agendas and are voted separately. Individual vote was arranged for new director appointment.

- *In each agenda,* the Company provided ballots for each shareholder. A computerized system was used to provide convenience for vote counting.

- *Meeting resolution announcement:* After the vote counts, the meeting Chairman reported voting results by dividing into “agree”, “disagree” and “abstention” votes.

- *Consideration of other agenda (if any):* The Board of Directors allowed for other agendas (if any) in order to provide opportunities for the shareholders to propose additional issue other than those set in the meeting agenda. According to the Company’s Articles of Association, to propose a new agenda for the shareholders’ meeting to consider, the shareholders who propose the new agenda must represent no less than one third of the sold stocks. In the 2013 ordinary shareholders’ meeting, no other agenda was proposed for voting. Only recommendations and questions about the Company’s operations were raised as recorded in the meeting report.

- *Meeting resolution distribution:* The Company submitted to the SET the result of the 2013 annual general shareholders’ meeting, including voting results of each agenda which specified in detail the agree, disagree and abstention votes, and their percentage. The results were documented and submitted to the SET by post and through the SET’s ELCID before 9.00 hrs. of 29 March 2013 (the next working day after the meeting date).

- *Meeting report:* Corporate Secretary Office, as assigned by the Chairman of the Board of Directors, recorded and prepared meeting reports in writing by clearly and adequately recording essence of each agenda, questions by the shareholders and clarifications by the Board of Directors and Management, the recommendation from the meeting, and the meeting resolutions, including detailed voting results in all categories. The Company submitted the complete report signed by the chairman of the meeting to SET, SEC and the Registrar (the Department of Business Development) for auditing and reference. The report was published on the Company’s website on 5 April 2013, before the 14-day deadline required by law, to offer opportunities for shareholders to express their opinions without waiting for the next meeting. Shareholders did not ask the Company to amend, add or adjust the report.

- *Meeting quality improvement:* The Company arranged a meeting evaluation form to collect opinions and recommendations from the meeting attendees on the meeting invitation and annual report, facilitation to the shareholders, meeting arrangement and meeting report. The information collected is used for further improving the arrangement of shareholders meeting in order to ensure transparency, efficiency and benefits to both the Company and shareholders.

The Company received scoring of 100 points and recognized as “Excellence and Good Example” for the fifth consecutive year in the Thai Investors Association’ Annual General Shareholders Meeting ranking of its ordinary shareholders’ meeting assessment in 2013.

1.6 Right to Receive Information and Significant Information in Accurate, Sufficient and Timely Manner

In 2013, the Company completely followed the regulations, criteria, conditions and procedure related to disclosure of information and activities of listed companies. There was no punishment due to failure to submit report by deadline as required by law. The Company recognizes the importance of significant information disclosure and its Board of Directors and the Management have continuously

monitored and ensured that all related rules and regulations are met. Designated organization and persons responsible for this have been clearly appointed. Communications channels for quality information distribution are as follows :

- *Authorized person:* The persons authorized to disclose information and significant information are the Chairman of the Board, Chief Executive Officer and Deputy Chief Executive Officer. Other organizations responsible for information preparation are

- *The Corporate Secretary Office* is responsible for preparing document related to information and significant disclosure through the Securities Exchange of Thailand's electronic channel and annual report (Form 56-2), and being the contact person for the Securities Exchange of Thailand and the Securities and Exchange Commission.

- *The Accounting Division* is responsible for preparing financial information, explanation and the management analysis of the Company's operations and financial status.

- *The Corporate Relations Division* is responsible for the preparation of information disclosure document, media release and press conference.

- *Investor Relations Department* is responsible for preparing the Form 56-1 and analysts meeting.

- *Communications channel:* Based on the commitment to providing complete and equitable access to the Company's significant information to all shareholders, the Company mainly uses SET's electronic media as the main channel for information disclosure. The channel also brings greater convenience in communicating with and securing good understanding between the Company and its shareholders. To achieve this goal, the Company prepared its own website – www.ratch.co.th – to act as another channel to distribute information. The Company regularly arranges analyst meetings, local and international road shows, press conferences to announce quarterly and annual performance, distributes news and photo releases of the Company's activities to the media, arranges plant visits for institutional investors and analysts, and media

relations activities. These communications channels cover both one-way and two-way communications and the information is prepared and distributed at the same time in Thai and English languages.

- *Quality of the information:* The Company views that quality of the disclosure of information and significant information, both financial and non-financial, is very important. The information shall be accurate, clear, complete, sufficient, updated, timely, transparent, and not be one-sided but include both positive and negative information. The disclosure of information has been ensured to comply with related rules and regulations. Examples are immediate disclosure of significant information, equitable disclosure of significant information to the general public, immediate clarification in case of rumors or related news, action taken in case of irregular stock trading, no disclosure of information without reasons and insider's trading. At the same time, the information disclosure shall not create too much cost for the Company or cause the Company to lose its competitiveness.

Information disclosure in 2013 is detailed below:

(1) Disclosure of periodic reports such as financial statements, quarterly financial statements, annual report and Form 56-1	37 times
(2) Disclosure of non-periodic reports, such as the 2013 annual ordinary shareholders' meeting, resolutions of the 2013 ordinary shareholders' meeting, dividend payment, investment projects, and progress of investment projects	23 times
(3) Analyst meeting	4 times
(4) Company visit	102 times
(5) Local road shows	5 times
(6) International road shows	5 times
(7) Press conference on operational performance	6 times
(8) Distribution of news and photo releases about the Company's activities	29 times



(9) Shareholders' and investors' plant visit	1 time
(10) Media relations activities	1 time
(11) Exhibition	4 times
(12) Executive interviews	11 times
(13) Website hits/pageviews for 2013 (average per month)	10,900 views

(from 1 January 2013 – 31 December 2013
: 131,211 views)

2. Equitable Treatment of All Shareholders

The Company treated all its shareholders equitably without discrimination of their status as major or minor shareholders, Thai or foreign shareholders. Major activities are as follows:

2.1 Access to the Company's Information

To ensure that all shareholders can equally have access to the Company's information, the Company uses SET's channels as the main communication channel. The Chairman of the Board of Directors, Directors, Chief Executive Officer and Deputy Chief Executive Officer are the authorized persons responsible for the Company's information disclosure. The Company's website is provided as an additional channel for communication. Shareholders can also seek information from related divisions which are the Corporate Secretary Office, Corporate Relations Division and Investors' Relations Department.

2.2 Preparation of Bilingual Document

For equal treatment of both Thai and foreign investors, the Company prepares all published information in both Thai and English languages, including all the information provided through the SET's ELCID, meeting invitation, meeting document and report, press conference and the Company's website.

2.3 Proposing Additional Agenda for the Annual General Shareholders' Meeting and Nominating Directors Prior to the Meeting

Since 2008, the Company has adopted SET's guideline encouraging listed companies to

offer opportunity for minor shareholders to propose meeting agenda and/or nominate persons for director election in advance. In 2013, the Company published an invitation to the shareholders' meeting through ELCID and the Company's website on 21 August 2012, providing clear details about criteria, method, process and channel of agenda proposing. The announcement was published for approximately four month time during 1 September and 31 December 2012). However, none of the shareholders proposed additional agenda or nominated persons for director election.

2.4 Proxy Appointment

For convenience, shareholders who cannot participate in the shareholders' meeting can appoint other persons to attend the meeting and vote on their behalf. The Company prepared and delivered proxy document to the shareholders together with the meeting notice. Proxy appointment is available in three forms as designed by the Department of Business Development Ministry of Commerce. Form A is the general proxy appointment form. Form B is a proxy appointment that lists specific items for proxy appointment. Form C is the proxy appointment that is used only when the shareholder is a foreign investor with a custodian in Thailand. Shareholders can also download the proxy document from the Company's website or use other form of proxy or prepare it themselves.

The Company nominated four independent directors and the Chief Executive Officer. Personal information of each nominated person and each person's conflict of interest status were provided on each concerned agenda for shareholders to appoint as their proxy to attend the meeting and vote on their behalf. In the meeting, 249 shareholders assigned the Company's independent directors as their proxy while 14 shareholders assigned the Chief Executive Officer as their proxy.

2.5 Ballots

In voting at the annual general shareholders' meeting, the Company prepared and provided ballots for every participant. Computerized system was deployed for tallying. In voting for directors, individual vote and ballot was kept as reference.

2.6 The Company Proposed No Additional Agenda

The Board of Directors has the policy not to propose new agenda other than those informed in the meeting notice as it realizes that it is important and necessary for the shareholders to study information before making decision. Shareholders can propose additional agenda for consideration if necessary, by following the Company's Articles of Association. At the 2013 annual general shareholders' meeting, there was no additional agenda proposed.

2.7 Report on the Company's Shareholding

The Board of Directors and the Management have the duty to report their holding of the Company's stock to the SET. The Board of Directors required reports on portfolio changes of the Company, its directors, executives, spouses and children who have not reached legal age included as an agenda in the monthly meeting of the Board of Directors.

2.8 Prevention of the Abuse of Inside Information

The Board of Directors has formulated and implemented measures to prevent Directors and the Management from insider trading. The Board of Directors has prepared written guidelines on internal information keeping and prevention of internal information usage for abusive self-dealing. Since the inception of the Company, it has required its Directors, Management and employees to directly report any changes in the Company's portfolio of themselves, their spouses, and children who have not become sui juris to the Chief Executive Officer within three working days after the changes happened. The guidelines were announced in 2003 and continue to be effective today.



In 2013, there is no complaint related to inequitable treatment of shareholders or charge on directors or executives for not reporting portfolio as required, or on the use of insider information for abusive self-dealing or others' benefits.



3. Role of Stakeholders

3.1 Stakeholders Policy

The Company adheres to the principle of "promoting and ensuring that the right of stakeholders, such as customers, employees, business partners, investors, competitors, independent auditor, the government sector and communities in which the Company locates, is well protected and treated" as announced in the Good Corporate Governance introduced in 2003. Later in 2007, the principle was incorporated into the policy customized for individual stakeholder group, which has been published on the Company's internal communication channel and on its website. The policies include the Shareholders Policy, Employees Policy, and Social and Environment Policy, the Network and Computer Usage Policy, Occupational Health and Safety Policy, and the 5S Policy (which are all published on the Company's website). In 2013, activities related to this policy are as follows :

- *Shareholders* : The Company constantly monitored and ensured the compliance with the Shareholders' Policy related to basic right protection; equitable treatment of shareholders; quality information disclosure; encouraging shareholders to attend shareholders meeting to participate in decision making on significant matters and to acknowledge the Company's operation and activities, as well as to monitor the Board of Directors and the Management's performance; implementation of measures to prohibit the use of insider information for personal interest of



the Board of Directors or the Management to protect shareholders' benefit; and ensuring no infringement of shareholders' right. Details are as reported in the Shareholder's Right and Equitable Treatment of Shareholders sections. With clear guidelines, there was no complaint about the shareholders right infringement, Board of Directors' mistakes or abusive-self dealings by the Company's executives.

- *Employees* : Considering that employees are highly valuable resource and a significant factor driving the Company's operations and success, the Company, therefore, formulated Human Resource Policy that covers human resource management and development. Activities and all operations related to human resource development are aimed at promoting employees' capability, competency and desired behaviors that support the corporate values as well as corporate direction, strategies and goals of creating value to the business in parallel to production capacity increase.

- *Organization and job structures*: In late 2013, the Company reviewed and improved its strategic plan to better address changing situation and external factors. Vision and mission have also been changed accordingly. Organization structure will be later changed to drive the Company towards success.

- *Remuneration structure*: the Company reviewed and improved remuneration structure that enhances the Company's competitiveness. The current remuneration structure is comparable with other leading companies in similar business and size.

- *Employees' benefits and work environment*: The Company established provident fund and consistently contributes to the fund at progressive rate dependent on employment period, and ensures appropriate employee's benefits and remuneration that is within industry standard range, and good and safe work environment. Such provision ensures that its employees have good security and confidence so that they are willing to make good contribution and yield good performance under their duty and responsibility.

- *Recruitment and hiring* : The Company carefully recruits capable persons with relevant experience and the right attitude that enable

the Company to constantly have good human resources in terms of quantity and quality.

- *Knowledge, skills and competence development* : The Company constantly provided specific human resource development plan for each position across the organization. Such plan focuses on development of knowledge, skills, behavior and motivation that will enable employees to perform their duties with greater efficiency. Employee competency is enhanced for good career progress for individual staff member through in house and public trainings in Thailand and overseas, training plan for individual position, work experience program, work visit and job rotation for wider knowledge development, etc.

- *Performance appraisal* : Performance appraisal is conducted on annual basis. Supervisor and the employee have to work together in setting goal. Appraisal result is taken into account when considering annual pay raise.

- *Career development* : The Company has designed employees' career path, providing employees with opportunities to move up the corporate ladder based on their competency and skills. Knowledge and skill development has been provided. Training on Core Competency includes commitment to excellence, strategic thinking, teamwork, moral and ethics, and networking. Training on Functional Competency covers business understanding, problem solving and opportunity seeking, risk management, conceptual thinking, negotiation skill and creativity.

- *Succession Plan* : The succession plan for top and mid-level executives are prepared for systematic and continuous development. This enables employees to be ready for greater responsibility, new assignment and changing work and business environment and with strong leadership.

- *Preparing employees for overseas assignment* : The Company prepared a manual for employees being assigned to work in other countries. The manual provides interesting information about particular country, such as law, social etiquette, culture, language, dos and don'ts and emergency assistance in order to help employees settle easily in the country where they are posted and where the Company has investment activities.

- *Communications*: The Company has developed internal communications channel to communicate policy and information throughout the organization while receiving opinion and useful recommendation from employees. Such channels include the Intranet which supports the e-learning and knowledge management (KM) that will be implemented later, regular internal meetings for all level employees of different responsibilities, as well as the regular meeting between the management and employees. Since 2010, the “Synergy Meeting”, an informal meeting between employees from different disciplines has been initiated as another platform for employees to share knowledge, opinions, experience, problems and solutions, operational update, and creative ideas. The Synergy Meeting also promotes team work as it allows everyone to participate in order to create synergy that helps strengthen the Company.

- *Participation in organizational development*: To encourage employees to participate in organizational development, the Company arranged for the election of “Employees’ Benefit Committee” as required by law and the election of “Workplace Safety, Hygiene and Environment Committee”. The Company established the “5S Committee” comprising representatives from all units who work together in formulating policy, designing systems and measures for monitoring, implementing, assessing and developing related systems’ efficiency. Safety manual, building usage manual, annual safety day activity held under the “Safety in all we do” concept, fire drill, traffic measure, building inspection, lighting, humidity, air quality and saving the power and water campaign are among many interesting activities initiated to encourage employees’ participation.

- *Volunteering*: Activities were arranged to promote public consciousness, solidarity, work-life balance, and good relations with community and society at large. The Company encouraged employees to participate in various public service activities at least three days per year. The “Social Activity Committee”, and other clubs, such as Health Club and Sport Club, etc. The Company has allocated some budget to support these projects and activities.

- *Human Resource Information System (HRIS)*: The Company has developed systematic HRIS, resulting in efficient and effective procedure implementation and cooperation in human resource management. In addition, performance appraisal will be faster, more efficient and more convenient.

- *Information technology*: The Company has developed its IT system to effectively support all areas of operations. Equipment improvement has enabled the Company to work uninterruptedly during power blackout or electricity trip. The number and capacity of equipment have been increased, enabling them to work faster. SAP, which is one of the Company’s significant programs and links the Company’s Group together with a very quick, convenient and precise information sharing, has been developed. The e-document has been implemented within the organization to reduce paper use and serves as document and information center. The Company also cooperated with Ratchaburi Electricity Generating Company Limited in developing a shared backup center to reduce risks of significant information loss in case of serious conflict between the two companies.

In the past year, there was no conflict or dispute between the Company and its employees and no accident that interrupts the Company’s operations. Ratchaburi Electricity Generating Company Limited received the Outstanding Organization Award 2013 – Labor Relations and Benefits for the sixth consecutive year.

• *Community, Society and Environment* : The Company’s Social and Environmental Policy promotes participation from community and gives high priority to good communications to ensure its position as “a good neighbor”. This also promotes community development for sustainable living, local culture and tradition conservation and environment preservation for natural and life balance.

- In ensuring good understanding and strong relationship with communities in the area where the Company has or plans to have business activities that are important to the Company’s success, the Company strictly follows His Majesty’s “Understand,



Reach and Develop” concept in its operations. Some of the activities are assistance provided to those affected by natural disaster, scholarships granted to schools and educational institutions in the areas the Company operates, and various quality of life and environment development activities in the communities surrounding its plants. These include the Company’s own initiative projects and those created by community, local administration, government agencies and other organizations.

- “*Love the Forest and the Community Program*” project continues to be a major social and environmental responsibility projects. In 2013, the Company continued the project, in cooperation with the Department of Forestry, for the sixth consecutive years and the first year of the Phase 2 project (2013-2017). The Community Forest Contest was held, where the winners won a trophy from HRH Princess Maha Chakri Sirindhorn. In addition, the community forest leaders meeting was held to promote sharing of knowledge and learning among people in the network and exemplify the achievement of successful communities. The Klayim Youth Camp was continued to instill commitment to forest and natural resource conservation among the young generations. These projects also address the Company’s commitment to reduce carbon dioxide emission which helps slow down the Global Warming situation.

- “*Career Training Project*”: The Company, in cooperation with Lao PDR’s Ministry of Education and Sports, continued the skill enhancement for career development project in Lao PDR. Establish since 2011, the project helped increase skills of local people, especially for electrician, welder and plant mechanical engineering. In 2013, the Company presented 11 scholarships to students and vocational teachers.

In 2013, the Company continued its activities under the Social and Environmental Policy and had no conflict cases related to the Company’s business impact on community, society and environment. (Information about social and environment project is detailed in the Sustainability Report and the Company’s website: www.ratch.co.th.)

- *Network and Computer Use* : The Company has introduced the “Network and Computer System Policy” since 2010. The policy draws guidelines for employees and network managers’ operation to ensure smooth, efficient and most effective use of the computer network, as well as strict compliance with the Computer Crime Act. The Company also improved the efficiency, security and prevention to network harm.

- *Others stakeholders* : Although the Company has not yet announced specific policies on stakeholders other than stated above, such as customers, partners, shareholders, investors, creditors, competitors, independent auditor and government agencies, the Company is aware of their importance and possible impact of the Company’s operations on them. As a result, the Company has ensured that all the stakeholders are treated well under the guidelines for the management and employees’ practice which are specified as part of the Business Ethics. (Details are published online under the Company’s Business Ethics topic at www.ratch.co.th.)

3.2 Risk Management

The Company considers that risk management shall be handled thoroughly and provides for appropriate measures to prevent and restore possible impact on different stakeholders. The Board of Directors, therefore, announced the “Risk Management Policy” and has appointed the “Risk Management Committee” since 2003 in recognition of the importance of risk management. (Details are as in the Management Structure and Risk Factors.)

3.3 Anti-corruption

Ethics and good corporate governance principle are considered top priorities at the Company. Code of Ethics has been prepared in writing and used as a practice guideline for the Board of Directors, executives and all employees. Such guidelines are, for example, not asking for, not receiving or not making unlawful payment to trade partners and/or the Company’s creditors. The Company has indicated “Integrity” as one of the core competency. Employees whose responsibility involves the

Company's significant information are required to sign the confidentiality agreement. As a listed company, the Company has in place a rule prohibiting the use of insider information for abusive self-dealing, and requiring its executives, employees, and temporary staff to directly report any changes in the company's portfolio and interests of themselves and concerned person, according to the regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission of Thailand. Other rules and regulations on procurement, accounting, budgeting, finance and personnel management are clearly established.

The Company provides for effective internal control system to ensure efficient and effective operations, the check-and-balance system and sufficient control on the Company's assets and property utilization. The Board of Directors has assigned the Audit Committee to audit and monitor the sufficiency of internal control system every year. The Company also provides for channels for receiving complaints and clue in case fraudulent action is found or suspected. Details on this is explained in the Complaints and Report of Irregularities Clue section.

3.4 Complaint and Report on Irregularities Clue

Stakeholders can report clues or lodge complaints about actions that breach the law or ethics, incorrect financial statement, or problems with internal control to the Company's Independent Directors or the Audit Committee for further investigation and reports to the Board of Directors. Stakeholders can communicate directly with the Company or through the provided channels, including website where they can contact the Corporate Secretary Office, Public Relations Department or Investors Relations Department, or other channels that stakeholders view as appropriate.

Specific channels are provided for employees to report and complain on unfair treatment according to the Company's regulations on Personnel Management under Complaint section. The Company has also provided for protection of the complainants against employment termination or punishment when they provide information, truth,

fact or any evidence related to the complaints or are responsible for the sincere consideration of the complaints that eventually create adverse impact on the Company. Such provision is laid out clearly in the Human Resource Management Chapter, Lodging Complaint Section.

3.5 Guidelines for Transaction that Has or May Have Conflict of Interest

The Board of Director, through the approval by the Audit Committee, has ensured that connected transaction between the Company and its subsidiaries are in the best benefits to the Company, its subsidiaries and shareholders. Transactions between the Company and its subsidiaries are considered based on the same pricing and conditions as in transaction with other business partners. Accurate and complete disclosure of such transactions is required according to related regulations. For flexibility and convenience, the Board of Directors authorized the Chief Executive Officer to approve normal connected transactions or regular business transaction, with general conditions and trade agreement, within Baht 30 million limit. The transaction shall be reported at the quarterly Board of Directors' meeting, according to the Article 89/12 under the Securities and Exchange Act.

3.6 Report on Conflict of Interest of Directors and Executives

The Board of Directors has created the "Conflict of Interest of Directors and Executives Report Form" and required all Directors and Executives to prepare conflict of interest reports for themselves and their related persons. The report must be submitted to the Company Secretary for reference and further submitted to the Chairman of the Board of Directors and the Chairman of the Audit Committee. The report is used for the Board of Directors' consideration and decision on stakeholders who have or may have conflict of interest and do not have voting rights on the Company's transactions.



3.7 International Environment and Occupational Health Standard

The Company has encouraged its subsidiaries to adopt international standard operations, such as the ISO 14001, OHSAS 18001 and various standards issued by the Department of Industrial Works. These standards have been implemented constantly and seriously in large scale powerplants, such as Ratchaburi Power Plant, Tri-Energy Power Plant and the Ratchaburi Power's Power Plant, as well as small power plants, such as Solarta solar power plant, PTO Power Plant and Saothien Power plant.

3.8 Community Participation

One of its top priorities under the Company's social and environment policy is to promote community participation which has been implemented in every stage and period of its operation and project development. During project development period, the Company studied technical information in parallel to a study on economic, social, culture and way of life of the nearby communities in order to prepare community participation plan and key communication messages as well as activities to promote understanding between the project and communities. Public hearing was also held to provide opportunity for the communities to share their view on the areas required by government agencies and related authorities. During the construction period, the Company communicated regularly with the communities to ensure understanding of the project development and the Company's policy. When the project is up and running, effective communications with the communities continue. The Company always listens to the communities' recommendation for on-going development and improvement of activities that better address community needs.

Ratchaburi Electricity Generating Company Limited also initiated the "Ratchaburi Power Plant Environmental Inspector Committee", comprising representatives from communities, community leaders, local administration and provincial administration. The committee is responsible for monitoring and ensuring that the power plant operations are in accordance with the Ratchaburi Power Plant's prevention

and reduction of environmental impact measures stated in the environmental impact assessment and environmental quality monitoring operation plan. The committee also acts as the center for cooperating with power plants, providing information and news update or problems and possible issues that may cause problems, and recommendation shared by communities. The meeting serves as another important channel that promotes community participation in monitoring the Company's operation.

4. Disclosure of Information and Transparency

4.1 Type of Disclosed Information

The information being disclosed comprises financial and non-financial information and periodic and non-periodic report. The objective of the report is to provide sufficient and complete information that support the readers' investment decision.

4.2 Quality of Disclosed Information

Quality of disclosed information includes accuracy, completeness, clarity, sufficiency and timeliness as mentioned in the Shareholders' Right. The Board of Directors has prepared the Board of Directors' Report on its Responsibility to Financial Reports and published it together with the Auditor's Report in the annual report and the Audit Committee provided its opinion on the quality of the financial statements as published in the Audit Committee's Report.

The quality disclosure of significant information to outsiders demonstrates to the public the Company's commitment to maintaining operational transparency. In addition, it promotes confidence and credibility among investors and stakeholders. The Board of Directors and the management, therefore, have ensured that the assigned persons disclose significant information not only at the minimum legal requirement but also by taking into account equal rights of investors to have access to such information.

4.3 Information Disclosure Channels

The Company has clearly assigned specific

persons to be responsible for the disclosure of different types of information. The SET's electronic communications channel is used as the main channel for information disclosure. The Company also prepares website, press conference to announce its performance, analysts meeting, press release distribution, local and international road shows and other activities as reported under the Shareholders' Right section.

4.4 Investor Relations

The Company assigned the "Investors Relations Department" to be the center for communicating, providing information and news, as well as fairly and equally arranging activities to create and strengthen relationship between the Company and its shareholders, institutional investors, retail investors, analysts and concerned government agencies. The department is also responsible for preparing annual investors' relations plan. The Company's Chief Executive Officer and top management always act as the Company's spokespersons who report, provide additional information, clarify and answer questions at the analyst meeting, local and international road shows. Interested persons may contact the Investors' Relations Department by sending letter by post to the Company, or call +66 2794 9841 or fax +66 2794 9888 ext 9841 or through the Company's website www.ratch.co.th or sending emails to ir@ratch.co.th.

4.5 Disclosure of Director and Executive Remuneration Policy and Payment

The Board of Directors has disclosed the director and executive remuneration payment policy and individual director and executive remuneration by categories. This issue of annual report also included overall employees' remuneration. (Details are explained under the Management Structure section.

5. The Board of Directors' Responsibility

5.1 The Board of Directors Structure

- *Composition and Qualification*

The Company carefully reviewed the existing Board of Directors structure in order to ensure

it appropriately matches their duties and complies with the rules and guidelines provided by laws and concerned regulatory agencies. The Company also takes into consideration the Company's regulations as approved by the shareholders' meeting and the Company's regulations on the Board of Directors section. The existing Board of Directors' structure and the qualifications of directors and independent directors currently correspond the mission and objectives of the business objectives and related rules and regulations.

According to the Company's Articles of Association, the Board of Directors shall comprise no more than 15 directors. At present the Company has 15 directors, which fits well with the Company's nature of business. Out of them, eight are independent directors, representing more than one third of the total Board of Directors. The number of directors representing EGAT, which is the Company's major shareholder, depends on the investment proportion. Each director remains in office for no more than three consecutive 3-year terms and his/her age shall not exceed 72 years old. Independent director remains in office for no more than two consecutive terms. The directors shall have all the required qualification and shall not have legally prohibited qualifications. (Details are reported in the Management Structure).

Directors have diversified skills and knowledge, including engineering, economics, accounting, business administration, laws, administration experience, specialization, skills and age. Such diversity provides greater benefits to the Board of Directors, especially in supervising the executives' management and operation and providing extensive and in-depth opinions that includes all concerned factors in each matter. All of the members of the Board of Directors have no offence against property history and no involvement in transaction that may cause conflict of interest to the Company. (Profile of each director is published in the "Board of Directors Information".)

- *Chairman of the Board's Independence*
Despite the fact that the Chairman of the



Board is the representative of EGAT which is a major shareholder holding 45 per cent of the Company's total stake, the Board of Directors also comprises eight independent directors, more than one third of the total number of directors sitting in the Board. As a result, the directors can independently perform their duties as the shareholders' representative and there is a proper balance. The Chairman of the Board independently performs his duty and does not influence or convince other directors during discussions, encourages all directors to discuss and express opinion openly by giving sufficient time to find mutual resolution on all matters considered at the Board of Directors' meeting.

- *The segregation of the Chairman of the Board and Chief Executive Officer*

Chairman of the Board is not the same person as the Chief Executive Officer and has no relations with the management. The segregation of the Chairman of the Board and Chief Executive Officer positions has ensured proper balance and prevented one of them to have excessive power. Responsibilities and authorities of both positions are clearly separated, which is part of the corporate governance practice. The Board's Chairman is the leader and has significant role in deciding the Company's policy resulted from the joint meeting between the Board of Directors and the Management on business goals. The Chairman of the Board leads and conducts the meetings in efficient and effective manner, and encourages all directors to participate in the meeting and openly express their opinion. The Chairman of the Board also supports and provides recommendation for the management operation through the president and does not intervene in routine work by the management. The Chief Executive Officer is the top executive of the Company's management whose responsibilities are explained under the Management Structure section.

- *Secondment*

None of the Company's director holds positions in more than three other listed companies, which complies with the SET's recommendation on efficiency and time contribution.

The Board of Directors appoints representatives

to be director and management in subsidiaries and joint-venture companies by considering each representative's knowledge and experience as well as the necessity in order to ensure operations are in line with the Company's goal and policies.

The Board of Directors has formulated the Company's regulations on subsidiaries, affiliates and joint ventures supervision guidelines. The guidelines cover clear criteria for the appointment and responsibilities of the Company's representatives assigned to hold directorship or hold stakes in the companies in which the Company invests to ensure supervision efficiency of their operations. (Information about directors and executives holding positions in other companies are reported in the section on Directorship of Board of Directors, Executives and Controllers' of the Company Subsidiaries, Jointly-Controlled Entities and Associated Entities.)

- *Director Selection*

The Board of Directors has set a director selection process that is transparent and beneficial to the Company. Nominees are screened by the Human Resources and Remuneration Committee before the list is submitted to the Board of Directors for appointment approval. The appointment of directors who retire in the middle of the year is approved by the Board of Directors. The appointment of directors who retire due to rotation of office, however, must be proposed at the annual general shareholders' meeting for approval. (Details about director selection are reported in the chapter on Management Structure).



- *Secretary to the Board of Directors and Company Secretary*

The Board of Directors appointed the Chief Executive Officer as its Secretary. The “Corporate Secretary Office”, which reports directly to the Chief Executive Officer, is responsible for the Board of Directors’ meeting arrangement and coordination on matters related to the Board. The Board of Directors also appointed Mrs. Boontiva Dansamasatid, Executive Vice President-Corporate Administration and acting Vice President-Corporate Secretary Office as the “Company Secretary” whose responsibilities and duties are according to the Securities and Exchange Act. The Chairman of the Board informed the SEC and SET of the appointment and the place where information is stored. (Details about the appointment and responsibilities of the Company Secretary are reported in the chapter on Management Structure).

5.2 Committees

The Board of Directors has appointed four committees as appropriate and necessary to assist it in studying information, screening work and making recommendation, which enables the Board to perform its duty more efficiently. The four committees are the Audit Committee, the Human Resources and Remuneration Committee, the Risk Management Committee and the Investment Committee. (Details of the composition and responsibilities of all committees are reported in the chapter on Management Structure.)

5.3 Roles, Duties and Responsibilities of Directors

The Board of Directors is committed to independence in decision making for the best benefits of the Company and shareholders. Each of the Company’s directors realizes the responsibility towards the shareholders who are the business owners and have the right to appoint the directors. Fiduciary Duty covers four major responsibilities namely Duty of Care, Duty of Loyalty, Duty of Obedience and Duty of Disclosure.

- *Responsibility in Formulating Policy and Operation Direction*

To ensure strong basis for effective and efficient management that supports the Company’s growth and sustainability, the Board of Directors has worked closely with the Management in formulating and implementing policies as already discussed under the Business Ethics and Corporate Governance Policy.

The Board of Directors is responsible for working with the Management in formulating the Company’s vision, mission, business plan, goals, business strategies, budget, organizational structure and remuneration structure. The Board of Directors also ensures that the Company’s vision, goal and performance are clearly communicated to Directors, the Management and employees and are regularly reviewed every year or when necessary.

In formulating strategies, the Board of Directors and the management jointly consider various information, including the nature and structure of the Company’s business, vision, mission, policies, goal, investment plan and performance result and appraisal compared to the business goals. Both also consider internal environment, such as management structure, personnel finance, strategy selection, trade partner relationship and customer information, while considering external factors, such as power business structure, and electricity production capacity development plan. Other factors taken into consideration are external factors that have significant impact on the Company’s operations, such as the ASEAN Economic Community (AEC) integration, government policy, electricity demand growth, oil price, production resource limitation (fuel and technology), economic, social and environmental limitation, competition in the power business, industry analysis, production factor and macroeconomic factors in international countries and the target selection in order to materialize the Company’s vision.

- *Monitoring and Assessment of the Management*

The Board of Directors also supervises and ensures the Company’s operation fully complies with



the corporate governance principles. The policy is regularly reviewed and communicated to directors, executives and employees of all levels. Result of corporate governance implementation is announced publicly and also described in the annual report.

The Board of Directors requires the Management to regularly report to the Board of Directors' meeting a number of areas including monthly report (operational performance analysis, progress of the Company's investment projects, financial report on short- and long-term investment projects, cash flow, and the highest electricity generating capacity report, electricity capacity within EGAT and national systems, and energy stock prices), quarterly reports (quarterly financial report), annual reports (annual financial reports, annual operational performance compared to target) and the reports by the committees appointed by the Board of Directors.

In case that the operational performance is different from target because of controllable factors, the Board of Directors demands the Management to analyze the reasons and then closely monitor, accelerate and solve problems. In case the event is caused by uncontrollable factors, the plan and target must be reviewed or set a substitute target.

In addition to reports and routine monitoring, the Company's Board of Directors uses other channels to monitor the efficiency and effectiveness of operations. Other channels are executive meetings of the Company and its subsidiaries as well as monthly internal executive meetings, such as top executive meetings and division directors meetings. In those meetings, the Board of Directors has the opportunity to monitor, acknowledge, prevent, and solve operational problems. In addition, manager level employees are required to attend the internal management meetings every three months.

- *Role in Initiating Necessary Changes or Handling Issues*

The Board of Directors plays a significant role in setting or initiating important changes in

the organization, such as organizational structure improvement, business plan, appraisal criteria and performance indicators for the Company and its top executives. The directors and the Management fully discuss all details before making decision.

The Board of Directors also places great emphasis on community participation, green energy and carbon credit follow-up and implementation which becomes an increasingly important trend.

The Board of Directors plays a significant role in providing advices on solving problems and issues raised by the Management at the Board meeting. On sensitive issues, the Board of Directors will assign directors to consider and work closely with the Management. Directors who are representatives from government sector play vital role in providing clarification on government policies, rules and regulations and related practice, enabling the Company to better understand the intention of the regulations and take better action. Directors from private sector, meanwhile, help provide new ideas that promote operational efficiency. Directors provide recommendations to the Company according to their specialization, including legal, finance, tax and engineering. Directors on secondment assignment in subsidiaries and joint ventures have supervised the operations of the subsidiaries and joint venture to be in compliance with the Board of Directors and the Company's policy.

The Board of Directors requires the non-executive directors to meet informally at least once a year to allow them opportunity to review and discuss the performance of the Board of Directors, management and the Company, as well as discuss administrative problems without participation of the Management. Results from the discussion are applied in order to improve the efficiency of the Board of Directors. The meeting report is presented to the Chief Executive Officer after the meeting and used for further efficiency improvement of the Board of Directors.

In addition, the Company organized informal meetings among directors in different forms, including participating in the Company's activities, such as corporate social and environment responsibility projects, sports and other activities held on various occasions to promote good understanding and good relationship among directors, and between directors, the Management, and employees.

5.4 Management and Elimination of Conflict of Interest

For the best benefit of the Company, the Board of Directors and the Audit Committee have vital roles in formulating measures for managing and preventing conflict of interest and ensuring that all operations are reasonable and conducted for the best benefits of the Company and that information disclosure is complete and accurate according to the related rules and regulations. (Details are published under the Role of Stakeholders section).

5.5 Internal Control and Risk Management

The Board of Directors gives high priority to internal control and therefore provides for efficient operations and management. The Board of Directors assigned the Audit Committee to review, monitor and assess the sufficiency of the internal control system, ensuring operational efficiency and effectiveness, check-and-balance system and sufficient control on the Company's assets and property utilization.

In 2013, the Audit Committee convened six meetings to discuss matters with the Management, Auditors and the Internal Audit Division. The Audit Committee has fully respected related laws and scope of responsibility laid out by the Board of Directors in the Company's regulation on Audit Committee. So far, the Audit Committee has never received report or complaint from the Auditors on significant problem in the internal control system.

At the Board of Directors' meeting No. 14/2012 dated 16 December 2013, the Board of Directors agreed with the Audit Committee's assessment, on the internal control system,

confirming that the current internal control system is sufficient and appropriate. (The assessment of the internal control system sufficiency is based on the SEC's "Internal Control Sufficiency Assessment Form". Investors can find more information on www.ratch.co.th.) Key findings of the internal control assessment in five areas are as follows:

- *Organization and environment*

- Realizing the importance of internal control system, the Company has provided for the environment supporting internal control efficiency. The Board of Directors has set clear and measurable vision, mission and goal for used as guidelines for the Management and employees' operation. Regular review has been implemented. In 2013, the Company invited its consultant to participate in the review and improvement of its new strategic plan (2014-2020) aiming at increasing value and enhancing sustainable growth.

- According to its organizational structure, the Company has clearly set line of control, approval authority and responsibility for different levels, as well as well-rounded Key Performance Indicators (KPI) that will drive the Company towards achieving its target and serve as the Company's operational performance monitoring and assessment tools.

- The Company has clearly set Code of Ethics and good corporate governance practice for employees to follow.

- The Company sets regulations/order as the operational guideline, authority dissemination, responsibility and details of operations, such as accounting, finance, budgeting, procurement, human resources, investment management, supervision of subsidiaries, affiliates and joint ventures, etc. The regulations have been used as a guideline to all employees and covered punishment in case of regulation infringement.

- *Risk Management*

- The Company has specified risk management structure, covering the Board of Directors, the Risk Management Committee, the Risk Management Working Group and the Corporate



Planning Division. The division is responsible for setting objectives of risk management, identifying risk factors, setting measures in managing and controlling the risks to the acceptable level by coordinating with and holding meetings with different disciplines on quarterly basis to appraise risk management and possible impact after implementation of risk management measures. Results and related information are later presented to the Risk Management Working Group which comprises high-level executives from all disciplines for screening before presenting respectively to the Risk Management Committee and the Board of Directors on quarterly basis.

Details on risks, risk assessment and management are unveiled in the Risk Factors and the Form 56-1 as published on www.ratch.co.th and www.sec.or.th.

- *Supervising the Management's operation*

To ensure that the policy and direction set by the Board of Directors have been well executed and responded. The Company has, therefore, provided for a control system for accounting and finance, operation and supervision as follows:

- Identifying scope of responsibility, authority and financial approval limit and cheque issuing authority of different level of executives in writing as stated in the Company's regulations/order
- Transactions that are considered as connected transaction must be approved by authorized person who has no conflict of interest and must be screened by the Audit Committee based on the Company's benefit.
- Regularly monitoring the Company's Group's performance, which is responsible by the business group under the Deputy CEO. Business direction is set according to the Company's regulation on the supervision of subsidiaries, affiliates and joint ventures requiring the Board of Directors to formulate policy through the Company's representatives who are seconded to be shareholders, directors or top executives of those businesses. Significant decision, however, must be approved by the Company's Board of Directors.

- *Information technology and communications :*

The Company views that the information and communications system are important tools for the Company's operations. The Management has provided for efficient communications channels as follows :

- The Company sends meeting notice and related document to each committee prior to the meeting date, providing them with sufficient time to study the information. Questions and concerns raised at the meeting, answers, clarifications, opinions, notice and recommendations of each director on each agenda are recorded. The meeting resolution is summarized in the meeting report for reference and audit.
- Arranging separate meetings between the CEO and head of each business group, from director level up, on monthly basis to communicate, disseminate policy and plans throughout the organization; monitoring the progress of work; acknowledging and preventing problems that may affect the Company's ability to achieve goals; and reviewing and improving plans to better address the changing environment.
- Finance and accounting executives in cooperation with the Auditors presenting information to the Audit Committee for accounting review according to the changing generally accepted accounting standard and international accounting standards.
- The Company provides for advanced IT system for finance and tax management, enabling the Company to collect, assess and analyze accounting and financial information of the Company, subsidiaries, affiliates and joint venture to ensure they are accurate, precise, convenient and fast. The Company also has in place effective storage of information, document, accounting records, financial reports and significant documents in good order and group. As a result, the Company has never been informed of significant problems related to document from the Auditors.
- The Company provides for efficient internal communications through the Intranet and Lotus Note, enabling all employees to have easy access to significant information related to policy, regulations,

order and announcement. All the information has been correctly, completely and and timely stored, grouped and organized in systematic manner.

- The Company has published significant information for outsiders via the SET's channel and the Company' website: www.ratch.co.th, enabling outsiders, shareholders, investors and interested persons to equally and timely receive significant information from the Company.

- *Monitoring system*

- The Company sets goals for the strategic and business plans by setting goals and indicators for all business groups. These goals and indicators are communicated throughout the organizations. Operational performance is appraisal against the target. Difference between the result and goals (if any) are thoroughly analyzed for preparation or solution for impact from such difference before presented to the Board of Directors' acknowledgement on quarterly basis.

- The Internal Audit Division regularly reviews that sufficiency and appropriateness of the internal control system according to the annual audit plan approved by the Audit Committee. Results are regularly updated and presented to the Audit Committee.

- The Corporate Secretary Office coordinates with responsible business groups to collect related information for presentation to the Board of Directors to support its monitoring and supervision of the management according to the good corporate governance principle.

To ensure that the Company's disclosure of information complies with the rules and regulation enforced by related supervising authorities, the Company reveals the brief profile and information of Head of the Internal Audit Division and the Company Secretary who supervises the operations under responsibility as assigned in the Directors, Management and Corporate Secretary Information as published on the Company's website (www.ratch.co.th).

5.6 Risk Management

In recognition of the importance of risk

management, the Board of Directors announced the "Risk Management Policy" and appointed the "Risk Management Committee" to be responsible for identifying risk factors, setting measures to manage risks in the acceptable level to prevent impact on the business operations and stakeholders, and reporting to the Board of Directors on quarterly basis. The Company gives high priority to warning signs and irregular items, enabling it to quickly adjust strategies, plans and management method. (Details are as in the Management Structure and Risk Factors.)

5.7 The Board of Directors' Meeting

- *The Board of Directors' Meeting Practice:* For maximum benefits of the Company and its shareholders, the Company maintains the Board of Directors' independence in decision making. All members of the Board of Directors perform their duty with integrity and for the best benefit of the Company. As representatives of shareholders, the Board of Directors closely leads, monitors the operations, guides, assists and supports the Management's operations.

- *Meeting Schedule, Meeting Agenda and Document Preparation:* The Board of Directors approved the Board's and committees' tentative meeting schedules for the entire year and informed every director of the schedule. In 2013, the Board of Directors' meetings were scheduled at 16.00 hrs. of every third Monday of the month.

The Chairman of the Board of Directors and Chief Executive Officer jointly considered the matters to be included in meeting agenda to ensure that all significant matters are submitted to the meeting. They informed the directors in advance and distributed the meeting notice at the appropriate time according to the Company's Articles of Association. Directors, however, are free to propose other matters to be included in the agenda and have to inform this 10 days before the meeting date. In case of urgent matters which may directly or indirectly affect the Company, directors can propose such matters for consideration or acknowledgement when the Board of Directors considers other agenda



at the meeting. (Method for deciding matters to be included in the agenda and the method for directors to propose other matters are stated in the Company's Articles of Association under the Board of Directors' section and on the Company's website.)

Meeting agenda is grouped for easy consideration and the meeting is run in the pre-set sequence – matters to be informed by the Chairman, acknowledgement of the last meeting minutes, follow-up matters from the last meeting, matters for consideration, matters for acknowledgement, and others (if any). Regular matters to be proposed to the Board of Directors at the specific period, such as monthly, quarterly and annual agenda are set in advance. Schedule of monthly performance analysis report and progress of projects that the Company invests in are also reported to the Board of Directors' meeting every month.

The Company sends meeting notice, agenda and related document to each director approximately one week prior to the meeting date, providing them with sufficient time to study the information. Directors may ask for more information from the Chief Executive Officer and the Corporate Secretary Office. Members of committees can ask for more information related to their tasks from the CEO and through the secretary of each committee.

- *Roles of the Chairman of the Board, Directors, Management and Meeting Atmosphere*

- *Chairman of the Board* leads the meeting, sufficiently and adequately allocates time for directors to equally discuss and express opinions, encourages directors to participate in the discussion and freely express opinions, and summarizes the meeting's resolutions.

- *Directors* positively share opinions based on the study of the information provided by the management and additional information by considering the benefits and impact on the Company as well as risks for the Company and all stakeholders in order to obtain the meeting resolution. Directors shall contribute time, knowledge and experience to their role as a director of a listed company.

- *The Management* is responsible for

providing accurate, sufficient, complete and timely information that is relevant and necessary to support the Board of Directors' meeting decision, as well as present the information in advance in order to allow the directors' sufficient time to study the information. The directors shall propose options to the Board of Directors, and provide information and clarify additional information when asked in the meeting. The Board of Directors requires top executives from all divisions to attend the meeting and invite other concerned executives for clarification on specific matters.

- *Meeting atmosphere and expression of opinions:* The Company provides appropriate and sufficient meeting equipment and facilities. The meeting atmosphere is open and encourages all directors to participate in the discussion and openly and positively express opinions based on mutual benefit and impact on all stakeholders. Each meeting lasted 1.5 hours to 2 hours on average.

- *The meeting* generally considers and discusses each agenda. The Management presents the background, rationale, importance, clarifications and related information to support decision making process and to support the management's proposal. The Chairman of the Board allows sufficient time for all directors to discuss all issues and encourages directors to express opinions and ask questions on important matters for the Management to clarify. After that all will make decision together, leading to the meeting resolution.

- *The Company* intends to propose as few matters as possible for the Board of Directors to rectify. In case of urgent matters or matters that involved the Company's benefit, the Management will informally meet with the Chairman of the Board and Directors to clarify and discuss in order to make decision on appropriate action and later proposed to the Board of Directors' meeting for rectification.

- *Directors* who have conflict of interest do not have the right to vote on the matter (conflict of interest is considered based on the information provided in the conflict of interest report that directors and executives submitted to the Company Secretary) and this has been strictly implemented in all meetings.



- In considering connected transaction or items that may involve conflict of interest, the meeting will mainly consider the benefits of the Company and shareholders. The meeting will consider the necessity and reasons for each matter the same way it does for other transactions. Correct and complete process and disclosure of information are highly weighted.

- The Company Secretary provides initial recommendation to the management and the Board of Directors to ensure that all the practices are in compliance with the related regulations, such as asset acquisition information disclosure, connected transaction and corporate governance.

• *Meeting Report Preparation and Keeping*

- The Board of Directors assigns the Company Secretary to record, prepare and keep the minutes of the Board of Directors' meeting and shareholders meetings.

- Meeting minutes are prepared in writing and cover all important details, including date and time the meeting begins and ends, venue, list of attending directors and executives, list of absent directors, summary of the matters presented in the meeting, summary of the discussed matters, opinions and observation of the directors, the resolution of the Board of Directors, and the name of the person who takes notes. Meeting minutes are completed within three days after the meeting and delivered to all directors for improvement. If there is no addition or amendment made within seven days, the report is considered approved and submitted to the meeting's Chairman to sign. A copy of the signed meeting report is then delivered to each director for reference.

- After the meeting, the Chief Executive Officer communicates the written resolution to related units for acknowledgement and/or implementation. Monitoring of the implementation is assured while the implementation result is reported to the Board of Directors later at an appropriate occasion.

• *The Board of Directors and Committee's Meetings* : In 2013, the Board of Directors and Committees appointed by the Board of Directors organized meetings that are in line with the nature of business and assigned tasks as follows:

- The Board of Directors held 14 meetings. At the last meeting, non-executive directors meetings were held before the entire Board of Directors' meeting.

- The Audit Committee held 6 meetings. In the end of the 6th meeting, the Committee and the auditors discussion was held without presence of the Management.

- The Human Resources and Remuneration Committee held 6 meetings

- The Risk Management Committee held 4 meetings

- The Investment Committee held 10 meetings

Directors have duty to attend every meeting except when it is unavoidable. In case a director cannot attend the meeting, he/she may provide opinion on any matter in the meeting agenda which are distributed in advance. In 2013, meeting attendance of the Board of Directors and committee appointed by the Board of Directors is as follows:



Names	Board of Directors	Audit Committee	Human Resources and Remuneration Committee	Risk Management Committee	Investment Committee
1. Mr. Kurujit Nakornthap	14/14				10/10
2. Mr.Trakul Winitnaiyapak	12/14		6/6		9/10
3. Capt. Siridech Julpema	14/14	6/6			
4. Pol. Lt. Gen. Thavorn Chanyim	14/14			4/4	
5. Mr. Satit Rungkasiri	13/14	6/6			
6. Mr. Soonchai Kumnoonsate	13/13				6/6
7. Mr. Songpope Polachan	10/11		4/4		
8. Mr. Prachuab Ujjin	11/11				6/6
9. Mr. Suwit Kongsangbhak	11/11			4/4	
10. Miss Rattana Tripipatkul	11/11	5/5			
11. Mr. Makin Petplai	11/11			4/4	
12. Miss Piyathida Praditbatuga	13/14	6/6			
13. Mr. Rum Herabat	3/3				
14. Mr. Poonsuk Tochanakarn	3/3		1/2		
15. Mr. Pongdith Potchana	7/7				
16. Mr. Surachai Tansitpong	3/3				
17. Mr. Weera Sriwathanatrakoon	3/3		1/1		
18. Mr. Noppol Milinthangoon	6/7				
19. Mr. Sutat Patamasirawat	11/11				
20. Mr. Thana Putarungsi	11/11		3/3		4/4

Remarks:

- (1) the number before / shows the number of meetings the director attended
- (2) the number after / shows the total meetings happened while the director is in office
- (3) Mr. Soonchai Kumnoonsate was appointed to the office on 1 February 2013
- (4) Mr. Suwit Kongsangbhak, Miss Rattana Tripipatkul and Mr. Songpope Polachan were appointed to the office on 29 March 2013
- (5) Mr. Makin Petplai and Mr. Prachuab Ujjin took office on 24 April 2013
- (6) Mr. Rum Herabat and Mr. Poonsuk Tochanakarn were appointed to the office from 1 October 2013
- (7) Mr. Pongdith Potchana was appointed to the office on 1 July 2013
- (8) Mr. Surachai Tansitpong, Mr. Weera Sriwathanatrakoon resigned on 1 April 2013
- (9) Mr. Noppol Milinthangoon resigned and moved back to EGAT on 1 July 2013
- (10) Mr. Sutat Patmasirawat and Mr. Thana Putarungsi resigned from office on 1 October 2013

5.8 Performance Appraisal

• *Directors' Self-Assessment*

The Board of Directors has implemented self-assessment measures since 2002. The appraisal result, observation and recommendations are considered for the Board of Directors' further improvement. The factors considered include the performance of the entire Board of Directors and individual self-assessment. The assessment covers many important area according to the good corporate governance principle for listed companies, including directors' readiness, strategy formulation and business planning, risk management and internal control, conflict of interest prevention, financial and performance report monitoring, the Board of Directors' meeting and nomination of the Board of Directors and the Management.

The Company introduced self-assessment of every Committee for the first time in 2013. The assessment covers the overall performance of each Committee in terms of committee's readiness, completeness of duty as assigned by the Board of Directors, and the committee's meetings in 3 phases : before the meeting (provision of meeting document prior to the meeting date to provide sufficient time for the committee members to study the information), during the meeting (information and significant agenda presentation, discussion, answering questions and meeting resolution) and after the meeting (preparation, submission and storing the meeting minutes).

The assessment levels for the Board of Directors and Committees comprises 4 levels – Excellent, Very Good, Good and Fair. Assessment results in 2013 are as follows:

- The entire Board of Directors and individual director - Very Good
- The Audit Committee - Excellent
- The Human Resources and Remuneration Committee – Very Good
- The Risk Management Committee – Very Good
- The Investment Committee – Very Good



• *Assessment of Top Executives*

With assistance from the Human Resources and Remuneration Committee in assessing annual operational performance of top executives, the Board of Directors adopts the performance appraisal criteria that were agreed early of the year. In 2013, the criteria comprised four areas – business planning and development, supervision of companies within the Company's Group, financial management and organizational management. Each area has different weight and the assessment result is used to complement the remuneration of executives. In addition, the Company assessed the Chief Executive Officer in terms of capability and management skills, including leadership, strategy formulation and implementation, financial planning and performance, networking, business knowledge and understanding and personal qualifications.



- *Remuneration for Directors and High-level Executives*

Directors' Remuneration (for the Board of Directors and Committees' members) is considered by the Human Resources and Remuneration Committee and approved by the Board of Directors before it is submitted to the annual shareholders' meeting for approval. The remuneration complies with the Company's director remuneration policy and practice. Remuneration for the directors and top executives is related to the goal and performance of the Company's Group, their responsibility, and the practice in other companies in the same industry in terms of business and size. The remuneration is also determined to motivate and retain human resources of required knowledge, capability, skills and experience that contribute to the success of the Company. Remuneration of the top executives is reviewed by the Human Resources and Remuneration Committee based on the annual key performance indices jointly agreed earlier before it is presented to

the Board of Directors for approval. The objective and criteria are the same as consideration on directors' remuneration. In considering remuneration of the top executives, persons who have conflict of interest did not attend the meeting. The Board of Directors approved the remuneration of the top executives which is in accordance with appraisal results. The Chairman of the Board informed the Chief Executive Officer of the resolution. (Details on remuneration for the Board of Directors and Management are published in the Management Structure Section.)

5.9 New Director Orientation and the Development of Directors and Executives

The Board of Directors helps newly appointed director by providing orientation kit. The CEO presents a briefing at the orientation session. Information included in the orientation kit are nature of business, details of committees, investment structure, organizational structure, financial performance and

progress of investment projects, Articles of Association document, objectives, certification, rules and regulations, policy, Codes of Conduct, remuneration and benefits for directors, the manual for directors of a listed company and compliance database.

To promote understanding of roles, duty and responsibility as well as necessary skills for the directors to do their job best as the directors of a listed company, the Company has a policy to encourage the directors to participate in seminars arranged by related organizations, such as the Institute of Directors (IOD), the Stock Exchange of Thailand (SET) and the Thailand Energy Academy. (Details of the training and seminars on important topics that promotes effective performance as a director of a listed company are reported in the Directors, Management and Company Secretary Information Section.)

The Company prepared a summary report that is related to rules and regulations implemented by the government's regulatory organizations and presented to the Board of Directors' meeting for acknowledgement of the announcement, rules, regulations and memorandum, both newly issued and amended by SEC and SET.

The Company sent executives and related employees to attend the company secretary, corporate governance, internal audit, risk management and other related courses organized by various institutes and organizations. This enables directors and employees to better understand their responsibilities, which supports the operations of the Board of Directors and committees.

5.10 Succession Plan for Top Executives

The Board of Directors assigned the Human Resources and Remuneration Committee to prepare succession plan for top executives. The succession plan for the Chief Executive Officer follows the policy of the Company's major shareholder – EGAT. EGAT will nominate to the Board of Directors through the Human Resources and Remuneration Committee its executive who has appropriate qualifications,

knowledge and capability to perform the task and brings greater benefits to the Company to be considered and appointed as the Company's CEO.

The succession plan for other executives has been developed by analyzing competency and expected qualifications of different positions. The guideline will support human resource development and nomination of qualified persons to promote, demote, retire, move, replace vacancy and prepare the Company's personnel for current and future expansion. (Succession Plan is already discussed under the Role of Stakeholders – Employees.)





5.11 Allocation of Reserve for Loss from Operations of Directors and Executives

Directors and executives perform duties as entrusted or do the job resulted from their status and titles for the benefit of the Company, including to hold the position in other companies as directed. In case there is any lawsuit claiming due to such performance, the Legal Division will be responsible for the defense until the case becomes final. The Company has set aside Baht 2 million a year as a reserve for loss if the duty is duly performed as a result of his/her authority whether or not such action is taking place now or was done in the past. In case it is a fraud or corruption, the Company shall not be responsible for any loss incurred and will demand all expenses resulting from defending such a case from the corrupted or fraudulent directors or executive officers.

6. Business Ethics and Corporate Governance Policy

6.1 Corporate Governance Policy

To enable the Ratchaburi Electricity Generating Holding Public Company Limited to maintain international operational standards that earn recognition and confidence from shareholders, investors and stakeholders, the Company remains committed to operating the business with responsibility, fair treatment to all stakeholders, operational transparency, quality information disclosure, short and long term added value creation and promotion of quality operations, ethics of executives and employees, and responsibility towards the society and environment. The Company has adopted the corporate governance principle for listed companies on the Stock Exchange of Thailand as the framework to ensure the Company has efficiency and ethical practice in its management. The Company also operated its business in parallel to demonstrating its responsibility towards the society, surrounding communities and the environment, which are the basis for sustainable expansion. The “Corporate Governance Policy” was prepared in writing and implemented since 2003 with regular annual review

to ensure that it best addresses the current situation.

The Company also announced other policies to ensure guidelines for proper treatment of all stakeholder groups. Some of the policies are the risk management, shareholders, employees, social and environment, computer and network usage policies, occupational health and safety, workplace environment and the 5S policy. (All are published on the Company’s website.) The Company also studied how to prepare itself for the upcoming ASEAN Economic Community integration (AEC). Rules and regulations on listed companies in ASEAN will be later adjusted to be in the same standard across the region.

6.2 Business Ethics

Business Ethics have been written to provide framework for desired behaviors of the Company, its Management and employees towards its creditors, partners, competitors, community and society, government and the environment. The Board of Directors has prepared the Business Ethics in writing and has implemented it since the



Company's inception in 2000. The Business Ethics comprises three documents including the Codes of Conduct, Executive Ethics and Employee Ethics. The Company has regularly reviewed the Business Ethics to address the constantly changing environment while supporting the Company's vision, mission and policy as well as the Company's sustainable growth. (The three documents are published on the Company's website.)

6.3 Communications and Monitoring of Performance to Ensure Full Compliance with the Corporate Governance and Business Ethics Policies

Every new Director and employee will receive ethics and policies as part of their orientation kit which will be used as guideline and reference when performing their duties. All employees and directors have to sign on the document to increase awareness, acknowledge their responsibility and reinforce their commitment to respect the Company's policies and ethics. Good corporate governance policy has been communicated by the Board of Directors and the Management to all employees. The Company also provides for communication channel to listen to and collect employees' problems, concerns and recommendations for consideration, further action planning and execution as well as ensures the corporate governance practice implementation is in line with the good corporate governance principle. Various channels, including the Intranet, email system that employees have easy access and internal meetings, are provided to effectively communicate and disseminate the Company's policy and corporate governance news to employees.

The Internal Audit Department, in addition to regular meetings with all units, is responsible for monitoring and following up with the implementation of corporate governance policy by preparing annual audit plan and a quarterly review report as well as making recommendation on solution and prevention of possible damages.

The "Compliance Database" was prepared, distributed to the Board of Directors and published on the Company's internal database which is easily accessible for use by all employees. The database comprises guidelines for important areas of practice and operations of the Company as a listed company, such as the disclosure of information connected transaction, the acquisition or sell-off of assets. The information is regularly updated.

The Board of Directors prepared the "Report of Directors' and Executives' Interests" and instructed the Directors and executives to report their and related persons' interests to the Company Secretary for reference and record. The Company Secretary shall make a copy and submit the report to the Board Chairman and the Chairman of the Audit Committee, according to the Securities and Exchange Act. The report will be used when considering who shall not have voting rights in the Board of Directors' and shareholders' meetings.

6.4 Core Values

To achieve sustainable success and maintain leading position in the market, the Company believes that business ethics is a very important area, in addition to operational commitment, technology advancement, management excellence and corporate governance. The Company, therefore, strongly values ethical practice and integrity which also means not involving in any direct or indirect fraudulent action while maintaining the Company's confidentiality, benefits and assets; provides true and correct information; and respects and complies with the Company's rules and regulations. The development in this area started from the formulation and preparing in writing the Corporate Governance and Business Ethics, which are used as guidelines for the Board of Directors, the Management and employees. The Core Values that support the Company's expansion under the changing business plan are Reliability, Accountability, Trust, Challenge and Happiness.

Throughout the year 2013, there is no event or action that is against the Company's Business Ethics and Corporate Governance Policy.



Human Resources and Remuneration Committee's Report



In 2013, the Human Resources and Remuneration Committee held six meetings to consider related matters in compliance with its authorities and responsibility assigned by the Board of Directors. Its responsibility includes ensuring that the Board of Directors of the Group has the right size and composition and has diverse aspects in response to the changing environments. In recruitment of directors and high-level executives for the Company's Group, the Committee carefully follows the pre-set policy, criteria, method and process that are clear, transparent, appropriate and of the benefits of the

organization in order to ensure that the Company's management team comprises executives with the appropriate qualifications, knowledge, skills and experience to efficiently and successfully manage the Company. The Committee also gives high importance to enhancing employees' capability to best support the Company's business expansion and sustainable growth. This also includes succession plan for key positions.

The Committee has set clear and transparent criteria that correspond to the performance and scope of responsibility and duties. The criteria are in line with the best practice in other industries with similar nature of business and size. This enables the Company to inspire, maintain and attract high-potential and capable persons with required qualities, which will drive organizational progress towards success and goals. The Board of Directors' remuneration was presented to the Board of Directors and shareholders' meeting for consideration and approval every year. The information about the remuneration of the Board of Directors and executives is disclosed in the Annual Report.

In appraising corporate performance, the Committee conducted quarterly and annual performance appraisal to follow up the operational progress and identify problems. The Committee has worked with the Management in preventing and addressing possible problems and challenges by maintaining the balance between three factors critical to corporate sustainable development and growth – economic, social and environmental factor. Such policy is transferred to its subsidiaries, affiliates and joint ventures through its representatives in those companies.

The Human Resources and Remuneration Committee has considered that the Group's human resources and remuneration activities are compliant to the good governance principle. The Company's Board of Directors and Management are appropriately composed of members who have the required qualities, knowledge, capabilities and experience to support the Company's operations and ability to achieve its pre-set goals and objectives.

Mr. Trakul Winitnaiyapak
Chairman of the Human Resources and Remuneration

Investment Committee's Report



The Investment Committee comprises 4 members appointed by the Board of Directors. In 2013, the Committee consisted of Mr. Kurukit Nakornthap, Committee Chairman, Mr. Trakul Winitnaiyapak, Mr. Prachuab Ujjin, and Mr. Soonchai Kumnoonsate. Mr. Peerawat Pumthong, Chief Operating Officer served as the secretary of the Committee. In 2013, the Committee convened 10 meetings and all the members attended all meetings, except for the 5/2013 meeting when Mr. Trakul Winitnaiyapak was on a business trip overseas.

In 2013, the Investment Committee considered that the management's proposals that have been prepared with opinions and recommendations from experts if needed. The Committee later passed the proposals, both related to investment and sales of assets, to the Board of Directors. Criteria for consideration comprised the linkage with the Company's business plan's goal that supports its vision, mission and policy, project feasibility, economic worthiness, including return on investment both in cash and non-cash form, added value to shareholders and stakeholders, risks factors including technical, financial, legal, social and environmental respects, and risk management that is kept at the acceptable level.

The discussion, inquiries and suggestions provided in the Committee meetings were completely independent and based on the Company's benefits. The Committee has also monitored, followed up and appraised the performance of each project the Company has invested in so as to ensure that the return on investment is as planned. The Committee also plays a significant role in preventing and solving problems that might affect project development and operations. The Investment Committee considered that the Company's investment decision was thoroughly and properly based on both in-depth and in-width analysis by internal and external experts. The decisions were also made under the good governance principles so as to ensure continuous and stable growth while being entrusted by the public under the Company's business commitment.

Mr. Kurujit Nakornthap
Chairman of the Investment Committee



Risk Management Committee's Report



The Risk Management Committee convened four meetings in 2013, all are joint meetings with the Company's Management according to the recommendation from the Risk Management Working Group which comprises representatives from all divisions. The resolution of each meeting was summarized and presented to Company's Board of Directors for acknowledgement. In the past year, the Risk Management Committee's major tasks are as follows:

- Considering and ensuring the Company's risk management plan best addressed the Company's strategic plan. Risks and risk factors are divided into six areas-competition, financial, operational, personnel, corporate image and compliance. The risk management progress report was presented to the Board of Directors every quarter for approval.
- Monitoring risk management progress in order to acknowledge significant risks and to assess related operations to ensure that the Company's risk management plan is appropriate and sufficient and to control or minimize risks. The Board of Directors are regularly informed of any change.
- Providing necessary advices to support the preparation of appropriate risk management plan in order to improve effectiveness and criteria of the risk factors and risk management plan.

The Risk Management Committee believed that in the past year, the Company has continuously improved corporate risk management system. The Risk Management Committee and the Risk Management Working Group held meetings on quarterly basis. All divisions and departments within the Company and its subsidiaries were encouraged to regularly monitor and update information related to risk factors and risk management process. Such close monitoring is to ensure that risk management continues without interruption and best addresses the changing environment. The Company's significant risk management is considered appropriate and controlled in the acceptable level.

Pol. Lt. Gen. Thavorn Chanyim
Chairman of the Risk Management Committee

Board of Directors' Report on Its Responsibility to Financial Statements

The Public Company Act B.E. 2535, the Accounting Act B.E. 2543, the Securities and Stock Exchange Act B.E. 2535 and the Securities and Exchange Commission's Announcement Regarding to the Rules, Conditions and Procedure of Financial Information and Company Performance Disclosure require the Board of Directors to prepare financial statements to describe the Company's financial position, operating performance and cash flow in the previous year in an accurate, reasonable and transparent manner for shareholders and investors.

The consolidated and separate financial statements as at 31 December 2013 have been audited by the Auditor, KPMG Phoomchai Audit Limited. The Board of Directors supported information and documents to enable the Auditor to examine and express his opinion which appeared in Audit Report of Certified Public Accountant and Annual Report, in conformity with generally accepted auditing standards.

In this regard, the Board of Directors has appointed the Audit Committee to review the accounting policies, the quality of the financial statements, the internal control system, and internal audit. The opinions of the Audit Committee also appeared in the Report of the Audit Committee in the annual report.

The Board of Directors has provided for and maintained the appropriate and efficient internal control system to reasonably ensure that the preparation of consolidated and separate financial statements are free from material misstatement, whether due to fraud or error.

The Board of Directors agreed that the overall internal control system in five areas including organizational structure and environment, risk management, control activities, information Technology and communication, and operation monitoring system of the Company was satisfactory and ensured that the consolidated and the separate financial statements for the year ended 31 December 2013 were prepared in conformity with Thai Financial Reporting Standards and in compliance with law and all relevant regulations.

Mr. Pongdith Potchana
Director and Chief Executive Officer

Mr. Kurujit Nakornthap
Chairman of the Board of Directors



Audit Committee's Report



The Audit Committee of the Ratchaburi Electricity Generating Holding Public Company Limited comprises 4 independent director members. Capt. Siridech Julpema is the Chairman of the Audit Committee. Other committee members are Mr. Satit Rungkasiri, Miss Rattana Tripipatkul and Miss Piyathida Praditbatuga. Mr. Pornchai Chamnongdet, the Company's Vice President - Head of Internal Audit Division acts as the Committee's secretary. In 2013,

the number of Committee member was increased according to the Board of Directors' resolution No. 4/2013 under which Miss Rattana Tripipatkul was appointed to the Committee on 24 April 2013.

All members of the Audit Committee have complete qualifications of Independent Directors and Audit Committee members as stated in the Company's Regulations on the Company's Board of Directors 2013 and the Company's regulations on Audit Committee 2008. Both of which are compliant with the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand.

In 2013, the Audit Committee convened six meetings, including one meeting between the Committee and auditors without the presence of the Management representative. (Details on each Committee member's meeting attendance appeared in the Meeting Attendance Table under the Good Corporate Governance Section.) The Management of the Company and its subsidiaries and the auditors participated in the meetings to present information, listen to opinions and suggestions that are useful to the management of the Company. The results of each meeting were presented to the Board of Directors of the Company and its subsidiaries for their acknowledgement.

Key activities undertaken by the Audit Committee in the previous year are as follows :

- Reviewing quarterly and annual financial statements of the Company and its subsidiaries for their completeness, correctness and reliability prior to presentation to the directors of each company
- Considering the implementation of new accounting and financial report standards that have been revised and contain conditions that can be applied to the Company's operations, which became effective since 2013, by working closely with the auditors

- Reviewing internal control sufficiency to ensure efficiency and effectiveness in overall operations, enabling the Company to achieve its goals
- Ensuring that the Company fully conforms with Securities and Exchange Law, rules and regulations of the Stock Exchange of Thailand, and laws related to the Company's business operations
- Reviewing items that may involve conflict of interest and ensuring that they comply with laws and regulations issued by the Capital Market Supervisory Board and related bodies. Related transactions or items that may involve conflict of interest were reported to the Audit Committee for approval before it was forwarded to the Board of Directors for consideration. The Company's Management reported major transactions to the Board on quarterly basis.
- Reviewing information on risk management system and having received the Risk Committee's report. Significant risks related to the Company's business are reported in the Annual Report.
- Reviewing the internal audit activities by approving annual audit plan to ensure efficiency and effectiveness, acknowledging the audit report, providing opinions on effective internal control to prevent and reduce possible risks, and making recommendations on improvement monitoring in order to secure appropriate and effective internal control activities

In summary, the Audit Committee considered that the financial statements prepared by the Company and its subsidiaries clearly meet with generally accepted accounting standard, that the information disclosure is sufficient, accurate, complete and reliable, that the internal control is efficient and sufficient to prevent corruption and conflict of interest and that all departments have clear roles and responsibilities. No significant weakness was found, which is in line with the auditor's assessment report. The operations of the Company and its subsidiaries fully comply with the laws regulating the Securities and the Stock Exchange of Thailand, the Stock Exchange of Thailand's regulations or other related laws.

The Audit Committee agreed to appoint Mr. Waiyawat Kosamarnchaiyakit (C.P.A. (Thailand) No. 6333) or Mr. Charoen Phusamritlert (C.P.A. (Thailand) No. 4068) or Mr. Ekkasit Chuthamsatit (C.P.A. (Thailand) No. 4195) of KPMG Poomchai Audit Limited as the auditors for the Company and its subsidiaries in 2014 with the audit fee of Baht 2,190,000 (including out-of-pocket expense) in total of which Baht 810,000 is the audit fee for the Company. The Audit Committee proposed such appointment and determination of the auditor's remuneration to the Board of Directors for further consideration and approval by the shareholders at annual general meeting of shareholders.

Capt. Siridech Julpema
Chairman of the Audit Committee



Independent Auditor's Report

To the Shareholders of Ratchaburi Electricity Generating Holding Public Company Limited

I have audited the accompanying consolidated and separate financial statements of Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries (the "Group"), and of Ratchaburi Electricity Generating Holding Public Company Limited (the "Company"), respectively, which comprise the consolidated and separate statements of financial position as at 31 December 2013, the consolidated and separate statements comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated and Separate Financial Statements

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

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

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

Opinion

In my opinion, the consolidated and separate financial statements referred to above present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2013 and their the financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

(Vairoj Jindamaneepitak)
Certified Public Accountant
Registration No. 3565

KPMG Phoomchai Audit Ltd.
Bangkok
17 February 2014



Statement of financial position

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Assets	Note	Consolidated financial statements		Separate financial statements	
		31 December		31 December	
		2013	2012	2013	2012
<i>(in Baht)</i>					
Current assets					
Cash and cash equivalents	6	7,437,781,554	8,260,581,184	3,156,970,682	1,087,815,819
Current investments	7	1,966,633,673	5,671,598,422	485,261,904	4,534,598,422
Trade accounts receivable from related parties	5,8	8,336,744,802	3,822,870,739	-	-
Trade accounts receivable from other parties	8	164,008,077	390,058,347	-	-
Other receivables		299,035,378	175,263,035	33,068,968	64,672,920
Advances to and other receivables from related parties	5	85,546,015	65,436,380	98,090,518	110,586,986
Short-term loans to related parties	5	-	100,278,090	3,360,000,000	2,500,278,090
Current portion of long-term loans to related party	5	-	62,500,000	-	62,500,000
Other receivable from disposal of investment	7	-	211,164,272	-	-
Spare parts and supplies	9	2,541,481,202	2,174,372,626	-	-
Other current assets		68,464,065	100,458,888	38,017,056	70,323,132
Total current assets		20,899,694,766	21,034,581,983	7,171,409,128	8,430,775,369
Non-current assets					
Long-term receivable from related parties	5	-	-	-	1,129,408
Investments in subsidiaries	5,10	-	-	27,582,160,558	24,982,160,558
Investments in jointly-controlled entities	5,11	14,104,003,823	13,909,641,259	4,918,989,306	4,587,285,500
Investments in associates	5,11	957,627,796	681,035,858	764,604,000	699,832,339
Investment in other company	12	62,299,900	50,656,049	62,299,900	50,656,049
Other long-term investments	7	3,120,895,934	2,879,221,390	123,000,000	150,000,000
Long-term loans to related parties	5	-	-	1,172,862,000	1,093,942,800
Other long-term receivable from disposal of investment	7	-	3,137,921,057	-	-
Property, plant and equipment	13	41,845,678,686	46,227,736,053	870,423,349	910,858,047
Land for future development projects		309,207,570	305,389,850	305,389,850	305,389,850
Goodwill	14	763,742,443	752,913,124	-	-
Intangible assets	14	4,968,688,616	5,667,820,404	669,672,957	668,900,933
Deferred tax assets	15	141,025,159	129,882,869	15,825,296	13,462,696
Other non-current assets	16	1,730,387,760	2,033,960,411	282,207,700	607,659,193
Total non-current assets		68,003,557,687	75,776,178,324	36,767,434,916	34,071,277,373
Total assets		88,903,252,453	96,810,760,307	43,938,844,044	42,502,052,742

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

Statement of financial position

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Liabilities and equity	Note	Consolidated financial statements		Separate financial statements	
		31 December		31 December	
		2013	2012	2013	2012
(in Baht)					
Current liabilities					
Short-term loans from financial institution	17	8,224,215,414	900,000,000	-	-
Bill of exchange payables	17	1,550,000,000	1,800,000,000	-	-
Trade account payable to related party	5	42,376,952	112,257,949	-	-
Trade accounts payable to other parties		6,926,973,720	6,958,465,483	-	-
Other payables	5,18	788,085,398	849,424,301	204,722,459	291,304,465
Current portion of long-term loans					
from financial institutions	17	-	285,981,300	-	-
Current portion of debentures	17	4,960,006,969	3,936,858,576	-	-
Current portion of financial lease liability	17	1,515,121	1,009,072	-	-
Income tax payable		225,772,399	316,666,307	-	-
Other current liabilities		232,079,469	77,385,199	49,458,373	43,556,469
Total current liabilities		22,951,025,442	15,238,048,187	254,180,832	334,860,934
Non-current liabilities					
Long-term loans from related party	5	1,186,296,943	1,358,280,353	-	-
Long-term loans from financial institutions	17	1,154,384,059	12,546,593,214	1,200,000,000	1,200,000,000
Debentures	17	5,384,766,582	10,972,910,967	-	-
Financial lease liability	17	3,554,063	943,151	-	-
Deferred tax liabilities	15	1,942,951,121	2,185,544,715	-	-
Employee benefit obligations	19	92,276,061	84,716,620	73,441,754	61,987,262
Other non-current liabilities		649,135,223	692,072,366	-	-
Total non-current liabilities		10,413,364,052	27,841,061,386	1,273,441,754	1,261,987,262
Total liabilities		33,364,389,494	43,079,109,573	1,527,622,586	1,596,848,196
Equity					
Share capital	20				
Authorised share capital		14,500,000,000	14,500,000,000	14,500,000,000	14,500,000,000
Issued and paid-up share capital		14,500,000,000	14,500,000,000	14,500,000,000	14,500,000,000
Share premium	21	1,531,778,000	1,531,778,000	1,531,778,000	1,531,778,000
Retained earnings					
Appropriated					
Legal reserve	21	1,450,000,000	1,450,000,000	1,450,000,000	1,450,000,000
Unappropriated		38,029,422,776	35,134,072,841	24,927,485,702	23,423,426,546
Other components of equity		(810,217,854)	350,139,145	1,957,756	-
Total equity attributable to owners of the Company		54,700,982,922	52,965,989,986	42,411,221,458	40,905,204,546
Non-controlling interests		837,880,037	765,660,748	-	-
Total equity		55,538,862,959	53,731,650,734	42,411,221,458	40,905,204,546
Total liabilities and equity		88,903,252,453	96,810,760,307	43,938,844,044	42,502,052,742

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



Statement of comprehensive income

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

		Consolidated financial statements		Separate financial statements	
		For the year ended		For the year ended	
		31 December		31 December	
	<i>Note</i>	2013	2012	2013	2012
		<i>(in Baht)</i>			
Revenue from sale and rendering of services	5	50,612,426,807	55,365,398,060	-	-
Cost of sale and rendering of services	5	(43,327,251,288)	(47,269,494,929)	-	-
Gross profit		7,285,175,519	8,095,903,131	-	-
Management service income	5	237,238,817	225,935,138	388,922,652	296,644,247
Dividend income	5	220,902,845	188,314,482	5,183,975,530	4,952,889,395
Interest income	5	411,354,161	603,132,032	273,808,819	320,827,003
Other income	5	407,568,168	226,848,257	49,794,289	26,937,712
Gain on disposal of long-term investment	7	-	783,678,571	-	-
Gain on termination of power purchase agreement	23	-	1,069,442,446	-	-
Gain on sale of other long-term receivable	7	645,830,339	-	-	-
Administrative expenses	5,24	(1,761,903,067)	(1,518,068,052)	(1,144,183,265)	(730,881,407)
Gain on exchange rate		704,113,765	798,048,594	89,658,530	12,933,056
Finance costs	5,27	(1,633,389,718)	(2,400,016,000)	(48,780,000)	(49,193,301)
Share of profit of jointly-controlled and associate entities	11	958,473,997	750,600,687	-	-
Profit before income tax expense		7,475,364,826	8,823,819,286	4,793,196,555	4,830,156,705
(Income tax expense) reversal	28	(1,293,733,237)	(887,235,560)	2,362,601	(64,384,473)
Profit for the year		6,181,631,589	7,936,583,726	4,795,559,156	4,765,772,232
Other comprehensive income					
Foreign currency translation differences for foreign operations		(1,374,146,566)	(45,997,970)	-	-
Net change in fair value of available-for-sale investments		176,717,520	698,667,109	-	-
(Income tax for other comprehensive income) reversal		93,635,108	(99,762,538)	-	-
Defined benefit plan actuarial gains		5,813,383	-	1,957,756	-
Other comprehensive income for the year, net of income tax		(1,097,980,555)	552,906,601	1,957,756	-
Total comprehensive income for the year		5,083,651,034	8,489,490,327	4,797,516,912	4,765,772,232
Profit (loss) attributable to:					
Owner of the Company		6,186,849,935	7,726,269,619	4,795,559,156	4,765,772,232
Non-controlling interests		(5,218,346)	210,314,107	-	-
Profit for the year		6,181,631,589	7,936,583,726	4,795,559,156	4,765,772,232
Total comprehensive income attributable to:					
Owner of the Company		5,026,492,936	8,301,659,988	4,797,516,912	4,765,772,232
Non-controlling interests		57,158,098	187,830,339	-	-
Total comprehensive income for the year		5,083,651,034	8,489,490,327	4,797,516,912	4,765,772,232
Basic earnings per share (Baht)	30	4.27	5.33	3.31	3.29

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

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

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

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

Statement of changes in equity

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	Separate financial statements					
	Retained earnings		Other components of equity			Total equity
	Issued and paid-up share capital	Share premium	Legal reserve	Unappropriated	Other comprehensive income	
Note						
				(in Baht)		
Year ended 31 December 2012						
Balance at 1 January 2012	14,500,000,000	1,531,778,000	1,450,000,000	21,920,154,314	-	39,401,932,314
Transactions with owners, recorded directly in equity						
Contributions by and distributions to owners of the Company						
Dividends to owners of the Company	-	-	-	(3,262,500,000)	-	(3,262,500,000)
Total contributions by and distributions to owners of the Company	-	-	-	(3,262,500,000)	-	(3,262,500,000)
Total transactions with owners, recorded directly in equity	-	-	-	(3,262,500,000)	-	(3,262,500,000)
Comprehensive income for the year						
Profit	-	-	-	4,765,772,232	-	4,765,772,232
Other comprehensive income	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	4,765,772,232	-	4,765,772,232
Balance at 31 December 2012	14,500,000,000	1,531,778,000	1,450,000,000	23,423,426,546	-	40,905,204,546

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



Statement of changes in equity

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Year ended 31 December 2013

Balance at 1 January 2013

Transactions with owners, recorded directly in equity

Contributions by and distributions to owners of the Company

Dividends to owners of the Company

Total contributions by and distributions to owners of the Company

Total transactions with owners, recorded directly in equity

Comprehensive income for the year

Profit

Other comprehensive income

Total comprehensive income for the year

Balance at 31 December 2013

Separate financial statements						
	Retained earnings		Other components of equity			Total equity
	Share premium	Legal reserve	Unappropriated	Other comprehensive income	Total other components of equity	
			<i>(in Baht)</i>			
14,500,000,000	1,531,778,000	1,450,000,000	23,423,426,546	-	-	40,905,204,546
-	-	-	(3,291,500,000)	-	-	(3,291,500,000)
-	-	-	(3,291,500,000)	-	-	(3,291,500,000)
-	-	-	(3,291,500,000)	-	-	(3,291,500,000)
-	-	-	4,795,559,156	-	-	4,795,559,156
-	-	-	-	1,957,756	1,957,756	1,957,756
-	-	-	4,795,559,156	1,957,756	1,957,756	4,797,516,912
14,500,000,000	1,531,778,000	1,450,000,000	24,927,485,702	1,957,756	1,957,756	42,411,221,458

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

Statement of cash flow

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	Consolidated		Separate	
	financial statements		financial statements	
	For the year ended		For the year ended	
	31 December		31 December	
	2013	2012	2013	2012
	<i>(in Baht)</i>			
<i>Cash flows from operating activities</i>				
Profit for the year	6,181,631,589	7,936,583,726	4,795,559,156	4,765,772,232
<i>Adjustments for</i>				
Depreciation	3,416,410,698	3,498,583,455	84,625,258	31,299,915
Amortisation	307,112,592	336,703,950	1,565,128	2,294,744
Interest income	(411,354,161)	(603,132,032)	(273,808,819)	(320,827,003)
Finance costs	1,633,389,718	2,400,016,000	48,780,000	49,193,301
Provision for obsolescence of spare parts and supplies	46,671,121	58,982,997	-	-
Provision for impairment of investment	15,155,956	-	15,445,950	-
Unrealised loss (gain) on exchange	(323,656,466)	(736,528,004)	(84,483,535)	(18,015,551)
Dividend income	(220,902,845)	(188,314,482)	(5,183,975,530)	(4,952,889,395)
Gain on disposal of long-term investment	-	(783,678,571)	-	-
Gain on sale of other long-term receivable	(645,830,339)	-	-	-
Loss on disposal of plant and equipment	19,280,995	13,194,662	169,670	13,258,290
Loss on disposal of spare parts and supplies	6,643,146	25,487,523	-	-
Gain from termination of power purchase agreement	-	(1,069,442,446)	-	-
Employee benefit obligations	15,495,789	15,138,483	11,340,174	11,465,240
Shares of profit of jointly-controlled and associate entities	(958,473,997)	(750,600,687)	-	-
Income tax expense (reversal)	1,293,733,237	887,235,560	(2,362,601)	64,384,473
Gain from change in securities held for trading investment	(1,133,061)	(1,989,810)	(761,293)	(1,989,809)
Loss on written-off for project development cost and others	283,930,476	-	277,651,438	-
	10,658,104,448	11,038,240,324	(310,255,004)	(356,053,563)
<i>Changes in operating assets and liabilities</i>				
Trade accounts receivable	(4,513,874,064)	(1,482,427,453)	-	-
Trade accounts receivable from other parties	194,092,155	(46,312,209)	-	-
Advances to and other receivables from related parties	(44,042,320)	(19,235,709)	(29,053,659)	11,527,697
Other receivables	(103,830,776)	42,536,523	49,075,649	23,671,780
Spare parts and supplies	(465,403,757)	(172,230,298)	-	-
Other current assets and non-current assets	(52,156,534)	(270,110,120)	(7,035,157)	(125,146,287)
Trade account payable from related party	(69,880,997)	(34,056,035)	-	-
Trade accounts payable from other parties	(15,953,353)	2,382,174,965	-	-
Other payables	123,282,797	29,021,444	7,404,292	(8,215,054)
Other current liabilities	152,267,784	(224,085,433)	2,069,412	22,505,112
Cash generated from (used in) operating activities	5,862,605,383	11,243,515,999	(287,794,467)	(431,710,315)
Income tax paid	(1,393,986,295)	(1,642,366,367)	(9,984,193)	(12,548,317)
Net cash from (used in) operating activities	4,468,619,088	9,601,149,632	(297,778,660)	(444,258,632)

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



Statement of cash flow

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	Consolidated		Separate	
	financial statements		financial statements	
	For the year ended		For the year ended	
	31 December		31 December	
	2013	2012	2013	2012
	<i>(in Baht)</i>			
<i>Cash flows from investing activities</i>				
Interest received	286,491,405	361,441,727	323,475,985	322,713,170
Dividends received	1,198,528,297	962,777,287	5,183,975,530	7,494,120,046
Purchases of property, plant and equipment	(445,845,998)	(938,250,671)	(132,738,600)	(451,026,242)
Sale of plant and equipment	6,176,780	218,543	25,000	6,830,131
Proceed from termination of power purchase agreement	-	3,167,366,428	-	-
Purchases of intangible assets	(27,874,079)	(7,267,209)	(2,337,152)	(313,830)
Net cash inflow (outflow) in current investments	3,756,097,810	(2,805,189,113)	4,100,097,810	(1,832,608,613)
Net cash inflow (outflow) in long-term investments	(23,000,000)	368,000,000	(23,000,000)	368,000,000
Proceed from sale of long-term investment	-	643,251,000	-	-
Net cash outflow in long-term investments	-	(804,838,397)	-	(150,000,000)
Decrease in short-term loans to related parties	8,960,000,000	-	8,000,000,000	1,800,000,000
Increase in short-term loans to related parties	(9,174,646,035)	(104,191,025)	(9,174,646,035)	(4,304,191,025)
Decrease in long-term loans to related parties	62,500,000	-	62,500,000	4,410,052,940
Increase in long-term loans to related parties	-	-	-	(2,028,407,323)
Proceed from sale of other long-term receivable	3,518,058,536	-	-	-
Proceed from other receivable from disposal of investment	350,277,499	-	-	-
Cash outflow on acquisition of investments				
in subsidiaries	-	-	(2,600,000,000)	(3,802,500,000)
Repayment of long-term loans from related party	-	(2,781,918,143)	-	-
Cash inflow from sale of investment in jointly-controlled entity	20,800,000	-	160,800,000	-
Cash outflow on acquisition of investments				
in jointly-controlled entities	(133,520,000)	(507,020,830)	(115,420,000)	(466,220,830)
Cash outflow on acquisition of investments				
in associates	(64,771,661)	(342,770,299)	(64,771,661)	(342,770,299)
Cash outflow on acquisition of investment in other company	(11,643,851)	-	(11,643,851)	-
Net cash provided by (used in) investing activities	8,277,628,703	(2,788,390,702)	5,706,317,026	1,023,678,125

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

Statement of cash flow

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	Consolidated		Separate	
	financial statements		financial statements	
	For the year ended		For the year ended	
	31 December		31 December	
	2013	2012	2013	2012
<i>(in Baht)</i>				
<i>Cash flows from financing activities</i>				
Finance costs paid	(1,867,748,460)	(2,412,194,763)	(48,646,356)	(49,326,945)
Proceeds from issue of ordinary shares	15,061,191	20,182,431	-	-
Dividend paid to equity holders of the Company	(3,290,737,147)	(3,262,002,373)	(3,290,737,147)	(3,262,002,373)
Proceeds from bills of exchange payables	3,000,000,000	2,300,000,000	-	-
Proceeds from short-term loans from financial institutions	13,160,718,504	14,540,000,000	-	3,200,000,000
Proceeds from long-term loans from financial institutions	2,945,950,000	-	-	-
Repayment of bills of exchange payables	(3,250,000,000)	(500,000,000)	-	-
Repayment of short-term loans from financial institutions	(6,424,227,960)	(13,640,000,000)	-	(3,200,000,000)
Repayment of finance lease liability	(1,841,870)	(1,433,698)	-	-
Repayment of long-term loans from related party	(58,170,400)	(64,851,345)	-	-
Repayment of long-term loans from financial institutions	(13,474,509,750)	(2,542,915,200)	-	-
Redemption of debentures	(3,939,900,000)	(3,663,300,000)	-	-
Net cash used in financing activities	(13,185,405,892)	(9,226,514,948)	(3,339,383,503)	(3,311,329,318)
Net increase (decrease) in cash and cash equivalents	(439,158,101)	(2,413,756,018)	2,069,154,863	(2,731,909,825)
Cash and cash equivalents at 1 January	8,260,581,184	10,698,628,906	1,087,815,819	3,819,725,644
Effect of exchange rate changes on balances held in foreign currencies	(383,641,529)	(24,291,704)	-	-
Cash and cash equivalents at 31 December	7,437,781,554	8,260,581,184	3,156,970,682	1,087,815,819

Significant non-cash transaction

During 2013, the Company transferred the project development costs and short-term loan to related party and its accrued interest receivable to investment in jointly-controlled entities amounting to Baht 392.53 million.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

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Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

These notes form an integral part of the financial statements.

The financial statements were approved and authorized for issue by the Board of Directors on 17 February 2014.

1 General information

Ratchaburi Electricity Generating Holding Public Company Limited, the “Company”, is incorporated in Thailand and has its registered office at 8/8 Moo 2, Ngamwongwan Road, Bangkok, Muang, Nonthaburi, Thailand.

The Company was listed on the Stock Exchange of Thailand in October 2000.

The Company’s major shareholder during the financial year was Electricity Generating Authority of Thailand (“EGAT”) (45% shareholding), which was incorporated in Thailand.

The principal businesses of the Company are the investing in companies, whose objectives are to generate and sell electricity. Details of the Company’s subsidiaries, jointly-controlled entities and associate entities as at 31 December 2013 and 2012 were as follows:

Name of the entities	Type of business	Country of incorporation	Ownership interest (%)	
			2013	2012
Direct subsidiaries				
Ratchaburi Electricity Generating Company Limited	Generating and selling electricity	Thailand	99.99	99.99
Ratchaburi Energy Company Limited	Developing and operating power plant and investing in the power energy business	Thailand	99.99	99.99
Ratchaburi Gas Company Limited	Investing in the power energy business	Thailand	99.99	99.99
Ratch Udom Power Company Limited (In process of liquidation)	Investing in the power energy business	Thailand	99.99	99.99
RATCH-Lao Services Company Limited	Providing operation and maintenance services	Lao PDR	99.99	99.99
RH International Corporation Limited	Investing in the power energy business	Thailand	99.99	99.99
RATCH O&M Company Limited	Providing operation and maintenance services	Thailand	99.99	99.99
Indirect subsidiaries				
Ratchaburi Alliances Company Limited	Investing in the power energy business	Thailand	99.99	99.99
RH International (Mauritius) Corporation Limited	Investing in the power energy business internationally	Mauritius	100	100



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Name of the entities	Type of business	Country of incorporation	Ownership interest (%)	
			2013	2012
RH International (Singapore) Corporation Pte. Ltd.	Investing in the power energy business Internationally	Singapore	100	100
Sustainable Energy Corporation Company Limited	Investing in the power energy business	Thailand	55.18	55.18
Khao Kor Wind Power Company Limited	Generating and selling electricity	Thailand	55.18	55.18
RATCH-Australia Corporation Limited and its subsidiaries	Developing and operating power plant and investing in the power energy business	Australia	80	80
Ban Bueng Power Company Limited	Generating and selling electricity	Thailand	99.99	-
Eastern IPP Company Limited	Generating and selling electricity	Thailand	99.99	-
Eastern Power Generation Company Limited	Generating and selling electricity	Thailand	99.99	-
<i>Jointly-controlled entities</i>				
Tri Energy Company Limited	Generating and selling electricity	Thailand	50	50
Ratchaburi Power Company Limited	Generating and selling electricity	Thailand	25	25
Chubu Ratchaburi Electric Services Company Limited	Providing operation and maintenance services	Thailand	50	50
SouthEast Asia Energy Limited	Investing in the power energy business	Thailand	33.33	33.33
Hongsa Power Company Limited	Generating and selling electricity	Lao PDR	40	40
Phu Fai Mining Company Limited	Coal mining and trading	Lao PDR	37.50	37.50
Nam Ngum 2 Power Company Limited	Generating and selling electricity	Lao PDR	25	25
Nam Ngum 3 Power Company Limited	Generating and selling electricity	Lao PDR	25	25

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Name of the entities	Type of business	Country of incorporation	Ownership interest (%)	
			2013	2012
Nava Nakorn Electricity Generating Company Limited	Generating and selling electricity and steam	Thailand	40	40
Ratchaburi World Cogeneration Company Limited	Generating and selling electricity and steam	Thailand	40	40
Solarta Company Limited	Generating and selling electricity	Thailand	49	49
Solar Power (Korat 3) Company Limited	Generating and selling electricity	Thailand	40	40
Solar Power (Korat 4) Company Limited	Generating and selling electricity	Thailand	40	40
Solar Power (Korat 7) Company Limited	Generating and selling electricity	Thailand	40	40
Songkhla Biomass Company Limited	Generating and selling electricity	Thailand	40	40
KK POWER Company Limited	Generating and selling electricity	Cambodia	50	50
Songkhla Biofuel Company Limited	Providing material of Biofuel	Thailand	40	40
Sukhothai Energy Company Limited	Developing and operating in the power energy business	Thailand	25	51
Xe-Pian Xe-Namnoy Power Company Limited	Generating and selling electricity	Lao PDR	25	25
Ayudhya Power Company Limited	Generating and selling electricity	Thailand	45	-
Associate entities				
First Korat Wind Company Limited	Generating and selling electricity	Thailand	20	20
K.R. TWO Company Limited	Generating and selling electricity	Thailand	20	20



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

2 Basis of preparation of the financial statements

(a) *Statement of compliance*

The financial statements are prepared in accordance with Thai Financial Reporting Standards (“TFRS”) and guidelines promulgated by the Federation of Accounting Professions (“FAP”), applicable rules and regulations of the Thai Securities and Exchange Commission.

The FAP has issued the following new and revised TFRS relevant to the Group’s/Company’s operations and effective for accounting periods beginning on or after 1 January 2013:

TFRS	Topic
TAS 20	Accounting for Government Grants and Disclosures of Government Assistance
TAS 21 (revised 2009)	The Effects of Changes in Foreign Exchange Rates
TFRS 8	Operating Segments

The adoption of these new and revised TFRS has resulted in changes in the Group’s/Company’s accounting policies. The effects of these changes are disclosed in note 3.

In addition to the above new and revised TFRS, the FAP has issued a number of other new and revised TFRS which are effective for financial statements beginning on or after 1 January 2014 and have not been adopted in the preparation of these financial statements. Those new and revised TFRS that are relevant to the Group’s/Company’s operations are disclosed in note 35.

(b) *Basis of measurement*

The financial statements have been prepared on the historical cost basis except as stated in the accounting policies

(c) *Presentation currency*

The financial statements are prepared and presented in Thai Baht, which is the Company’s functional currency. All financial information presented in Thai Baht has been rounded in the notes to the financial statements to the nearest thousand unless otherwise stated.

(d) *Use of estimates and judgments*

The preparation of financial statements in conformity with TFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which estimates are revised and in any future periods affected.

Note 15	Deferred tax
Note 19	Employee benefit obligations
Note 32	Financial instruments

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

3 Changes in accounting policies

(a) Overview

From 1 January 2013, consequent to the adoption of new and revised TFRS as set out in note 2, the Group/Company has changed its accounting policies in the following areas:

- Accounting for government grants and disclosures of government assistance
- Accounting for the effects of changes in foreign exchange rates
- Presentation of information on operating segments

Details of the new accounting policies adopted by the Group/Company are included in notes 3(b) to 3(d) below. Other new and revised TFRS did not have any impact on the accounting policies, financial position or performance of the Group/Company.

(b) Accounting for government grants and disclosures of government assistance

TAS 20 requires government grants related to assets in the statement of financial position either by deducting the grant in arriving at the carrying amount of the asset or setting up the grant as deferred income.

The Group/Company chooses setting up the grant as deferred income from the effective date of the standard.

(c) Accounting for the effects of changes in foreign exchange rates

From 1 January 2013, the Group/Company has adopted TAS 21. Accounting for the effects of changes in foreign exchange rates.

The principal change introduced by TAS 21 is the introduction of the concept of functional currency, which is defined as the currency of the primary economic environment in which the entity operates. TAS 21 requires the entity to determine its functional currency and translate foreign currency items into its functional currency, reporting the effects of such translation in accordance with the provisions of TAS 21. Foreign currencies are defined by TAS 21 as all currencies other than the entity's functional currency.

Management has determined that the functional currency of the Company is Thai Baht and that the adoption of TAS 21 from 1 January 2013 has not had a significant impact on the Group's/Company's reported assets, liabilities or retained earnings.

(d) Presentation of information on operating segments

TFRS 8 introduces the "management approach" to segment reporting. It requires a change in the presentation and disclosure of segment information based on the internal reports regularly reviewed by the Group's/Company's Chief Operating Decision Maker in order to assess each segment's performance and to allocate resources to those segments. Previously the Group/Company presented segment information in respect of its business in accordance with TAS 14 Segment Reporting.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

The change in basis of presentation and disclosure of segment information in accordance with TFRS 8 has resulted in the Group/Company presenting segment information (Note 22) in respect of the following segments:

Segment 1	Generating Electricity
Segment 2	Operation and Maintenance
Segment 3	Others

4 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements except as explained in note 3, which addresses changes in accounting policies.

(a) Basis of consolidation

The consolidated financial statements relate to the Company and its subsidiaries (together referred to as the “Group”) and the Group’s interests in jointly-controlled and associate entities.

The Group/Company applies the acquisition method for all business combinations other than those with entities under common control.

Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, the Group/Company takes into consideration potential voting rights that currently are exercisable. The acquisition date is the date on which control is transferred to the acquirer. Judgment is applied in determining the acquisition date and determining whether control is transferred from one party to another.

Goodwill is measured as the fair value of the consideration transferred including the recognized amount of any non-controlling interest in the acquiree, less the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date.

Consideration transferred includes the fair values of the assets transferred, liabilities incurred by the Group/Company to the previous owners of the acquiree, and equity interests issued by the Group/Company. Consideration transferred also includes the fair value of any contingent consideration and share-based payment awards of the acquiree that are replaced mandatorily in the business combination. If a business combination results in the termination of pre-existing relationships between the Group/Company and the acquiree, then the lower of the termination amount, as contained in the agreement, and the value of the off-market element is deducted from the consideration transferred and recognised in other expenses.

A contingent liability of the acquiree is assumed in a business combination only if such a liability represents a present obligation and arises from a past event, and its fair value can be measured reliably.

The Group/Company measures any non-controlling interest at its proportionate interest in the identifiable net assets of the acquiree.

Transaction costs that the Group/Company incurs in connection with a business combination, such as legal fees, and other professional and consulting fees are expensed as incurred.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The accounting policies of subsidiaries have been changed where necessary to align them with the policies adopted by the Group. Losses applicable to non-controlling interests in a subsidiary are allocated to non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

Jointly-controlled and associate entities

Jointly-controlled and associate entities are those entities in which the Group has significant influence, but not control, over the financial and operating policies. Significant influence is presumed to exist when the Group holds between 20% and 50% of the voting power of another entity. Jointly-controlled entities are those entities over whose activities the Group has joint control, established by contractual agreement and requiring unanimous consent for strategic financial and operating decisions

Investments in associates jointly-controlled and associate entities are accounted for in the consolidated financial statements using the equity method (equity-accounted investees) and are recognised initially at cost. The cost of the investment includes transaction costs.

The consolidated financial statements include the Group's share of profit or loss and other comprehensive income, after adjustments to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases. When the Group's share of losses exceeds its interest in an associate, the Group's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income or expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements. Unrealised gains arising from transactions with jointly-controlled and associate entities are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

(b) Foreign currencies

Foreign currency transactions

Transactions in foreign currencies are translated to the respective functional currencies of the group entities at the foreign exchange rates ruling at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to functional currency at the foreign exchange rates ruling at that date. Foreign exchange differences arising on translation are recognised in profit or loss



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Non-monetary assets and liabilities measured at cost in foreign currencies are translated to functional currency using the foreign exchange rates ruling at the dates of the transactions.

Foreign currency differences arising on retranslation are generally recognized in profit or loss. However, foreign currency differences arising from the retranslation of the following items are recognized in other comprehensive income:

- available-for-sale equity investments (except on impairment in which case foreign currency differences that have been recognized in other comprehensive income are reclassified to profit or loss);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; or
- qualifying cash flow hedges to the extent the hedge is effective.

Foreign operations

The assets and liabilities of foreign operation are translated to Thai Baht at the foreign exchange rates ruling at the reporting date.

Goodwill and fair value adjustments arising on the acquisition of foreign operations are stated at exchange rates ruling on transaction dates / the reporting date

The revenues and expenses of foreign operation are translated to Thai Baht at rates approximating the foreign exchange rates ruling at the dates of the transactions.

Foreign exchange differences arising on translation are recognised in other comprehensive income and presented in the foreign currency translation reserve in equity until disposal of the investment.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognised in other comprehensive income, and presented in the foreign currency translation reserve in equity until disposal of the investment.

(c) Derivative financial instruments

Derivative financial instruments are used to manage exposure to foreign exchange arising from operational activities. Derivative financial instruments are not used for trading purposes. However, derivatives that do not qualify for hedge accounting are accounted for as trading instruments.

The Company uses financial instruments to reduce exposure in fluctuation of foreign currency exchange risk. These instruments, which mainly comprise foreign currency forward contracts are not recognised in the financial statement on inception.

Foreign currency forward contracts protect the Company from risks in fluctuation of exchange rates by establishing the future exchange rate at which a foreign currency asset will be realised or a foreign currency liability will be settled. Any increase or decrease in the amount required to realise the assets or settle the liability is offset by a corresponding movement in the value of the forward exchange contract. The gains and losses are therefore offset for financial reporting purposes and are not recognised in the financial statements. The fee incurred in establishing each forward exchange contract is charged to the statement of income in the period in which payment takes place.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

(d) *Cash and cash equivalents*

Cash and cash equivalents comprise cash balances, call deposits, saving and highly liquid short-term investments.

(e) *Trade and other accounts receivable*

Trade and other accounts receivable are stated at their invoice value less allowance for doubtful accounts.

The allowance for doubtful accounts is assessed primarily on analysis of payment histories and future expectations of customer payments. Bad debts are written off when incurred.

(f) *Spare parts and supplies*

Spare parts and supplies are stated at cost less allowance for obsolescence.

The spare parts are categorised as fuel and spare parts which are used for specific plant equipment in the power plant.

Cost is calculated using the moving average cost principle, and comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition.

The allowance for specific spare parts is calculated using the straight-line method to write off the balances of specific spare parts on hand at the year-end over the remaining useful life of the power plant.

(g) *Investments*

Investments in subsidiaries, jointly-controlled and associate entities

Investments in subsidiaries, jointly-controlled and associates entities in the separate financial statements of the Company are accounted for using the cost method. Investments in jointly-controlled entities in the associates and consolidated financial statements are accounted for using the equity method.

Investments in other debt and equity securities

Debt securities and marketable equity securities held for trading are classified as current assets and are stated at fair value, with any resultant gain or loss recognised in profit or loss.

Debt securities that the Group/Company has the positive intent and ability to hold to maturity are classified as held-to-maturity investments. Held-to-maturity investments are stated at amortised cost, less any impairment losses. The difference between the acquisition cost and redemption value of such debt securities is amortised using the effective interest rate method over the period to maturity.

Marketable equity securities, other than those securities held for trading or intended to be held to maturity, are classified as available-for-sale investments. Available-for-sale investments are, subsequent to initial recognition, stated at fair value, and changes therein, other than impairment losses and foreign currency differences on available-for-sale monetary items, are recognised directly in equity. Impairment losses and foreign exchange differences are recognised in profit or loss. When these investments are derecognised, the cumulative gain or loss previously recognised directly in equity is recognised in profit or loss. Where these investments are interest-bearing, interest calculated using the effective interest method is recognised in profit or loss.

Equity securities which are not marketable are stated at cost less any impairment losses.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

The fair value of financial instruments classified as available-for-sale is determined as the quoted bid price at the reporting date.

Disposal of investments

On disposal of an investment, the difference between net disposal proceeds and the carrying amount together with the associated cumulative gain or loss that was reported in equity is recognised in profit or loss.

If the Group/Company disposes of part of its holding of a particular investment, the deemed cost of the part sold is determined using the weighted average method applied to the carrying value of the total holding of the investment.

(h) Property, plant and equipment

Recognition and measurement

Owned assets

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, the costs of dismantling and removing the items and restoring the site on which they are located and capitalised borrowing costs. Cost also may include transfers from other comprehensive income of any gain or loss on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net within other income in profit or loss. When revalue assets are sold, the amounts included in the revaluation reserve are transferred to retained earnings.

Leased assets

Leases in terms of which the Group/Company substantially assumes all the risk and rewards of ownership are classified as finance leases. Equipment acquired by way of finance leases is capitalised at the lower of its fair value and the present value of the minimum lease payments at the inception of the lease, less accumulated depreciation and impairment losses. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly to the profit or loss.

Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group/Company, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Depreciation

Depreciation is calculated based on the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment. The estimated useful lives are as follows:

Power plant, substations and transmission system	8-25 years
Equipment for gas turbine power plant	4-25 years
Operating and maintenance equipment and equipment for wind power plant	5 years
Buildings and structures	20-40 years
Building improvements	5 years
Furniture, fixtures and office equipment	5 years
Vehicles	5 years

No depreciation is provided on freehold land or assets under construction.

Depreciation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

(i) Intangible assets

Goodwill

Goodwill that arises upon the acquisition of subsidiaries is included in intangible assets. The measurement of goodwill at initial recognition is described in note 4(a). Subsequent to initial recognition, goodwill is measured at cost less accumulated impairment losses.

Other intangible assets

Other intangible assets that are acquired by the Group/Company and have finite useful lives are measured at cost less accumulated amortization and accumulated impairment losses.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

Amortization

Amortisation is calculated over the cost of the asset, or other amount substituted for cost, less its residual value.

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets, other than goodwill, from the date that they are available for use, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful lives for the current and comparative periods are as follows:

Software licences	3-10 years
Right to use electrical transmission line	8 years
Right to Power Purchase Agreements	20-25 years



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Amortisation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate.

(j) 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 expenditures are 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 commencement of the commercial operation on a straight-line basis over the period of its expected benefit.

(k) Impairment

The carrying amounts of the Group's/Company's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated. For goodwill and intangible assets that have indefinite useful lives or are not yet available for use, the recoverable amount is estimated each year at the same time.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. The impairment loss is recognised in profit or loss.

When a decline in the fair value of an available-for-sale financial asset has been recognised directly in equity and there is objective evidence that the value of the asset is impaired, the cumulative loss that had been recognised directly in equity is recognised in profit or loss even though the financial asset has not been derecognised. The amount of the cumulative loss that is recognised in profit or loss is the difference between the acquisition cost and current fair value, less any impairment loss on that financial asset previously recognised in profit or loss.

Calculation of recoverable amount

The recoverable amount of held-to-maturity securities and receivables carried at amortised cost is calculated as the present value of the estimated future cash flows discounted at the original effective interest rate. Receivables with a short duration are not discounted.

The recoverable amount of available-for-sale financial assets is calculated by reference to the fair value.

The recoverable amount of a non-financial asset is the greater of the asset's value in use and fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Reversals of impairment

An impairment loss in respect of a financial asset is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised in profit or loss. For financial assets carried at amortised cost and available-for-sale financial assets that are debt securities, the reversal is recognised in profit or loss. For available-for-sale financial assets that are equity securities, the reversal is recognised in other comprehensive income.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

An impairment loss in respect of goodwill is not reversed. Impairment losses recognised in prior periods in respect of other non-financial assets are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(l) Interest-bearing liabilities

Interest-bearing liabilities are recognised initially at fair value less attributable transaction charges. Subsequent to initial recognition, interest-bearing liabilities are stated at amortised cost with any difference between cost and redemption value being recognised in profit or loss over the period of the borrowings on an effective interest basis.

(m) Trade and other accounts payable

Trade and other accounts payable are stated at cost.

(n) Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the periods during which services are rendered by employees.

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided

Post-employment benefits

The Group's/Company's obligation in respect of post-employment benefit is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The discount rate is the yield at the reporting date on Government bonds that have maturity dates approximating the terms of the Group's/Company's obligations. The calculation is performed using the projected unit credit method. Any actuarial gains and losses are recognised in other comprehensive income in the period in which they arise.

(o) Provisions

A provision is recognised if, as a result of a past event, the Group/Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

(p) Revenue

Revenue excludes value added taxes and is arrived at after deduction of trade discounts.

Sale of electricity

Revenue from sale of electricity comprises Availability Payments and Energy Payments. Availability Payments are recognised according to the term set out in the Power Purchase Agreement as conditions are met, essentially Contract Availability Hours, net amount of sales taxes and discounts. Energy Payments are calculated based on actual electricity delivered and monthly payment rates which refer to changes in the natural gas price specified in the agreement.

Another revenue from the sale of electricity apart from the Power Purchase Agreement is recognised in the statement of income based on the units of sales delivered at the applicable tariff rates.

Service income

Service income is recognised as services are provided.

Rental income

Rental income is recognised in the statement of income on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income. Contingent rentals are recognised as income in the accounting period in which they are earned.

Interest, other income and dividend

Interest and other income are recognised in the statement of income as it accrues. Dividend income is recognised in the statement of income on the date the Group's/Company's right to receive payments is established.

(q) Expenses

Lease payments

Payments made under operating leases are recognised in the statement of income on a straight-line basis over the term of the lease. Contingent lease payments are accounted for by revising the minimum lease payments over the remaining term of the lease when the lease adjustment is confirmed.

Determining whether an arrangement contains a lease

At inception of an arrangement, the Group/Company determines whether such an arrangement is or contains a lease. A specific asset is the subject of a lease if fulfilment of the arrangement is dependent on the use of that specified asset. An arrangement conveys the right to use the asset if the arrangement conveys to the Group/Company the right to control the use of the underlying asset.

At inception or upon reassessment of the arrangement, the Group/Company separates payments and other consideration required by such an arrangement into those for the lease and those for other elements on the basis of their relative fair values. If the Group/Company concludes for a finance lease that it is impracticable to separate the payments reliably, an asset and a liability are recognised at an amount equal to the fair value of the underlying asset. Subsequently the liability is reduced as payments are made and an imputed finance charge on the liability is recognised using the Group's/Company's incremental borrowing rate.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Finance costs

Finance costs comprise interest expense on borrowings, unwinding of the discount on provisions and contingent consideration, losses on disposal of available-for-sale financial assets, dividends on preference shares classified as liabilities, fair value losses on financial assets at fair value through profit or loss, impairment losses recognised on financial assets (other than trade receivables), and losses on hedging instruments that are recognised in profit or loss.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method

Deferred financing service fee

Deferred financing service fee is initially recorded at cost and carried at cost less accumulated amortisation. Amortisation is calculated using the effective interest method over the life of the long-term loan agreements and capitalised in power plant during construction. After construction is completed, amortisation is made through the income statement. Deferred financing service fee is recognised as cost of debt and deducted directly from long-term loans.

Other expenses

Other expenses are recognised in the statement of income as it accrues.

(r) Income tax

Income tax expense for the year comprises current and deferred tax. Current and deferred tax are recognised in profit or loss except to the extent that they relate to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill; the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss; and differences relating to investments in subsidiaries and jointly-controlled entities to the extent that it is probable that they will not reverse in the foreseeable future.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group/Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

In determining the amount of current and deferred tax, the Group/Company takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. The Group/Company believes that its accruals for tax liabilities are adequate for all open tax years based on its assessment of many factors, including interpretations of tax law and prior experience. This assessment relies on estimates and assumptions and may involve a series of judgements about future events. New information may become available that causes the Group/Company to change its judgement regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(s) *Basic earnings per share*

Basic earnings per share is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the year.

(t) *Segment reporting*

Segment results that are reported to the chief operating decision maker include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

5 Related parties

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

Relationships with related parties were as follows:

Name of entities	Country of incorporation /nationality	Nature of relationships
Electricity Generating Authority of Thailand	Thailand	Major shareholder, some common directors
Ratchaburi Electricity Generating Company Limited	Thailand	Subsidiary, 99.99% shareholding, some common directors
Ratchaburi Energy Company Limited	Thailand	Subsidiary, 99.99% shareholding
Ratchaburi Gas Company Limited	Thailand	Subsidiary, 99.99% shareholding
Ratch Udom Power Company Limited	Thailand	Subsidiary, 99.99% shareholding
RATCH-Lao Services Company Limited	Lao PDR	Subsidiary, 99.99% shareholding
RH International Corporation Limited	Thailand	Subsidiary, 99.99% shareholding
RATCH O&M Company Limited	Thailand	Subsidiary, 99.99% shareholding

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Name of entities	Country of incorporation /nationality	Nature of relationships
Ratchaburi Alliances Company Limited	Thailand	Indirect subsidiary, 99.99% shareholding by a subsidiary
RH International (Mauritius) Corporation Ltd.	Mauritius	Indirect subsidiary, 100 % shareholding by a subsidiary
RH International (Singapore) Corporation Pte. Ltd.	Singapore	Indirect subsidiary, 100 % shareholding by a subsidiary
RATCH-Australia Corporation Company Limited	Australia	Indirect subsidiary, 80% shareholding by an indirect subsidiary
Sustainable Energy Corporation Company Limited	Thailand	Indirect subsidiary, 55.18 % shareholding by a subsidiary
Ban Bueng Power Company Limited	Thailand	Indirect subsidiary, 99.99 % shareholding by a subsidiary
Eastern IPP Company Limited	Thailand	Indirect subsidiary, 99.99 % shareholding by a subsidiary
Eastern Power Generation Company Limited	Thailand	Indirect subsidiary, 99.99 % shareholding by a subsidiary
Tri Energy Company Limited	Thailand	Jointly-controlled entity of subsidiary, 50% shareholding by a subsidiary
Ratchaburi Power Company Limited	Thailand	Jointly-controlled entity of subsidiary, 25% shareholding by a subsidiary
Chubu Ratchaburi Electric Services Company Limited	Thailand	Jointly-controlled entity of the Company, 50% shareholding
SouthEast Asia Energy Limited	Thailand	Jointly-controlled entity of the Company, 33.33% shareholding
Khao Kor Wind Power Company Limited	Thailand	Subsidiary of indirect subsidiary, 99.99% shareholding by an indirect subsidiary
Hongsa Power Company Limited	Lao PDR	Jointly-controlled entity of the Company, 40% shareholding
Phu Fai Mining Company Limited	Lao PDR	Jointly-controlled entity of the Company, 37.50% shareholding
Nam Ngum 2 Power Company Limited	Lao PDR	Subsidiary of a jointly-controlled entity, 75% shareholding by a jointly-controlled entity
Nam Ngum 3 Power Company Limited	Lao PDR	Jointly-controlled entity of the Company, 25% shareholding



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Name of entities	Country of incorporation /nationality	Nature of relationships
Ratchaburi World Cogeneration Company Limited	Thailand	Jointly-controlled entity of the Company, 40% shareholding
Nava Nakorn Electricity Generating Company Limited	Thailand	Jointly-controlled entity of subsidiary, 40% shareholding by a subsidiary
Solarta Company Limited	Thailand	Jointly-controlled entity of the Company, 49% shareholding
Solar Power (Korat 3) Company Limited	Thailand	Jointly-controlled entity of the Company, 40% shareholding
Solar Power (Korat 4) Company Limited	Thailand	Jointly-controlled entity of the Company, 40% shareholding
Solar Power (Korat 7) Company Limited	Thailand	Jointly-controlled entity of the Company, 40% shareholding
Songkhla Biomass Company Limited	Thailand	Jointly-controlled entity of the Company, 40% shareholding
Songkhla Biofuel Company Limited	Thailand	Jointly controlled entity of the Company, 40% shareholding
Sukhothai Energy Company Limited	Thailand	Jointly-controlled entity of subsidiary, 25% shareholding by a subsidiary
Ayudhya Power Company Limited	Thailand	Jointly controlled entity of the subsidiary, 45% shareholding by a subsidiary
Xe-Pian Xe-Namnoy Power Company Limited	Lao PDR	Jointly controlled entity of the Company, 25% shareholding
KK POWER Company Limited	Cambodia	Jointly-controlled entity of the Company, 50% shareholding
First Korat Wind Company Limited	Thailand	Associate of the Company, 20% shareholding
K.R. TWO Company Limited	Thailand	Associate of the Company, 20% shareholding
Transfield Services Limited	Australia	Related party of indirect subsidiary, 20% shareholding in indirect subsidiary
Key management personnel	Thailand	Persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of the Group/Company.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

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

Transactions	Pricing policies
Sale of electricity	Contractually agreed price
Service income on operation and maintenance services	Contractually agreed price
Management service income	Contractually agreed price
Purchase of goods/raw materials	Contractually agreed price
Operation and maintenance service fee	Contractually agreed price
Interest income	Contractually agreed rate
Other income	Contractually agreed price
Rental income	Contractually agreed price
Interest expense	Contractually agreed rate

Significant transactions for the years ended 31 December with related parties were as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Major Shareholder				
Sale of electricity	47,963,812	51,829,202	-	-
Purchase of fuel	989,109	3,094,130	-	-
Purchase of electricity	190,276	155,566	-	-
Operation and maintenance services fee	1,378,169	1,258,249	-	-
Management service of fuel	3,030	-	-	-
Management service income	1,102	2,349	-	-
Subsidiaries				
Management service income	-	-	156,353	88,146
Dividend income	-	-	5,083,472	4,936,889
Interest income	-	-	155,186	161,222
Jointly-controlled entities				
Operation and maintenance services income	204,382	178,450	-	-
Management service income	228,344	220,668	226,707	205,581
Dividend income	-	-	100,504	16,000
Interest income	10,373	7,902	10,373	7,902
Other income	33,847	27,888	-	-
Rental income	11,725	11,725	-	-
Associate entities				
Management service income	1,800	1,987	1,800	1,987
Other related party				
Interest expense	104,197	304,073	-	-
Key management personnel				
Short-term employee benefits	164,451	196,080	113,885	116,869
Post-employment benefits	7,155	9,231	4,861	5,197
Long-term employee benefit	2,874	18,941	2,955	2,814
Total key management personnel	174,480	224,252	121,701	124,880



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Balances as at 31 December with related parties were as follows:

<i>Trade accounts receivable from related parties</i>	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Major Shareholder				
Electricity Generating Authority of Thailand	8,304,933	3,798,000	-	-
Related parties				
Nam Ngum 2 Power Company Limited	31,812	24,871	-	-
	8,336,745	3,822,871	-	-
Less allowance for doubtful accounts	-	-	-	-
Net	8,336,745	3,822,871	-	-
Bad and doubtful debts expense for the year	-	-	-	-
 <i>Advances to and other receivables from related parties</i>				
	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Major Shareholder				
Electricity Generating Authority of Thailand	20,975	13,173	-	-
Subsidiaries				
Ratchaburi Electricity Generating Company Limited	-	-	20,458	41,379
Ratchaburi Energy Company Limited	-	-	1,378	927
Ratchaburi Gas Company Limited	-	-	128	-
Ratchaburi Alliances Company Limited	-	-	128	-
RH International Corporation Limited	-	-	642	642
RH International (Singapore) Corporation Pte. Ltd.	-	-	20,727	12,455
Sustainable Energy Corporation Company Limited	-	-	1,152	815
RATCH-Australia Corporation Limited	-	-	-	5,067
Jointly-controlled entities				
Tri Energy Company Limited	2,718	2,607	2,718	2,564
Ratchaburi Power Company Limited	10,273	2,576	-	-
Chubu Ratchaburi Electric Services Company Limited	888	859	888	859
SouthEast Asia Energy Limited	206	23,655	206	23,655
Hongsa Power Company Limited	4,295	4,000	4,295	4,000
Ratchaburi World Cogeneration Company Limited	1,756	2,221	1,756	2,221
Nava Nakorn Electricity Generating Company Limited	1,801	739	1,801	739
Nam Ngum 2 Power Company Limited	822	341	-	-
Songkhla Biomass Company Limited	-	12	-	12

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

<i>Advances to and other receivables from related parties</i>			Consolidated financial statements		Separate financial statements	
			2013	2012	2013	2012
			<i>(in thousand Baht)</i>			
Solarta Company Limited			1,332	2	1,332	2
Xe-Pian Xe-Namnoy Power Company Limited			40,159	13,171	40,159	13,170
Associate entities						
First Korat Wind Company Limited			161	1,066	161	1,066
K.R. TWO Company Limited			161	1,014	161	1,014
Total			85,547	65,436	98,090	110,587
<i>Long-term other receivable from related parties</i>			Consolidated financial statements		Separate financial statements	
			2013	2012	2013	2012
			<i>(in thousand Baht)</i>			
Subsidiary						
RATCH-Lao Services Company Limited			-	-	-	1,129
<i>Loans to related parties</i>			Consolidated financial statements		Separate financial statements	
Interest rate			2013	2012	2013	2012
<i>(% per annum)</i>			<i>(in thousand Baht)</i>			
<i>Short-term loans</i>						
Subsidiary						
Ratchaburi Electricity Generating Company Limited			4.50	5.50	3,360,000	2,400,000
Jointly-controlled entity						
Xe-Pian Xe-Namnoy Power Company Limited			-	7.00	-	100,278
Less allowance for doubtful accounts			-	-	-	-
Short-term loans to related parties-net			-	100,278	3,360,000	2,500,278



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Loans to related parties	Interest rate		Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012	2013	2012
	<i>(% per annum)</i>		<i>(in thousand Baht)</i>			
Long-term loans						
Subsidiary						
RATCH-Lao Services Company Limited	2.50 and 3.65	2.50 and 3.65	-	-	1,172,862	1,093,943
Jointly-controlled entity						
SouthEast Asia Energy Limited	-	8.25	-	62,500	-	62,500
			-	62,500	1,172,862	1,156,443
Less current portion within one year allowance for doubtful accounts			-	(62,500)	-	(62,500)
			-	-	-	-
Long-term loans to related parties-net			-	-	1,172,862	1,093,943

Movements during the years ended 31 December of loans to related parties were as follows:

Loans to related parties	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Short-term loans to related parties				
At 1 January	100,278	-	2,500,278	-
Increase	9,174,646	104,191	9,174,646	4,304,191
Decrease	(8,960,000)	-	(8,000,000)	(1,800,000)
Transferred to Investments in jointly-controlled entity	(314,924)	-	(314,924)	-
Exchange rate adjustment	-	(3,913)	-	(3,913)
At 31 December	-	100,278	3,360,000	2,500,278
Long-term loans to related parties				
At 1 January	62,500	1,674,134	1,156,443	3,516,146
Increase	-	-	-	2,028,407
Decrease	(62,500)	-	(62,500)	(4,410,053)
Decrease from disposals investment	-	(1,611,634)	-	-
Exchange rate adjustment	-	-	78,919	21,943
At 31 December	-	62,500	1,172,862	1,156,443

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

<i>Investments in subsidiaries</i>	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Subsidiaries	-	-	27,582,161	24,982,161
<i>Investments in jointly-controlled and associate entities</i>	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Jointly-controlled entities	14,104,004	13,909,641	4,918,989	4,587,286
Associates	957,628	681,036	764,604	699,832
	15,061,632	14,590,677	5,683,593	5,287,118
<i>Trade payables to related party</i>	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Major Shareholder Electricity Generating Authority of Thailand	43,377	112,258	-	-
<i>Other payables to related parties</i>	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Major Shareholder Electricity Generating Authority of Thailand	90,783	39,065	-	983
Subsidiaries Ratchaburi Electricity Generating Company Limited	-	-	611	-
RATCH-Lao Services Company Limited	-	-	118	-
Total	90,783	39,065	729	983
<i>Unearned revenue and accrued expenses-related parties</i>	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Major Shareholder Electricity Generating Authority of Thailand	29,383	29,048	-	-
Subsidiary RH International (Singapore) Corporation Pte. Ltd.	-	-	2,923	2,788
Jointly-controlled entities Ratchaburi Power Company Limited	14,546	14,128	13,081	12,663
Nam Ngum 2 Power Company Limited	-	365	-	-



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Unearned revenue and accrued expenses-related parties	Consolidated		Separate	
	financial statements		financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Related party				
Transfield Services Limited	-	79,641	-	-
Total	43,929	123,182	16,004	15,451

Long-term loans from related party	Interest rate		Consolidated		Separate	
			financial statements		financial statements	
	2013	2012	2013	2012	2013	2012
			<i>(in thousand Baht)</i>			
	<i>(% per annum)</i>					
Transfield Services Limited	8.112	14.50	1,186,297	1,358,280	-	-
Less current portion within one year			-	-	-	-
Long-term loans from related parties - net			1,186,297	1,358,280	-	-

Movements during the years ended 31 December 2013 and 2012 of long-term loans from related parties were as follows:

Long-term loans from related party	Consolidated		Separate	
	financial statements		financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
At 1 January	1,358,280	4,200,947	-	-
Increase from conversion of accrued interest to loan	-	15,070	-	-
Decrease	(58,170)	(2,846,770)	-	-
Exchange rate adjustment	(113,813)	(10,967)	-	-
At 31 December	1,186,297	1,358,280	-	-

Significant agreements with related parties

Short-term loans to related parties

As at 31 December 2013, the Company had outstanding balance of loan to Ratchaburi Electricity Generating Company Limited, a subsidiary, amounting to Baht 3,360 million which bear interest at the rate of 4.50% per annum and will be due in the 1st Quarter of 2014.

The Company granted loan to Xe-Pian Xe-Namnoy Power Company Limited, a jointly-controlled entity, amounting to U.S. Dollars 10.33 million, in the proportion of investment of 25%, or equivalent to Baht 318.84 million which bear interest at the rate of 7.00% per annum. The loan agreement determines the repayment term of principal and interest upon the loan approval date from the financial institutions of the jointly-controlled entity. During 2013, the shareholders of such jointly-controlled entity approved to call for paid-up share capital by converting such loan and it accrued interest receivable to share capital of such entity.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Long-term loans to related parties

The Company granted loans to SouthEast Asia Energy Limited, Vientiane Branch, a jointly-controlled entity, amounting to Baht 62.50 million which bear interest at the rates as stipulated in the agreement. The Company recorded such loans as loans due within one year since the loan agreement determines the repayment term of principal and interest within 30 months commencing from the signing date in the Shareholders' Loan Agreement or the loan approval date from the financial institutions to the jointly-controlled entity, whichever is the earlier. However, on 12 February 2010, 31 August 2011 and 17 September 2012, the Company has amended the loan agreement with such jointly-controlled entity by extension of the period of repayment and its interest which was due on 4 September 2013. However during 2013, such jointly-controlled entity made repayment to the Company in full amount.

The Company granted loans to Ratch-Lao service Company Limited, a subsidiary, amounting to U.S. Dollars 36 million or equivalent to Baht 1,172.86 million which bear interest at the rates as stipulated in the agreement. Principle and interest will be due as stipulated in the agreement. The Company has no intention to recall such loans from the subsidiary within one year. Therefore, the Company classified such loans and its accrued interest receivable as long-term loans and other long-term receivable to related party, respectively.

During 2013, RH International (Singapore) Corporation Pte. Ltd., an indirect subsidiary, granted loans to RATCH-Australia Corporation Limited, a subsidiary of such indirect subsidiary, amounting to Australian Dollars 250 million or equivalent to Baht 7,365 million which bear interest at the floating rate of Bank Bill Swap Bid Rate (BBSY), announced by Reuters, plus fixed margin per annum. Principal and interest will be due as stipulated in the agreement.

Long-term loans from related party

RATCH-Australia Corporation Limited, an indirect subsidiary, had a long-term loan agreement for a 30 year term with another related party in Australia amounting to Australian Dollars 125.93 million. During 2012, RH International (Singapore) Corporation Pte. Ltd., a major shareholder of such indirect subsidiary, made a partial repayment of such loan for transferring such loan from another related party of such indirect subsidiary amounting to Australian Dollars 86.20 million. Since 1 January 2013, such indirect subsidiary had converted the interest rate to the floating rate of Bank Bill Swap Bid Rate (BBSY), announced by Reuters, plus fixed margin per annum. As at 31 December 2013, such indirect subsidiary had outstanding balance of long-term loan from another related party amounting to Australian Dollars 39.74 million or equivalent to Baht 1,157.18 million.

During 2013, such indirect subsidiary made a repayment of such loan from another related party amounting to Australian Dollars 2 million. As at 31 December 2013, such indirect subsidiary had also a long-term loan from another related party amounting to Australian Dollars 1 million or equivalent to Baht 29.11 million with bear interest at the floating rate of Bank Bill Swap Bid Rate (BBSY), announced by Reuters, plus fixed margin per annum. The lender has no intention to recall such loans from such subsidiary within one year. Therefore, the Company classified such loan as long-term loan.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Power Purchase Agreement

On 9 October 2000, Ratchaburi Electricity Generating Company Limited, a subsidiary, entered into the Power Purchase Agreement with EGAT for the period of 25 years, whereby the subsidiary will deliver the Net Electrical Generation from the Thermal Generating Units 1 and 2 and the Combined Cycle Generating Blocks 1, 2 and 3 to EGAT as defined in the agreements. Under the Power Purchase Agreement, the subsidiary will receive revenue from EGAT comprising of an Availability Payment (AP) and an Energy Payment (EP). The Availability Payment (AP) covers repayment of principal and interest of loan, equity return for shareholders, fixed expenses in operation and maintenance, and administrative expenses. Such expenses will be adjusted to cover the change of interest rate, Consumer Price Index and exchange rate. The Energy Payment (EP) covers production costs comprising of fuel costs, variable costs in operation and maintenance, which will be adjusted in accordance with the fuel price, efficiency ratio and Consumer Price Index.

On 3 December 2008, Ratchaburi Energy Company Limited, a subsidiary, entered into the 2 Megawatts Power Purchase Agreement with EGAT for the period of 5 years. The contract can be extended for a period of 5 years subject to the provision of written notice to the counterparty within 30 days before the contract expiry date.

Operation and Maintenance Agreement and Other Service Agreements

On 7 January 2009, Ratchaburi Electricity Generating Company Limited, a subsidiary, entered into the Operation and Maintenance Agreement with EGAT whereby EGAT will operate and provide general maintenance services including major overhaul for the subsidiary. The total operation and general maintenance charge including services charges for major maintenance are approximately Baht 16,608.16 million, adjusted by the annual Consumer Price Index. The contract is valid from 1 January 2009 until the termination dates of the Power Purchase Agreements for Thermal Generating Units and Combined Cycle Generating Units.

Fuel Management Service Agreements

On 1 July 2012, Ratchaburi Electricity Generating Company Limited, a subsidiary entered into the Fuel Management Service Agreements with EGAT whereby EGAT will coordinate the supply and delivery of fuel (Heavy Oil), according to subsidiary and in line with EGAT's power dispatching plan. The contract is effective from 1 July 2012 until 30 June 2013, and the contract will be extended every year. The management service fee as stipulated in the agreement.

Land Lease Agreement and Common Facility Agreement

On 7 June 2004 and 21 October 2005, Ratchaburi Electricity Generating Company Limited, a subsidiary, entered into the Land Lease Agreement with Ratchaburi Power Company Limited to lease an area of 145 rais in the Ratchaburi Power Plant area for a power plant project to Ratchaburi Power Company Limited for the period of 25 years and 3 months commencing from Ratchaburi Power's commercial operation date.

On 25 November 2005, Ratchaburi Electricity Generating Company Limited, a subsidiary, entered into the Common Facility Agreement with Ratchaburi Power Company Limited whereby the subsidiary will provide certain facilities, utilities, services, right to use and access rights relating to the construction and operation of the facility to Ratchaburi Power Company Limited as defined in the agreement. This agreement is effective from the signing date in the agreement and will be expired on the expiry date of the Land Lease Agreement dated 7 June 2004.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Management Service Agreement

On 27 February 2004, the Company entered into the Management Service Agreement with Ratchaburi Power Company Limited, a jointly-controlled entity whereby the Company will receive management fee from Ratchaburi Power Company Limited amounting to U.S. Dollars 2.5 million per year for the period of 25 years and 3 months commencing from the commercial operation date of the first unit of Ratchaburi Power Company Limited with total contract value of U.S. Dollars 63.12 million.

Agreements in relation to investments in Chubu Ratchaburi Electric Services Company Limited

On 29 September 2005, the Company and Chubu Electric Power (Thailand) Company Limited entered into the Shareholders Agreement to set up Chubu Ratchaburi Electric Services Company Limited and made the first payment of paid-up capital in proportion of each equity holder totaling Baht 10 million. In addition, under this Shareholders Agreement, should Chubu Ratchaburi Electric Services Company Limited require additional funding exceeding its registered capital, the Company agreed to provide financial support in the form of shareholder loans or any guarantees to Chubu Ratchaburi Electric Services Company Limited in proportion of the Company's shareholding of 50%. There are no specific amounts of financial supports specified in the agreement. As at 31 December 2013, the Company has not provided any loans or guarantees according to the agreement.

Agreements in relation to Nam Ngum 2 Power Plant

On 26 May 2006, The Company entered into the Service Agreement with Nam Ngum 2 Power Company Limited, a subsidiary of a jointly-controlled entity for the Project development, Construction and Operation and Maintenance Agreement whereby the Company will receive management fee from Nam Ngum 2 Power Company Limited amounting to Baht 25 million per year commencing from the commercial operation date until the end of the concession period under the concession agreement.

On 25 September 2009, RATCH-Lao Services Company Limited entered into the Operation and Maintenance Agreement of the hydroelectric power plant with Nam Ngum 2 Power Company Limited. The contract is valid from 1 July 2009 until the end of the concession period under the concession agreement. In consideration thereof, EGAT will act as the subcontractor for the operation and maintenance of dam and powerhouse while RATCH-Lao Service Company Limited will provide building maintenance, facilities and other management services. The initial operation and maintenance services fee are approximately Baht 3,200 million, which will be adjusted by the rates as stipulated in the agreement. On 26 September 2009, RATCH-Lao Services Company Limited entered into the Subcontract Agreement on operation and maintenance of such hydroelectric power plant with EGAT whereby EGAT will operate and provide general maintenance services to Nam Ngum 2 Power Company Limited. The contract is valid from 1 July 2009 until the concession period under the concession agreement with initial approximate contract price of Baht 2,000 million, which will be adjusted by the rates as stipulated in the agreement.

On 3 September 2012, RATCH-Lao Services Company Limited, a subsidiary, entered into the Major Maintenance Agreement with Nam Ngum 2 Power Company Limited. The contract is valid from 3 September 2012 for a period of 7 years. In consideration thereof, EGAT will act as the subcontractor for the preventive maintenance services to the core business to testing electricity generator, maintenance and consulting services while RATCH-Lao Service Company Limited will provide facilities and other management services. The initial operation and maintenance services fee are approximately Baht 459.74 million, which will be adjusted by the rates as stipulated in the agreement. On 4 September 2012, RATCH-Lao Services Company Limited entered into the Subcontract Agreement on preventive maintenance services with EGAT whereby EGAT will operate and provide preventive maintenance services to Nam Ngum 2 Power Company Limited with initial approximate contract price of Baht 337.15 million, which will be adjusted by the rates as stipulated in the agreement.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Management Service Agreement

On 25 October 2012, the Company entered into the Management Service Agreement with Ratchaburi Electricity Generating Company Limited, a subsidiary, whereby the Company will receive management fee from such company as specified in the agreement.

Personnel Providing Service for Operation and Maintenance Agreement

On 10 September 2013, Ratch-Lao services Company Limited, a subsidiary, entered into the Personnel Providing Service for Operation and Maintenance Agreement with EGAT. Such subsidiary will operate for recruitment and provide personnel as condition specified in the agreement for operation and maintenance of Hongsa Mine Mount Power in Lao PDR for the period of 40 months. The agreement is effective from March 2014 and will be expired on June 2017, which service fee of approximately Baht 87million.

Construction Supervision Contractor Service Agreement

On 28 November 2013, The Company entered into the Construction Supervision Contractor Service Agreement with Xe-Pian Xe-Namnoy Power Company Limited, a jointly-controlled entity, for control and management the construction of Xe-Pian Xe-Namnoy Power Limited located in Champassak and Attapeu districts, Lao PDR. The Company will receive management fee amounting to U.S. Dollars 10.96 million or equivalent to Baht 328 million for the period of 64 months.

6 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Cash on hand	884	498	100	100
Cash at banks - current accounts	1,960,503	186,772	1,817	418
Cash at banks - saving accounts	675,524	5,255,311	115,054	287,298
Highly liquid short-term investments	4,800,871	2,818,000	3,040,000	800,000
Total	7,437,782	8,260,581	3,156,971	1,087,816

The currency denomination of cash and cash equivalents as at 31 December was as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Thai Baht (THB)	4,421,111	6,927,058	3,117,038	955,584
United States Dollars (USD)	171,208	184,954	39,933	132,232
Lao Kip (LAK)	75,338	87,292	-	-
Australian Dollars (AUD)	1,594,142	1,061,277	-	-
Singapore Dollars (SGD)	1,175,983	-	-	-
Total	7,437,782	8,260,581	3,156,971	1,087,816

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

7 Other investments

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<i>Current investments</i>				
Short-term deposits at financial institutions	1,471,000	5,309,000	30,000	4,172,000
Short-term held-for-trading securities	445,634	312,598	405,262	312,598
Debt securities held to maturity	50,000	50,000	50,000	50,000
	1,966,634	5,671,598	485,262	4,534,598
<i>Other long-term investments</i>				
Equity securities available for sale	2,997,896	2,729,221	-	-
Debt securities held to maturity	123,000	150,000	123,000	150,000
	3,120,896	2,879,221	123,000	150,000
Total	5,087,530	8,550,819	608,262	4,684,598

The currency denomination of other investments as at 31 December was as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Thai Baht (THB)	2,048,634	5,821,598	608,262	4,684,598
Lao Kip (LAK)	3,038,896	2,729,221	-	-
Total	5,087,530	8,550,819	608,262	4,684,598

Movements during the years ended 31 December of marketable equity securities were as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<i>Short-term held-for-trading securities</i>				
At 1 January	312,598	-	312,598	-
Purchases during the year	552,169	310,608	512,169	310,608
Sales during the year	(420,267)	-	(420,267)	-
Valuation adjustment	1,134	1,990	762	1,990
At 31 December	445,634	312,598	405,262	312,598



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<i>Available-for-sale securities</i>				
At 1 January	2,729,221	2,031,224	-	-
Purchases during the year	-	654,838	-	-
Sales during the year	-	(598,391)	-	-
Valuation adjustment	268,675	641,550	-	-
At 31 December	2,997,896	2,729,221	-	-

Gain on sale of long-term investment

In the second quarter of 2012, RATCH-Australia Corporation Limited (“RAC”), an indirect subsidiary, had sold 14.03% of the investment in Great Energy Alliance Corporation Pty Limited (“GEAC”) which carried book value in the amount of Australian Dollars 18.58 million as well as the transfers of long-term loan and its accrued interest of GEAC in the amount of Australian Dollars 54.52 million (equivalent to Baht 1,751.71 million) to AGL Energy Limited. RAC will receive the return of Australian Dollars 120 million comprising Australian Dollars 20 million cash (equivalent to Baht 643.25 million) and 15-year tenure Scheduled Payment Option Agreement. The Group has written off the goodwill of Baht 660.15 million and recognized net gain on disposal of long-term investment in the statement of comprehensive income for the year ended period 31 December 2012 of Baht 783.68 million.

During the second quarter of 2013, RAC had sold the long-term receivable and Scheduled Payment Deed Interest which had a net book value for the amount of Australian Dollars 98.75 million for a sale price of Australian Dollars 120.96 million or equivalent to Baht 3,518.06 million. RAC recognized the gain on sale of such long-term receivable in the statement of comprehensive income for the year ended 31 December 2013 of Australian Dollars 22.21 million or equivalent to Baht 645.83 million.

8 Trade accounts receivable

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Related parties (Note 5)	8,336,745	3,822,871	-	-
Other parties	164,008	390,058	-	-
Total	8,500,753	4,212,929	-	-
<i>Less</i> allowance for doubtful accounts	-	-	-	-
Net	8,500,753	4,212,929	-	-
Bad and doubtful debts expense for the year	-	-	-	-

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Aging analyses for trade accounts receivable were as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Related parties				
Within credit terms	8,301,970	3,801,613	-	-
Over Due:				
Less than 3 months	-	-	-	-
3 – 6 months	1,559	-	-	-
6 – 12 months	11,958	21,258	-	-
More than 12 months	21,258	-	-	-
	8,336,745	3,822,871	-	-
Less allowance for doubtful accounts	-	-	-	-
Net	8,336,745	3,822,871	-	-
Other parties				
Within credit terms	164,008	390,058	-	-
Less allowance for doubtful accounts	-	-	-	-
Net	164,008	390,058	-	-

The normal credit term granted by the Group is not exceeding 1 month.

The currency denomination of trade accounts receivable as at 31 December was as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Thai Baht (THB)	8,346,103	3,833,125	-	-
Australian Dollars (AUD)	154,650	379,804	-	-
Total	8,500,753	4,212,929	-	-

9 Spare parts and supplies

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Fuel	1,039,130	794,336	-	-
Specific spare parts	2,145,296	2,063,609	-	-
Spare parts in transit	104,788	30,047	-	-
Total	3,289,214	2,887,992	-	-
Less allowance for obsolescence	(747,733)	(713,619)	-	-
Net	2,541,481	2,174,373	-	-

The cost of spare parts and supplies which was recognised as an expense and included in cost of sale for the year ended 31 December 2013 amounted to Baht 1,619.61 million (2012: Baht 4,499.32 million).



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

10 Investments in subsidiaries

	Separate financial statements	
	2013	2012
	<i>(in thousand Baht)</i>	
<i>Subsidiaries</i>		
At 1 January	24,982,161	21,179,661
Acquisitions	<u>2,600,000</u>	<u>3,802,500</u>
At 31 December	<u>27,582,161</u>	<u>24,982,161</u>

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Investments in subsidiaries as at 31 December 2013 and 2012, and dividend income from those investments for the years then ended were as follows:

Separate financial statements												
	Ownership interest (%)		Paid-up capital		Cost method		Impairment		At cost - net		Dividend income	
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
	(in thousand Baht)											
Subsidiaries												
Ratchaburi Electricity Generating Company Limited	99.99	99.99	18,275,000	18,275,000	18,275,000	18,275,000	-	-	18,275,000	18,275,000	4,748,472	4,742,589
Ratchaburi Gas Company Limited	99.99	99.99	1,165,903	1,165,903	1,165,903	1,165,903	-	-	1,165,903	1,165,903	335,000	194,300
Ratch Udom Power Company Limited	99.99	99.99	420,900	420,900	420,900	420,900	-	-	420,900	420,900	-	-
Ratchaburi Energy Company Limited	99.99	99.99	640,000	640,000	640,000	640,000	-	-	640,000	640,000	-	-
RATCH-Lao Services Company Limited	99.99	99.99	77,858	77,858	77,858	77,858	-	-	77,858	77,858	-	-
RH International Corporation Limited	99.99	99.99	7,000,000	4,400,000	7,000,000	4,400,000	-	-	7,000,000	4,400,000	-	-
RATCH O&M Company Limited	99.99	99.99	2,500	2,500	2,500	2,500	-	-	2,500	2,500	-	-
Total			27,582,161	24,982,161	27,582,161	24,982,161	-	-	27,582,161	24,982,161	5,083,472	4,936,889



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Increase in share capital of RH International Corporation Limited

At the annual general meeting of the shareholders of RH International Corporation Limited, a subsidiary, held on 15 March 2013, the shareholders approved to increase the authorised share capital from Baht 4,400 million (*comprising 440 million shares at par value of Baht 10 per share*) to Baht 7,000 million (*comprising 700 million shares at par value of Baht 10 per share*) by issuance of new ordinary shares totalling 260 million shares at par value of Baht 10 per share. On 17 April 2013, the Company paid for the share capital amounting to Baht 2,600 million, in the proportion of investment of 99.99 %.

Dissolution of Ratch Udom Power Company Limited

At the extraordinary shareholders' meeting of Ratch Udom Power Company Limited, a subsidiary, held on 23 May 2013, the shareholders approved the dissolution of such subsidiary and transfer of operations to the Company. The registration for dissolution was made at the Department of Business Development, Ministry of Commerce on 28 May 2013. The liquidation was completed on 7 February 2014.

Dividends paid by subsidiaries

At the Board of Directors meeting of Ratchaburi Electricity Generating Company Limited, a subsidiary, held on 18 November 2013, the Board approved the appropriation of the interim dividend of Baht 0.65 per share, totalling Baht 1,193.17 million. The dividend was paid to shareholders during December 2013.

At the Board of Directors meeting of Ratchaburi Electricity Generating Company Limited, a subsidiary, held on 19 August 2013, the Board approved the appropriation of the interim dividend of Baht 0.99 per share, totalling Baht 1,810.92 million. The dividend was paid to shareholders during September 2013.

At the Board of Directors meeting of Ratchaburi Electricity Generating Company Limited, a subsidiary, held on 20 May 2013, the Board approved the appropriation of the interim dividend of Baht 0.64 per share, totalling Baht 1,171.39 million. The dividend was paid to shareholders during June 2013.

At the annual general meeting of the shareholders of Ratchaburi Electricity Generating Company Limited, a subsidiary, held on 18 March 2013, the shareholders approved the appropriation of dividends from the net profit of 2012 of Baht 2.66 per share, totalling Baht 4,866.90 million, after deducting the interim dividend of Baht 2.35 per share, amounting to 4,293.91 million. The balance of dividends, amounting to Baht 572.99 million, was paid to shareholders during March 2013.

At the Board of Directors meeting of Ratchaburi Gas Company Limited, a subsidiary, held on 9 December 2013, the Board approved the appropriation of the interim dividend of Baht 4.30 per share, totalling Baht 215 million. The dividend was paid to shareholders during December 2013.

At the Board of Directors meeting of Ratchaburi Gas Company Limited, a subsidiary, held on 3 June 2013, the Board approved the appropriation of the interim dividend of Baht 1.50 per share, totalling Baht 75 million. The dividend was paid to shareholders during June 2013.

At the Board of Directors meeting of Ratchaburi Gas Company Limited, a subsidiary, held on 11 March 2013, the Board approved the appropriation of the interim dividend of Baht 0.90 per share, totalling Baht 45 million. The dividend was paid to shareholders during March 2013.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

11 Investments in jointly-controlled and associates entities

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
At 1 January	14,590,677	13,744,094	5,287,117	4,478,126
Share of net profits of investments - equity method	958,474	750,601	-	-
Additional investments in jointly-controlled entities	526,050	507,021	507,950	466,221
Additional investments in associate entities	64,772	342,770	64,772	342,770
Disposal of investment in jointly- controlled entities	(20,800)	-	(160,800)	-
Dividend income	(977,625)	(743,650)	-	-
Exchange rate adjustment	(64,760)	(10,159)	-	-
Impairment of investment in in jointly-controlled entity	(15,156)	-	(15,446)	-
At 31 December	<u>15,061,632</u>	<u>14,590,677</u>	<u>5,683,593</u>	<u>5,287,117</u>

	Ownership interest (%)	Paid-up capital			Cost method			Equity method			Impairment			At equity - net		Dividend income	
		2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	
		(in thousand Baht)															
Jointly-controlled entities																	
Tri Energy Company Limited	50	50	3,618,420	3,618,420	1,809,211	1,809,211	4,445,683	4,736,945	-	-	-	4,445,683	4,736,945	341,856	161,770		
Ratchaburi Power Company Limited	25	25	7,325,000	7,325,000	1,831,250	1,831,250	3,920,657	3,735,101	-	-	-	3,920,657	3,735,101	475,000	450,000		
Chubu Ratchaburi Electric Services Company Limited	50	50	20,000	20,000	10,000	10,000	79,394	112,083	-	-	-	79,394	112,083	20,000	16,000		
SouthEast Asia Energy Limited	33.33	33.33	6,606,750	6,606,750	2,202,250	2,202,250	2,804,753	2,649,895	-	-	-	2,804,753	2,649,895	57,259	-		
Hongsa Power Company Limited	40	40	2,457,793	2,457,793	983,116	983,116	-	435,434	-	-	-	-	435,434	-	-		
Phu Fai Mining Company Limited	37.5	37.5	1,679	1,679	630	630	348	394	-	-	-	348	394	-	-		
Nam Ngum 3 Power Company Limited	25	25	1,808	1,808	452	452	-	345	-	-	-	-	345	-	-		
Nava Nakorn Electricity Generating Company Limited	40	40	402,000	242,000	160,800	96,800	139,542	87,041	-	-	-	139,542	87,041	-	-		
Ratchaburi World Cogeneration Company Limited	40	40	1,250,000	1,250,000	500,000	500,000	522,774	490,875	-	-	-	522,774	490,875	-	-		

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Consolidated financial statements													
Ownership interest (%)		Paid-up capital		Cost method		Equity method		Impairment		At equity - net		Dividend income	
		2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
		(in thousand Baht)											
Jointly-controlled entities													
49	Solarta Company Limited	1,100,000	1,100,000	545,960	545,960	745,493	606,549	-	-	745,493	606,549	-	-
40	Solar Power (Korat 3) Company Limited	178,250	162,500	71,300	65,000	89,259	70,804	-	-	89,259	70,804	7,345	-
40	Solar Power (Korat 4) Company Limited	185,178	170,628	74,071	68,251	91,902	76,577	-	-	91,902	76,577	7,840	-
40	Solar Power (Korat 7) Company Limited	175,002	159,252	70,001	63,701	89,695	72,204	-	-	89,695	72,204	8,060	-
40	Songkhla Biomass Company Limited	168,750	86,250	67,500	34,500	64,169	32,355	-	-	64,169	32,355	-	-
30	Perth Power Partnership (Kwinana)	2,311,167	2,311,167	618,531	618,531	707,608	764,211	-	-	707,608	764,211	60,265	115,880
50	KK POWER Company Limited	30,892	30,892	15,446	15,446	15,156	15,156	(15,156)	-	-	15,156	-	-
40	Songkhla Biofuel Company Limited	1,000	1,000	400	400	379	388	-	-	379	388	-	-
25	Sukhothai Energy Company Limited	80,000	80,000	20,000	40,800	1,689	24,266	-	-	1,689	24,266	-	-
25	Xe-Pian Xe-Namnoy Power Company Limited	2,128,704	3,116	532,176	779	382,726	(982)	-	-	382,726	(982)	-	-
45	Ayudhya Power Company Limited	40,100	-	18,100	-	17,933	-	-	-	17,933	-	-	-
Total				9,531,194	8,887,077	14,119,160	13,909,641	(15,156)	-	14,104,004	13,909,641	977,625	743,650
Associate entities													
20	First Korat Wind Company Limited	1,996,020	1,909,715	399,204	381,934	514,917	375,260	-	-	514,917	375,260	-	-
20	K.R. TWO Company Limited	1,827,000	1,589,620	365,400	317,898	442,711	305,776	-	-	442,711	305,776	-	-
Total				764,604	699,832	957,628	681,036	-	-	957,628	681,036	-	-



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	Separate financial statements											
	Ownership interest (%)		Paid-up capital		Cost method		Impairment		At equity - net		Dividend income	
	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Separate financial statements											
	Ownership interest (%)	Paid-up capital		Cost method		Impairment		At equity - net		Dividend income	
		2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
Jointly-controlled entities											
Solar Power (Korat 3) Company Limited	40	178,250	162,500	71,300	65,000	-	-	71,300	65,000	7,345	-
Solar Power (Korat 4) Company Limited	40	185,178	170,628	74,071	68,251	-	-	74,071	68,251	7,840	-
Solar Power (Korat 7) Company Limited	40	175,002	159,252	70,001	63,701	-	-	70,001	63,701	8,060	-
Songkhla Biomass Company Limited	40	86,250	86,250	67,500	34,500	-	-	67,500	34,500	-	-
KK POWER Company Limited	50	30,892	30,892	15,446	15,446	(15,446)	-	-	15,446	-	-
Songkhla Biofuel Company Limited	40	1,000	1,000	400	400	-	-	400	400	-	-
Xe-Pian Xe-Namnoy Power Company Limited	25	2,128,704	3,116	393,309	779	-	-	393,309	779	-	-
Total				4,934,435	4,587,285	(15,446)	-	4,918,989	4,587,285	100,504	16,000
Associate entities											
First Korat Wind Company Limited	20	1,996,020	1,909,715	399,204	381,934	-	-	399,204	381,934	-	-
K.R. TWO Company Limited	20	1,827,000	1,589,620	365,400	317,898	-	-	365,400	317,898	-	-
Total				764,604	699,832	-	-	764,604	699,832	-	-



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

The following summarized financial information on jointly-controlled and associates entities which have been accounted for using the equity method represents the percentage of ownership held by the Group as follows:

	Ownership interest	Current assets	Non-current assets	Total assets	Current liabilities	Non-current liabilities	Total liabilities	Total revenues	Total expenses	Profit/ (loss)
	(%)									
2013										
Tri Energy Company Limited	50	2,219,085	8,110,263	10,329,348	1,432,886	7,403	1,440,289	3,793,943	(3,742,174)	51,769
Ratchaburi Power Company Limited	25	8,533,770	18,733,441	27,267,211	4,346,418	9,124,287	13,470,705	4,926,127	(4,243,566)	682,561
Chubu Ratchaburi Electric Services Company Limited	50	469,328	1,980	471,308	317,411	972	318,383	524,508	(540,198)	(15,690)
SouthEast Asia Energy Company Limited	33.33	2,231,003	28,256,552	30,487,555	1,618,479	17,702,719	19,321,198	1,389,745	(1,177,674)	212,071
Hongsa Power Company Limited	40	2,387,001	60,614,790	63,001,791	5,984,847	57,606,646	63,591,493	2,041	(624,760)	(622,719)
Phu Fai Mining Company Limited	37.5	1,542	-	1,542	687	-	687	-	(47)	(47)
Nam Ngum 3 Power Company Limited	25	75	557,831	557,906	690,472	-	690,472	-	(33,038)	(33,038)
Nava Nakorn Electricity Generating Company Limited	40	143,864	209,825	353,689	4,882	-	4,882	146	(11,645)	(11,499)

(in thousand Baht)

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

2013

	Ownership interest (%)	Current assets	Non-current assets	Total assets	Current liabilities	Non-current liabilities	Total liabilities	Total revenues	Total expenses	Profit/ (loss)
<i>(in thousand Baht)</i>										
Ratchaburi World Cogeneration Company Limited	40	133,379	6,427,138	6,560,517	1,320,302	3,935,498	5,255,800	51,799	(17,778)	34,021
Solar Company Limited	49	468,954	3,956,706	4,425,660	339,337	2,579,140	2,918,477	346,058	(207,114)	138,944
Solar Power (Korat 3) Company Limited	40	56,427	672,666	729,093	118,211	382,813	501,024	43,036	(23,535)	19,501
Solar Power (Korat 4) Company Limited	40	48,680	701,322	750,002	112,405	407,869	520,274	41,430	(24,085)	17,345
Solar Power (Korat 7) Company Limited	40	54,810	649,064	703,874	100,431	379,235	479,666	42,040	(22,790)	19,250
Songkhla Biomass Company Limited	40	67,418	157,344	224,762	1,115	63,250	64,365	603	(1,789)	(1,186)
Perth Power Partnership (Kwinana)	30	676,615	2,102,783	2,779,398	462,907	187,767	650,674	746,605	(682,708)	63,897
KK POWER Company Limited	50	6,898	22,055	28,953	-	-	-	-	-	-
Songkhla Biofuel Company Limited	40	969	-	969	22	-	22	-	(10)	(10)
Sukhothai Energy Company Limited	25	71,497	110,964	182,461	92,871	56,904	149,775	-	(146)	(146)
Xe-Pian Xe-Namnoy Power Company Limited	25	238,920	3,736,715	3,975,635	2,336,352	-	2,336,352	499	(9,321)	(8,822)
Ayudhya Power Company Limited	45	39,873	-	39,873	5	-	5	63	(167)	(104)
Frist Korat Wind Company Limited	20	1,200,145	5,972,976	7,173,121	1,046,988	3,554,493	4,601,481	249,731	(127,344)	122,387
K.R. TWO Company Limited	20	1,230,177	5,434,582	6,664,759	886,111	3,566,701	4,452,812	200,336	(110,902)	89,434
Total		20,280,430	146,428,997	166,709,427	21,213,139	99,555,697	120,768,836	12,358,710	(11,600,791)	757,919



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	Ownership interest (%)	Current assets	Non-current assets	Total assets	Current liabilities	Non-current liabilities	Total liabilities	Total revenues	Total expenses	Profit/ (loss)
2012										
Tri Energy Company Limited	50	1,632,552	8,528,157	10,160,709	684,150	7,326	691,476	3,991,206	(4,010,267)	(19,061)
Ratchaburi Power Company Limited	25	8,224,204	19,655,482	27,879,686	4,103,937	10,809,488	14,913,425	5,108,426	(4,256,729)	851,697
Chubu Ratchaburi Electric Services										
Company Limited	50	560,675	4,975	565,650	340,650	870	341,520	517,964	(485,435)	32,529
SouthEast Asia Energy Company Limited	33.33	1,721,724	29,208,227	30,929,951	1,579,828	18,782,053	20,361,881	1,439,236	(1,210,006)	229,230
Hongsa Power Company Limited	40	2,348,597	33,992,519	36,341,116	3,462,707	31,910,570	35,373,277	496	(373,859)	(373,363)
Phu Fai Mining Company Limited	37.5	1,438	-	1,438	520	-	520	-	(59)	(59)
Nam Ngum 3 Power Company Limited	25	630,550	315	630,865	613,367	16,086	629,453	-	(29)	(29)
Nava Nakorn Electricity Generating Company Limited	40	20,616	199,642	220,258	2,705	-	2,705	405	(8,771)	(8,366)

(in thousand Baht)

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

2012

Ratchaburi World Cogeneration

	Ownership interest (%)	Current assets	Non-current assets	Total assets	Current liabilities	Non-current liabilities	Total liabilities	Total revenues	Total expenses	Profit/(loss)
<i>(in thousand Baht)</i>										
Company Limited	40	386,450	1,049,530	1,435,980	215,485	831	216,316	2,579	(8,465)	(5,886)
Solar Company										
Company Limited	49	380,581	4,050,795	4,431,376	310,013	2,897,739	3,207,752	143,308	(88,506)	54,802
Solar Power (Korat 3)										
Company Limited	40	51,798	613,334	665,132	7,122	476,080	483,202	35,637	(21,438)	14,199
Solar Power (Korat 4)										
Company Limited	40	29,428	637,432	666,860	45,072	430,373	475,445	28,388	(17,879)	10,509
Solar Power (Korat 7)										
Company Limited	40	29,247	596,365	625,612	43,583	401,545	445,128	25,824	(16,736)	9,088
Songkhla Biomass										
Company Limited	40	20,976	62,710	83,686	2,824	-	2,824	-	(1,979)	(1,979)
Perth Power Partnership										
(Kwinana)	30	582,359	2,416,334	2,998,693	412,959	312,211	725,170	707,975	(680,508)	27,467
KK POWER Company Limited	50	6,898	22,055	28,953	-	-	-	-	(290)	(290)
Songkhla Biofuel										
Company Limited	40	991	-	991	20	-	20	-	(12)	(12)
Sukhothai Energy										
Company Limited	51	8,688	129,034	137,722	34,881	55,761	90,642	33	(16,568)	(16,535)
Xe-Pian Xe-Namnoy Power										
Company Limited	25	264,339	115,907	380,246	384,124	-	384,124	57	(1,818)	(1,761)
Frist Korat Wind										
Company Limited	20	471,026	6,178,099	6,649,125	965,089	3,810,635	4,775,724	20,585	(22,895)	(2,310)
K.R. TWO Company Limited	20	1,233,827	4,983,337	6,217,164	2,012,580	2,677,182	4,689,762	1,031	(13,067)	(12,036)
Total		18,606,964	112,444,249	131,051,213	15,221,616	72,588,750	87,810,366	12,023,150	(11,235,316)	787,834



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Investment in Sukhothai Energy Company Limited

At the Board of Directors meeting of Ratchaburi Energy Company Limited, a subsidiary, held on 21 January 2013, the Board approved to sell stake of Sukhothai Energy Company Limited. During the year, such subsidiary sold the stake of 208,000 shares for Baht 100 per share, amounting to Baht 20.80 million in the proportion of 26%. In addition, the Board approved to purchase land and transfer land improvement agreement from Sukhothai Energy Company Limited, totalling Baht 27.46 million. The Company receive the proceed from sales of share capital on 6 February 2013 and paid for land and land improvement on 7 February 2013.

Investment in Nava Nakorn Electricity Generating Company Limited

At the Board of Directors meeting of Nava Nakorn Electricity Generating Company Limited, a jointly-controlled entity, held on 21 February 2013, the Board approved to increase the authorised share capital from Baht 242 million (*comprising 24.2 million ordinary shares at par value of Baht 10 per share*) to Baht 302 million (*comprising 30.2 million ordinary shares at par value of Baht 10 per share*) by issuance of ordinary shares totalling 6 million shares at par value of Baht 10 per share. Such Company called for the fully paid-up share capital. The Company paid for the share capital amounting to Baht 24 million, in the proportion of investment of 40%.

At the annual shareholder meeting of Nava Nakorn Electricity Generating Company Limited, a jointly-controlled entity, held on 14 March 2013, the Board approved to increase the authorised share capital from Baht 302 million (*comprising 30.2 million ordinary shares at par value of Baht 10 per share*) to Baht 602 million (*comprising 60.2 million ordinary shares at par value of Baht 10 per share*) by issuance of ordinary shares totalling 30 million shares at par value of Baht 10 per share. On 17 October 2013, the Board of Directors of such jointly-controlled entity called for additional paid-up share capital of 10 million shares at Baht 10 per share. The Company paid for the share capital amounting to Baht 40 million, in the proportion of investment of 40%.

At the Board of Directors, held of 18 March 2013, approved to dispose the investment in Nava Nakorn Electricity Generating Company Limited to Ratchaburi Electricity Generating Company Limited, a subsidiary. As at 4 December 2013, the Company received such investment amounting to Baht 160.80 million.

Investment in Solar Power (Korat 3) Company Limited

At the extraordinary shareholders' meeting of Solar Power (Korat 3) Company Limited, a jointly-controlled entity, held on 7 June 2013, the shareholder approved to increase the authorised share capital from Baht 162.50 million (*comprising 16.25 million ordinary shares at par value of Baht 10 per share*) to Baht 188.75 million (*comprising 18.875 million ordinary share at par value of Baht 10 per share*) by issuance of ordinary shares totalling 2.625 million shares at par value of Baht 10 per share. Such jointly-controlled entity called for the share capital at Baht 6 per share amounting to Baht 6.30 million, in the proportion of investment of 40%. As at 31 December 2013, the Company had commitment for the remaining unpaid share capital of Baht 4.20 million.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Investment in Solar Power (Korat 4) Company Limited

At the extraordinary shareholders' meeting of Solar Power (Korat 4) Company Limited, a jointly-controlled entity, held on 7 June 2013, the shareholder approved to increase the authorised share capital from Baht 175 million (*comprising 17.50 million ordinary shares at par value of Baht 10 per share*) to Baht 199.25 million (*comprising 19.925 million ordinary share at par value of Baht 10 per share*) by issuance of ordinary shares totalling 2.425 million shares at par value of Baht 10 per share. Such jointly-controlled entity called for the share capital at Baht 6 per share amounting to Baht 5.82 million, in the proportion of investment of 40%. As at 31 December 2013, the Company had commitment for the remaining unpaid share capital of Baht 3.88 million.

Investment in Solar Power (Korat 7) Company Limited

At the extraordinary shareholders' meeting of Solar Power (Korat 7) Company Limited, a jointly-controlled entity, held on 7 June 2013, the shareholder approved to increase the authorised share capital from Baht 162.50 million (*comprising 16.25 million ordinary shares at par value of Baht 10 per share*) to Baht 188.75 million (*comprising 18.875 million ordinary share at par value of Baht 10 per share*) by issuance of ordinary shares totalling 2.625 million shares at par value of Baht 10 per share. Such jointly-controlled entity called for the share capital at Baht 6 per share amounting to Baht 6.30 million, in the proportion of investment of 40%. As at 31 December 2013, the Company had commitment for the remaining unpaid share capital of Baht 4.20 million.

Investment in Songkha Biomass Company Limited

At the Board of Directors meeting of Songkha Biomass Company Limited, a jointly-controlled entity, held on 13 March 2013, the Board approved to call for the additional paid-up share capital totalling 1.65 million shares at par value of Baht 100 per share of Baht 50 per share. The Company paid for the share capital amounting to Baht 33 million, in the proportion of investment of 40%. As at 31 December 2013, the Company has commitments for the remaining unpaid share capital of Baht 33 million.

Investment in Xe-Pian Xe-Namnoy Power Company Limited

On 23 March 2012, the Company and the joint developer had completed the registration of Xe-Pian Xe-Namnoy Power Company Limited (a jointly-controlled entity) in order to jointly operate a power plant under the policies and laws of Lao People's Democratic Republic. The registered capital of such company was U.S. Dollars 50 million (*comprising 500,000 ordinary shares at par value of U.S. Dollars 100 per share*). Such jointly-controlled entity called for the paid-up shares capital of 1,000 shares at U.S. Dollars 100 per each. The Company paid amounting to U.S. Dollars 0.025 million, in the proportion of investment of 25%.

During 2013, Xe-Pian Xe-Namnoy Power Company Limited, a jointly-controlled entity, called for the additional paid-up share capital. The Company converted project development cost, short-term loan and its accrued interest receivable to investment amounting to U.S.Dollars 16.86 million or equivalent to Baht 531.40 million.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Investment in First Korat Wind Company Limited

At the Board of Directors meeting of First Korat Wind Company Limited, an associate entity, held on 23 September 2013, the Board approved to called for the paid-up capital of 39.92 million ordinary shares at par value of Baht 10 per share of Baht 0.43 per share. The Company paid for the share capital totaling Baht 17.30 million, in the proportion of investment of 20%.

Investment in K.R. TWO Company Limited

At the Board of Directors meeting of K.R. Two Company Limited, an associate entity, held on 23 September 2013, the Board approved to called for the paid-up capital of 36.54 million ordinary shares at par value of Baht 10 per share of Baht 1.30 per share. The Company paid for the share capital totaling Baht 47.52 million, in the proportion of investment of 20%.

Investment in Ayudhya Power Company Limited

On 14 January 2013, Ratchaburi Electricity Generating Company Limited, a subsidiary, had jointly established Ayudhya Power Company Limited in order to develop the power project. Such Company has registered capital of Baht 0.20 million (*comprising 0.002 million ordinary shares at par value of Baht 100 per share*). At the annual general meeting of the shareholders of Ayudhya Power Company Limited, held on 17 April 2013, the shareholders approved to increase the authorised share capital from Baht 0.20 million (*comprising 0.002 million ordinary shares at par value of Baht 100 per share*) to Baht 80 million (*comprising 0.80 million ordinary shares at par value of Baht 100 per share*) by issuance of new ordinary shares totalling 0.798 million shares at par value of Baht 100. Such company called for paid-up share capital of 0.002 million shares at Baht 100 per share and 0.798 million shares at Baht 50 per share. Ratchaburi Electricity Generating Company Limited, a subsidiary, paid for paid-up share capital amounting to Baht 18.10 million, in the proportion of investment of 45%.

Investment in Chubu Ratchaburi Electric Services Company Limited

At the extraordinary shareholders' meeting of Chubu Ratchaburi Electric Services Company Limited, a jointly-controlled entity, held on 11 November 2013, the shareholder approved to decrease the authorized share capital from Baht 40 million (*comprising 0.40 million ordinary shares at par value of Baht 100 per share*) to Baht 20 million (*comprising 0.40 million ordinary shares at par value of Baht 50 per share*). The registration for decrease capital was made at the Department of Business Development, Ministry of Commerce on 23 December 2013.

Dividend paid by jointly-controlled entity

At the Board of Directors meeting of Tri Energy Company Limited, a jointly-controlled entity, held on 14 November 2013, the Board approved the appropriation of the interim dividend of Baht 12.82 per share. Ratchaburi Gas Company Limited, a subsidiary, received such dividend in the proportion of investment amounting to Baht 219.46 million. The dividend was paid during December 2013.

At the Board of Directors meeting of Tri Energy Company Limited, a jointly-controlled entity, held on 30 May 2013, the Board approved the appropriation of the interim dividend of Baht 4.50 per share. Ratchaburi Gas Company Limited, a subsidiary, received such dividend in the proportion of investment amounting to Baht 77.03 million. The dividend was paid during June 2013.

At the Board of Directors meeting of Tri Energy Company Limited, a jointly-controlled entity, held on 1 March 2013, the Board approved the appropriation of the interim dividend of Baht 2.65 per share. Ratchaburi Gas Company Limited, a subsidiary, received such dividend in the proportion of investment amounting to Baht 45.36 million. The dividend was paid during March 2013.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

At the Board of Directors meeting of Ratchaburi Power Company Limited, a jointly-controlled entity, held on 15 August 2013, the Board approved the appropriation of the interim dividend of Baht 20.48 per share. Ratchaburi Alliances Company Limited, an indirect subsidiary, received such dividend in the proportion of investment amounting to Baht 375 million. The dividend was paid during September 2013.

At the annual general meeting of the shareholders of Ratchaburi Power Company Limited, a jointly-controlled entity, held on 8 March 2013, the shareholders approved the appropriation of the interim dividend of Baht 5.46 per share. Ratchaburi Alliances Company Limited, an indirect subsidiary, received such dividend in the proportion of investment amounting to Baht 100 million. The dividend was paid during March 2013.

At the Board of Directors meeting of Chubu Ratchaburi Electric Service Company Limited, a jointly-controlled entity, held on 11 June 2013, the Board approved the appropriation of the interim dividends of Baht 75 per share. The Company received such dividend in the proportion of investment amounting to Baht 15 million. The dividend was paid during July 2013.

At the meeting of the shareholders of Chubu Ratchaburi Electric Service Company Limited, a jointly-controlled entity, held on 6 March 2013, the shareholders approved the appropriation of the dividends of Baht 25 per share. The company received such dividend in the proportion of investment amounting to Baht 5 million. The dividend was paid during March 2013.

At the Board of Directors meeting of SouthEast Asia Energy Limited, a jointly-controlled entity, held on 28 October 2013, the Board approved the appropriation of the interim dividends of Baht 0.26 per share. The company received such dividend in the proportion of investment amounting to Baht 57.26 million. The dividend was paid during November 2013.

At the Board of Directors meeting of Solar Power (Korat 3) Company Limited, a jointly-controlled entity, held on 18 November 2013, the Board approved the appropriation of the interim dividends of Baht 1.13 per share. The company received such dividend in the proportion of investment amounting to Baht 7.35 million. The dividend was paid during November 2013.

At the Board of Directors meeting of Solar Power (Korat 4) Company Limited, a jointly-controlled entity, held on 18 November 2013, the Board approved the appropriation of the interim dividends of Baht 1.12 per share. The company received such dividend in the proportion of investment amounting to Baht 7.84 million. The dividend was paid during November 2013.

At the Board of Directors meeting of Solar Power (Korat 7) Company Limited, a jointly-controlled entity, held on 18 November 2013, the Board approved the appropriation of the interim dividends of Baht 1.24 per share. The company received such dividend in the proportion of investment amounting to Baht 8.06 million. The dividend was paid during November 2013.

During 2013, RATCH – Australia Corporation Limited, an indirect subsidiary, received dividend in the proportion of investment in Perth Power Partnership (Kwinana) amounting to Australian Dollars 2.10 million or equivalent to Baht 60.26 million.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

12 Investments in other companies

Investment in EGAT Diamond Service Company Limited

On 7 January 2013, the Company paid for additional paid-up share capital to EGAT Diamond Service Company Limited, of 0.63 million ordinary shares amounting to Baht 11.64 million at par value of Baht 100 per share at Baht 18.69 per share, in the proportion of investment of 10%.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

13 Property, plant and equipment

Cost	Consolidated financial statements						
	Land	Buildings and building improvements	Power plants, substation & transmission system and operating & maintenance equipment	Equipment for gas turbine power plant which has not been put in use	Furniture, fixtures and office equipment	Vehicles	Construction in progress
				<i>(in thousand Baht)</i>			
							Total
At 1 January 2012	1,337,994	625,287	82,384,212	15,826	250,358	43,077	84,833,842
Additions	322	87	451,228	-	14,419	74	992,999
Transfers	3,953	302,369	117,116	-	272,910	-	-
Disposals	-	-	(283,923)	-	(53,824)	-	(337,747)
Adjust exchange rate	(3,802)	(1,583)	(327,500)	-	(21)	-	(332,906)
At 31 December 2012							
and 1 January 2013	1,338,467	926,160	82,341,133	15,826	483,842	43,151	85,156,188
Additions	21,456	73	275,951	-	12,521	59	365,354
Transfers	-	9,087	-	-	29,045	-	-
Disposals	(27,435)	-	(6,568)	-	(9,043)	-	(43,046)
Adjust exchange rate	(25,376)	(9,993)	(2,079,488)	-	(73)	-	(2,114,930)
At 31 December 2013	1,307,112	925,327	80,531,028	15,826	516,292	43,210	83,363,566



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Consolidated financial statements

	Land	Buildings and building improvements	Power plants, substation & transmission system and operating & maintenance equipment	Equipment for gas turbine power plant which has not been put in use (in thousand Baht)	Furniture, fixtures and office equipment	Vehicles	Construction in progress	Total
Accumulated depreciation and impairment								
At 1 January 2012	-	313,997	34,489,958	-	164,309	22,751	-	34,991,015
Depreciation charge for the year	-	24,238	3,434,766	-	33,447	6,151	-	3,498,602
Disposals	-	-	(283,923)	-	(33,138)	-	-	(317,061)
Adjust exchange rate	-	(521)	(129,263)	-	(10)	-	-	(129,794)
Impairment	-	1,182	884,508	-	-	-	-	885,690
At 31 December 2012 and 1 January 2013	-	338,896	38,396,046	-	164,608	28,902	-	38,928,452
Depreciation charge for the year	-	40,131	3,294,063	-	76,055	6,161	-	3,416,410
Disposals	-	-	(797)	-	(6,490)	-	-	(7,287)
Adjust exchange rate	-	(3,324)	(816,300)	-	(64)	-	-	(819,688)
At 31 December 2013 Net book value	-	375,703	40,873,012	-	234,109	35,063	-	41,517,887
At 1 January 2012	1,337,994	311,290	47,894,254	15,826	86,049	20,326	177,088	49,842,827
At 31 December 2012								
At 1 January 2013	1,338,467	587,264	43,945,087	15,826	319,234	14,249	7,609	46,227,736
At 31 December 2013	1,307,112	549,624	39,658,016	15,826	282,183	8,147	24,771	41,845,679

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Separate financial statements

	Land	Buildings and building improvements	Furniture, fixtures and office equipment (in thousand Baht)	Vehicles	Construction in progress	Total
Cost						
At 1 January 2012	292,040	-	172,667	26,807	89,034	580,548
Additions	-	-	4,260	-	492,551	496,811
Transfers	3,953	301,486	271,765	-	(577,204)	-
Disposals	-	-	(51,722)	-	-	(51,722)
At 31 December 2012 and 1 January 2013	295,993	301,486	396,970	26,807	4,381	1,025,637
Additions	-	-	3,342	-	41,043	44,385
Transfers	-	8,150	18,159	-	(26,309)	-
Disposals	-	-	(548)	-	-	(548)
At 31 December 2013	295,993	309,636	417,923	26,807	19,115	1,069,474
Accumulated depreciation						
At 1 January 2012	-	-	106,493	8,668	-	115,161
Depreciation charge for the year	-	659	25,280	5,361	-	31,300
Disposals	-	-	(31,682)	-	-	(31,682)
At 31 December 2012 and 1 January 2013	-	659	100,091	14,029	-	114,779
Depreciation charge for the year	-	12,085	67,178	5,362	-	84,625
Disposals	-	-	(354)	-	-	(354)
At 31 December 2013	-	12,744	166,915	19,391	-	199,050
Net book value						
At 1 January 2012	292,040	-	66,174	18,139	89,034	465,387
At 31 December 2012 and 1 January 2013	295,993	300,827	296,879	12,778	4,381	910,858
At 31 December 2013	295,993	296,892	251,008	7,416	19,115	870,424

The gross amount of the Group's fully depreciated plant and equipment that was still in use as at 31 December 2013 amounted to Baht 3,266 million and Australian Dollars 22 million (*As at 31 December 2012: Baht 2,775 million*).



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

14 Intangible assets

	Consolidated financial statements					
	Right to use electrical transmission line	Software licences	License on project development (in thousand Baht)	Goodwill from business acquisition	Right to power purchase agreement	Total
Cost						
At 1 January 2012	30,963	30,690	665,512	1,913,618	7,220,868	9,861,651
Additions	-	7,267	-	-	-	7,267
Disposals	(1,266)	-	-	(1,206,592)	(530,275)	(1,738,133)
Adjust exchange rates	-	(1,936)	-	45,887	(88,130)	(44,179)
At 31 December 2012 and 1 January 2013	29,697	36,021	665,512	752,913	6,602,463	8,086,606
Additions	-	29,955	-	-	-	29,955
Disposals	-	(1,932)	-	-	-	(1,932)
Adjust exchange rates	-	(4,787)	-	10,829	(552,949)	(546,907)
At 31 December 2013	29,697	59,257	665,512	763,742	6,049,514	7,567,722
Accumulated Amortisation						
At 1 January 2012	6,222	19,567	-	-	1,326,763	1,352,552
Amortisation charge for the year	3,558	5,224	-	-	327,921	336,703
Adjust exchange rates	-	(1,810)	-	-	(21,573)	(23,383)
At 31 December 2012 and at 1 January 2013	9,780	22,981	-	-	1,633,111	1,665,872
Amortisation charge for the year	3,712	6,017	-	-	297,384	307,113
Adjust exchange rates	-	1,813	-	-	(139,507)	(137,694)
At 31 December 2013	13,492	30,811	-	-	1,790,988	1,835,291
Net book value						
At 1 January 2012	24,741	11,123	665,512	1,913,618	5,894,105	8,509,099
At 31 December 2012 and at 1 January 2013	19,917	13,040	665,512	752,913	4,969,352	6,420,734
At 31 December 2013	16,205	28,446	665,512	763,742	4,258,526	5,732,431

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	Separate financial statements		
	Software licences	License on project development (in thousand Baht)	Total
Cost			
At 1 January 2012	17,082	665,512	682,594
Additions	314	-	314
At 31 December 2012 and 1 January 2013	17,396	665,512	682,908
Additions	2,337	-	2,337
At 31 December 2013	19,733	665,512	685,245
Accumulated amortisation			
At 1 January 2012	11,712	-	11,712
Amortisation charge for the year	2,295	-	2,295
At 31 December 2012 and 1 January 2013	14,007	-	14,007
Amortisation charge for the year	1,565	-	1,565
At 31 December 2013	15,572	-	15,572
Net book value			
At 1 January 2012	5,370	665,512	670,882
At 31 December 2012 and at 1 January 2013	3,389	665,512	668,901
At 31 December 2013	4,161	665,512	669,673

15 Deferred tax

Deferred tax assets and liabilities are included in the statement of financial position as at 31 December as follows:

	Consolidated financial statements			
	Assets		Liabilities	
	2013	2012	2013	2012
	(in thousand Baht)			
Total	1,180,523	1,323,806	(2,982,449)	(3,379,467)
Set off of tax	(1,039,498)	(1,193,923)	1,039,498	1,193,923
Net deferred tax assets (liabilities)	141,025	129,883	(1,942,951)	(2,185,544)

	Separate financial statements			
	Assets		Liabilities	
	2013	2012	2013	2012
	(in thousand Baht)			
Total	15,825	13,462	-	-
Set off of tax	-	-	-	-
Net deferred tax assets (liabilities)	15,825	13,462	-	-



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Movements in deferred tax assets and liabilities during the years were as follows:

		Consolidated financial statements			
		(Charged) / credited to:			
	At 1 January 2013	Profit or loss	Other comprehensive income (in thousand Baht)	Exchange differences	At 31 December 2013
Deferred tax assets					
Allowance for spare parts and supplies	112,738	9,334	-	-	122,072
Provision for employee benefits	17,221	1,699	-	-	18,920
Finance leases liabilities	(76)	109	-	-	33
Deferred expenses	151,599	(142,511)	-	(9,088)	-
Losses carry forward	1,042,324	93,860	-	(96,686)	1,039,498
Total	1,323,806	(37,509)	-	(105,774)	1,180,523
Deferred tax liabilities					
Available-for-sale security	(93,635)	-	93,635	-	-
Depreciation and amortization	(3,214,955)	142,280	-	257,737	(2,814,938)
Others	(70,877)	(112,143)	-	15,509	(167,511)
Total	(3,379,467)	30,137	93,635	273,246	(2,982,449)
Net	(2,055,661)	(7,372)	93,635	167,472	(1,801,926)

		Consolidated financial statements			
		(Charged) / credited to:			
	At 1 January 2012	Profit or loss	Other comprehensive income (in thousand Baht)	Exchange differences	At 31 December 2012
Deferred tax assets					
Allowance for spare parts and supplies	100,994	11,744	-	-	112,738
Provision for employee benefits	16,631	590	-	-	17,221
Available-for-sale security	6,127	-	(6,127)	-	-
Deferred expenses	234,700	(81,070)	-	(2,031)	151,599
Losses carry forward	65,900	989,975	-	(13,551)	1,042,324
Finance leases liabilities	(24)	(52)	-	-	(76)
Total	424,328	921,187	(6,127)	(15,582)	1,323,806
Deferred tax liabilities					
Available-for-sale security	-	-	(93,635)	-	(93,635)
Depreciation and amortization	(3,058,169)	(199,071)	-	42,285	(3,214,955)
Others	(122,548)	78,717	(27,999)	953	(70,877)
Total	(3,180,717)	(120,354)	(121,634)	43,238	(3,379,467)
Net	(2,756,389)	800,833	(127,761)	27,656	(2,055,661)

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	At 1 January 2013	Change in income tax as a result of the adoption of employee benefit	Separate financial statements (Charged) / credited to:		At 31 December 2013
			Profit or loss	Other comprehensive income	
(in thousand Baht)					
Deferred tax assets					
Provision for employee benefits	13,462	-	2,363	-	15,825
Total	13,462	-	2,363	-	15,825

	At 1 January 2012	Change in income tax as a result of the adoption of employee benefit	Separate financial statements (Charged) / credited to:		At 31 December 2012
			Profit or loss	Other comprehensive income	
			(in thousand Baht)		
<i>Deferred tax assets</i>					
Provision for employee benefits	11,947	-	1,515	-	13,462
Losses carry forward	65,900	-	(65,900)	-	-
Total	77,847	-	(64,385)	-	13,462

16 Other non-current assets

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
<i>(in thousand Baht)</i>				
Development costs - Nam Ngum 3 Project	139,052	438,862	139,051	438,862
Development costs - Xe-Pian Xe-Namnoy Project	-	159,532	-	159,532
Development costs for wind power project	446,591	319,337	-	-
Deferred expense under contractual service agreement	964,574	1,067,920	-	-
Advance for paid-up capital	138,867	-	138,867	-
Others	41,304	48,309	4,289	9,265
Total	1,730,388	2,033,960	282,207	607,659



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Hydro Power Plant Project, Nam Ngum 3

On 13 May 2008, the Company entered into a Shareholders Agreement with the other three shareholders, GMS Lao Company Limited, Marubeni Corporation, and Lao Holding State Enterprise, to form Nam Ngum 3 Power Company Limited a company under the policies and laws of Lao People's Democratic Republic (Lao PDR) with the initial authorised share capital of approximately U.S. Dollars 0.3 million, comprising 3,000 ordinary shares with a par value of U.S. Dollars 100 per share. The Company hold 25% of the company's ordinary shares. The formed company will be established to engage in and pursue project management of the Hydro Power Plant Project, Nam Ngum 3. Such company had been registered on 28 October 2010. In addition, during December 2010, the Company converted the development costs to investment in such company in the amount of Baht 0.45 million, in the proportion of investment of 25%.

During year 2013, the project cannot get approval of Ministry of Planning and Investment of Lao PDR to extend the concession for development of this project which had been expired on 29 March 2013 as result of the changes in the Energy Development Plan of Lao PDR. The project are in process of negotiation with the Lao Government to transfer and sell the assets and the ultimate outcome cannot presently be determined. Therefore, the asset's recoverable amount has been estimated and impairment loss amounting to Baht 315 million was recognized in the administrative expense for the year ended 31 December 2013.

Xe-Pian Xe-Namnoy, Hydroelectric Power Project

During 2013, the shareholders of Xe-Pain Xe-Namnoy Power Company Limited, a jointly-controlled entity, approved to increase in share capital by transfer the project development cost, shareholder loan and its accrued interest to investment in such jointly-controlled entity in proportion of each shareholder. The Company transferred those transactions to investment in such jointly-controlled entity amounting to Baht 392.53 million.

Wind power projects

The Group is developing Wind Power Generating and Selling Project in Thailand and Australia.

17 Interest-bearing liabilities

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<i>Current</i>				
Short-term loans from financial institutions	8,224,215	900,000	-	-
Notes payable	1,550,000	1,800,000	-	-
Current portion of long-term loans from financial institutions secured	-	285,981	-	-
Current portion of debentures - secured	4,961,400	3,939,900	-	-
Less deferred financing fees within one year	(1,393)	(3,041)	-	-
	<u>4,960,007</u>	<u>3,936,859</u>	<u>-</u>	<u>-</u>
Current portion of finance lease liability	1,515	1,009	-	-
Total current interest-bearing liabilities	<u>14,735,737</u>	<u>6,923,849</u>	<u>-</u>	<u>-</u>

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
Non-current				
Long-term loans from related party (Note 5)	1,186,297	1,358,280	-	-
Long-term loans from financial institutions - secured	1,200,000	12,595,236	1,200,000	1,200,000
Less deferred financing fees after one year	(45,616)	(48,643)	-	-
	<u>1,154,384</u>	<u>12,546,593</u>	<u>1,200,000</u>	<u>1,200,000</u>
Debtentures - secured	5,397,338	11,012,698	-	-
Less deferred financing fees after one year	(12,571)	(39,787)	-	-
	<u>5,384,767</u>	<u>10,972,911</u>	<u>-</u>	<u>-</u>
Financial lease liability	3,554	943	-	-
Total non-current interest-bearing liabilities	<u>7,729,002</u>	<u>24,878,727</u>	<u>1,200,000</u>	<u>1,200,000</u>

The periods to maturity of interest-bearing liabilities, excluding finance lease liability, as at 31 December were as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Within one year	14,734,222	6,922,840	-	-
After one year but within five years	1,875,718	18,227,934	1,200,000	1,200,000
More than five years	5,849,730	6,649,850	-	-
Total	<u>22,459,670</u>	<u>31,800,624</u>	<u>1,200,000</u>	<u>1,200,000</u>

As at 31 December 2013, Ratchaburi Electricity Generating Company Limited, a subsidiary, had outstanding short-term loans from a financial institution amounting to Baht 1,500 million which bear interests at the rate of 2.65% and 2.57% per annum and will be repayable in April 2014.

As at 31 December 2013, the Ratchaburi Electricity Generating Company Limited, a subsidiary, issued bills of exchange totaling Baht 1,550 million to various financial institutions which bear interest rate ranging from 2.78%-3.00% per annum and will be repayable within 182 days. Moreover, the company is able to issue the unsecured short-term bills of exchange up to a value of Baht 5,000 million within one year from 23 August 2013 to 22 August 2014.

On 23 May 2013, RH International (Singapore) Corporation Pte. Ltd., an indirect subsidiary, entered into a short-term facility loan with the Singapore financial institutions amounting to Singapore Dollars 260 million or equivalent to Baht 6,724.22 million which bear interest by reference to Singapore Interbank Offered Rate (SIBOR) plus fixed margin per annum. On 20 November 2013, such indirect subsidiary has amended the loan agreement by extension of the period of 6 months of repayment and its interest which will be due on 20 May 2014.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

On 23 May 2013, RATCH-Australia Corporation Limited, an indirect subsidiary, made a repayment of long-term loan to the financial institutions in Australia amounting to Australian Dollars 360.50 million or equivalent to Baht 10,620 million. The remaining balance of deferred financing fees on the existing long-term loans of Australian Dollars 7.76 million or equivalent to Baht 228.68 million were recognised as finance costs for the year ended 31 December 2013. In addition, RATCH-Australia Corporation Limited entered into a new senior syndicated facility loan with the financial institutions amounting to Australian Dollars 100 million which bears interest at the floating rate of Bank Bill Swap Bid Rate (BBSY) plus fixed margin per annum. As at 31 December 2013, such indirect subsidiary has no outstanding balance on such loan.

As at 31 December 2013, the Company had outstanding long-term loan to the financial institution amounting to Baht 1,200 million which bear interest at the fixed rate of 4.0 per annum and will be repayment in year 2016.

On 18 March 2011, Ratchaburi Electricity Generating Company Limited, a subsidiary, issued the debentures totalling Baht 13,286 million which bear interest at the rates as stipulated in each tranche. Such debentures are unsubordinated, unsecured, and with the non-holder representative for a 4-year period. The debentures are repayable on a quarterly basis starting from the 1st quarter 2012 to 1st quarter 2015. As at 31 December 2013, such subsidiary had outstanding debentures which were not redeemed totalling to Baht 5,682.80 million.

As at 31 December 2013, RH International (Singapore) Corporation PTE.,Ltd, an indirect subsidiary, had outstanding debentures amounting to JPY 15,000 million or equivalent to Baht 4,663.43 million for a 15-year period which bears interest at the fixed rate of 2.72% per annum. Such debentures are unsubordinated, unsecured but to be guarantee by the company and will be due in 2026.

18 Other payables

		Consolidated financial statements		Separate financial statements	
	Note	2013	2012	2013	2012
		(in thousand Baht)			
Other accounts payable to related parties	5	90,783	39,065	729	983
Unearned revenue and accrued expense-related parties	5	43,929	123,182	16,004	15,451
Finance cost payable		222,864	237,703	12,429	12,295
Other accounts payable and other accrued expenses		430,510	449,475	175,560	262,576
Total		788,086	849,425	204,722	291,305

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

19 Employee benefit obligations

Employee benefit obligations as at 31 December as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<i>Current (included in other payables)</i>				
Unused vacation leave	<u>14,417</u>	<u>13,940</u>	<u>5,685</u>	<u>5,326</u>
<i>Non current</i>				
Post-employment benefit	<u>92,276</u>	<u>84,717</u>	<u>73,442</u>	<u>61,987</u>

Movement in the employee benefit obligations for the years ended 31 December as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<i>Unused vacation leave</i>				
At 1 January	13,940	15,131	5,326	4,530
Increase	3,374	-	2,218	1,251
Decrease	(2,288)	(563)	(1,859)	(455)
Reversal of Provision	-	(592)	-	-
Adjust exchange rates	(609)	(36)	-	-
At 31 December	<u>14,417</u>	<u>13,940</u>	<u>5,685</u>	<u>5,326</u>

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
<i>Post-employment benefit</i>				
At 1 January	84,716	79,631	61,987	54,528
Current service costs and interest	18,439	14,668	14,448	10,669
Benefits paid by the plan	(4,623)	(9,513)	(3,069)	(3,210)
Actuarial (gain) loss and others	(5,813)	-	76	-
Adjust exchange rates	(443)	(70)	-	-
At 31 December	<u>92,276</u>	<u>84,716</u>	<u>73,442</u>	<u>61,987</u>

Expense recognised in administrative expense for the years ended 31 December as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Unused vacation leave	3,374	(592)	2,218	1,251
Post-employment benefit	18,439	14,668	14,448	10,669
Total	<u>21,813</u>	<u>14,076</u>	<u>16,666</u>	<u>11,920</u>



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

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

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
		(%)		
Discount rate	4.3	3.8 and 4.2	4.3	4.2
Future salary increases	5 and 8	5 and 8	8	8

Assumptions regarding future mortality are based on published statistics and mortality tables, discount rate of long-term government bond.

20 Share capital

		Consolidated financial statements		Separate financial statements	
		2013		2012	
	Par value per share (in Baht)	Number	Baht	Number	Baht
		(thousand shares / thousand Baht)			
Authorised					
At 1 January					
- ordinary shares	10	1,450,000	1,450,000	1,450,000	14,500,000
At 31 December					
- ordinary shares		1,450,000	1,450,000	1,450,000	14,500,000
Issued and paid up					
At 1 January					
- ordinary shares	10	1,450,000	1,450,000	1,450,000	14,500,000
At 31 December					
- ordinary shares		1,450,000	1,450,000	1,450,000	14,500,000

21 Additional paid-in capital and reserves

Share premium

Section 51 of the Public Companies Act B.E. 2535 requires companies to set aside share subscription monies received in excess of the par value of the shares issued to a reserve account ("share premium"). Share premium is not available for dividend distribution.

Legal reserve

Section 116 of the Public Companies Act B.E. 2535 requires that a company shall allocate not less than 5% of its annual net profit, less any accumulated losses brought forward, to a reserve account ("legal reserve"), until this account reaches an amount not less than 10% of the registered authorised capital. The legal reserve is not available for dividend distribution.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

22 Segment reporting

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

The Group comprises the following main business segments:

Segment 1	Electricity Generating
Segment 2	Operation and Maintenance
Segment 3	Others

Other operations in 2013 or 2012 none of these segments meets the quantitative thresholds for determining reportable segments.

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit before tax, as included in the internal management reports that are reviewed by the Group's/Company's the chief operating decision maker. Segment profit before tax is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

	Electricity Generating		Operation and Maintenance		Others		Total	
	2013	2012	2013	2012	2013	2012	2013	2012
	<i>(in thousand Baht)</i>							
Revenue from sale and rendering of services (external)	50,408,045	55,186,948	204,382	178,450	-	-	50,612,427	55,365,398
Cost of sale and rendering of services	(43,192,137)	(47,152,365)	(135,113)	(117,130)	-	-	(43,327,250)	(47,269,495)
Gross profit	7,215,908	8,034,583	69,269	61,320	-	-	7,285,177	8,095,903
Management service income	-	-	4,669	17,438	232,570	208,497	237,239	225,935
Dividend income	-	-	-	-	220,903	188,314	220,903	188,314
Interest income	259,671	437,294	1,081	1,064	150,602	164,774	411,354	603,132
Gain on disposal of available-for-sale security	-	-	-	-	-	783,679	-	783,679
Gain on termination of power purchase agreement	-	1,069,442	-	-	-	-	-	1,069,442
Gain on sale of long-term receivable	-	-	-	-	645,830	-	645,830	-
Other income	357,335	126,431	268	3,809	49,965	96,608	407,568	226,848
Administrative expenses	(545,916)	(683,057)	(44,291)	(54,932)	(1,171,696)	(780,079)	(1,761,903)	(1,518,068)
Gain (loss) on exchange rate	(233)	(3,838)	(67,389)	9,864	771,735	792,023	704,113	798,049
Finance costs	(1,121,956)	(2,044,719)	-	-	(511,433)	(355,297)	(1,633,389)	(2,400,016)
Share of profit (loss) of jointly-controlled and associate entities	971,163	718,051	(12,689)	32,550	-	-	958,474	750,601
Profit (loss) before income tax expense	7,135,972	7,654,187	(49,082)	71,113	388,476	1,098,519	7,475,366	8,823,819
(Income tax expense) Reversal	(1,218,479)	(811,107)	-	-	(75,254)	(76,128)	(1,293,733)	(887,235)
Profit (loss) for the year	5,917,493	6,843,080	(49,082)	71,113	313,222	1,022,391	6,181,633	7,936,584

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Total assets of each business unit as at 31 December 2013 and 2012 are as follow:

	Electricity Generating	Operation and Maintenance	Others	Total
		<i>(in thousand Baht)</i>		
31 December 2013	61,555,388	286,395	27,061,470	88,903,253
31 December 2012	70,346,241	159,475	26,305,044	96,810,760

Geographical segments

In presenting information on the basis of geographical segments, segment revenue is based on the geographical location of customers. Segment assets are based on the geographical location of the assets.

	Revenues		Assets	
	2013	2012	2013	2012
		<i>(in thousand Baht)</i>		
Thailand	48,001,404	51,892,277	62,378,195	66,515,733
Australia	2,406,641	3,294,671	20,358,801	26,602,180
Other countries	204,382	178,450	6,166,257	3,692,847
Total	50,612,427	55,365,398	88,903,253	96,810,760

Major customer

Revenue from one customer of the Group's electricity generating represents approximately Baht 47,964 million (2555: 51,829 million) of the Group's total revenue.

23 Gain on termination of power purchase agreement

During the second quarter of 2012, RATCH-Australia Collinsville Pty Ltd ("RACPL"), a subsidiary of the Group, has received an offer from Stanwell Corporation Limited, the electrical energy and capacity buyer from Collinsville Power Plant, to terminate the Collinsville Power Station Power Purchase Agreement. The group received the compensation fee in total amount of Australian Dollar 99.57 million (or equivalent to Baht 3,202.57 million). However, the Group has been considering plans to utilize property, plant and equipment of Collinsville Power Plant in the future. The Group has provided impairment of assets. The impact on the consolidated statement of comprehensive income for the year ended period 31 December 2012 was as follows:

	Consolidated financial statements	
	<i>(in thousand Baht)</i>	
Income from termination of power purchase agreement		3,202,573
<i>Expenses related to termination</i>		
Impairment of plant and equipment	(885,690)	
Write-off power purchase agreement	(530,275)	
Write-off goodwill	(546,445)	
Allowance for declining in value of inventories	(153,031)	
Other expenses	(17,690)	(2,133,131)
Gain on termination of power purchase agreement		1,069,442



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

24 Administrative expenses

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Personnel	558,958	660,594	344,318	366,383
Administrative	435,340	428,237	242,696	155,614
Consulting and professional fees	140,141	161,848	60,951	63,017
Public relation	86,718	111,407	63,668	82,578
Premise tax	29,375	17,275	49	49
Donation	27,404	27,959	15,696	16,435
Depreciation and amortization	126,070	71,450	86,190	33,595
Loss on impairment in investment and project development cost	330,156	-	330,446	-
Loss on disposal of spare parts and equipment	27,741	39,298	170	13,210
Total	1,761,903	1,518,068	1,144,184	730,881

25 Employee benefit expenses

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Management				
Directors' remuneration	15,816	23,822	8,399	6,579
Wages and salaries	92,455	114,703	59,624	61,409
Contribution to defined benefit plans	7,155	5,697	4,861	5,196
Others	59,054	80,030	48,817	51,696
	<u>174,480</u>	<u>224,252</u>	<u>121,701</u>	<u>124,880</u>
Other employees				
Wages and salaries	272,505	311,996	143,034	137,714
Contribution to defined benefit plans	11,260	12,362	10,652	10,077
Others	100,713	89,470	68,931	73,678
	<u>384,478</u>	<u>413,828</u>	<u>222,617</u>	<u>221,469</u>
Total	558,958	638,080	344,318	346,349

The Group in Thailand joined the contributory employees' provident fund of EGAT established for its employees. Membership to the fund is on a voluntary basis. Contributions are made monthly by the employee at rates ranging from 5% to 10% of their basic salaries and by the Group at rates ranging from 5% to 10% of the employees' basic salaries. The provident fund is registered with the Ministry of Finance as juristic entities and is managed by a licensed Fund Manager.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

26 Expenses by nature

The statements of income include an analysis of expenses by function. Expenses by nature disclosed in accordance with the requirements of various TAS and TFRS were as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
Fuel costs	35,734,639	39,443,154	-	-
Depreciation and amortization	3,770,194	3,894,270	86,190	33,595
Operation and maintenance service fee	1,583,457	1,976,773	-	-
Spare parts and repair expenses	1,505,625	1,323,316	-	-
Administrative expenses	519,860	512,770	258,609	185,308
Insurance premium	277,166	297,697	-	-
Employee benefit expenses	558,958	660,594	344,318	366,383
Other costs	582,240	405,734	-	-
Consulting and professional fees	140,141	161,848	60,951	63,017
Public relation	86,718	111,407	63,669	82,578
Impairment loss of investment and project development cost	330,156	-	330,446	-

27 Finance costs

	<i>Note</i>	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
		<i>(in thousand Baht)</i>			
Related party					
- Interest expense	5	104,196	304,073	-	-
Other parties					
- Interest expense		1,529,361	2,184,337	48,780	49,193
- Amortization of financing fees		416,553	107,282	-	-
- Amortization of fair value		(416,720)	(195,676)	-	-
Total		1,633,390	2,400,016	48,780	49,193

28 Income tax expense

Income tax recognised in profit or loss

	<i>Note</i>	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
		<i>(in thousand Baht)</i>			
Current tax expense					
Current year		1,291,011	1,783,609	-	-
Under (over) provided in prior years		(4,650)	(95,540)	-	-
		1,286,361	1,688,069	-	-
Deferred tax expense					
Movements in temporary differences	15	7,372	(800,833)	(2,363)	64,384
Total income tax expense		1,293,733	887,236	(2,363)	64,384



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Reconciliation of effective tax rate

	Consolidated financial statements			
	Rate (%)	2013 (in thousand Baht)	Rate (%)	2012 (in thousand Baht)
Profit before total income tax expense		7,475,365		8,823,819
Income tax using the Thai corporation tax rate	20	1,495,073	23	2,029,478
Effect from income not subject to tax-dividend income		(1,036,795)		(2,149,239)
Effect from expense not deductible for tax purposes and income and expense recognised in the different period between accounting and tax		14,200		-
Under (over) provided in prior years		(4,561)		(95,540)
Current year losses for which no deferred tax asset was recognised		69,699		20,414
Derecognition of previously recognised unutilised tax losses		-		65,900
Effect of the different basis of income tax calculation in other countries		756,117		1,016,223
Total	17	1,293,733	10	887,236

	Separate financial statements			
	Rate (%)	2013 (in thousand Baht)	Rate (%)	2012 (in thousand Baht)
Profit before income tax expense		4,793,197		4,830,157
Income tax using the Thai corporation tax rate	20	958,639	23	1,110,936
Effect from income not subject to tax-dividend income		(1,036,795)		(1,132,865)
Effect from expense not deductible for tax purposes and income and expense recognised in the different period between accounting and tax		8,610		-
Current year losses for which no deferred tax asset was recognised		67,183		20,414
Derecognition of previously recognised unutilised tax losses		-		65,900
Total	-	(2,363)	1	64,385

Income tax reduction

Royal Decree No. 530 B.E. 2554 dated 21 December 2011 grants a reduction in the corporate income tax rate for the three accounting periods 2012, 2013 and 2014; from 30% to 23% for the accounting period 2012 which begins on or after 1 January 2012 and to 20% for the following two accounting periods 2013 and 2014 which begin on or after 1 January 2013 and 2014, respectively.

It is understood that the Government will proceed to amend the law in order to maintain the corporate income tax rate at not higher than 20% for the accounting period which begins on or after 1 January 2015 and onwards in order to give full effect to the Cabinet resolution dated 11 October 2011 to increase Thailand's tax competitiveness.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

29 Promotional privileges

By virtue of the provisions of the Industrial Investment Promotion Act of B.E. 2520, Ratchaburi Energy Company Limited, a subsidiary, has been granted privileges by the Board of Investment for Flared gas fuelled small power plant project. The privileges granted include:

- (a) exemption from payment of import duty on machinery approved by the Board;
- (b) exemption from payment of income tax for certain operations for a period of eight years from the date on which the income is first derived from such operations (27 June 2007 for BOI no.2222(2)/2549 and 2 December 2010 for BOI no.1091(2)/2553 and 26 January 2012 for BOI no.1362(2)/2554) which is not exceed 100% of investment excluded cost of land and working capital).

As promoted companies, the subsidiaries must comply with certain terms and conditions prescribed in the promotional certificates.

30 Earnings per share

Basic earnings per share

The calculations of basic earnings per share for the years ended 31 December 2013 and 2012 were based on the net profit for the years attributable to equity holders of the Company and the number of ordinary shares outstanding during the years as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht / thousand shares)</i>			
Net profit attributable to equity holders of the Company (basic)	6,186,850	7,726,270	4,795,559	4,765,772
Number of ordinary shares outstanding	1,450,000	1,450,000	1,450,000	1,450,000
Earnings per share (basic) (in Baht)	4.27	5.33	3.31	3.29

31 Dividends

At the Board of Directors meeting of the Company held on 19 August 2013, the Board approved the appropriation of interim dividend of Baht 1.10 per share, totaling Baht 1,595 million. The interim dividend was paid to shareholders in September 2013.

At the annual general meeting of the shareholders of the Company held on 28 March 2013, the shareholders approved the appropriation of dividend of Baht 2.27 per share, totalling Baht 3,292 million, from the net profit of 2012 after deducting the interim dividends of Baht 1.10 per share, totalling Baht 1,595 million, paid to shareholders in September 2012 from the net profit for the six-month period ended 30 June 2012. The balance of dividend amounted to Baht 1,697 million which was paid to shareholders in April 2013.

At the Board of Directors meeting of the Company held on 20 August 2012, the Board approved the appropriation of interim dividend of Baht 1.10 per share, totaling Baht 1,595 million. The interim dividend was paid to shareholders in September 2012.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

At the annual general meeting of the shareholders of the Company held on 26 March 2012, the shareholders approved the appropriation of dividend of Baht 2.25 per share, totalling Baht 3,262.50 million, from the net profit of 2011 after deducting the interim dividends of Baht 1.10 per share, totalling Baht 1,595 million, paid to shareholders in September 2011 from the net profit for the six-month period ended 30 June 2011. The balance of dividend amounted to Baht 1,667.50 million which was paid to shareholders in April 2012.

32 Financial instruments

Financial risk management policies

The Group is exposed to normal business risks from changes in market interest rates and currency exchange rates and from non-performance of contractual obligations by counterparties. The Group does not hold or issue derivative financial instruments for speculative or trading purposes.

Risk management is integral to the whole business of the Group. The Group has a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks. The management continually monitors the Group's risk management process to ensure that an appropriate balance between risk and control is achieved.

Capital management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board monitors the return on capital, which the Group defines as result from operating activities divided by total shareholders' equity, excluding non-controlling interests and also monitors the level of dividends to ordinary shareholders.

Interest rate risk

Interest rate risk arises from the fluctuations in market interest rates, which may have negative effect on current future operations of the Group. Management believes that exposure to interest rate risk is minimal because the floating interest rate according to the condition in long-term loans agreement and debenture (note 17) is included in the availability payment as specified in the Power Purchase Agreement (note 5). Therefore, the Group does not enter into a hedging agreement to protect against such risk.

The effective interest rates of loans to and loans from related parties at 31 December 2013 and 2012 and the periods in which those liabilities mature or re-price were disclosed in note 5.

The effective interest rates of interest-bearing liabilities at 31 December 2013 and 2012 and the periods in which those liabilities mature or re-price were disclosed in note 17.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Foreign currency risk

At 31 December, the Group and the Company were exposed to foreign currency risk of significant transactions as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	<i>(in thousand Baht)</i>			
United States Dollars				
Short-term loans to related parties	-	100,278	-	100,278
Long-term loans to related parties	-	-	1,172,862	1,093,943
Australia Dollar				
Long-term loans from related parties	1,186,178	1,358,280	-	-
Singapore Dollar				
Short-term loans from financial- Institutions	6,724,215	-	-	-
Japan Yen				
Debentures	4,639,038	5,291,570	-	-
Gross balance sheet exposure	12,549,431	6,750,128	1,172,862	1,194,221

Credit risk

Credit risk is the potential financial loss resulting from the failure of a customer or counterparty to settle its financial and contractual obligations to the Group as and when they fall due. The Group has concentrations of credit risk since most of its revenues are contracted under long-term agreements with a small number of parties. However counterparties are generally government authorities and large public or private corporations and the risk perceived is low.

Liquidity risk

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

Determination of fair values

A number of the Group's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. The fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

The fair value of trade and other short-term receivables is taken to approximate the carrying value.

The fair value of investments in equity and debt securities, which are held to maturity and available for sale, is determined by reference to their quoted bid price at the reporting date. The fair value of held-to-maturity investments is determined for disclosure purposes only.

The fair value of non-derivative financial liabilities, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Fair values of financial asset and liabilities, together with the carrying values shown in the balance sheets at 31 December, were as follows:

	Consolidated financial statements		Separate financial statements	
	Fair value	Carrying value <i>(in thousand Baht)</i>	Fair value	Carrying value
2013				
Asset				
Non-current				
Equity securities available for sale	<u>2,997,896</u>	<u>2,997,896</u>	<u>-</u>	<u>-</u>
Liabilities				
Current				
Debentures	4,989,452	4,960,007	-	-
Non-current				
Long-term loans from financial institutions	1,158,926	1,154,384	1,204,542	1,200,000
Debentures	<u>5,621,458</u>	<u>5,384,767</u>	<u>-</u>	<u>-</u>
Total	<u>11,769,836</u>	<u>11,499,158</u>	<u>1,204,542</u>	<u>1,200,000</u>
2012				
Asset				
Non-current				
Equity securities available for sale	<u>2,729,221</u>	<u>2,729,221</u>	<u>-</u>	<u>-</u>
Liabilities				
Current				
Long-term loans from financial institutions	285,981	285,981	-	-
Debentures	3,964,435	3,936,859	-	-
Non-current				
Long-term loans from financial institutions	12,560,793	12,546,593	1,214,199	1,200,000
Debentures	<u>10,854,180</u>	<u>10,972,911</u>	<u>-</u>	<u>-</u>
Total	<u>27,665,389</u>	<u>27,742,344</u>	<u>1,214,199</u>	<u>1,200,000</u>

33 Commitments with non-related parties

Power Purchase Agreement

On 17 June 2010, Ratchaburi Energy Company Limited, a subsidiary, entered into the 0.9 Megawatts Power Purchase Agreement with Provincial Electricity Authority (“PEA”) for the period of 5 years. The contract can be extended for a period of five years by subject to the provision either party giving of written notice to the counterparty.

On 8 February 2011, Ratchaburi Energy Company Limited, a subsidiary, entered into the 3.6 Megawatts Power Purchase Agreement with Provincial Electricity Authority (“PEA”) for the period of 5 years. The contract can be extended for a period of five years by subject to the provision of either party giving written notice to the counterparty.

Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Operation and Maintenance Agreement

On 2 January 2013, Ratchaburi Energy Company Limited, a subsidiary, entered into an Operation and Maintenance Agreement with a service provider having operation service fee of approximately Baht 6.03 million per year. The agreement is effective for a period of one year ended 31 December 2013, which can be extended for a period of one year, with a rate of approximately 6.03 million per year.

Fuel Purchase Agreements

On 27 October 2000, Ratchaburi Electricity Generating Company Limited, a subsidiary, entered into a 25-year Gas Sales Agreement with PTT Public Company Limited ("PTT") whereby PTT will supply natural gas to the subsidiary at an agreed quantity and price.

On 1 June 2004, Ratchaburi Electricity Generating Company Limited, a subsidiary, entered into a 3-year Diesel Purchase Agreement with PTT Public Company Limited ("PTT"), which can be extended for a period of one year until the end of contract. However, without the six-month advance written notice designated the intention to terminate the contract from PTT, PTT would sell diesel to the subsidiary at the agreed quantity and price as stated in the contract.

On 17 January 2006, Ratchaburi Energy Company Limited, a subsidiary, entered into a Gas Sales Agreement (gas is a by-product from crude oil production) with PTTEP Siam Company Limited and PTT Exploration and Production Public Company Limited for its 2 Megawatts power plant project (PTO-A) and 0.9 Megawatts power plant project (PTO-A (EX)) with the initial price of Baht 26.65 per 1 million B.T.U. for eight years from the date of commencement of commercial operation, which was 27 June 2007 and 2 December 2010, respectively.

On 29 June 2011, Ratchaburi Energy Company Limited, a subsidiary, entered into a Gas Sales Agreement (gas is a by-product from crude oil production) with PTTEP Siam Company Limited and PTT Exploration and Production Public Company Limited for its 3.6 Megawatts power plant project (STN-A) with the initial price of Baht 29.50 per 1 million B.T.U. for eight years from the date of commencement of commercial operation on 26 January 2012.

Contractual Service Agreement

On 29 December 2005, Ratchaburi Electricity Generating Company Limited, a subsidiary, entered into a Contractual Service Agreement for the Combined Cycle Generating Power Plant between the subsidiary and the Consortium of General Electric International Operations Co., Inc. and GE Energy Parts, Inc. The agreement is effective from the agreement date until the end of the operation of gas turbine according to Power Purchase Agreement in year 2027 with a total contract price of U.S. Dollars 428.60 million with adjustments as conditions specified in the agreement. As at 31 December 2013, such subsidiary had outstanding commitments amounting to U.S. Dollars 232.20 million (*As at 31 December 2012: U.S. Dollars 249.43 million*).

In addition, in accordance with the agreement, such subsidiary is required to open a letter of credit amounting to U.S. Dollars 6 million. As at 31 December 2013, such subsidiary had an unused letter of credit amounting to U.S. Dollars 6 million (*As at 31 December 2012: U.S. Dollars 6 million*).

Gas Gas Heater Element Purchase Agreement

On 22 May 2013, Ratchaburi Electricity Generating Company Limited, a subsidiary, entered into a Gas Gas Heater Element Purchase Agreement with a local company with a total contract price of Baht 34.80 million. As at 31 December 2013, such subsidiary has outstanding commitments amounting Baht 3.48 million.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

Development Support Services Agreement

On 23 March 2011, the Company entered into a Development Service Agreement with Wind Energy Holding Company Limited, whereby the Company provides support, capital planning and financial advice to First Korat Wind Company Limited and K.R.TWO Company Limited, associate entities. The Company will receive a service fee for such service after completion of construction of wind power plant by such associate entities.

Forward contracts

As at 31 December 2013, Ratchaburi Electricity Generating Company Limited, a subsidiary had outstanding forward contracts with a branch of foreign bank to buy U.S.Dollars 15 million in exchange of Baht 484.2 million.

As at 31 December 2013, RH International (Singapore) Corporation Ltd., an indirect subsidiary had outstanding forward contracts to sell U.S.Dollars 15 million in exchange of Baht 488.7 million.

Letter of Guarantee

As at 31 December 2013, the Company and subsidiaries had a commitment from letter of guarantee issued by a financial institution on behalf of the Company, subsidiaries and jointly-controlled entities for guarantee of compliance with agreement conditions to operate the business in the amount of Baht 93.01 million. (*As at 31 December 2012: Baht 1,084.42 million*).

Capital commitment

As at 31 December 2013, the Company had outstanding capital commitments amounting to Baht 4.48 million (*31 December 2012: Baht 2.32 million*).

As at 31 December 2013, Hongsa Power Company Limited, which is the Company's jointly-controlled entity, had outstanding capital commitment under powerhouse, dam, water pipeline construction and other service agreement, which is not recognised in the consolidated financial information amounting to Baht 20,348.50 million and U.S. Dollars 270.59 million (*As at 31 December 2012: Baht 21,351.13 million and U.S. Dollars 481.05 million*).

As at 31 December 2013, Ratchaburi World Cogeneration Company Limited, a jointly-controlled entity, had outstanding capital commitment under Technical Consulting Agreement and Construction Agreement for a Power Plant Project of Baht 395.18 million and U.S. Dollars 26.38 million (*As at 31 December 2012: Baht 757.54 million and U.S. Dollars 61.36 million*).

As at 31 December 2013, Xe-Pian Xe-Namnoy Power Company Limited, a jointly-controlled entity, had outstanding capital commitment under Technical Consulting Agreement and Construction Agreement for a hydroelectric power plant Project and other service agreement of U.S. Dollars 178.07 million.

Pledge of share agreement

The Group/Company has pledged all of the share certificates of Ratchaburi Power Company Limited, Hongsa Power Company Limited, Solarta Company Limited, Solar Power (Korat 3) Company Limited, Solar Power (Korat 4) Company Limited and Solar Power (Korat 7) Company Limited, jointly-controlled entities, as collateral for loans from such jointly-controlled entities.

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Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

The Company has pledged all of the share certificates of First Korat Wind Company Limited and K.R. TWO Company Limited, associate entities, as collateral for loans from such associate entities.

The Company has pledged all of the share certificates of SouthEast Asia Energy Limited, a jointly-controlled entity, and such jointly-controlled entity has pledged partially of share certificates of Nam Ngum 2 Power Company Limited, a subsidiary, as collateral for its loans of Nam Ngum 2 Power Company Limited.

34 Events after the reporting period

On 16 January 2014, the Company disposed its investment in Ratchaburi World Cogeneration Company Limited, a jointly controlled entity, to Ratchaburi Electricity Generating Company Limited, a subsidiary, for a consideration amounting to Baht 500 million.

On 28 January 2014, Ratchaburi Gas Company Limited, a subsidiary, invested in Tri Energy Company Limited, a jointly-controlled entity of such subsidiary, for 17.12 million shares or 50% of registered capital, totaling U.S. Dollars 21.32 million.

On 6 February 2014, the Company paid for the additional paid-up capital of Solar Power (Korat 3) Company Limited, a jointly-controlled entity, for 1.05 million of ordinary shares at par value of Baht 10 per share. Such jointly-controlled entity called for the paid-up share capital at Baht 4.00. The Company paid for the share capital amounting to Baht 4.20 million, in proportion to its investment of 40%.

On 6 February 2014, the Company paid for the additional paid-up capital of Solar Power (Korat 4) Company Limited, a jointly-controlled entity, for 0.97 million ordinary shares at par value of Baht 10 per share. Such jointly-controlled entity called for the paid-up share capital at Baht 4.00. The Company paid for the share capital amounting to Baht 3.88 million, in proportion to its investment of 40%.

On 6 February 2014, the Company paid for the additional paid-up capital of Solar Power (Korat 7) Company Limited, a jointly-controlled entity, for 1.05 million of ordinary shares at par value of Baht 10 per share. Such jointly-controlled entity called for the paid-up share capital at Baht 4.00. The Company paid for the share capital amounting to Baht 4.20 million, in proportion to its investment of 40%.

At the Board of Directors' meeting of Ratchaburi Electricity Generating Company Limited, a subsidiary, held on 17 February 2014, the Board approved to submit for approval at the Annual General Meeting of the Shareholders, a full year 2013 dividend payment at the rate of Baht 2.63 per share, totalling Baht 4,801.52 million, from the net profit for the nine-month periods ended 30 September 2013 after deducting the interim dividends of Baht 2.28 per share, totalling Baht 4,175.48 million. The balance of dividend amounting to Baht 626.04 million, is subject to the approval of the Shareholders at the Annual General Meeting on 17 March 2014.

At the Board of Directors' meeting of the Company, held on 17 February 2014, the Board approved to submit for approval at the Annual General Meeting of the Shareholders, a full year 2013 dividend payment at the rate of Baht 2.27 per share, totalling Baht 3,291.5 million, from the net profit of 2013 after deducting the interim dividends of Baht 1.10 per share, totalling Baht 1,595 million. The balance of dividend, amounting to Baht 1,696.5 million, is subject to the approval of the Shareholders at the Annual General Meeting on 28 March 2014.



Notes to the financial statements

Ratchaburi Electricity Generating Holding Public Company Limited and its subsidiaries

35 Thai Financial Reporting Standards (TFRS) not yet adopted

The Group/Company has not adopted the new and revised TFRS that have been issued but are not yet effective. Those new and revised TFRS that are applicable to the Group's/Company's operations, which become effective for annual financial periods beginning on or after 1 January in the year indicated in the following table, are as follows:

TFRS	Topic	Year effective
TAS 1 (revised 2012)	Presentation of financial statements	2014
TAS 7 (revised 2012)	Statement of Cash Flows	2014
TAS 12 (revised 2012)	Income Taxes	2014
TAS 17 (revised 2012)	Leases	2014
TAS 18 (revised 2012)	Revenue Recognition	2014
TAS 19 (revised 2012)	Employee Benefits	2014
TAS 21 (revised 2012)	The Effects of Changes in Foreign Exchange Rates	2014
TAS 24 (revised 2012)	Related Party Disclosures	2014
TAS 28 (revised 2012)	Investments in Associates	2014
TAS 31 (revised 2012)	Interests in Joint Ventures	2014
TAS 34 (revised 2012)	Interim Financial Reports	2014
TAS 36 (revised 2012)	Impairment of Assets	2014
TAS 38 (revised 2012)	Intangible Assets	2014
TFRS 3 (revised 2012)	Business Combinations	2014
TFRS 5 (revised 2012)	Non-current Assets held for Sale and Discontinued Operations	2014
TFRS 8 (revised 2012)	Operating Segments	2014
TFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities	2014
TFRIC 4	Determining whether an Arrangement contains a Lease	2014
TFRIC 5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds	2014
TFRIC 10	Interim Financial Reporting and Impairment	2014
TIC 15	Operating Leases-Incentives	2014
TIC 27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease	2014

TFRIC 4 – Determining whether an Arrangement contains a Lease

TFRIC 4 addresses arrangements that do not take the legal form of a lease, but convey rights to use items for agreed periods of time in return for a payment or series of payments. TFRIC 4 provides guidance for evaluating whether such arrangements are, or contain, leases that should be accounted for under TAS 17 Leases. If an agreement is determined to contain a lease, then TFRIC 4 requires TAS 17 to be applied to classify and account for the lease.

The Group/Company will adopt TFRIC 4 with effect from 1 January 2014. The effects of the change will be recognised retrospectively in the financial statements.

Management is presently considering the potential impact of adopting and initial application of these new and revised TAS on the Group/Company's financial statements.

Management Discussion and Analysis

For the Year Ended 31 December, 2013

1. Significant events of the year 2013

1.1 Power Purchase Agreement and financial agreements of Xe-Pian Xe-Namnoy Hydroelectric Power Plant Project

On February 6, 2013, Xe-Pian Xe-Namnoy Power Company Limited (“PNPC”), has entered into Power Purchase Agreement with Electricity Generating Authority of Thailand (“EGAT”), specifying the agreement term of 27 years after the Commercial Operation Date, which is expected to be in 2018.

On November 28, 2013, PNPC has entered into financial agreements of the total amount of USD 714 million or approximately Baht 22,134 million with 4 Thai

financial institutes. The agreement is effective for 20 years since the signing date and the debt to equity ratio of the project is 70:30.

1.2 The disposal of shares of Sukhothai Energy Company Limited

On January 23, 2013, Ratchaburi Energy Company Limited, a subsidiary, has sold its 208,000 shares in Sukhothai Energy Company Limited in a portion of 26 per cent at Baht 100 per share, totaling Million Baht 20.80 to the former shareholder of such company. As a result, the portion of investment decreased from 51 per cent to 25 per cent.

2. Operation Performance according to consolidated financial statement

	(Million Baht)			
	2013	2012	Increase (Decrease)	%
Revenue	52,847.96	57,360.23	(4,512.27)	(7.87)
Less Fuel Cost	36,026.82	39,773.80	(3,746.98)	(9.42)
Revenue (excluded Fuel Cost)	16,821.14	17,586.43	(765.29)	(4.35)
Cost of Sales and Expenses (excluded Fuel Cost)	11,989.45	12,301.02	(311.57)	(2.53)
	4,831.69	5,285.41	(453.72)	(8.58)
Gain from Exchange Rate	704.11	798.05	(93.94)	(11.77)
Profit for the period	5,535.80	6,083.46	(547.66)	(9.00)
Non-controlling Interests	5.22	(210.31)	215.53	(102.48)
Profit Attributable to Owner of the Company before extraordinary items	5,541.02	5,873.15	(332.13)	(5.66)
Extraordinary items				
- Gain on termination of power purchase agreement	-	1,069.44	(1,069.44)	(100.00)
- Gain on disposal of long-term investment and long-term receivable	645.83	783.68	(137.85)	(17.59)
Profit Attributable to Owner of the Company	6,186.85	7,726.27	(1,539.42)	(19.92)
Earnings per share (Baht)	4.27	5.33	(1.06)	(19.92)



The operating result according to the consolidated financial statements of the Company and its subsidiaries for the year 2013 showed the profit of Baht 6,186.85 million or Baht 4.27 per share, decreasing by Baht 1,539.42 million or 19.92 per cent, compared to the profit of Baht 7,726.27 million or Baht 5.33 per share of the year 2012. The significant transactions in this period were as follows:

2.1 Revenue received from the Availability Payment ("AP")

Revenue received from the AP for the year 2013 was Baht 13,492.29 million, decreasing by Baht 1,155.65 million or 7.89 per cent from Baht 14,647.94

million in the year 2012. The main reasons were, in June 2012, RATCH-Australia Corporation Company Limited ("RAC"), a subsidiary in Australia, terminated Power Purchase Agreement of Collinsville Power Station as well as Australian Dollar depreciated comparing to the previous year, resulting in the decrease in the AP of RAC in the total amount of Baht 984.25 million. In addition, the revenue received from AP of Ratchaburi Electricity Generating Company Limited ("RG"), a subsidiary, decreased in the amount of Baht 171.40 million since there were shutdowns for planned maintenance more than in the previous year. The maintenance schedules are as follows:

Planned Maintenance		
Ratchaburi Power Plants	2013	2012
Thermal Power Plant Unit 1	MO : Oct 27 - Dec 22, 2013	-
Thermal Power Plant Unit 2	MO : Aug 4 - Sep 29, 2013	-
Combined Cycle Power Plant Block 1	MI : Jan 2 - Jan 27, 2013 CI : Jan 13 - Jan 27, 2013	MO : Sep 23 - Nov 13, 2012
Combined Cycle Power Plant Block 2	MO : Jun 2 - Jul 23, 2013 MI : Jun 28 - Jul 23, 2013	CI : Dec 2 - Dec 11, 2012
Combined Cycle Power Plant Block 3	MI : Feb 3 - Feb 28, 2013 CI : Feb 14 - Feb 28, 2013	CI : Jan 1 - Jan 10, 2012

MO = Major Overhaul, MI = Minor Inspection, CI = Combustion Inspection

2.2 Cost of sales (excluded fuel costs)

Cost of sales (excluded fuel costs) for the year 2013 were Baht 7,300.43 million, decreasing by Baht 195.27 million or 2.61 per cent from Baht 7,495.70 million in the year 2012. The main reasons were the termination of Power Purchase Agreement of Collinsville Power Station and the depreciation of Australian Dollar, as specified in Section 1, decreased the cost of sales of RAC in the amount of Baht 506.87 million. On the other hand, the operating and maintenance expenses as well as spare part expenses of RG increased in the amount of Baht 162.45 million and Baht 191.85 million, respectively, since there were shutdowns for planned maintenance more than in the previous year. (as specified in Section 2.1)

2.3 Gain on termination of power purchase agreement

In June 2012, with the acceptance of an offer to terminate the Collinsville Power Station Power Purchase Agreement, RAC recorded a compensation fee in total amount of AUD 99.57 million (equivalent to Baht 3,202.57 million) and recorded expenses relating to the termination in the amount of Baht 2,133.13 million. As a result, RAC recognized gain on the termination in the amount of Baht 1,069.44 million.

2.4 Gain on disposal of long-term investment and long-term receivable

In June 2012, RAC sold 14.03 per cent of the investment in Loy Yang A Power Plant and recorded gain on disposal of long-term investment in the amount of Baht 783.68 million, comprising AUD 20 million cash and Scheduled Payment Option Agreement. In June 2013, RAC sold such agreement together with Scheduled Payment Deed Interest to 4 assignees at the purchase price of AUD 120.96 million (equivalent to Baht 3,518.06 million) and recognized gain on sale of long-term receivable in the amount of AUD 22.21 million (equivalent to Baht 645.83 million).

2.5 Other income

Other income for the year 2013 was Baht 407.57 million, increasing by Baht 180.72 million or 79.66 per cent from Baht 226.85 million in the year 2012. The main reason was RAC and RG recorded insurance compensations for equipment failures from insurance companies in the amount of Baht 67.83 million and Baht 11.58 million, respectively. In addition, RAC recorded a compensation for pollution reduction from Australian government and coal compensation after the termination of Collinsville Power Station Power Purchase Agreement increasing in the total amount of Baht 54.04 million.

2.6 Administrative expenses

Administrative expenses for the year 2013 were Baht 1,761.90 million, increasing by Baht 243.83 million or 16.06 per cent from Baht 1,518.07 million in the year 2012. The main reason was the development cost of Nam Ngum 3 Hydro Power Plant Project was written off in the amount of Baht 315 million due to the cancellation of project development contract by Lao PDR government. In addition, the development cost of Koh Kong Power Plant Project was written off in the total amount of Baht 29.14 million.

2.7 Finance costs

Finance costs for the year 2013 were Baht 1,633.39 million, decreasing by Baht 766.63 million or 31.94 per cent from Baht 2,400.02 million in the year 2012. The main reasons were the principal prepayment and the loan restructuring of RAC as well as the

depreciation of Australian Dollar comparing to the previous year decreased interest expenses of RAC in the amount of Baht 639.41 million. In addition, interest expenses of RG decreased in the amount of Baht 125.46 million due to the quarterly principal repayments.

2.8 Share of profits in jointly-controlled and associated entities

Share of profits in jointly-controlled and associated entities for the year 2013 was Baht 958.47 million, increasing by Baht 207.87 million or 27.69 per cent from Baht 750.60 million in the year 2012. The main reason was the commencement of commercial operation in jointly-controlled and associated entities, as follows;

(1) Solarta Company Limited, a jointly-controlled entity, has fully operated its 8 solar farms with the total generating capacity of 34.25 Megawatts since November 2012. As a result, the share of profits of the year 2013 in the portion of 49 per cent increased in the amount of Baht 84.14 million.

(2) First Korat Wind Company Limited, an associated entity, has operated its wind farm project with the generating capacity of 103.5 Megawatts since November 2012. As a result, the share of profits of the year 2013 in the portion of 20 per cent increased in the amount of Baht 128.65 million.

(3) K.R. Two Company Limited, an associated entity, has operated its wind farm project with the generating capacity of 103.5 Megawatts since February 2013. As a result, the share of profits of the year 2013 in the portion of 20 per cent increased in the amount of Baht 101.47 million.

2.9 Income tax expense

Income tax expense in the year 2013 was Baht 1,293.73 million, increasing by Baht 406.49 million or 45.82 per cent from Baht 887.24 million in the year 2012. The main reason was, in the year 2012, RAC recorded deferred tax assets in the amount of Baht 647.40 million. On the other hand, the income tax of RG decreased in the amount of Baht 257.42 million due to the decrease in the profit before tax, as well as, a reduction of corporate income tax rate in the year 2013 from 23 per cent to 20 per cent.



3. Analysis of Statements of Financial Position

3.1 Analysis of Assets

As at December 31, 2013, the total assets were Baht 88,903.25 million, decreasing by Baht 7,907.51

million or 8.17 per cent from Baht 96,810.76 million as at December 31, 2012. The details were as follows;

	Dec 31, 2013	Dec 31, 2012	Increase (Decrease)	%
(Million Baht)				
Current assets	20,899.69	21,034.58	(134.89)	(0.64)
Non-current assets	68,003.56	75,776.18	(7,772.62)	(10.26)
Total Assets	88,903.25	96,810.76	(7,907.51)	(8.17)

3.1.1 Property, plant, and equipment decreased by Baht 4,382.06 million due to the depreciation during the period in the amount of Baht 3,416.41 million as well as the depreciation of Australian Dollar, resulting in the decrease in property, plant, and equipment of RAC in the amount of Baht 1,295.24 million.

3.1.2 Other receivable from disposal of investment decreased by Baht 3,349.09 million since RAC sold Scheduled Payment Option Agreement in June 2013. (as specified in section 2.4)

3.1.3 Trade account receivable from related party increased by Baht 4,513.87 million. The main reason was trade account receivable of RG as at December 31, 2013 increased in the amount of Baht

4,506.29 million since the receivable consisted of the electricity sale in November and December 2013 whereas the receivable in December 2012 consisted of the electricity sale in the December 2012 only.

3.1.4 Cash and cash equivalents as well as current investments decreased in the amount of Baht 4,527.76 million.

3.2 Analysis of Liabilities and Equity

As at December 31, 2013, total liabilities and equity were Baht 88,903.25 million, decreasing by Baht 7,907.51 million or 8.17 per cent from Baht 96,810.76 million as at December 31, 2012. The details were as follows;

	Dec 31, 2013	Dec 31, 2012	Increase (Decrease)	%
(Million Baht)				
Liabilities	33,364.39	43,079.11	(9,714.72)	(22.55)
Equity	55,538.86	53,731.65	1,807.21	3.36
Liabilities and Equity	88,903.25	96,810.76	(7,907.51)	(8.17)

3.2.1 Liabilities decreased by Baht 9,714.72 million. The main reasons were as follows:

(1) RG made a repayment of short-term loan from a financial institution and debenture during the period in the total amount of Baht 3,589.90 million.

(2) The prepayment and restructuring loans of RAC and RH International (Singapore) Corporation PTE. Ltd. ("RHIS"), a subsidiary in Singapore, decreased loans from financial institutes in the amount of Baht 4,953.97 million.

(3) The depreciation of Japanese Yen resulted in the decrease in the value of Yen 15,000 million debenture of RHIS in the amount of Baht 628.14 million.

3.2.2 Equity increased by Baht 1,807.21 million. The main reasons were as follows:

(1) The profit of the year 2013 in the amount of Baht 6,186.85 million.

(2) The dividend payment announcement during the year 2013 in the amount of Baht 2.27 per share decreased retained earnings in the amount of Baht 3,291.50 million.

(3) Other components of equity decreased in the amount of Baht 1,160.36 million. The main reason was currency translation differences decreased the equity in the amount of Baht 1,436.52 million. On the other hand, there was a gain on fair value changes in available-for-sale investment in the amount of Baht 176.72 million.

4. Analysis of Cash Flows

(Million Baht)

	2013	2012	Increase (Decrease)
Net cash from operating activities	4,468.62	9,601.15	(5,132.53)
Net cash from (used in) investing activities	8,277.63	(2,788.39)	11,066.02
Net cash (used in) financing activities	(13,185.41)	(9,226.52)	(3,958.89)
	(439.16)	(2,413.76)	1,974.60
Effect of exchange rate on balances held on foreign currencies	(383.64)	(24.29)	(359.35)
Cash and cash equivalents at beginning of period	8,260.58	10,698.63	(2,438.05)
Cash and cash equivalents at end of period	7,437.78	8,260.58	(822.80)

Cash and cash equivalents of the Company and its subsidiaries as at December 31, 2013 were Baht 7,437.78 million, decreasing by Baht 822.80 million from Baht 8,260.58 million on December 31, 2012. The details were summarized below:

4.1 The decrease in net cash from operating activities decreased cash flow in the amount of Baht

5,132.53 million. The reason was the operating result during the year decreased cash in the amount of Baht 380.14 million. In addition, the changes in operating assets and liabilities decreased cash in the amount of Baht 4,752.39 million. The main reason was trade account receivable of RG increased for 1 period. (as specified in section 3.1.3)



4.2 The increase in net cash from investing activities increased cash flow in the amount of Baht 11,066.03 million. The main reasons were as follows;

(1) During the year 2013, cash received from current investments increased from the year 2012 in the amount of Baht 6,561.29 million.

(2) During the year 2013, RAC received cash from the sale of long-term receivable in the amount of Baht 3,518.06 million. (as specified in section 2.4)

4.3 The increase in net cash used in financing activities decreased cash flow in the amount of Baht 3,958.90 million. The main reasons were as follows;

(1) During the year 2013, the loan prepayment and the restructuring of the loan of RAC and RHIS decreased loans from financial institutes in the net amount of Baht 4,953.97 million.

(2) During the year 2013, finance costs paid from RG, RHIS, and RAC decreased in the amount of Baht 544.45 million.

5. Significant Financial Ratios

Ratios		2013	2012
1) Current Ratio	(Times)	0.91	1.38
2) Net Profit Ratio	(%)	11.56	13.40
3) Return on Equity	(%)	11.49	15.32
4) Return on Total Assets	(%)	6.66	8.18
5) EBITDA	(Million Baht)	12,879	15,118
6) EBITDA to Total Assets	(%)	13.87	15.57
7) Debt to Equity Ratio	(Times)	0.60	0.80
8) Debt Service Coverage Ratio	(Times)	1.16	1.73
9) Book Value per Share	(Baht)	37.72	36.53
10) Earning per Share	(Baht)	4.27	5.33

Connected Transactions

For the year ended 31 Dec 2013

1. Ratchaburi Electricity Generating Holding Public Company Limited

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
1.1 Management service agreements			
1.1.1 Providing services in internal audit, legal, secretariat to the Board of Directors, information technology and financial management ● In 2013, service income is Baht 86.18 million ● As at 31 Dec 2013, other receivables – accrued service is Baht 2.99 million	Ratchaburi Electricity Generating Co., Ltd. (Agreement signed on 2 Dec 2011)	86.18	Ratchaburi Electricity Generating Co., Ltd. does not have employees with these skills while the Company does. Service fee is charged on monthly basic plus other actual expenses based on market rate.
1.1.2 Service on the management and operation for PTO A Power Plant and its expansion ● In 2013, service income is Baht 16.31 million ● As at 31 Dec 2013, other receivables – accrued service is Baht 1.38 million	Ratchaburi Energy Co., Ltd. (agreement signed on 28 Nov 2011)	16.31	Ratchaburi Energy Co., Ltd. does not have employees with these skills while the Company does. Service fee is charged on monthly basis plus other actual expenses based on the market rate.
1.1.3 Providing legal service, secretariat service to the Board of Directors, accounting and budgeting as well as financial management and tax services ● In 2013, service income is Baht 0.12 million ● As at 31 Dec 2013, other receivables – accrued service is Baht 0.13 million	Ratchaburi Gas Co., Ltd. (agreement signed on 28 Jan 2013)	0.12	Ratchaburi Gas Co., Ltd. Required the Company to provide the services in which the Company has experience and employees with the skills. Service fee is charged based on market rate.
1.1.4 Providing internal audit, legal, tax, secretariat to the Board of Directors, information technology, financial management and human resource management services ● In 2013, service income is Baht 4.02 million	RATCH- Lao Services Co., Ltd. (agreement signed on 1 Dec 2009)	4.02	RATCH- Lao Services Co., Ltd. requested for the Company to provide the service as the Company has experts in this area. Service is charged at market rate.



Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
1.1.5 Providing legal, secretariat to the Board of Directors, accounting and budgeting, financial management and tax service ● In 2013, service income is Baht 4.10 million ● As of 31 Dec 2013, other account receivables – accrued income is Baht 0.64 million	RH International Corporation Ltd. (agreement signed on 26 Jan 2012)	4.10	RH International Corporation Ltd. requested for the Company to provide the service as the Company has experts in this area. Service is charged at market rate.
1.1.6 Providing legal, secretariat to the Board of Directors, accounting and budgeting, financial management and tax services ● In 2013, service income is Baht 0.12 million ● As of 31 Dec 2013, other account receivables – accrued income is Baht 0.13 million	Ratchaburi Alliances Co., Ltd. (agreement signed on 28 Jan 2013)	0.12	Ratchaburi Alliances Co., Ltd. requested for the Company to provide the service as the Company has experts in this area. Service is charged at market rate.
1.1.7 Securing loan and loan guarantee service ● In 2013, service income is Baht 23.78 million ● As at 31 Dec 2013, related transactions are as follows: - Account receivables – accrued service income is Baht 20.73 million - Deferred income is Baht 2.92 million	RH International (Singapore) Corporation Pte. Ltd. (agreement signed on 30 Nov 2011)	23.78	RH International (Singapore) Corporation Pte. Ltd. requested for the Company to provide the service the Company has experts in this area. Service is charged at market rate.
1.1.8 Providing technical, financial, accounting and legal services ● In 2013, service income is Baht 7.44 million ● As at 31 Dec 2013, other account receivables – accrued service is Baht 1.12 million	Sustainable Energy Corporation Co., Ltd. (agreement signed on 1 Mar 2012)	7.44	Sustainable Energy Corporation Co., Ltd. requested the Company to provide the service as the Company has experts in technical, financial, accounting and legal services. Monthly service charge plus actual other expenses are based on market rate.

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
1.1.9 Providing office space rental service and other services in the same premise ● In 2013, service income is Baht 0.71 million ● As at 31 Dec 2013, accrued income - accrued service is Baht 0.03	Sustainable Energy Corporation Co., Ltd. (agreement signed On 5 Mar 2013)	0.71	The Company rents out 110 square meter of office space and provides other services including computer network service and telephone services. The contract period is 32 months and 15 days (from 16 Apr 2013 – 31 Dec 2015).
1.1.10 Providing service by assigning executives to provide consultancy, act as an advisor, supervise business development, oversee strategic plans on engineering and finance ● In 2013, service income is Baht 13.57 million	RATCH Australia Corporation Ltd. (agreement signed on 1 Oct 2012)	13.57	RATCH-Australia Corporation Ltd. required the Company to participate in its management. The Company also has personnel with the required skills. Services are charged plus other expenses charged at actual costs.
1.1.11 Providing service by assigning 3 executives to take position as the Managing Director, Accounting and Finance Manager, and Administration and Agreement Manager at Tri Energy Co., Ltd. ● In 2013, service income is Baht 29.62 million ● As at 31 Dec 2013, other account receivables – accrued service is Baht 2.72 million	Tri Energy Co., Ltd. (Agreement signed on 14 Nov 2003)	29.62	Tri Energy Co., Ltd., requested for the service and the Company has experts in this area. Service is charged at market rate.
1.1.12 Providing service by secondment an executive to take position as Finance Director at Ratchaburi Power Co., Ltd. ● In 2013, service income is Baht 4.80 million	Ratchaburi Power Co., Ltd. (agreement signed on 1 Mar 2007)	4.80	Ratchaburi Power Co., Ltd., requested the Company to provide the service as the Company has experts in this area. Service is charged at market rate.



Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
1.1.13 Management Agreement with Ratchaburi Power Co., Ltd. ● In 2013, service income is Baht 75.42 million ● As at 31 Dec 2013, unearned revenue is Baht 13.08 million	Ratchaburi Power Co., Ltd. (agreement signed on 27 Feb 2004)	75.42	The Company provides media relations and technical consult on power plant construction, operations and maintenance. The Company receives service fee from the First commercial operation date of the first unit (1 Mar 2008). Agreement term is 25 years and 3 months.
1.1.14 Providing secondment service by assigning 2 executives to take position as the Managing Director and Administration and Finance Manager at Chubu Ratchaburi Electric Services Co., Ltd. ● In 2013, service income is Baht 9.93 million ● As at 31 Dec 2013, other account receivables – accrued service is Baht 0.89 million	Chubu Ratchaburi Electric Services Co., Ltd. (agreement signed on 1 Jan 2006)	9.93	Chubu Ratchaburi Electric Services Co., Ltd. requested for the service and the Company has experts in this area. Service charge is based on market rate.
1.1.15 Providing service by secondment employees to work in finance departments in SouthEast Asia Energy Ltd. ● In 2013, service income is Baht 2.31 million ● As at 31 Dec 2013 other account receivables – accrued service is Baht 0.21 million	SouthEast Asia Energy Ltd. (agreement signed on 10 Apr 2006)	2.31	SouthEast Asia Energy Ltd. requested for the Company to provide the service as the Company has experts in this area. Service is charged at market rate.
1.1.16 Providing technical, financial, accounting and legal services ● In 2013, service income is Baht 16.32 million ● As at 31 Dec 2013, other account receivables – accrued service is Baht 4.30 million	Hongsa Power Co., Ltd.	16.32	Hongsa Power Co., Ltd. requested the Company to provide the service as the Company has experts in this area. Service charge is based on market rate.

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
1.1.17 Service Agreement with Nam Ngum 2 Power Co., Ltd. ● In 2013, service income is Baht 25.00 million	Nam Ngum 2 Power Co., Ltd. (agreement signed on 26 May 2006)	25.00	Nam Ngum 2 Power Co., Ltd. has a service agreement with the Company. The Company receives service fee quarterly.
1.1.18 Providing service by secondment 3 executives to take position as Managing Director, Deputy to Managing Director and Manager at Nava Nakorn Electricity Generating Co., Ltd. ● In 2013, service income is Baht 9.11 million ● As at 31 Dec 2013 other account receivables – accrued service is Baht 1.76 million	Nava Nakorn Electricity Generating Co., Ltd. (agreement signed on 1 Jul 2012)	9.11	Nava Nakorn Electricity Generating Co., Ltd. requested the Company to provide the service as the Company has experts in this area. Service is charged at market rate .
1.1.19 Leasing office space and other services in the premise ● income in 2013 is Baht 1.40 million ● As of 31 Dec 2013, accrued income – accrued service is Bat 0.04 million	Nava Nakorn Electricity Generating Co., Ltd. (agreement signed on 1 Jul 2012)	1.40	The Company leased out office space covering 125 square metres and provide other services in the premise, including computer network and telephone system. The service contract last for 36 months. (starting from 1 Jan 2013-31 Dec 2015)
1.1.20 Providing secondment service by assigning representatives to be the Deputy Managing Director, Finance and Administration Director, manger and employees ● As of 2013, service income is Baht 7.02 million ● As at 31 Dec 2013, other account receivables – accrued income is Baht 1.76 million	Ratchaburi World Cogeneration Co., Ltd.	7.02	Ratchaburi World Cogeneration Co.,Ltd. requested for the Company to provide the service and the Company has experts with the required skills. Service charge is based on market rate plus other service expense which is charged at actual cost.



Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
1.1.21 Providing secondment service by assigning representatives to be the Managing Director and Deputy Managing Director at Solarta Co., Ltd. ● In 2013, service income is Baht 7.36 million ● As at 31 Dec 2013, other account receivables - accrued income is Baht 1.31 million	Solarta Co., Ltd. (agreement signed on 2 Jul 2013)	7.36	Solarta Co., Ltd. requested the Company to provide the service and the Company has experts with the required skills. Service charge is based on market rate.
1.1.22 Leasing office space and providing other services in the premise ● Service income in 2013 is Baht 0.78 million ● As of 31 Dec 2013, accrued income – accrued service income is Baht 0.02 million	Solarta Co., Ltd. (agreement signed on 3 Jul 2013)	0.78	The Company leased out office space covering 72 square metres and provided other services in the area, including computer network and telephone system. The service contract last for 36 months. (starting from 1 Jan 2013-31 Dec 2015)
1.1.23 Leasing office space of Ratchaburi Electricity Generating Holding PCL on Ngamwongwan Road covering 65 square-metre area ● Service income in 2013 is Baht 0.19 million	Sukhothai Energy Co., Ltd. (agreement signed on 1 Feb 2013)	0.19	The Company leased out office space covering 65 square metres and provided other services in the area, including computer network and telephone system. (The contract ended in May 2013)
1.1.24 Providing service by assigning executives to serve as Assistant Managing Director, Directors, Managers and employees ● In 2013, service income is Baht 37.46 million ● As at 31 Dec 2013 other account receivables – accrued service is Baht 34.88 million and accrued income – service income is 5.28 million	Xe-Pian Xe-Namnoy Power Co., Ltd. (agreement signed on 1 Apr 2012)	37.46	Xe-Pian Xe-Namnoy Power Co., Ltd. requested for the Company to provide the service and the Company has experts with the required skills. Service charge is based on market rate.

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
1.1.25 Providing management service of the Huay Bong 3 Wind Power Project ● In 2013, service income is Baht 0.90 million ● As at 31 Dec 2013 other account receivables – accrued service is Baht 0.16 million	First Korat Wind Power Co., Ltd. (agreement signed on 23 Jan 2013)	0.90	First Korat Wind Power Co., Ltd. requested the Company to provide the service and the Company has experts in this area. Service is charged at market rate.
1.1.26 Management service to Huay Bong 2 Power Plant ● In 2013, income service is Baht 0.90 million ● As at 31 Dec 2013, other account receivables – accrued income is Baht 0.16 million	K.R. Two Co., Ltd. (agreement signed on 23 Jan 2013)	0.90	K.R. Two Co., Ltd. requested the Company to provide the service as the Company has experts in this area. Service is charged at market rate.

1.2 Loan to subsidiaries/jointly-controlled entities

1.2.1 The Company gave Ratchaburi Electricity Generating a loan in form of promissory note. The loan as of 31 Dec 2013 is as follows:

	Million baht	Ratchaburi Electricity Generating Co., Ltd. (Board of Directors' resolutions No. 11/2004, 6/2006, 1/2012, 3/2013 and 11/2013)	124.83	For Ratchaburi Electricity Generating Co.,Ltd. to use as working capital. Interest rate is 4.5% per annum which is considered appropriate.
31 Dec 2012	Previous loan	2,400		
	New loan	<u>8,960</u>		
	Repayment	<u>(8,000)</u>		
31 ธ.ค. 56	Balance	3,360		

- In 2013, interest received is Baht 124.83 million
- As at 31 Dec 2013, other receivables – accrued interest is Baht 17.47 million



Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
1.2.2 Loan extended to RATCH-Lao Services Co., Ltd. under a loan agreement. Total loan value as at 31 Dec 2013 is USD 36 million. ● In 2013, interest received is Baht 30.36 million.	RATCH-Lao Services Co., Ltd. (agreement signed on 17 Dec 2010 and 16 Feb 2012)	30.36	The loan is proposed for subscription of shares offered by EDL-Generation Public Company (EDL-Gen) which is traded in Lao Securities Exchange. The interest rates are 2.50% and 3.65% per annum, respectively.
1.2.3 Loan extended to SouthEast Asia Energy Ltd.'s Vientiane branch in the form of Shareholders' Loan Agreement, totaling Baht 62.50 million. On 1 Mar 2013, the entire amount was repaid. ● In 2013, interest received is Baht 0.83 million.	SouthEast Asia Energy Ltd. (agreement signed on 4 Sept 2007)	0.83	The loan is to support the feasibility study of the Nam Bak I – II Project. Baht 250 million loan was sought from shareholders at the average MLR rate of Krung Thai Bank, TMB and Siam City Bank plus 1%, which is considered an appropriate rate.
1.2.4 Loan to Xe-Pian Xe-Namnoy Power Co., Ltd. in the form of Shareholders' Loan Agreement. Total loan and accrued interest of USD 10.33 million were transferred to investment in the jointly-controlled entity as at 13 Dec 2013. ● In 2013, interest received is Baht 9.54 million	Xe-Pian Xe-Namnoy Power Co., Ltd. (agreement signed on 15 May 2013)	9.54	The loan is granted in order to use as the project development expense through loaning from shareholders in the total of USD 50 million and interest rate of 7% per annum.

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
1.3 Contracting subsidiaries for service			
1.3.1 The Company contracted RATH-Lao Services to recruit personnel and operate the business under Construction Service Contract (CSC) for the Xe-Pian Xe-Namnoy Hydroelectric Power Project ● In 2013, CSC expense is Baht 0.11 million ● As at 31 Dec 2013, other creditor- service for CSC Project is Baht 0.11 million	RATCH-Lao Services Co., Ltd. (agreement signed on 1 Dec 2013)	0.11	RATH-Lao Services has capability to recruit the right personnel for the Project under the Construction Service Contract, effective from Dec 2013 to Mar 2019.

2. Ratchaburi Electricity Generating Co.,Ltd.

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
2.1 Power Purchase Agreement – Ratchaburi Power Plant			
2.1.1 Ratchaburi Electricity Generating Co., Ltd. signed a 25-year power purchase agreement with EGAT ● In 2013, power sales income is Baht 47,945.49 million ● As at 31 Dec 2013, related parties' transactions are as follows: - Trade account receivables Baht 8,300.68 million - Accrued income Baht 13.72 million	EGAT (agreement signed on 9 Oct 2000)	47,945.49	Ratchaburi Electricity Generating Co., Ltd. has to supply power from its plant to EGAT and will receive income from EGAT according to the Power Purchase Agreement according to the normal business practice.
2.1.2 Ratchaburi Electricity Generating Co., Ltd. contracted EGAT as fuel oil supplier ● In 2013, fuel oil cost is Baht 989.11 million ● As at 31 Dec 2013, total trade payable is Baht 32.32 million	EGAT (agreement signed on 9 Oct 2000)	989.11	EGAT supplies fuel oil at market price according to Power Purchase Agreement.



Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
2.2 Station service power and power for water supply system - In 2013, expense is Baht 190.28 million - As at 31 Dec 2013, connected transactions are as follows: - Account payable – Nov 2013 Baht 11.45 million - Accrued expenses – Dec 2013 Baht 22.48 million	EGAT (agreement signed on 24 Jul 2001)	190.28	Ratchaburi Electricity Generating Co., Ltd. had to buy electricity from EGAT to maintain its station service power and electricity for water supply system. The power price is the same as other companies buying electricity from EGAT.
2.3 Power Plant Operation and Maintenance Agreement Ratchaburi Electricity Generating Co., Ltd., commissioned EGAT to provide power plant operation and major and general maintenance services - In 2013, total expenses is Baht 1,242.83 million, including: - Monthly retainer of Baht 1,034.61 million - Other expenses of Baht 208.22 million - As at 31 Dec 2013, related transactions are as follows: - Account payables Baht 79.05 million - Accrued expenses Baht 6.90 million	EGAT (agreement signed on 7 Jan 2008)	1,242.83	EGAT has experience and expertise in power plant operations and maintenance. Service fees are adjusted according to Thailand's annual consumer price index, which is a normal practice in business standard.
2.4 Management service agreement 2.4.1 Ratchaburi Electricity Generating Co., Ltd., leases to Ratchaburi Power Co., Ltd., a plot of 143 rai of land. - In 2013, income is Baht 11.56 million - As at 31 Dec 2013, unearned revenue is Baht 1.45 million	Ratchaburi Power Co., Ltd. (agreement signed on 7 Jun 2004)	11.56	Ratchaburi Power Plant has comprehensive facilities and infrastructure that support power generating business. Ratchaburi Electricity Generating Co., Ltd.'s charge for the lease will be increased every 5 years in accordance to Thailand's consumer price index, which is a normal business practice standard.

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
2.4.2 Ratchaburi Electricity Generating Co., Ltd. leases to Ratchaburi Power Co., Ltd., a plot of 2 rai land for national gas receiving station ● In 2013, income is Baht 0.16 million ● As at 31 Dec 2013, unearned revenue is Baht 0.02 million	Ratchaburi Power Co., Ltd. (agreement signed on 21 Oct 2005)	0.16	Ratchaburi Power Plant has comprehensive facilities and infrastructure that support power generating business. Ratchaburi Electricity Generating Co., Ltd.'s charge for the lease which will be increased every 5 years in accordance to Thailand's consumer price index, which is a normal business practice standard.
2.4.3 Ratchaburi Electricity Generating Co., Ltd. has common Facility Agreement with Ratchaburi Power Co., Ltd. ● In 2013, total income is Baht 33.76 million, including - Environmental services Baht 3.20 million - Diesel oil tank rental Baht 2.12 million - Infrastructure services Baht 28.44 million ● As at 31 Dec 2013, other account receivables is Baht 10.27 million	Ratchaburi Power Co., Ltd. (agreement signed on 25 Nov 2005)	33.76	Ratchaburi Electricity Generating Co., Ltd., has comprehensive infrastructure and facilities to support power generating business. Services fees are as follows: Environmental service, diesel oil tank increasing every five years according to Thai CPI which is a normal business standard and Infrastructure service charge based on the agreement, which is a normal business standard.
2.5 Environmental Service Agreement			
2.5.1 Ratchaburi Electricity Generating Co., Ltd. commissioned EGAT to monitor environment quality for Ratchaburi Power Plant during 2012-2013 ● In 2013, total expense is Baht 4.30 million ● As at 31 Dec 2013, prepaid expense is Baht 1.10 million	EGAT (agreement signed on 14 Feb 2012 and 4 Feb 2013)	4.30	Ratchaburi Electricity Generating Co., Ltd., does not have employees with this skill while EGAT has specialists in this area. Service fee is in accordance with a normal business practice.



Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
2.5.2 Ratchaburi Electricity Generating Co., Ltd. commissioned EGAT to monitor environment quality for bunker oil supply system during 2012-2013 ● In 2013, expense is Baht 0.92 million ● As at 31 Dec 2013, prepaid expense is Baht 0.23 million	EGAT (agreement signed on 14 Feb 2012 and 4 Feb 2013)	0.92	Ratchaburi Electricity Generating Co., Ltd. does not have employees with this skill while EGAT has specialists in this area. Service fee is according to normal business practice.
2.5.3 Ratchaburi Electricity Generating Co., Ltd. hired EGAT to monitor waste water treatment system at Ratchaburi Power Plant during 2012-2013 ● In 2013, total expense is Baht 0.17 million ● As at 31 Dec 2013, prepaid expense is Baht 0.06 million	EGAT (agreement signed on 14 Feb 2012 and 4 Feb 2013)	0.17	Ratchaburi Electricity Generating Co., Ltd. does not have employees with this skill while EGAT has specialists in this area. Service fee is according to normal business practice.
2.5.4 Ratchaburi Electricity Generating Co., Ltd. commissioned EGAT to coordinate the fuel (bunker oil) sourcing and supply ● In 2013, expense is Baht 3.03 million ● As at 31 Dec 2013, prepaid expense is Baht 1.30 million	EGAT (agreement signed on 1 Jul 2012)	3.03	EGAT is PTT's major client thus has good bargaining power on price, volume and speed of delivery. The service fee is according to normal business practice.

3. RH International (Singapore) Corporation Pte. Ltd.

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
3.1 Extend loan to RATCH-Australia Corporation Ltd.			
RH International (Singapore) Corporation Pte. Ltd. extended AUD 250 million loan to RATCH-Australia Corporation Ltd under Mezzanine Facility Agreement.	RATCH-Australia Corporation Lt. (agreement signed on 22 May 2013)	218.05	To pay previous loans of RAC and restructure the Company's loan structure. Interest rate is at BBSY + 2.25% per annum while management service fee is at 1.25% per annum.
- In 2013, transactions are as follows: - Interest received is Baht 218.05 million - Service income is Baht 47.96 million			

4. Ratchaburi Energy Company Limited

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
4.1 Power Purchase Agreement			
Ratchaburi Energy Co., Ltd. signed the purchase agreement with EGAT to supply electricity from the 1.75 MW PTO Project in Sukhothai province	EGAT (agreement signed on 3 Dec 2008)	18.33	Ratchaburi Energy Co., Ltd. has to supply electricity from the PTO project which produces electricity from flare gas from oil refinery (PTO-A Project) in Sukhothai to EGAT. It receives income from EGAT according to the power purchase agreement which is a normal business practice.
- In 2013, income is Baht 18.33 million, including - Power sales is Baht 18.13 million - Contribution to the Fund is Baht 0.20 million - As at 31 Dec 2013, trade receivable is Baht 4.26 million			



5. RATCH-Lao Services Co., Ltd.

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
5.1 O&M Agreement for Nam Ngum 2 Hydroelectric Power Plant			
RATCH-Lao Services Co., Ltd. signed agreement to provide operation and maintenance services to Nam Ngum 2 Hydroelectric Power Plant and dam including building and facility maintenance and management service. - In 2013, service income is Baht 122.00 million - As at 31 Dec 2013, related trade account receivable is Baht 10.17 million	Nam Ngum 2 Power Co., Ltd. (agreement signed on 25 Jun 2009)	122.00	RATCH-Lao Services Co., Ltd. provides operation and maintenance service for the power plant and dam, including building and facility and management service for 27 years. Service charge for the operational phase (1 Nov 2010 until the end of the concession period) will be increased 3% per annum, which is normal business practice.
5.2 Subcontract O&M Agreement for the Nam Ngum 2 Hydroelectric Power Plant			
RATCH-Lao Services Co., Ltd. signed a subcontract agreement with EGAT to provide operation and maintenance service to Nam Ngum 2 Hydroelectric Power Plant and dam. - In 2013, total service is Baht 75.32 million - As at 31 Dec 2013, related trade account payable is Baht 6.28 million	EGAT (agreement signed on 26 Jun 2008)	75.32	RATCH-Lao Services Co., Ltd. does not have employees with this skill while EGAT has specialists in this area. RATCH-Lao Services Co., Ltd., therefore, signed the subcontract agreement with EGAT for the operation phase (1 Nov 2010 until the end of the concession period) service fee is charged and is increased at 3% per annum, which is normal business practice.

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
5.3 Providing extra work security service under the O&M Agreement for Nam Ngum 2 Hydroelectric Power Plant			
5.3.1 Providing service contract, repair and maintenance the power plant under the purchase order ● In 2013, other service income is Baht 20.84 million ● As at 31 Dec 2013, accrued income is Baht 11.34 million	Nam Ngum 2 Power Co., Ltd. (agreement signed on 25 Jun 2009)	20.84	RATCH-Lao Services Co., Ltd. provides additional service or extra work.
5.3.2 Providing service contract, repair and maintenance the power plant ● In 2013, other service income is Baht 14.65 million	EGAT (agreement signed on 26 Jun 2009)	14.65	RATCH-Lao Services Co., Ltd. does not have employee with the required skills while EGAT has highly skill personnel. RATCH-Lao Services therefore made subcontract with EGAT.
5.4 Fuel supply and other services			
5.4.1 Fuel supply ● In 2013, other service is Baht 1.31 million ● As at 31 Dec 2013, related transactions are as follows: - Related trade account payable is Baht 0.53 million - Unearned revenue is Baht 0.28 million	Nam Ngum 2 Power Co., Ltd. (agreement signed on 25 Jun 2009)	1.31	RATCH-Lao Services Co., Ltd. provides fuel supply for automobile usage in Nam Ngum 2 Dam and other services that is not covered in O&M agreement.
5.4.2 Fuel supply ● In 2013, other service is Baht 1.10 million ● As at 31 Dec 2013, related transactions are as follows: - Related trade account payable is Baht 0.11 million - Unearned revenue is Baht 0.09 million	EGAT (agreement signed on 26 Jun 2009)	1.10	RATCH-Lao Services Co., Ltd. provides fuel supply for automobile usage in Nam Ngum 2 Dam and other services that is not covered in O&M agreement.



Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
5.5 Agreement on Major Maintenance Service (MMA)			
RATCH-Lao Services Co., Ltd. signed the Subcontract Agreement on Major Maintenance Services ● In 2013, service income is Baht 61.80 million ● As at 31 Dec 2013, related trade account payable is Baht 10.30 million	Nam Ngum 2 Power Co., Ltd. (agreement signed on 3 Sept 2012)	61.80	RATCH-Lao Services Co., Ltd. provides major maintenance service to Nam Ngum 2 Power Plant for 7 years. Service fees are according to normal business practice.
5.6 Subcontract Agreement on Major Maintenance Service (MMA)			
RATCH-Lao Services Co., Ltd. signed the Subcontract Agreement on Major Maintenance Services for Nam Ngum 2 Power Plant with EGAT ● In 2013, service income is Baht 45.32 million ● As at 31 Dec 2013, related trade account payable is Baht 3.78 million	EGAT (agreement signed on 4 Sept 2012)	45.32	RATCH-Lao Services Co., Ltd. entered into a subcontract agreement on major maintenance service for Nam Ngum 2 Power Plant for 7 years. Service fees are according to business practice.

Connected Transactions	Related Parties	Value (Million baht)	Necessities and Reasons
5.7 Outsource Service Agreement on technicians, administrative officers, drivers and cleaning services for the Hongsa Thermal Power Plant in Lao PDR EGAT commissioned RATCH-Lao Services to recruit technicians to operate and maintain the Hongsa Thermal Power Plant ● In 2013, Performance Bond of Baht 4.35 million or 5% of the total contract value ● As at 31 Dec 2013, other account receivable is Baht 4.35 million	EGAT	4.35	EGAT considered that RATCH-Lao Services is a Lao legal entity that has good understanding and flexibility in efficiently coordinating all activities in Lao PDR and, therefore, hired the company to recruit technicians to handle Hongsa Thermal Power Plant operations and maintenance. RATCH-Lao Services would recruit personnel at the required number and qualifications stated in the contract by EGAT. The service period is 40 months (Mar 2014 – Jun 2017) and contract value is Baht 87 million.



Relationship between parties engaged in connected transactions is as follows:

1. Ratchaburi Electricity Generating Holding Public Company Limited

- 1.1 The Company and Ratchaburi Electricity Generating Company Limited
 - The Company holds 99.99 per cent in Ratchaburi Electricity Generating Company Limited
 - Some of the Company's executives are directors of Ratchaburi Electricity Generating Company Limited
- 1.2 The Company and Ratchaburi Energy Company Limited
 - The Company holds 99.99 per cent in Ratchaburi Energy Company Limited
 - Some of the Company's executives are directors of Ratchaburi Energy Company Limited
- 1.3 The Company and Ratchaburi Gas Company Limited
 - The Company holds 99.99 per cent in Ratchaburi Gas Company Limited
 - Some of the Company's executives are directors of Ratchaburi Gas Company Limited
- 1.4 The Company and RATCH-Lao Services Company Limited
 - The Company holds 99.99 per cent in RATCH-Lao Services Company Limited
 - Some of the Company's executives are directors of RATCH-Lao Services Company Limited
- 1.5 The Company and RH International Corporation Limited
 - The Company holds 99.99 per cent in RH International Corporation Limited
 - Some of the Company's executives are directors of RH International Corporation Limited

- 1.6 The Company and Ratchaburi Alliances Company Limited
 - Ratch Udom Power Company Limited which is the Company's subsidiary, holds 99.99 per cent in of Ratchaburi Alliances Company Limited
 - Some of the Company's executives are directors in Ratchaburi Alliances Company Limited
- 1.7 The Company and RH International (Singapore) Corporation Limited
 - The Company holds 99.99 per cent in RH International Corporation Limited
 - RH International Corporation Limited, which is the Company's subsidiary, holds 99.99 per cent stake in RH International (Mauritius) Corporation Limited
 - RH International (Mauritius) Corporation Limited holds 99.99 per cent stake in RH International (Singapore) Corporation Limited
 - Some of the Company's executives are directors of RH International Corporation Limited
- 1.8 The Company and RATCH-Australia Corporation Limited
 - The Company holds 99.99 per cent in RH International Corporation Limited
 - RH International Corporation Limited, which is the Company's subsidiary, holds 100 per cent stake in RH International (Mauritius) Corporation Limited
 - RH International (Mauritius) Corporation Limited holds 100 per cent stake in RH International (Singapore) Corporation Pte. Limited
 - RH International (Singapore) Corporation Pte. Limited holds 80.00 per cent stake in RATCH-Australia Corporation Limited.
 - Some of the Company's executives are directors of RATCH-Australia Corporation Limited

- 1.9 The Company and Sustainable Energy Corporation Company Limited
- Ratchaburi Energy Company Limited, which is the Company's subsidiary, holds 55.18 per cent stake in Sustainable Energy Corporation Company Limited
 - Some of the Company's executives are directors of Sustainable Energy Corporation Company Limited
- 1.10 The Company and Tri Energy Company Limited
- Ratchaburi Gas Company Limited, which is the Company's subsidiary, holds 50.00 per cent stake in Tri Energy Company Limited
 - Some of the Company's executives are directors of Tri Energy Company Limited
- 1.11 The Company and Ratchaburi Power Company Limited
- Ratchaburi Alliances Company Limited which is the Company's subsidiary holds 25.00 per cent in Ratchaburi Power Company Limited
 - Some of the Company's executives are directors of Ratchaburi Power Company Limited
- 1.12 The Company and Chubu Ratchaburi Electric Services Company Limited
- The Company holds 50.00 per cent stake in Chubu Ratchaburi Electric Services Company Limited
 - Some of the Company's executives are directors of Chubu Ratchaburi Electric Services Company Limited.
- 1.13 The Company and SouthEast Asia Energy Limited
- The Company holds 33.33 per cent stake in SouthEast Asia Energy Limited
 - Some of the Company's executives are directors of SouthEast Asia Energy Limited
- 1.14 The Company and Hongsa Power Company Limited
- The Company holds 40.00 per cent stake in Hongsa Power Company Limited
 - Some of the Company's executives are directors of Hongsa Power Company Limited
- 1.15 The Company and Nam Ngum 2 Power Company Limited
- SouthEast Asia Energy Limited which is the Company's jointly-controlled entity, holds 75.00 per cent in Nam Ngum 2 Power Company Limited
 - Some of the Company's executives are directors in Nam Ngum 2 Power Company Limited
- 1.16 The Company and Nava Nakorn Electricity Generating Company Limited
- The Company holds 40 per cent stake in Nava Nakorn Electricity Generating Company Limited
 - Some of the Company's executives are directors of Nava Nakorn Electricity Generating Company Limited
- 1.17 The Company and Ratchaburi World Cogeneration Company Limited
- The Company holds 40.00 per cent stake in Ratchaburi World Cogeneration Company Limited
 - Some of the Company's executives are directors of Ratchaburi World Cogeneration Company Limited
- 1.18 The Company and Solarta Company Limited
- The Company holds 49.00 per cent stake in Solarta Company Limited
 - Some of the Company's executives are directors of Solarta Company Limited



- 1.19 The Company and Sukhothai Energy Company Limited
 - The Company holds 25.00 per cent stake in Sukhothai Energy Company Limited
 - Some of the Company's executives are directors of Sukhothai Energy Company Limited
- 1.20 The Company and Xe-Pian Xe-Namnoy Power Company Limited
 - The Company holds 25.00 per cent stake in Xe-Pian Xe-Namnoy Power Company Limited
 - Some of the Company's executives are directors of Xe-Pian Xe-Namnoy Power Company Limited
- 1.21 The Company and First Korat Wind Company Limited
 - The Company holds 20.00 per cent stake in First Korat Wind Company Limited
 - Some of the Company's executives are directors of First Korat Wind Company Limited
- 1.22 The Company and K.R. Two Company Limited
 - The Company holds 20.00 per cent stake in K.R. Two Company Limited
 - Some of the Company's executives are directors of K.R. Two Company Limited
- 2. Ratchaburi Electricity Generating Company Limited**
 - 2.1 Ratchaburi Electricity Generating Company Limited and EGAT
 - The Company holds 99.99 per cent stake in Ratchaburi Electricity Generating Company Limited
 - EGAT holds 45.00 per cent stake in the Company
 - Some of EGAT executives are directors of the Ratchaburi Electricity Generating Company Limited
- 2.2 Ratchaburi Electricity Generating Company Limited and Ratchaburi Power Company Limited
 - The Company holds 99.99 per cent stake in Ratchaburi Electricity Generating Company Limited
 - Ratchaburi Alliances Company Limited, the Company's subsidiary, holds 25.00 per cent stake in Ratchaburi Power company Limited.
 - Some of the company's directors and executives are directors of Ratchaburi Power Company Limited
- 3. RH International (Singapore) Corporation Pte. Limited**
 - 3.1 RH International (Singapore) Corporation Pte. Limited and RATCH-Australia Corporation Limited
 - RH International (Singapore) Corporation Pte. Limited holds 80.00 per cent stake in RATCH-Australia Corporation Limited
 - Some of the Company's executives are executives and directors of RATCH-Australia Corporation Limited
- 4. Ratchaburi Energy Company Limited.**
 - 4.1 Ratchaburi Energy Company Limited and EGAT
 - EGAT holds 45.00 per cent stake in the Company
 - The Company holds 99.99 per cent stake in Ratchaburi Energy Company Limited
- 5. RATCH-LAO Service Company Limited.**
 - 5.1 RATCH-Lao Services Company Limited and Nam Ngum 2 Company Limited
 - The Company holds 99.99 per cent stake in Ratch-Lao Services Company Limited
 - SouthEast Asia Energy Limited, which is a jointly-controlled entity of the Company, holds 75.00 per cent stake in Nam Ngum 2 Company Limited
 - 5.2 RATCH-Lao Services Company Limited and EGAT
 - EGAT holds 45.00 per cent stake in the Company
 - The Company holds 99.99 per cent stake in RATCH-Lao Services Company Limited

Auditor's Remuneration

Audit Fee

The Company and its subsidiaries, including Ratchaburi Electricity Generating Company Limited, Ratchaburi Energy Company Limited, Ratchaburi Gas Company Limited, Ratchaburi Alliances Company Limited, RH International Corporation Limited, RATCH-Lao Services Company Limited and RATCH O&M Company Limited recorded Baht 2,145,000 payment (not included Baht 60,000 out-of-pocket expenses) made to the auditor's office in the past fiscal year. This included Baht 810,000 for the Company's auditing fee and Baht 1,335,000 for the auditing fee for its subsidiaries who were responsible for own auditing fee (not included Baht 60,000 out-of-pocket expenses). The Company did not pay fee to the auditor, person or any business related to the auditor and the office that the auditors work for in the previous year.

Non Audit Fee

In the past fiscal year, the Company and its subsidiaries did not receive other services from the auditors' office or other persons or businesses related to the auditors and the auditors' office.



Board of Directors Information

Mr. Kurujit Nakornthap

Chairman

Investment Committee Chairman
(EGAT's Representative Director)

Age 58 years

Current Position in Office	RATCH Shareholding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
2 (19 Dec. 11 - Present)*	None	None	None	None	Connected Transactions with EGAT, a Major Shareholder, as disclosed in this Annual Report and the Connected Person did not participate in the consideration and he has no right to vote in the transaction.

Education and Training

- Ph.D. in Petroleum Engineering, University of Oklahoma, U.S.A.
- Master of Science in Petroleum Engineering, University of Oklahoma, U.S.A.
- Bachelor of Science (with Special Distinction) in Petroleum Engineering, University of Oklahoma, U.S.A.
- Certificate, Senior Executive Development Program (Visionary Leadership) Class 46, Office of the Civil Service Commission
- Senior Executive Program (SEP 60), London Business School, U.K.
- Diploma, The National Defence Course, Class 51 (2008 – 2009), National Defence College
- Certificate, Top Executive Program in Commerce and Trade Program, Class 3 (2010)
- Certificate, Senior Executive Program on Administrative Justice, Class 2 (2011), Institute of Administrative Justice Development
- Certificate, Capital Market Academy Executive Program (CMA), Class 13 (2011), Capital Market Academy
- Certificate, Executive Program on Energy Literacy for a Sustainable Future (TEA), Class 1 (2012), Thailand Energy Academy

- Certificate, “Bhumipalung Phandin” Executive Program, Class 2 (2013), Chulalongkorn University
- Certificate, Director Accreditation Program, (DAP 64/2007), Thai Institute of Directors Association
- Certificate, Audit Committee Program, (ACP 32/2010), Thai Institute of Directors Association
- Certificate, Role of Compensation Committee, (RCC 12/2011), Thai Institute of Directors Association

Previous Working Experiences

- 2008 - 2010 Director-General of the Department of Mineral Fuels, Ministry of Energy
- 2006 - 2008 Deputy Permanent Secretary, Ministry of Energy

Other Positions at Present

- 2011 - Present Board of Directors Member, Electricity Generating Authority of Thailand (EGAT)⁽¹⁾
- 2010 - Present Deputy Permanent Secretary, Ministry of Energy
- 2007 - Present Board of Directors Member, Esso (Thailand) Public Company Limited⁽⁴⁾

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise

Mr. Trakul Winitnaiyapak

Director

Human Resources and Remuneration Committee Chairman

Investment Committee Member

(EGAT's Representative Director)

Age 63 years

Current Position in Office	RATCH Shareholding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
2 (19 Dec. 11 - Present)*	None	None	None	None	Connected Transactions with EGAT, a Major Shareholder, as disclosed in this Annual Report and the Connected Person did not participate in the consideration and he has no right to vote in the transaction.

Education and Training

- Master of Law, School of Law, Tulane University, U.S.A.
- Barrister at Law, Institute of Legal Education, Thai Bar Association
- Bachelor of Law, Thammasat University
- Diploma, National Defence Course for the Joint State-Private Sector (Class 17), National Defence College
- Certificate, Politics and Governance in Democratic Systems for Executive Course (Class 11), King Prajadhipok's Institute
- Certificate, Crime Prevention and Treatment of Offender, United Nations for Asia and Far East Institute, Japan
- Certificate, Training in Child Abuse Prosecutors and Investigators, American Prosecutor Research Institute, U.S.A.
- Certificate, Children's Rights, British Council International Seminar, Oxford University, U.K.
- Certificate, The 2000 Executive Leadership, Georgetown University, U.S.A.
- Certificate, Senior Criminal Justice Executive Program, International Law Enforcement Academy (ILEA), Thailand
- Certificate, Senior Crisis Management, Maryland University, U.S.A.
- Certificate, Capital Market Academy Leader Program (CMA), Class 13 (2011), Capital Market Academy
- Certificate, Director Certification Program (DCP 147/2011), Thai Institute of Directors Association
- Certificate, Executive Program on Energy Literacy for a Sustainable Future (TEA), Class 2 (2013), Thailand Energy Academy
- Certificate, "Bhumipalung Phandin" Executive Program, Class 2 (2013), Chulalongkorn University
- Certificate, Senior Executives on Justice Administration, Batch 17, Judicial Training Institute

Previous Working Experiences

- 2006-2011 Inspector General, Office of the Attorney General

Other Positions at Present

- 2011-Present Deputy Attorney-General, Office of the Attorney General
- 2011-Present Board of Directors, The Electricity Generating Authority of Thailand ⁽¹⁾

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise



Captain Siridech Julpema

Independent Director

Audit Committee Chairman

Age 63 years

Current Position in Office	RATCH Share-holding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (13 Feb. 12 - Present)*	None	None	None	None	None

Education and Training

- Master of Public Administration, The National Institute of Development Administration
- International Aviation Management Training Institute for Aviation Manager at Montreal, Canada
- Bachelor of Science, Electrical, Royal Thai Air Force Academy
- Certificate, Public Director Program, Public Director Institute
- Certificate, Director Certification Program (DCP 156/2012), Thai Institute of Directors Association
- Certificate, Advance Audit Committee Program (ACP 40/2012), Thai Institute of Directors Association
- Certificate, Successful Formulation & Execution of Strategy (SFE 19/2013), Thai Institute of Directors Association
- Certificate, Monitoring Fraud Risk Management Course (MFM 8/2012), Thai Institute of Directors Association
- Certificate, Monitoring the Internal Audit Function Course (MIA 13/2012), Thai Institute of Directors Association
- Certificate, Monitoring the Quality of Financial Reporting Course (MFR 16/2012), Thai Institute of Directors Association
- Certificate, Monitoring the System of Internal Control and Risk Management Course (MIR 13/2012), Thai Institute of Directors Association

Previous Working Experiences

- Counselor of Deputy Prime Minister
- Sub-Committee Chairman of Monitoring and Evaluating Project
- Board of Directors Metropolitan Electricity Authority (MEA)
- Committee of Nonthaburi Flood Disaster
- Committee of Risk Management, MEA
- Committee of MEA Policy Plan, MEA
- Committee of MEA's Governor, Policy Plan and Performance Appraisal, MEA
- Committee of Provident Fund, Thai Airways International Public Company Limited
- Pilot Training Department Manager, Thai Airways International Public Company Limited

Other Positions at Present

-

Notes : *Date of Election

(1) Major Shareholder (2) Subsidiary Company (3) Joint Venture Company (4) Energy Enterprise

Police Lieutenant General Thavorn Chanyim

Independent Director

Risk Management Committee Chairman

Age 63 years

Current Position in Office	RATCH Share-holding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (27 Mar. 12 - Present)*	None	None	None	None	None

Education and Training

- Master of Public Administration (MPA), National Institute of Development Administration
- Bachelor of Public Administration, Police Cadet Academy
- Command and Staff Army College
- Joint Staff College
- Diploma, The National Defence Course, Class 41, National Defence College
- Certificate, Senior Command Course, Institute of Police Administration Development
- Certificate, Director Certification Program (DCP 107/2008), Thai Institute of Directors Association

Previous Working Experiences

- 2011-2013 Board of Directors Member, Liquor Distillery Organization, Excise Department, Ministry of Finance
- 2009-2010 Assistant General Commissioner, Royal Thai Police
- 2008-2009 Director and Chairman Audit Committee, Provincial Electricity Authority
- 2005-2006 Special Branch Commissioner, Royal Thai Police
- 2003-2005 Deputy Border Patrol Police Commissioner, Royal Thai Police

Other Positions at Present

-

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise



Mr. Satit Rungkasiri

Independent Director

Audit Committee Member

Age 54 years

Current Position in Office	RATCH Share-holding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
2 (30 Mar. 10 - Present)*	None	None	None	None	None

Education and Training

- Doctor of Philosophy (Economics), Honorary Degree, Ramkhamhaeng University
- Doctor of Arts in Financial and Banking, Honoris Causa, Siam University
- Ph.D. (Honorary Degree) in Economics, Maejo University
- Master of Economics, Atlanta University, U.S.A. (Scholarship & Outstanding Student Award from the National Deans' Lists of America)
- Bachelor of Science (Economics), Kasetsart University
- Certificate, Advanced Management Program, Harvard Business School, U.S.A.
- Certificate, Executive Program, Class 2, Capital Market Academy
- Diploma, The National Defence Course (2007), National Defence College
- Certificate the Civil Service Executive Program for Senior Civil Servants, Office of the Civil Service Commission
- Diploma on Taxation, France, by ACTIM scholarship
- Certificate, EDI Taxation Technology, University of Canberra, Australia
- Certificate, Tax Authorities' Use of the Internet, University of New South Wales, Australia
- Certificate, Director Certification Program (DCP 74/2006), Thai Institute of Directors Association
- Certificate, Director Accreditation Program (DAP 2/2003), Thai Institute of Directors Association
- 2009-2010 Board of Directors Member, Bank of Thailand
- 2009-2010 Vice Chairman, Financial Institution Development Fund
- 2009-2010 Board of Directors Member, Government Pension Fund
- 2009 -2010 Board of Directors Member, Credit Information Protection Commission
- 2009-2010 Board of Directors Member, Capital Market Supervisory Board, Securities and Exchange Commission
- 2009-2010 Director-General, Fiscal Policy Office, Ministry of Finance
- 2009 Deputy Permanent-Secretary, Ministry of Finance
- 2009 Board of Directors Member ACL Bank, Public Company Limited
- 2009 Board of Directors Member, Provincial Electricity Authority

Other Positions at Present

- 2013-Present Inspector General, Ministry of Finance
- 2012-Present Board of Directors Member, National Credit Bureau Company Limited
- 2011-Present Board of Directors Member, TOT Public Company Limited

Previous Working Experiences

- 2010-2013 Director-General, Revenue Department, Ministry of Finance
- 2009-2011 Board of Directors Member, Securities and Exchange Commission

Notes : *Date of Election

(1) Major Shareholder (2) Subsidiary Company (3) Joint Venture Company (4) Energy Enterprise

Mr. Soonchai Kumnoonsate

Director

Investment Committee Member
(EGAT's Representative Director)

Age 57 years

Current Position in Office	RATCH Share-holding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (1 Feb. 13 - Present)*	10,000	None	None	None	Connected Transactions with EGAT, a Major Shareholder, as disclosed in this Annual Report and the Connected Person did not participate in the consideration and he has no right to vote in the transaction.

Education and Training

- Bachelor of Engineering, Electrical Engineering, Chulalongkorn University
- Certificate, Public Law and Management Program, King Prajadhipok's Institute
- Certificate, Advanced Management Program, Harvard Business School, U.S.A.
- Certificate, Psychological Operations Staff Course, Applied Psychology Institute
- Certificate, Director Accreditation Program (DAP 100/2013), Thai Institute of Directors Association
- Certificate, Executive Program on Energy Literacy for a Sustainable Future (TEA), Class 2 (2013), Thailand Energy Academy

Previous Working Experiences

- 2011-2013 Deputy Governor-Power Plant Development, Electricity Generating Authority of Thailand (EGAT)
- 2010-2011 Assistant Governor-Fuel Management, EGAT
- 2008-2010 Director, Project Development and Planning Division, EGAT
- 2007-2008 Director, Power Plant Development and Planning Division, EGAT

Other Positions at Present

- 2013-Present Governor, EGAT ⁽¹⁾
- 2013-Present Board of Directors Chairman EGAT International Co., Ltd. ⁽⁴⁾

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise



Mr. Songpope Polachan

Independent Director

Human Resources and Remuneration Committee Member

Age 59 years

Current Position in Office	RATCH Share-holding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (29 Mar. 13 - Present)*	None	None	None	None	None

Education and Training

- Ph.D. in Geology, University of London, England
- Bachelor of Science, Chiang Mai University
- Certificate, Senior Executive Development Program (Visionary Leadership) (2004), Office of the Civil Service Commission
- Certificate, ASEAN Executive Program, New York, U.S.A.
- Certificate, Advance Executive Program, Kellogg School of Management, Northwestern University, U.S.A.
- Diploma, The National Defence Course, Class 50 (2007-2008), National Defence College
- Certificate, Senior Executive Program on Administrative Justice, Class 3 (2012)
- Certificate, Executive Program on Energy Literacy for a Sustainable Future (TEA), Class 2 (2013), Thailand Energy Academy
- Certificate, Director Accreditation Program (DAP 23/2004), Thai Institute of Directors Association
- Certificate, Directors Certification Program (DCP 52/2004), Thai Institute of Directors Association
- Certificate, Financial for Non-Finance Directors Program (FND 9/2004), Thai Institute of Directors Association

Previous Working Experiences

- 2005-2013 Board of Directors Member Ratchaburi Electricity Generating Company Limited
- 2006-2010 Deputy Director-General of the Department of Mineral Fuels Ministry of Energy
- 2002-2006 Director, Coordination Office Policy and Strategy, Office of the Permanent Secretary Ministry of Energy
- 2004-2005 Board of Directors Member, Bangchak Petroleum Public Company Limited
- 2000-2002 Chief, Office of Policy and Planning, Mineral Fuel Division, Department of Mineral Resources, Ministry of Industry
- 1996-2000 Deputy Chief Executive Officer Malaysia-Thailand Joint Authority (MTJA)

Other Positions at Present

- 2012-Present Director-General of the Department of Mineral Fuels Ministry of Energy

Notes : *Date of Election

(1) Major Shareholder (2) Subsidiary Company (3) Joint Venture Company (4) Energy Enterprise

Mr. Prachuab Ujjin

Director

Investment Committee Member

(EGAT's Representative Director)

Age 62 years

Current Position in Office	RATCH Shareholding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (24 Apr. 13 - Present)*	8,200	None	None	None	Connected Transactions with EGAT, a Major Shareholder, as disclosed in this Annual Report and the Connected Person did not participate in the consideration and he has no right to vote in the transaction.

Education and Training

- Master of Science (Electrical Engineering), University of Missouri-Columbia, U.S.A.
- Bachelor of Engineering (Electrical Engineering), Chulalongkorn University
- Certificate, Advanced Management Program, Harvard Business School, Boston MA, U.S.A.
- Certificate, Senior Executive Program, SASIN Graduate Institute of Business Administration, Chulalongkorn University
- Certificate, Director Certification Program (DCP 73/2006), Thai Institute of Directors Association
- Certificate, Risk Management Committee Program (RMP 1/2013), Thai Institute of Directors Association

Previous Working Experiences

- 2012 Board of Directors Chairman and Managing Director, RATCH O&M Company Limited
- 2011-2013 Board of Directors Member, Tri Energy Company Limited ⁽³⁾
- 2010-2013 Board of Directors Member, Nam Ngum 3 Power Company Limited
- 2008-2012 Deputy Chief Executive Officer, Ratchaburi Electricity Generating Holding Public Company Limited

- 2005-2008 Senior Executive Vice President-Planning and Portfolio Management, Ratchaburi Electricity Generating Holding Public Company Limited
- 2003-2012 Board of Directors Chairman, Chubu Ratchaburi Electric Services Company Limited
- 2003-2012 Director of Executive Committee, Ratchaburi Power Company Limited ⁽³⁾
- 2003-2013 Board of Directors Chairman, Ratchaburi Gas Company Limited
- 2003-2012 Board of Directors Member and Managing Director, Ratchaburi Electricity Generating Company Limited
- 2000-2003 Deputy Managing Director, Ratchaburi Electricity Generating Company Limited
- 1999-2000 Director, Ratchaburi Power Plant Division, Electricity Generating Authority of Thailand (EGAT)

Other Positions at Present

- 2013-Present Board of Directors Member, EGAT⁽¹⁾

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise



Mr. Suwit Kongsangbhak

Independent Director

Risk Management Committee Member

Age 53 years

Current Position in Office	RATCH Share-holding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (29 Mar. 13 - Present)*	None	None	None	None	None

Education and Training

- Master of Law, Ramkhamhaeng University
- Barrister at laws, The Thai Bar Association Under the Royal Patronage
- Bachelor of Law, Ramkhamhaeng University

Other Positions at Present

- 2012-Present Advisor to the Ministry of Transportation Procurement Sub-Committee, House of Representatives
- 2010-Present Board of Directors Member, Pornpiyacharn Transport Co., LTD.
- 2010-Present Managing Director, SLC Law Co., LTD.
- 1994-Present Head of Siam Legal Consultants Law office
- 1983-Present Lawyer

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise

Miss Rattana Tripipatkul

Independent Director

Audit Committee Member

Age 63 years

Current Position in Office	RATCH Share-holding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (29 Mar. 13 - Present)*	None	None	None	None	None

Education and Training

- Bachelor of Economics, Ramkhamhaeng University
- Certificate, National Security Management for Senior Executives Course (Class 4) National Defence College
- Certificate, Political Government in Democracy Regime Program for Senior Executive, (Class 15), King Prajadhipok's Institution
- Certificate, Director Accreditation Program, (DAP58 /2006), Thai Institute of Directors Association
- Certificate, Audit Committee Program (ACP 45/2013), Thai Institute of Directors Association

Previous Working Experiences

- 1980-2006 Managing Director, Sanguan Charoen Metal Company Limited

Other Positions at Present

- 2006-Present Board of Directors Member, P. Overseas Steel Public Company Limited
- 2006-Present Board of Directors Member, P. Overseas International Group Company Limited
- 2006-Present Board of Directors Member, P.O.C. Concrete Company Limited
- 2006-Present Board of Directors Member, P Blue Lagoon Gems Company Limited
- 2006-Present Managing Director, P Blue Lagoon Gems Company Limited
- 2005-Present Executive Director-Customer Services, P. Overseas Steel Public Company Limited, P. Overseas International Group Company Limited and P.O.C. Concrete Company Limited

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise



Mr. Makin Petplai

Independent Director

Risk Management Committee Member

Age 45 years

Current Position in Office	RATCH Share-holding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (24 Apr. 13 - Present)*	None	None	None	None	None

Education and Training

- Bachelor of Computer Engineer, Faculty of Engineer, Kasetsart University
- Certificate, Director Certification Program (DCP 162/2012), Thai Institute of Directors Association

Other Positions at Present

- 2013-Present President, Airports of Thailand Public Company Limited

Previous Working Experiences

- 2013 Executive Vice President Media Platform, THAICOM Public Company Limited
- 2013 Executive Vice President Marketing and Sales-Thailand and Indochina Territory, THAICOM Public Company Limited
- 2013 Senior Vice President Media Platform, THAICOM Public Company Limited
- 2012-2013 Senior Vice President Marketing and Sales-Thailand and Indochina Territory, THAICOM Public Company Limited
- 2009 Vice President Marketing and Sales-Thailand, Indochina and South East Asia Territory, Shin Satellite Public Company Limited
- 2004 Vice President Marketing and Sales-Thailand, Indochina and China Territory, Shin Satellite Public Company Limited

Notes : *Date of Election

(1) Major Shareholder (2) Subsidiary Company (3) Joint Venture Company (4) Energy Enterprise

Miss Piyathida Praditbatuga

Independent Director

Audit Committee Member

Age 43 years

Current Position in Office	RATCH Share-holding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (27 Mar. 12 - Present)*	30,000	None	None	None	None

Education and Training

- Doctor of Business Administration, The University of South Australia, Australia
- Master of Business Administration, International Business, The University of Birmingham, The United Kingdom
- Postgraduate Diploma in Business Administration, International Business, The University of Birmingham, The United Kingdom
- Bachelor of Science: Medical Technology, Chulalongkorn University
- Developing Relationships among Executives' course (Batch 9), Directorate of Civil Affairs, The Royal Thai Army (RTA.)
- Certificate, Director Certification Program (DCP 173/2013), Thai Institute of Directors Association
- Advanced Certificate, Politics and Governance in Democratic Systems for Executive Course (Class 16), King Prajadhipok's Institute
- Certificate, Executive Program on Energy Literacy for a Sustainable Future (TEA), Class 3 (2013), Thailand Energy Academy

Other Positions at Present

- 2008-Present Program Director, M.S. in Management, School of Business Administration, College of Internet Distance Education, Assumption University
- 2007-Present Lecturer, M.S. in Management, School of Business Administration, College of Internet Distance Education, Assumption University
- 2007-Present Thesis/Dissertation Defense Committee and Chairperson, M.S. in Management, School of Business Administration, College of Internet Distance Education, Assumption University
- 2007-Present Thesis/Dissertation Adviser, M.Sc. in Management, School of Business Administration, College of Internet Distance Education, Assumption University
- 2007-Present Managing Director, Isariya Property Company Limited

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise



Mr. Rum Herabat

Director

(EGAT's Representative Director)

Age 57 years

Current Position in Office	RATCH Shareholding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (1 Oct. 13 - Present)*	7,446	None	None	None	Connected Transactions with EGAT, a Major Shareholder, as disclosed in this Annual Report and the Connected Person did not participate in the consideration and he has no right to vote in the transaction.

Education and Training

- Bachelor of Engineering (Mechanical Engineering), Chulalongkorn University
- Certificate of Advanced Management Program, Harvard Business School, U.S.A.
- Certificate of Army War College Regular, Institute of Advanced Military Studies
- Leading into the Future Under Strategic Inflection of Change
- EGAT Senior Executive Program (ESEP)
- EGAT Director Development Program (EDDP)
- EGAT Newly-Promoted Executive Orientation Program (ENOP)
- EGAT Assistant Director Development Program (EADP)
- EGAT's Executive Development Program (EEDP)

Previous Working Experiences

- 2012-2013 Board of Directors Member, EGAT Diamond Service Co., Ltd.
- 2011-2013 Assistant Governor-Operation and Maintenance Business, Electricity Generating Authority of Thailand (EGAT)
- 2010-2011 Director, Civil Maintenance Division, EGAT
- 2007-2010 Director, Mechanical Maintenance Division, EGAT

Other Positions at Present

- 2013-Present Deputy Governor-Fuel, EGAT ⁽¹⁾

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise

Mr. Poonsuk Tochanakarn

Director

Human Resources and Remuneration Committee Member
(EGAT's Representative Director)

Age 59 years

Current Position in Office	RATCH Shareholding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (1 Oct. 13 - Present)*	None	None	None	None	Connected Transactions with EGAT, a Major Shareholder, as disclosed in this Annual Report and the Connected Person did not participate in the consideration and he has no right to vote in the transaction.

Education and Training

- Bachelor of Accounting, Chulalongkorn University
- Certificate of Executive Finance Management Program, Economics and Finance Academy
- EGAT Senior Executive Program (ESEP)
- EGAT Director Development Program (EDDP)
- EGAT Newly-Promoted Executive Orientation Program (ENOP)
- Changes and Challenges
- EGAT Preparation of Professional Leader Program (EPLP)
- EGAT's Executive Development Program (EEDP)
- Certificate, Director Certification Program (DCP 163/2012), Thai Institute of Directors Association

Previous Working Experiences

- 2011-2012 Assistant Governor-Account Electricity Generating Authority of Thailand (EGAT)
- 2010-2011 Assistant Governor-Internal Audit Bureau, EGAT
- 2007-2010 Director, Development Area Accounting and Budget Division, EGAT

Other Positions at Present

- 2012-Present Deputy Governor-Account and Finance acting Chief Financial Officer (CFO), EGAT ⁽¹⁾

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise



Mr. Pongdith Potchana

Director,
Chief Executive Officer
Secretary to the Board of Directors
(EGAT's Representative Director and Executive Director)
Age 58 years

Current Position in Office	RATCH Share-holding	Prohibited Qualifications/ Dishonestly Committed an Offence	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 (1 Jul. 13 - Present)*	None	None	None	None	Connected Transactions with EGAT, a Major Shareholder, as disclosed in this Annual Report and the Connected Person did not participate in the consideration and he has no right to vote in the transaction.

Education and Training

- Master of Engineering (Civil Engineering), The Georgia Institute of Technology, U.S.A.
- Bachelor of Engineering (Civil Engineering), Chiangmai University
- Certificate, Director Accreditation Program (DAP 106/2013), Thai Institute of Directors Association
- Certificate, Executive Program on Energy Literacy for a Sustainable Future (TEA), Class 3 (2013), Thailand Energy Academy
- Certificate, Public Law and Management Class 10 (2011), King Prajadhipok's Institute
- EGAT Senior Executive Program (ESEP)
- EGAT Director Development Program (EDDP)
- EGAT Newly-Promoted Executive Orientation Program (ENOP)
- EGAT Preparation of Professional Leader Program (EPLP)

Previous Working Experiences

- 2012 - 2013 Deputy Governor-Corporate Social Affairs and Acting EGAT Spokesman, Electricity Generating Authority of Thailand (EGAT)

- 2012 Assistant Governor-Corporate Social Affairs, EGAT
- 2010-2012 Assistant Governor-Corporate Social Responsibility, EGAT
- 2008-2010 Director, Corporate Communications Division, EGAT

Other Positions at Present

- 2013-Present Board of Directors Chairman, Hongsa Power Company Limited ⁽³⁾
- 2013-Present Board of Directors Chairman, Phu Fai Mining Company Limited ⁽³⁾
- 2013-Present Board of Directors Chairman, RATCH-Australia Corporation Limited ⁽²⁾
- 2013-Present Board of Directors Member, Ratchaburi Electricity Generating Company Limited ⁽²⁾
- 2013-Present Board of Directors Member, Ratchaburi Power Company Limited ⁽³⁾

Notes : *Date of Election

⁽¹⁾ Major Shareholder ⁽²⁾ Subsidiary Company ⁽³⁾ Joint Venture Company ⁽⁴⁾ Energy Enterprise

Management and Company Secretary Information

Mr. Pongdith Potchana

Chief Executive Officer

Age 58 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 Jul. 13 - Present	None	None	None	Executive Director	Connected Transactions with EGAT, a Major Shareholder, as disclosed in this Annual Report. However, he did not participate in the consideration or the voting for such transactions.

Education and Training

- Master of Engineering (Civil Engineering), The Georgia Institute of Technology, U.S.A.
- Bachelor of Engineering (Civil Engineering), Chiangmai University
- Certificate, Director Accreditation Program (DAP106/2013), Thai Institute of Directors Association
- Certificate, Executive Program on Energy Literacy for a Sustainable Future (TEA), Class 3 (2013), Thailand Energy Academy
- Certificate, Public Law and Management, Class 10 (2011), King Prajadhipok's Institute
- EGAT Senior Executive Program (ESEP)
- EGAT Director Development Program (EDDP)
- EGAT Newly-Promoted Executive Orientation Program (ENOP)
- EGAT Preparation of Professional Leader Program (EPLP), Australia

Previous Working Experiences

Electricity Generating Authority of Thailand (EGAT)

- 2012-2013 Deputy Governor-Corporate Social Affairs and Acting EGAT Spokesman
- 2012 Assistant Governor-Corporate Social Affairs
- 2010-2012 Assistant Governor-Corporate Social Responsibility
- 2008-2010 Director, Corporate Communications Division
- 2005-2008 Assistant Director, Corporate Planning Division

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Determining new business plans, strategies, policies, goals by involving all stakeholders and focusing on Value-Focused Strategy. Setting procedures for the Company's management and operations to effectively and efficiently serve the current situation, future outlook and business plan.
- Organization Restructuring to effectively serve the new business plan.
- Monitoring and supervising operations in order to solve problems and obstacles so that the Company could achieve the goals.
- Communicating internally and publically in order to constantly create awareness for the Company's missions and important activities.
- Reviewing and ensuring that the welfare and other benefits provided for the employees are comparative to other leading companies.
- Seeking business opportunities and potential partners in order to support the Company's growth.
- Co-operating and strengthening relationships with the Company's Committees.



Mr. Peerawat Pumthong

Chief Operating Officer

Secretary to the Investment Committee

Age 55 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 Jan. 10 - Present	None	None	None	None	None

Education and Training

- Master of Business Administration, Monash University, Australia, (Certificate of Merit (Highest score) in International Business)
- Master of Engineering, Asian Institute of Technology (AIT) (Germany Government Scholarship)
- Bachelor of Engineering (2nd Class Honor), Khonkaen University
- Certificate, Advanced Course in Public Economics (Class 8), King Prajadhipok's Institute
- Certificate, Director Certification Program (DCP 138/2010), Thai Institute of Directors Association
- Certificate, ASEAN Executive Development Program (AEDP), Thammasat Business School, Thammasart University
- Certificate, Mini MBA, Chulalongkorn University
- Certificate, Electric Power Development from Swedish Board of Investment and Technical Support (BITS), Sweden
- Certificate, ASEAN Executive Program, General Electric International Operation Company, Inc., U.S.A.
- Certificate, Hydro Electric Power from Japan International Cooperation Agency (JICA), Columbo Plan, Japan
- Certificate, Thermal and Hydro Power Project Planning from Snowy Mountain Engineering Cooperation, Columbo Plan, Australia

Previous Working Experiences

- 2006-2010 Executive Vice President-Business Development
Ratchaburi Electricity Generating Holding Public Company Limited
- 2004-2006 Senior Director, Business Management Division Ratchaburi Electricity Generating Holding Public Company Limited
- 2013 Board of Directors Member
Ratchaburi Electricity Generating Company Limited
- 2012-2013 Board of Directors Member
Xe-Pian Xe-Namnoy Power Company Limited
- 2010-2013 Board of Directors Member
Nava Nakorn Electricity Generating Company Limited
- 2010-2013 Board of Directors Chairman
RATCH-Lao Services Company Limited
- 2013 Executive Committee Member

- 2006-2013 Board of Directors Chairman
Ratchaburi Energy Company Limited
- 2010-2013 Board of Directors Chairman
Ratch Udom Company Limited
- 2010-2012 Board of Directors Chairman
Ratchaburi Alliances Company Limited
- 2009-2011 Board of Directors Chairman
Sustainable Energy Corporation Limited
- 2010-2011 Board of Directors Chairman
Khao Kor Wind Power Company Limited
- 2010 Board of Directors Chairman
Yanhee Solar Power Company Limited
- 2012-2013 Board of Directors Member
KK Power Company Limited
- 2010-2013 Director of Executive Committee
Ratchaburi Power Company Limited
- 2010-2013 Executive Committee Member
SouthEast Asia Energy Limited
- Chief, Business Venture Group, Portfolio Management Division, Electricity Generating Authority of Thailand (EGAT)
- Chief, Contract Negotiation and Management Group, Domestic Power Purchase Division, EGAT
- Chief, Engineering and Project Implementation Group, Business Venture Division, EGAT

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Determining business plans, strategies, policies and goals for business development. Defining scopes for project feasibility study including criteria for potential investment.
- Negotiating terms and conditions on policy level with business partners. Supervising and monitoring projects' operations in order to ensure that the company's goal is reached.
- Monitoring, supervising and directing subordinates according to moral principles in order to effectively and efficiently achieve objectives with unity and compliance with the Company's policies and the current situation and the future outlook.

Mr. Kriengrit Jiajanpong

Deputy Chief Executive Officer

Age 58 years

Date of Appointment	RATCH Shareholding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 Jan. 13 - Present	7,500	None	None	None	None

Education and Training

- Bachelor of Science (Electrical Engineering), King Mongkut's Institute of Technology Thonburi Campus
- Excellence in Situation Management Program
- Coal Combustion Technology & Ash Forming
- Flue Gas Desulfurization Design & Testing Standard, Germany
- Pollution Control Technology (JAPIC), Japan
- Power Plant Availability Workshop, Canada
- Electrostatic Precipitation Technology, Japan
- Steam Turbine Operation & Maintenance, Japan
- Certificate, Director Certification Program (DCP 158/2012), Thai Institute of Directors Association
- Certificate, Leadership Assessment & Development Program (2013)
- Certificate, Leading with the Speed of Trust (2013)

Previous Working Experiences

Ratchaburi Electricity Generating Holding Public Company Limited

- 2012 Executive Vice President
- 2012-2013 Board of Directors Member and Managing Director

Electricity Generating Authority of Thailand (EGAT)

- 2011-2012 Assistant Governor-Operation and Maintenance Business Project
- 2007-2010 Director, Maintenance Division, Mae Moh Power Plant
- 2003-2006 Assistant Director, Operating Division, Mae Moh Power Plant
- 2000-2002 Chief, Flue Gas Desulfurization System Operation Department, Mae Moh Power Plant

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Determining business plans, strategies, policies, goals, standards and improve the efficiency of technical performances and operations of affiliated companies.
- Formulating policies, analyzing, monitoring and evaluating operations of affiliates to ensure that such operations are a cost-effective and in compliance with the goals and directions of the Company.
- Monitoring, supervising and directing subordinates according to moral principles in order to effectively and efficiently achieve objectives with unity and compliance with the Company's policies and the current situation and the future outlook.



Mr. Wutthichai Tankuranand

Chief Financial Officer

Age 47 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 Jan. 12 - Present	None	None	None	None	None

Education and Training

- Master of Business Administration, University of Michigan, U.S.A.
- Bachelor of Engineering (Electrical Engineering), Chulalongkorn University
- Certificate, Leadership Assessment and Development Program (2013)
- Certificate, Leading with the Speed of Trust (2013)

Previous Working Experiences

TrueMove Company Limited

- 2001-2011 Deputy Chief Financial Officer
Business Development Government Pension Fund
- 2000-2001 Vice President
CIMB Thai Bank Public Company Limited
- 2000 Vice President, Capital Market Department
Bangkok Bank Public Company Limited
- 1996-2000 Vice President, Project Lending Group
Kasikornbank Public Company Limited
- 1991-1996 Assistant Vice President Manufacturing
and Service Industry Credit Department

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Determine business plan, strategies, policies, goals and standards of financial operations according to the targets of the company. Monitoring, supervising and directing subordinates according to moral principles in order to effectively and efficiently achieve objectives with unity and compliance with the Company's policies and the current situation and the future outlook.

Mr. Somnuk Jindasup

Senior Executive Vice President

Managing Director, Ratchaburi Electricity Generating Company Limited

Age 55 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
17 Dec. 13 - Present	7,300	None	None	None	None

Education and Training

- Master of Engineering (Electrical Engineering), Chulalongkorn University
- Bachelor of Science (Electrical Engineering) (2nd Class Honor), King Mongkut's Institute of Technology North Bangkok Campus
- Certificate, ASEAN Executive Program (2005), General Electric International Operation Company, Inc., U.S.A.
- Certificate, Senior Executive Program (2003), SASIN Graduate Institute of Business Administration, Chulalongkorn University
- Certificate, Advance Senior Executive Program (2010, SASIN Graduate Institute of Business Administration, Chulalongkorn University)
- Certificate, Advanced Mini MBA, Chulalongkorn University
- Graduate Diploma in Public Law and Management (2006-2007), King Prajadhipok's Institute Certificate, Executive Development Program (2008), Thai Listed Company Association
- Certificate, Director Certification Program (DCP 152/2011), Thai Institute of Directors
- Certificate, Leadership Assessment & Development Program (2013)
- Certificate, Leading with the Speed of Trust (2013)

Previous Working Experiences

Ratchaburi Electricity Generating Holding Public Company Limited

- 2012-2013 Executive Vice President, seconded to be the Board of Directors Member and Managing Director-Ratchaburi Electricity Generating Company Limited
- 2011-2012 Executive Vice President, seconded to be the Board of Directors Member and President, Tri Energy Company Limited
- 2006-2011 Executive Vice President, seconded to be the Deputy Managing Director, Ratchaburi Electricity Generating Company Limited

Tri Energy Company Limited

- 2011-2012 Board of Directors Member and Managing Director
- EGAT Diamond Service Company Limited
- 2009-2013 Board of Directors Member
- Ratch-Lao Services Company Limited
- 2009-2012 Board of Directors Member
 - 2012-2013 Board of Directors Member and Managing Director
- Deputy Managing Director and acting Director, Operating Division
- 2004-2006
- Director, Operating Division
- 2000-2004
- Electricity Generating Authority of Thailand
- 1996-2000 Chief, Plant Maintenance Department
 - 1995-1996 Thermal Power Plant Operating Section, South Bangkok Thermal Power Plant
 - 1994-1995 The Cogen (SPP) Operation Project Team Leader, South Bangkok Thermal Power Plant

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Determining strategies, policies, missions and goals. Monitoring, Supervising and directing subordinates according to moral principles in order to effectively and efficiently achieve objectives with unity and compliance with the Company's policies and the current situation and the future outlook.
- Managing affiliates as assigned.



Mrs. Sunee Rajatamutha

Executive Vice President - Finance

Age 55 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 Jun. 11 - Present	None	None	None	None	None

Education and Training

- Master of Accounting, Thammasat University
- Master of Business Administration, Chulalongkorn University
- Bachelor of Accounting (2nd Class Honor), Chulalongkorn University
- Certificate, Director Certification Program (DCP 179/2013), Thai Institute of Directors Association
- Certificate, Senior Executive Program, SASIN Graduate Institute of Business Administration, Chulalongkorn University
- Certificate, Chief Financial Officer, Federation of Accounting Professions
- Certificate, Modern Management Program, Chulalongkorn University

Previous Working Experiences

Ratchaburi Electricity Generating Holding Public Company Limited

- 2010-2011 Senior Vice President, acting Executive Vice President - Finance
- 2009-2010 Chief Financial Officer, Ratchaburi Power Company Limited
- 2007-2009 Director, Finance Division
- 2006-2007 Senior Manager, seconded to be the Director-Finance & Accounting

Tri Energy Company Limited

- 2004-2006 Manager, Finance Department
- 2000-2004 Manager, Management Accounting and Budgeting Department

Ratch Udom Power Company Limited

- 2011-2013 Board of Directors Member and Managing Director Electricity Generating Authority of Thailand
- Chief, Management Accounting Financing and Budgeting Department

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Determining strategies, policies, missions and goals of financial section. Monitoring, Supervising and directing subordinates according to moral principles in order to effectively and efficiently achieve objectives with unity and compliance with the Company's policies and the current situation and the future outlook.

Mrs. Boontiva Dansamasatid

Executive Vice President - Corporate Administration

Acting Vice President - Corporate Secretary Office

Company Secretary

Age 53 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 Jun. 11 - Present	None	None	None	None	None

Education and Training

- Master of Business Administration, Kasetsart University
- Bachelor of Arts (English) (2nd Class Honor), Chulalongkorn University
- Certificate, Mini MBA (2003), Kasetsart University
- Certificate, Company Secretary Program (2007), Thai Institute of Directors Association
- Certificate, The Leadership Grid and The Supervisory Grid (2008)
- Certificate, Business Laws Program (2010), Thammasat University
- Diploma, Management of Public Economy for Executive Program, Class 11 (2013), King Prajadhipok's Institute
- Certificate, Leadership Assessment & Development Program (2013)
- Certificate, Leading with the Speed of Trust (2013)

Previous Working Experiences

Ratchaburi Electricity Generating Holding Public Company Limited

- 2010-2011 Senior Vice President, Head of Corporate Secretary Office, Acting Executive Vice President-Corporate Administrative
 - 2008-2010 Senior Vice President, Corporate Secretary Office
 - 2004-2008 Senior Manager, Board of Directors Secretariat Department
 - 2003-2004 Manager, Board of Directors Secretariat Department
 - 2000-2003 Manager, Administration and Human Resource Department
- Solar Power (Korat 3) Company Limited
- 2011-2013 Board of Directors Member
- Solar Power (Korat 4) Company Limited
- 2011-2013 Board of Directors Member
- Solar Power (Korat 7) Company Limited
- 2011-2013 Board of Directors Member

Electricity Generating Authority of Thailand

- 1981-2000 Administration Officer Level 10, Acting Chief of Administration Affairs, Training Department

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility :

- Determining strategies, policies, missions and goals of corporate administration, including human resource management, corporate relations, public relations, CSR activities, and Building and office management. Monitoring, Supervising and directing subordinates according to moral principles in order to effectively and efficiently achieve objectives with unity and compliance with the Company's policies and the current situation and the future outlook.
- Planning, supervising and organizing, preparing and filing the meeting minutes for reference and auditing for the shareholder meetings, board of directors meetings of the Company and affiliates and the meetings of the committees as assigned. Giving relevant advice so that the meetings of the shareholders and the board of directors as well as operations of the Company are in compliance with laws and regulations, the Company's Articles of Association, regulations, policies, good governance principles and best practice regulated by related authorities.
- Being responsible for operations relating to the rights of the shareholders, disclosure and report including the Company's annual report (form 56-2) and performing the duties and responsibilities of the Company Secretary in compliance with the provisions of the Securities and Exchange Act.



Mr. Prayut Thongsuwan

Executive Vice President

Managing Director, Solarta Company Limited

Managing Director, Ratchaburi Energy Company Limited

Age 55 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
15 May 12 - Present	None	None	None	None	None

Education and Training

- Master of Public and Private Management, The National Institute of Development Administration
- Bachelor of Political Sciences (Public Administration), Thammasat University
- Certificate, ASEAN Executive Program, General Electric International Operation Company, Inc., U.S.A.
- Certificate, Senior Executive Program, SASIN Graduate Institute of Business Administration, Chulalongkorn University
- Certificate, Advanced Mini MBA, Chulalongkorn University
- Certificate, Leadership Assessment & Development Program (2013)
- Certificate, Leading with the Speed of Trust (2556)

Previous Working Experiences

Ratchaburi Electricity Generating Holding Public Company Limited

- 2010-2012 Executive Vice President
- 2006-2010 Executive Vice President-Corporate Administration
- 2004-2007 Director, Ratchaburi Power Plant Communication Center
- 2000-2006 Director, General Administration Division

Ratchaburi Energy Company Limited

- 2010-2012 Board of Directors Member and Managing Director

Ratch Udom Power Company Limited

- 2006-2007 Board of Directors Member
- Electricity Generating Authority of Thailand
- 1998-2000 Chief - Procurement and General Services Department, Demand Side Management and Planning Division

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Determining strategies, policies, missions and goals. Monitoring, Supervising and directing subordinates according to moral principles in order to effectively and efficiently achieve objectives with unity and compliance with the Company's policies and the current situation and the future outlook.
- Managing affiliates as assigned.

Mr. Ni-run Wongchanglor

Executive Vice President

Chief Financial Officer, Xe-Pian Xe-Namnoy Power Company Limited

Age 53 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 May 13 - Present	None	None	None	None	None

Education and Training

- Master of Management, Asian Institute of Management (AIM), Philippines
- Bachelor of Arts - Accounting, Thammasat University
- Certificate Program, Chief Financial Officer, Federation of Accounting Professions
- Certificate, ASEAN Executive Development Program, Thammasat Business School, Thammasat University
- Certificate, The Job of the Chief Financial Officer, New York Salomon Center & Singapore Institute of Management, Singapore
- Certificate, Managerial Skills Enhancement, SASIN Graduate Institute of Business Administration, Chulalongkorn University

Previous Working Experiences

Ratchaburi Electricity Generating Holding Public Company Limited

- 2010-2013 Executive Vice President, seconded to be the Chief Financial Officer, Ratchaburi Power Company Limited
- 2008-2010 Executive Vice President-Planning and Portfolio Management
- 2007-2008 Senior Director, Portfolio Management Division
- 2006-2007 Senior Director, Finance Division
- 2003-2006 Senior Director, seconded to be the Director-Finance & Accounting, Tri Energy Company Limited

Banpu Public Company Limited Group

- Vice President level 11, seconded to be the Director Finance and Accounting, Tri Energy Company Limited
- Senior Manager-Investment Division
- Senior Manager-Finance Division

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility :

- Determining strategies, policies, missions and goals. Monitoring, Supervising and directing subordinates according to moral principles in order to effectively and efficiently achieve objectives with unity and compliance with the Company's policies and the current situation and the future outlook.
- Managing accounts and financial section of affiliates as assigned.



Mr. Raluke Satayaporn

Senior Vice President, seconded to be the Deputy Managing Director, Sustainable Energy Corporation Company Limited

Acting Executive Vice President - International Business Development

Age 54 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
18 Jan. 11 - Present	None	None	None	None	None

Education and Training

- Master of Engineering (Civil Engineering), Asian Institute of Technology
- Bachelor of Engineering (Civil Engineering), Kasetsart University
- Certificate, Senior Executive Program, SASIN Graduate Institute of Business Administration, Chulalongkorn University
- Certificate, Project Management, the Engineering Institute of Thailand

Previous Working Experiences

Ratchaburi Electricity Generating Holding Public Company Limited

- 2012-2013 Senior Vice President-Head of Laos Investment Division
- 2010-2012 Senior Vice President-Foreign Investment Division, seconded to be the Deputy Managing Director, SouthEast Asia Energy Limited
- 2010 Senior Vice President, seconded to be the Deputy Managing Director, SouthEast Asia Energy Limited
- 2006-2010 Vice President, Project Management
- 2002-2006 Director, Engineering and Contract Management, Ratchaburi Energy Company Limited

Solartha Company Limited

- 2012-2013 Board of Directors Member Electricity Generating Authority of Thailand
- 1982-2002 Head, Engineering Division: Lam Tha Khong pumped storage Hydropower Plant
- Engineer Level 10

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Determining strategies, policies, missions and goal of International Business Development.
- Monitoring, Supervising and directing subordinates according to moral principles in order to effectively and efficiently achieve objectives with unity and compliance with the Company's policies and the current situation and the future outlook.

Mr. Damrong Kheochaum

Senior Vice President

Acting Executive Vice President - Domestic Business Development

Age 58 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
16 Oct. 12 - Present	7,095	None	None	None	None

Education and Training

- Bachelor of Science (Mechanical Engineering), King Mongkut's Institute of Technology Thonburi Campus

Previous Working Experiences

Ratchaburi Electricity Generating Holding Public Company Limited

- 2011-2012 Senior Vice President seconded to be the Deputy Managing Director-Power Plant, Hongsa Power Company Limited

District Cooling System and Power Plant Co., Ltd.

- 2003-2009 Planning & Generating Department Manager

Electricity Generating Authority of Thailand

- 1984-2003 Engineer Level 10

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Determining strategies, policies, missions and goals of Domestic Business Development. Monitoring, supervising and directing subordinates according to moral principles in order to effectively and efficiently achieve objectives with unity and compliance with the Company's policies and the current situation and the future outlook.



Mrs. Supatra Thongkarn

Vice President - Head of Treasury Division

Age 53 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 May 13 - present	4,000	None	None	None	None

Education and Training

- Bachelor of Accountancy, Chulalongkorn University
- Mini MBA, Thammasat University
- Certificate, Tax Controller Major in International Tax, School of Tax

Previous Working Experiences

Ratchaburi Electricity Generating Holding Public Company Limited

- 2012-2013 Vice President, seconded to be the Chief Financial Officer, Xe-Pian Xe-Namnoy Power Co., Ltd.
- 2011-2012 Senior Manager, Head of Tax Management Department
- 2010-2011 Manager, Head of Management Accounting and Budgeting Department
- 2006-2010 Manager, Head of Affiliate Accounting and Tax Management Department

VR Computer Co., Ltd.

- 1998-2000 Accounting & Finance Manager
- Jebsen & Jessen Group (Thailand) Co., Ltd.

- 1992-1993 Financial Controller
- 1988-1991 Assistant Finance & Administrative Manager

Levers Brother (Thailand) Co., Ltd.

- 1982-1988 Accounting and Finance Department

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Analyzing, planning and supervising financial management. Arranging source of funds, managing loan and tax administration.
- Determining policies and performance indicators for financial operations and monitoring operations so that the implementation is effective and in compliance with rules and regulations of the relevant authorities as well as the Company's plans and policies.

Mr. Sommai Poosanachakorn

Vice President - Head of Accounting Division

Age 49 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
23 Feb. 07 - Present	None	None	None	None	None

Education and Training

- Master of Public and Private Management, the National Institute of Development Administration
- Bachelor of Accounting, Thammasat University
- Certificate, Chief Financial Officer, Federation of Accounting Professions
- Certificate, Senior Executive Program, SASIN Graduate Institute of Business Administration, Chulalongkorn University
- Certificate, Leadership Assessment & Development Program (2013)
- Certificate, Leading with the Speed of Trust (2013)

Previous Working Experiences

Ratchaburi Electricity Generating Holding
Public Company Limited

- 2006-2007 Manager, seconded to be the Finance Manager, SouthEast Asia Energy Limited
- 2004-2006 Manager-Management Accounting and Budgeting Department
- 2000-2004 Manager-Treasury Department
RH International Corporation Limited
- 2009-2012 Board of Directors Member
RH International (Mauritius) Corporation Limited
- 2010-2012 Board of Directors Member
RH International (Singapore) Corporation Limited
- 2010-2012 Board of Directors Member
Solarta Company Limited
- 2011-2012 Deputy Managing Director
Ratch Udom Power Company Limited
- 2007-2011 Board of Directors Member
Ratchaburi Alliances Company Limited
- 2007-2011 Board of Directors Member,

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Planning, analyzing and supervising accounting policies. Determining accounting performance indicators of the company and the affiliates which exist in the form of Paper Companies.
- Timely preparing financial statements, recording and processing accounts of the Company and affiliates, including budgets of each department in order to prepare annual budget of the Company and affiliates so that the implementation is effective and compliance with standard accounting rules under the Exchange Act, rules and regulations defined by Securities and Exchange Commission or SEC as well as the Company's rules and regulations.



Mrs. Wadeerat Charoencoop

Vice President - Head of Financial Planning and Management Division

Age 39 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 May 11 - Present	None	None	None	None	None

Education and Training

- Master of Business and Administration, University of Washington, U.S.A.
- Bachelor of Business Administration (Finance and Banking) (2nd Class Honor), Chulalongkorn University

Previous Working Experiences

Ratchaburi Electricity Generating Holding Public Company Limited

- 2010-2011 Specialist and Manager - Head of Financial Planning and Management Department
- 2004-2010 Manager, Financial Planning and Management Department

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Determining financial policies and planning the financial operations. Evaluating financial feasibility of the projects and investment plans.
- Defining tools and indicators for financial risk management. Managing financial risks of the Company and affiliates.
- Planning for the optimal capital structure and proceeding to secure the funding.
- Monitoring the financial management plan in accordance with the investment plans of the Company and affiliates, keeping up with financial market conditions in order to analyze and evaluate financial optimal options and appropriately manage financial risks.

Mr. Pornchai Chamnongdet

Vice President - Head of Internal Audit Division

Age 54 years

Date of Appointment	RATCH Share-holding	Prohibited Qualifications	Close Relatives to Management	Participation in Management, Business Relations, Professional Service Provider to RATCH Group in Previous Year	Conflict of Interest in Previous Year
1 Jun. 09 - Present	None	None	None	None	None

Education and Training

- Master of Public Administration, National Institute of Development Administration
- Bachelor of Law, Thammasat University
- Bachelor of Accounting, Thammasat University
- Certified, Professional Internal Auditor, Institute of Internal Auditors of Thailand
- Pre Certified, Internal Auditor, Chulalongkorn University
- Certificate, Chief Financial Officer, Federation of Accounting Professions
- Certificate, Modern Management Program , Chulalongkorn University

Previous Working Experiences

Ratchaburi Electricity Generating Holding
Public Company Limited

- 2008-2009 Assistant Vice President - Head of Internal Audit Division
 - 2006-2008 Manager-Risk Management Department
 - 2003-2006 Manager-Internal Audit Department
- Electricity Generating Authority of Thailand
- Internal Auditor Level 9

Other Positions at Present

- Positions in subsidiaries, affiliates and joint ventures are shown in page 268-269

Responsibility

- Evaluating the efficiency and the adequacy of the company and affiliates' internal control and risk management so that the operations of the company and affiliates' are in compliance with the company's policies, plan, and regulations as well as applicable laws and best practice for good governance.



Portfolio of Directors and Executives of the Company's Group

Ratchaburi Electricity Generating Holding Public Company Limited
As of 31 December 2013

Name	Position	Ratchaburi Electricity Generating Holding PLC			Subsidiaries														
		Ordinary shares (1)			RG	RGAS	TECO	RACL	RUDOM	BP	EIPP	EP	RE	SEC	KKW	RHC	RHM	RHS	RAC
		1 Jan 2013	² change increase/ (decrease)	31 Dec 2013	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares	Ordinary ³ shares
1 Mr. Kurukit Nakornthap	Chairman of the Board	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2 Mr. Trakul Winitaiyapak	Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
3 Captain Siridech Julpema	Independent Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
4 Police Lieutenant General Thavorn Chanyim	Independent Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
5 Mr. Satit Rungkasiri	Independent Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
6 Mr. Soonchai Kumnoonsate	Director	10,000 ⁽⁵⁾	-	10,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
7 Mr. Songpope Polachan	Independent Director	- ⁽³⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
8 Mr. Prachuab Ujijn - Mrs. Rungrat Ujijn (spouse)	Director	8,200 ⁽⁵⁾ 37,300	-	8,200 37,300	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
10 Mr. Suwit Kongsangbhaik	Independent Director	- ⁽³⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
10 Miss Rattana Tripathikul	Independent Director	- ⁽³⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
11 Mr. Makin Petplai	Independent Director	- ⁽³⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
12 Miss Piyathida Praditbatuga	Independent Director	-	5 Apr. 10,000 16 Dec. 20,000	30,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
13 Mr. Rum Herabat - Mrs. Suchada Herabat (spouse)	Director	7,446 ⁽⁵⁾ 7,095	-	7,446 7,095	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
14 Mr. Poonsuk Tochanakarn	Director	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
15 Mr. Pongdith Potchana - Mrs. Supatra Potchana (spouse)	Director and Chief Executive Officer	- ⁽³⁾ 4,800	-	- 4,800	1	1	-	1	-	-	-	-	1	-	-	-	-	-	-
16 Mr. Peerawat Pumthong	Chief Operating Officer	-	-	-	1	1	-	1	1	1	1	1	1	-	-	1	-	-	-
17 Mr. Kriengrit Jiajanpong	Deputy CEO	7,500	-	7,500	1	1	-	-	-	1	1	1	1	-	-	-	-	-	-
18 Mr. Wuttichai Tankuranand	Chief Financial Officer	-	-	-	-	-	-	-	-	1	1	1	-	-	-	-	-	-	-
19 Mr. Somnuk Jindasup - Mrs. Nipa Jindasup (spouse)	Senior Executive Vice President	7,300	-	7,300	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
20 Mr. Prayut Thongsuwan - Mrs. Yuvadee Thongsuwan (spouse)	Executive Vice President	3,100	1 Jun. (3,100) 16 Jun. 3,100 17 Jun. (3,100)	-	1	-	-	1	1	-	-	-	1	-	-	-	-	-	-
21 Mr. Ni-run Wongchanglor	Executive Vice President - Chief Financial Officer	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
22 Mrs. Sunee Rajatamutha	Executive Vice President - Finance	-	-	-	1	1	-	1	1	-	-	-	1	-	-	-	-	-	-
23 Mrs. Boontiva Dansamasatid	Executive Vice President and Acting Head of Corporate Secretary Office	-	-	-	1	1	-	1	1	-	-	-	1	-	-	1	-	-	-
24 Mr. Raluke Satayaporn	Acting Executive Vice President - International Business Development	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
25 Mr. Damrong Kheochaum	Acting Executive Vice President - Domestic Business Development	7,095	-	7,095	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
26 Miss Supatra Thongkam	Vice President - Head of Treasury Division	24,000 ⁽⁵⁾	23 Sep. (20,000)	4,000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
27 Mr. Sommai Poosanachakorn	Vice President - Head of Accounting Division	-	-	-	-	-	-	1	1	-	-	-	-	-	-	1	-	-	-
28 Mrs. Wadeerat Charoenkupt	Vice President - Head of Administration and Financial Planning	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
29 Mr. Pornchai Chamnongdet	Vice President - Head of Internal Audit	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Portfolio of directors or executives who retired from the positions in the 2013 fiscal year																			
1 Mr. Weera Sriwattanatrakul	Independent Director	-	-	- ⁽⁴⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
2 Mr. Sutat Pattamasriwat	Director	-	-	- ⁽⁴⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
3 Mr. Wirat Kanchanapibul	Director	7,306	-	7,306 ⁽⁴⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
4 Mr. Thana Puttharangsi	Director	-	-	- ⁽⁴⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
5 Mr. Surachai Thansitpong	Director	-	-	- ⁽⁴⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
6 Mr. Noppol Milinthangsoon	Director and Chief Executive Officer	-	-	- ⁽⁴⁾	-	-	-	-	1	-	-	-	-	-	-	-	-	-	-
7 Miss Rewadee Srikongyot	Vice President - Head of Treasury Division	-	-	- ⁽⁴⁾	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

Remarks:

- (1) The Company's directors and executives' portfolio in the Ratchaburi Electricity Generating Holding PLC presented the portfolio of directors, CEO, top four positions and those in the positions equal to the top four positions, including top executives of director level up in the accounting and finance divisions, and the portfolio of spouse and children who have not attained majority of age (according to SEC Announcement No. Sor Jor 12/2552)
- (2) Portfolio of directors and executives in subsidiaries, affiliates and joint ventures are presented only the items held by directors or executives (according to the Public Company Act B.E.2535, Article 88 (2))
- (3) The table of portfolio of directors and executives appointed to the office during the fiscal year shows only the number of shares held from the date the person took office only
- (4) The table of portfolio of directors and executives who retired from the positions during the fiscal year shows only the number of shares held up until the last day in office of each person.

* on 7 February 2014, Ratch Udom Power Company Limited completed its liquidation process. Since then, the Company became direct shareholder of Ratchaburi Alliances Company Limited.

Changes in the positions of directors and executives

- (1) Mr. Soonchai Kumnoonsate was appointed a Director on 1 February 2013
- (2) Mr. Songpope Polachan was appointed as an Independent Director during the 2013 annual shareholders' meeting on 28 March 2013
- (3) Mr. Suwit Kongsangbhaik was appointed as an Independent Director at the 2013 annual shareholders' meeting on 28 March 2013
- (4) Miss Rattana Tripathikul was appointed as an Independent Director at the 2013 annual shareholders' meeting on 28 March 2013
- (5) Mr. Prachuab Ujijn became Director on 24 April 2013
- (6) Mr. Makin Petplai became Independent Director on 24 April 2013
- (7) Mr. Poonsuk Tochanakarn became a Director on 21 October 2013
- (8) Mr. Rum Herabat became a Director on 21 October 2013
- (9) Mr. Pongdith Potchana became a Director and Chief Executive Officer on 1 July 2013
- (10) Mrs. Supatra Thongkam was appointed Vice President - Head of Treasury Division on 1 May 2013
- (11) Mr. Weera Sriwattanatrakul resigned from Independent Director on 1 April 2013
- (12) Mr. Sutat Pattamasriwat resigned from Director on 1 October 2013
- (13) Mr. Wirat Kanchanapibul resigned from Director on 1 January 2013
- (14) Mr. Thana Puttharangsi resigned from Director on 1 October 2013
- (15) Mr. Surachai Thansitpong resigned from Director on 1 April 2013
- (16) Mr. Noppol Milinthangsoon finished his term as Director and EO on 1 July 2013
- (17) Miss Rewadee Srikongyot finished her term as Vice President - Treasury Division on 1 May 2013

RG	= Ratchaburi Electricity Generating Company Limited	AP	= Ayudhya Power Company Limited
RGAS	= Ratchaburi Gas Company Limited	SLT	= Solarta Company Limited
TECO	= Tri Energy Company Limited	FKW	= First Korat Wind Company Limited
RACL	= Ratchaburi Alliances Company Limited	KR2	= K.R. Two Company Limited
RUDOM	= Ratch Udon Power Company Limited	KORAT 3	= Korat Power (Korat 3) Company Limited
BP	= Ban Bueng Power Company Limited	KORAT 4	= Solar Power (Korat 4) Company Limited
EIPP	= Eastern IPP Company Limited	KORAT 7	= Solar Power (Korat 7) Company Limited
EE	= Eastern Power Generation Company Limited	SKBM	= Songkhla Biomass Company Limited
RE	= Ratchaburi Energy Company Limited	SEAN	= SouthEast Asia Energy Limited
SEC	= Sustainable Energy Corporation Company Limited	NN2	= Nam Ngum 2 Power Company Limited
KKW	= Khao Kor Wind Power Company Limited	HPC	= Hongsa Power Company Limited
RHIC	= RH International Corporation Limited	NN3	= Nam Ngum 3 Power Company Limited
RHIM	= RH International (Mauritius) Corporation Limited	PNPC	= Xe-Pian Xe-Namnoy Power Company Limited
RHIS	= RH International (Singapore) Corporation Pte. Limited	KK	= KK Power Company Limited
RAC	= RATCH-Australia Corporation Limited	CRESCO	= Chubu Ratchaburi Electric Services Company Limited
ROMA	= RATCH OSM Company Limited	SKBF	= Songkhla Biofuel Company Limited
RL	= RATCH - Lao Services Company Limited	ES	= Sukhothai Energy Company Limited
RPCL	= Ratchaburi Power Company Limited	SE	= EGAT Diamond Service Company Limited
RWC	= Ratchaburi Water Cogeneration Company Limited	PFM	= Phu Fai Mining Company Limited
NNEG	= Nava Nakorn Electricity Generation Company Limited		



Directorship of Board of Directors, Executives and Controllers of the Company, Subsidiaries, Jointly-Controlled Entities and Associated Entities

Ratchaburi Electricity Generating Holding Public Company Limited
As of 31 December 2013

Companies				Executives										1	2	3	4	5	6	7	8	9	10
				Mr. Kurujit Nakornthap	Mr. Trakul Winitnalyapak	Captain Sirdetch Julperma	Police Lieutenant General Thavorn Chanyim	Mr. Satit Rungkasiri	Mr. Soonthai Kurnmoonate	Mr. Songsopoe Polachan	Mr. Prachuab Ujjin	Mr. Suwit Kongsaengbhak	Miss Rattana Tripiatkul										
Ratchaburi Electricity Generating Holding Public Company Limited				RATCH	DD, II	D, HH, I	ID, AA	ID, RR	ID, A	D, I	ID, H	D, I	ID, R	ID, A									
The Controller: Electricity Generating Authority of Thailand				EGAT	D	D				D, Governor		D											
Subsidiaries	Domestic power plants	1	Ratchaburi Electricity Generating Company Limited	RG																			
		2	Ratchaburi Gas Company Limited	RGAS																			
		3	Tri Energy Company Limited	TECO																			
		4	Ratchaburi Alliances Company Limited	RACL																			
		5	Ratch Udom Power Company Limited	RUDOM																			
		6	Ban Bueng Power Company Limited	BP																			
		7	Eastern IPP Company Limited	EIPP																			
		8	Eastern Power Generation Company Limited	EP																			
	Alternative energy power plants	9	Ratchaburi Energy Company Limited	RE																			
		10	Sustainable Energy Corporation Company Limited	SEC																			
		11	Khao Kor Wind Power Company Limited	KKW																			
	Overseas projects	12	RH International Corporation Limited	RHIC																			
		13	RH International (Mauritius) Corporation Limited	RHIM																			
		14	RH International (Singapore) Corporation Pte. Limited	RHIS																			
		15	RATCH-Australia Corporation Limited	RAC																			
	Related business	16	RATCH - Lao Services Company Limited	RL																			
		17	RATCH O&M Company Limited	ROM																			
Affiliates and Joint Ventures	Domestic power plants	18	Ratchaburi Power Company Limited	RPCL																			
		19	Ratchaburi World Cogeneration Company Limited	RWC																			
		20	Nava Nakorn Electricity Generating Company Limited	NNEG																			
		21	Ayudhya Power Company Limited	AP																			
		22	Solarta Company Limited	SLT																			
	Alternative energy power plants	23	First Korat Wind Company Limited	FKW																			
		24	K.R. Two Company Limited	KR2																			
		25	Solar Power (Korat 3) Company Limited	KORAT 3																			
		26	Solar Power (Korat 4) Company Limited	KORAT 4																			
		27	Solar Power (Korat 7) Company Limited	KORAT 7																			
		28	Songkhla Biomass Company Limited	SKBM																			
	Overseas projects	29	SouthEast Asia Energy Limited	SEAN																			
		30	Nam Ngum 2 Power Company Limited	NN2																			
		31	Hongsa Power Company Limited	HPC																			
		32	Nam Ngum 3 Power Company Limited	NN3																			
		33	Xe-Pian Xe-Namnoy Power Company Limited	PNPC																			
		34	KK Power Company Limited	KK																			
		35	Chubu Ratchaburi Electric Services Company Limited	CRESO																			
	Related businesses	36	Songkhla Biofuel Company Limited	SKBF																			
		37	Sukhothai Energy Company Limited	SE																			
		38	EGAT Diamond Service Company Limited	EDS																			
		39	Phu Fai Mining Company Limited	PFM																			

DD = Chairman
D = Director
ID = Independent director
CEO = Chief Executive Officer
Deputy CEO = Deputy CEO overseeing subsidiaries
COO = Chief Operating Officer
CFO = Chief Finance Officer
SEVP = Senior Executive Vice President
EVP = Executive Vice President
VP = Vice President

MD = Managing Director
DMD = Deputy Managing Director
A = Audit Committee
AA = Chairman of the Audit Committee
H = Human Resource and Remuneration Committee
HH = Chairman of Human Resource and Remuneration Committee
R = Risk Management Committee
RR = Chairman of the Risk Management Committee
I = Investment Screening Committee
II = Chairman of the Investment Screening Committee

[illegible]



General Information of the Company, Subsidiaries, Affiliates and Joint Ventures

Ratchaburi Electricity Generating Holding Public Company Limited

Ticker symbol : RATCH
Office : 8/8 Moo 2 Ngamwongwan
Road, Bangkhen, Muang,
Nonthaburi 11000
Tel. : +66 2794 9999
Fax. : +66 2794 9998
Website : www.ratch.co.th
Email : contactinfo@ratch.co.th
Registered No. : 0107543000031
Nature of business: Invest, develop and operate
electricity generating and
related businesses
Establishment : 7 March 2000
Stock registered date : 13 October 2000
First trading day : 2 November 2000
Registered capital : 14,500 million baht
(1,450 million
ordinary shares)
Par value : 10 baht
Paid up capital : 14,500 million baht
(as of 26 October 2000)
Status :

1. The Company's total attribution installed capacity is 6,542.52 MW, including

1.1 Commercially operating power plants–14 plants; and attribution installed capacity in other projects

IPPs and SPPs in Thailand 4,701.25 MW

- 1) Ratchaburi Power Plant
with 3,645.00 MW installed
capacity

- 2) Tri Energy Power Plant
with attribution installed capacity of
700.00 MW
- 3) Ratchaburi Power's Power Plant
with attribution installed capacity of
350.00 MW
- 4) PTO-A and the extension program
with installed capacity of 2.65 MW
- 5) Sao Thian-A Power Plant in Sukhothai
with attribution installed capacity of
3.60 MW

Renewable Projects in Thailand 65.38 MW

- 6) Solarta Company Limited's solar
power plant
with attribution installed capacity of
16.78 MW
- 7) Solar Power (Korat 3) Company Limited's
solar power plant
with attribution installed capacity of
2.40 MW
- 8) Solar Power (Korat 4) Company Limited's
solar power plant
with attribution installed capacity
of 2.40 MW
- 9) Solar Power (Korat 7) Company Limited's
solar power plant
with attribution installed capacity
of 2.40 MW
- 10) Huay Bong 2 Wind Turbine Power
Project in Nakhon Ratchasima
with attribution in stalled capacity
of 20.70 MW
- 11) Huay Bong 3 Wind Turbine Power
Project in Nakhon Ratchasima
with attribution in stalled capacity
of 20.70 MW

International Projects 663.27 MW

- 12) Nam Ngum 2 Hydroelectric Power Plant with attribution installed capacity of 153.75 MW
- 13) RATCH-Australia Corporation Limited's power plant with attribution installed capacity of 509.52 MW

Related Business (Other Investment) 89.05 MW

- 14) Attribution Installed capacity in EDL-Generation Public Company's attribution installed capacity of 89.05 MW

1.2 Projects under constructions and development: 6 projects with 1,133.57 MW total capacity

IPPs and SPPs in Thailand 132.80 MW

- 1) Small Power Producer : Ratchaburi World Cogeneration Company Limited, 2 project with a total of 84.00 MW attribution installed capacity
- 2) Small Power Producer : Nava Nakorn Electricity Generating Company Limited, 48.80 MW attribution installed capacity

Renewable Projects in Thailand 37.07 MW

- 3) Khao Kor Wind Farm Project with 33.11 MW attribution installed capacity
- 4) Biomass Fuel Project : Biomass Company Limited with 3.96 MW attribution installed capacity

International Projects 853.70 MW

- 5) Hongsa Thermal Power Plant with a total of 751.20 MW attribution installed capacity
- 6) Xepian-Xe Namnoy Hydroelectric Power Project with 102.50 MW attribution installed capacity

2. The Company has 17 subsidiaries**IPPs and SPPs in Thailand**

- 1) Ratchaburi Electricity Generating Company Limited
- 2) Ratchaburi Gas Company Limited
- 3) Tri Energy Company Limited
- 4) Ratchaburi Alliances Company Limited
- 5) Ratch Udom Power Company Limited *
- 6) Ban Bueng Power Company Limited
- 7) Eastern IPP Company Limited
- 8) Eastern Power Generation Company Limited

Renewable Projects in Thailand

- 9) Ratchaburi Energy Company Limited
- 10) Sustainable Energy Corporation Company Limited
- 11) Khao Kor Wind Power Company Limited

International Projects

- 12) RH International Corporation Limited
- 13) RH International (Mauritius) Corporation Limited
- 14) RH International (Singapore) Corporation Pte. Limited
- 15) RATCH-Australia Corporation Limited

Related Business

- 16) Ratch O&M Company Limited
- 17) RATCH-Lao Services Company Limited

Remark : * On 7 February 2014, Ratch Udom Power Company Limited completed liquidation progress. Since then, the Company became direct shareholder of Ratchaburi Alliances Company Limited.



3. Joint Ventures and Affiliates - 22 companies

IPPs and SPPs in Thailand

- 1) Ratchaburi Power Company Limited
- 2) Ratchaburi World Cogeneration Company Limited
- 3) Nava Nakorn Electricity Generating Company Limited
- 4) Ayudhya Power Company Limited

Renewable Projects in Thailand

- 5) Solarta Company Limited
- 6) First Korat Wind Company Limited
- 7) K.R. Two Company Limited
- 8) Solar Power (Korat 3) Company Limited
- 9) Solar Power (Korat 4) Company Limited
- 10) Solar Power (Korat 7) Company Limited
- 11) Songkhla Biomass Company Limited

International Projects

- 12) Nam Ngum 2 Power Company Limited
- 13) Hongsa Power Company Limited
- 14) Nam Ngum 3 Power Company Limited
- 15) Xe-Pian Xe-Namnoy Power Company Limited
- 16) KK Power Company Limited
- 17) SouthEast Asia Energy Limited

Related Business

- 18) Chubu Ratchaburi Electric Services Company Limited
- 19) Songkhla Biofuel Company Limited
- 20) Sukhothai Energy Company Limited
- 21) EGAT Diamond Service Company Limited
- 22) Phu Fai Mining Company Limited

4. Other Investment

Related Business

- 1) EDL-Generation Public Company

Subsidiaries

Company/Location	Details
IPPs and SPPs in Thailand	
1. Ratchaburi Electricity Generating Company Limited 128 Moo 6, Phikunthong Subdistrict, Muaeng District, Ratchaburi 70000 Registration No. 0125543002288 Tel. : +66 2978 5111-9 : +66 3236 5740 Ext. 3210 Fax. : +66 2978 5110 : +66 3236 5740 Ext. 3204	Shareholding (%) : 99.99 Nature of business : Electricity generation Registered capital : Baht 18,275 million Ordinary shares : 1,827.50 million shares Par value : Baht 10 Paid up capital : Baht 18,275 million Oversees the operations of Ratchaburi Power Plant, comprising 2 units of thermal power plants each with 735 MW capacity, and 3 blocks of combined cycle power plants each with 725 MW capacity; has 25-year power purchase agreement with EGAT
2. Ratchaburi Gas Company Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0105539137646 Tel. : +66 2794 9999 Fax. : +66 2794 9998	Shareholding (%) : 99.99 Nature of business : Investing in electricity generation business Registered capital : Baht 500 million Ordinary shares : 50 million shares Par value : Baht 10 Paid up capital : Baht 500 million Holding 99.99% in Tri Energy Company Limited which operates Tri Energy Power Plant with installed capacity of 700 MW
3. Tri Energy Company Limited 1550 Thanapoom Building, 16th Fl, New Petchaburi Road, Makkasan, Ratchathevi, Bangkok 10400 Registration No. 0105538029882 Tel. : +66 2207 2700-14 Fax. : +66 2207 0315-16	Shareholding (%) : 100.00 (held by Ratchaburi Gas Company Limited) Nature of business : Electricity generating Registered capital : Baht 3,423.80 million Ordinary shares : 34.238 million shares Par value : Baht 100 Paid up capital : Baht 3,423.80 million Overseeing the operations of Tri Energy Power Company, Ratchaburi, comprising one unit of combined cycle power plant with 700 MW installed capacity



Company/Location	Details
IPPs and SPPs in Thailand	
4. Ratchaburi Alliances Company Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0105547004145 Tel. : +66 2794 9999 Fax. : +66 2794 9998 (on 7 February 2014, Ratch Udom Power Company Limited completed liquidation process. Since then, the Company became direct shareholder of Ratchaburi Alliances Company Limited)	Shareholding (%) : 99.99 (held by Ratch Udom Power Company Limited) Nature of business : Investing in electricity generation business Registered capital : Baht 420.20 million Ordinary shares : 42.02 million shares Par value : Baht 10 Paid up capital : Baht 420.20 million Holding 25% in Ratchaburi Power Company Limited which operates Ratchaburi Power's Power Plant with 1,400 MW installed capacity
5. Ratch Udom Company Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0105555038525 Tel. : +66 2794 9999 Fax. : +66 2794 9998 (on 7 February 2014, Liquidation process was completed)	Shareholding (%) : 99.99 Nature of business : Investing in electricity generating business Registered capital : Baht 420.90 million Ordinary shares : 42.09 million shares Par value : Baht 10 Paid up capital : Baht 420.90 million Holding 99.99 % in Ratchaburi Alliances Company Limited
6. Ban Bueng Power Company Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0125556001293 Tel. : +66 2794 9999 Fax. : +66 2794 9998	Shareholding (%) : 99.99 (held by Ratchaburi Electricity Generating Company Limited) Nature of business : Electricity generating Registered capital : Baht 0.20 million Ordinary shares : 0.002 million shares Par value : Baht 100 Paid up capital : Baht 0.20 million Operating electricity related business and power plant of all types
7. Eastern IPP Company Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0125556001307 Tel. : +66 2794 9999 Fax. : +66 2794 9998	Shareholding (%) : 99.99 (held by Ratchaburi Electricity Generating Company Limited) Nature of business : Electricity generating Registered capital : Baht 0.20 million Ordinary shares : 0.002 million shares Par value : Baht 100 Paid up capital : Baht 0.20 million Operating electricity related business and power plant of all types

Company/Location	Details
IPPs and SPPs in Thailand	
8. Eastern Power Generation Company Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0125556001731 Tel. : +66 2794 9999 Fax. : +66 2794 9998	Shareholding (%) : 99.99 (held by Ratchaburi Electricity Generating Company Limited) Nature of business : Electricity generating Registered capital : Baht 0.20 million Ordinary shares : 0.002 million shares Par value : Baht 100 Paid up capital : Baht 0.20 million • Operating electricity related business and power plant of all types
Renewable Projects in Thailand	
9. Ratchaburi Energy Company Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0105544085845 Tel. : +66 2794 9999 Fax. : +66 2794 9998 Branch 1-2 32-32/1 Ban Tham Mai Klai, Moo 11 Kong Subdistrict, Kongkrait District, Sukhothai Tel. : +66 5560 1104 Fax. : +66 5560 1104 Branch 3 143 Ban Nong Sao Thien Tai, Moo 11 Krai Nai Subdistrict, Kongkrait District, Sukhothai Tel. : +66 5561 5309 Fax. : +66 5561 5308	Shareholding (%) : 99.99 Nature of business : Investing in electricity generation - renewable energy and related businesses Registered capital : Baht 640 million Ordinary shares : 64 million shares Par value : Baht 10 Paid up capital : Baht 640 million (1) Oversees the operations of PTO-A Power Plant Project and PTO-A Expansion Power Project with combined installed capacity of 2.65 MW and generating power from associated gas from PTO-A oil rig in Ban Tham Mai Klai, Kong Subdistrict, Kongkrait District, Sukhothai (2) Oversees the operations of Saothian-A Power Plant with 3.60 MW installed capacity, generating electricity from associated gas from Saothian-A rig and began commercial operations on 26 January 2012 (3) Holding 25% in Sukhothai Energy Company Limited



Company/Location	Details
Renewable Projects in Thailand	
10. Sustainable Energy Corporation Company Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0105551036692 Tel. : +66 2794 9999 Fax. : +66 2794 9998	Shareholding (%) : 55.18 (held by Ratchaburi Energy Company Limited) Nature of business : Investing, developing and operating electricity generating businesses Registered capital : Baht 440 million Ordinary shares : 44 million shares Par value : Baht 10 Paid up capital : Baht 285.25 million (1) Overseeing wind-turbine power project in Petchaboon Province. (2) Shareholders include Wind Energy Holding Company Limited 34.16%, other shareholders 10.66% and Ratchaburi Energy Company Limited
11. Khao Kor Wind Power Company Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0105552030574 Tel. +66 2794 9999 Fax. +66 2794 9998	Shareholding (%) : 55.18 (held by Sustainable Energy Corporation Limited) Nature of business : Electricity generating Registered capital : Baht 950 million Ordinary shares : 95 million shares Par value : Baht 10 Paid up capital : Baht 261.97 million Overseeing the 60 MW wind farm project in Khao Kor, Petchaboon province
International Projects	
12. RH International Corporation Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0105552116711 Tel. : +66 2794 9999 Fax. : +66 2794 9998	Shareholding (%) : 99.99 Nature of business : Investing, developing and operating electricity generating and related businesses in foreign countries Registered capital : Baht 7,000 million Ordinary shares : 700 million shares Par value : Baht 10 Paid up capital : Baht 7,000 million Holding 100% share in RH International (Mauritius) Corporation Limited

Company/Location	Details
International Projects	
13. RH International (Mauritius) Corporation Limited 4 th Floor, Ebene Skies, Rue de L'Institut, Ebene, Mauritius	Shareholding (%) : 99.99 (held by RH International Corporation Limited) Nature of business : Investing, developing and operating electricity generating and related businesses in foreign countries Registered capital : USD 224.13 million Ordinary shares : 224.13 million shares Par value : USD 1 Paid up capital : USD 224.13 million • Holding 100% stake in RH International (Singapore) Corporation Pte. Limited
14. RH International (Singapore) Corporation Pte. Limited 8 Marina Boulevard #05-01 Marina Bay Financial Centre Tower 1, Singapore 018981	Shareholding (%) : 100 (held by RH International (Mauritius) Corporation Limited) Nature of business : Investing, developing and operating electricity generating and related businesses in foreign countries Registered capital : USD 223.83 million Ordinary shares : 223.83 million shares Par value : USD 1 Paid up capital : USD 223.83 million (1) Making 80% investment in RATCH-Australia Corporation Limited (2) Holding 4.307% of the entire stocks in EDL-Generation Public Company
15. RATCH-Australia Corporation Limited Level 13, 111 Pacific Highway North Sydney NSW 2060 Tel. : +61 2 8913 9400 Fax. : +61 2 8913 9423	Shareholding (%) : 80 (held by RH International (Singapore) Pte. Corporation Limited) (1) Investing in infrastructure projects in Australia, having six power plants across Australia and using various sources of fuel, including natural gas, coal and wind power (2) Shareholders including Transfield Services Limited, holding 20% stake, and RH International (Singapore) Corporation Limited, holding 80% stake



Company/Location	Details
Related Business	
16. RATCH O&M Company Limited 8/8 Moo 2, Ngamwongwan Road, Bangkhen Subdistrict, Muaeng District, Nonthaburi 11000 Registration No. 0105555038525 Tel. : +66 2794 9999 Fax. : +66 2794 9998	Shareholding (%) : 99.99 Nature of business : Providing power plant operations and maintenance services to SPP power plants in which the Company has invested Registered capital : Baht 10 million Ordinary shares : 1 million shares Par value : Baht 10 Paid up capital : Baht 2.5 million • Providing power plant operations and maintenance services to SPP power plants in which the Company has invested
17. RATCH-Lao Services Company Limited 187 Unit 12, Ban Ponesad, Saysettha, Vientiane, Lao PDR Tel. : +856 21 454 074 Fax. : +856 21 454 075	Shareholding (%) : 99.99 Nature of business : Providing power plant operations and maintenance, investing in other business related to the Company's investment in Lao PDR Registered capital : USD 2.5 million Ordinary shares : 2.5 million shares Par value : USD 1 Paid up capital : Baht 2.5 million (1) Providing power plant operations and maintenance for the Nam Ngum 2 Power Plant Project with EGAT as subcontractor operating the power plant throughout the power purchase agreement period with EGAT (2) Holding 5.801% of the total shares in EDL-Generation Public Company

Subsidiaries and Affiliates

Company/Location	Details
IPPs and SPPs in Thailand	
1. Ratchaburi Power Company Limited 1828 Sukhumvit Road, Bang Chak, Phra Khanong, Bangkok 10260 Registration No. 0105539081349 Tel. : +66 2311 5111 Fax. : +66 2332 3882	Shareholding (%) : 25 (held by Ratchaburi Alliances Limited) Nature of business : Electricity generating Registered capital : Baht 7,325 million Ordinary shares : 73.25 million shares Par value : Baht 100 Paid up capital : Baht 7,325 million (1) Overseeing the operations of Ratchaburi Power's Power Plant, located within the premise of Ratchaburi Power Plant in Ratchaburi, which has a 25year power purchase agreement with EGAT. The facility includes 2 units of combined cycle power plants, each with 700 MW installed capacity, totaling 1,400 MW (2) Shareholders include P A I International Power (Mauritius) Ltd., holding 25% stake, Chubu Electric Power Company International B.V. holding 15%, PTT Public Company Limited holding 15%, Saha Union Public Company Limited holding 10%, Toyota Tsusho Corporation holding 10% and Ratchaburi Alliances Company Limited
2. Ratchaburi World Cogeneration Company Limited 110 Ratchaburi Industrial Estate, Moo 9 Don Sai Subdistrict, Potharam District, Ratchaburi 70120 Registration No. 0105552116967 Tel. : +66 3237 5869 Fax. : +66 3237 5870	Shareholding (%) : 40 Nature of business : Electricity generation Registered capital : Baht 2,500 million Ordinary shares : 250 million shares Par value : Baht 10 Paid up capital : Baht 1,250 million (1) Established to operate SPP power plant, with firm agreement for cogeneration system, the company has 2 projects in Ratchaburi Industrial Estate with combined installed capacity of 210 MW (2) Major shareholders include Thai World Power holding 60% stake and The Company.



Company/Location	Details
IPPs and SPPs in Thailand	
3. Nava Nakorn Electricity Generating Company Limited Head Office: 999 Moo 13 Paholyothin Road, Khlong Nueng Subdistrict, Khlong Luang, Pathum Thani Branch Office 1: 8/8 Moo 2 Bangkhen, Muaeng District, Nonthaburi 11000 Registration No. : 0135553000881 Tel. : +66 2978 5283 Fax. : +66 2978 5080	Shareholding (%) : 40 (held by Ratchaburi Electricity Generating Company Limited) Nature of business : Generating electricity and steam Registered capital : Baht 402 million Ordinary shares : 40.02 million shares Par value : Baht 10 Paid up capital : Baht 402 million (1) Established to operate SPP with Firm Contract for the 122-MW cogeneration power plant located in Navanakorn Industrial Promotion Zone in Pathumthani Province (2) Shareholders include PTT Public Company Limited and Navanakorn Public Company Limited each holding 30% and The Company
4. Ayudhya Power Company Limited 8/8 Moo 2 Bangkhen, Muaeng District, Nonthaburi 11000 Registration No.: 0125556001315 Tel. : +66 2794 9999 Fax. : +66 2794 9998	Shareholding (%) : 45 (held by Ratchaburi Electricity Generating Company Limited) Nature of business : Electricity generation Registered capital : Baht 80 million Ordinary shares : 0.80 million shares Par value : Baht 100 Paid up capital : Baht 40.10 million (1) Operating electricity-related business and power plant operations (all types) (2) Shareholders are SKEC Thai Gas Power Private Limited holding 40% stake, B. Grimm Power Company Limited holding 15% stake and Ratchaburi Electricity Generating Company Limited holding 45% stake
Renewable Projects in Thailand	
5. Solarta Company Limited 8/8 Moo 2 Bangkhen, Muaeng District, Nonthaburi 11000 Registration No.: 0105553085861 Tel. : +66 2978 5200 Fax. : +66 2978 5080 ext. 5200	Shareholding (%) : 49 Nature of business : Generating electricity Registered capital : Baht 1,302 million Ordinary shares : 13.02 million shares Par value : Baht 100 Paid up capital : Baht 1,100 million (1) Operating SPP with Non-Firm Contract for 8 projects located in Phra Nakorn Sri Ayutthaya, Supanburi and Nakhon Pathom, with combined installed capacity of 34.25 MW (2) Shareholders include Yanhee Solar Power Company Limited holding 51% and The Company

Company/Location	Details
Renewable Projects in Thailand	
6. First Korat Wind Company Limited 87 M Thai Tower Building, All Seasons Place, 27 th FL., Wireless Road, Lumpini, Pathumwan, Bangkok 10330 Registration No.: 0105552056166 Tel. : +66 2654 1155-8 Fax. : +66 2654 1159	Shareholding (%) : 20 Nature of business : Electricity generation Registered capital : Baht 1,996.02 million Ordinary shares : 199.602 million shares Par value : Baht 10 Paid up capital : Baht 1,996.02 million (1) Overseeing the operations of Huay Bong 3 Wind Turbine Power Project with installed capacity of 103.5 MW in Nakhon Ratchasima Province, having Non-Firm Contract with EGAT and receiving 3.50 baht per unit of adder from the Power Department Fund Management Division, Office of the Energy Regulatory Commission for 10 years (2) Shareholders include Aeolus Power Company Limited holding 60%, Chubu Electric Power Korat, BV holding 20% and the Company
7. K.R. Two Company Limited 87 M Thai Tower Building, All Seasons Place, 27 th FL., Wireless Road, Lumpini, Pathumwan, Bangkok 10330 Registration No.: 0105552072412 Tel. : +66 2654 1155-8 Fax. : +66 2654 1159	Shareholding (%) : 20 Nature of business : Electricity generation Registered capital : Baht 1,827 million Ordinary shares : 182.70 million shares Par value : Baht 10 Paid up capital : Baht 1,827 million (1) Overseeing the operations of Huay Bong 2 Wind Turbine Power Project with installed capacity of 103.5 MW in Nakhon Ratchasima Province, having Non-Firm Contract with EGAT and receiving 3.50 baht per unit of adder from the Power Department Fund Management Division, Office of the Energy Regulatory Commission for 10 years and started commercial operations on 8 February 2013 (2) Shareholders include Aeolus Power Company Limited holding 60%, Chubu Electric Power Korat, BV holding 20% and the Company
8. Solar Power (Korat 3) Company Limited 333/22 Sukhumvit 55, Sukhumvit Road, Klong Tan Nua, Wattana, Bangkok 10110 Registration No.: 0105553043106 Tel. : +66 2712 7374-6 : +66 2185 2342-3 Fax. : +66 2712 7378 : +66 2185 2344	Shareholding (%) : 40 Nature of business : Electricity generation Registered capital : Baht 188.75 million Ordinary shares : 18.875 million shares Par value : Baht 10 Paid up capital : Baht 178.25 million (1) Overseeing the operations of a solar wind farm with 6 MW installed capacity in Nakhon Ratchasima Province, having Non-Firm Contract with the Provincial Electricity Authority and receiving 8 baht per unit of adder from the Power Department Fund Management Division, Office of the Energy Regulatory Commission for 10 years and started commercial operations on 9 March 2012 (2) Shareholders include Solar Power Company Limited holding 60% and The Company



Company/Location	Details
Renewable Projects in Thailand	
9. Solar Power (Korat 4) Company Limited 333/22 Sukhumvit 55, Sukhumvit Road, Khlong Tan Nua, Wattana, Bangkok 10110 Registration No.: 0105553043599 Tel. : +66 2712 7374-6 : +66 2185 2342-3 Fax. : +66 2712 7378 : +66 2185 2344	Shareholding (%) : 40 Nature of business : Electricity generation Registered capital : Baht 199.25 million Ordinary shares : 19.925 million shares Par value : Baht 10 Paid up capital : Baht 185.18 million (1) Overseeing the operations of a solar wind farm with 6 MW installed capacity in Nakhon Ratchasima Province, having Non-Firm Contract with the Provincial Electricity Authority and receiving 8 baht per unit of adder from the Power Department Fund Management Division, Office of the Energy Regulatory Commission for 10 years and started commercial operations on 14 May 2012 (2) Shareholders include Solar Power Company Limited holding 60% and The Company
10. Solar Power (Korat 7) Company Limited 333/22 Sukhumvit 55, Sukhumvit Road, Khlong Tan Nua, Wattana, Bangkok 10110 Registration No.: 0105553043637 Tel. : +66 2712 7374-6 : +66 2185 2342-3 Fax. : +66 2712 7378 : +66 2185 2344	Shareholding (%) : 40 Nature of business : Electricity generation Registered capital : Baht 188.75 million Ordinary shares : 18.875 million shares Par value : Baht 10 Paid up capital : Baht 175 million (1) Overseeing the operations of a solar wind farm with 6 MW installed capacity in Nakhon Ratchasima Province, having Non-Firm Contract with the Provincial Electricity Authority and receiving 8 baht per unit of adder from the Power Department Fund Management Division, Office of the Energy Regulatory Commission for 10 years and started commercial operations on 30 May 2012 (2) Shareholders include Solar Power Company Limited holding 60% and The Company

Company/Location	Details
Renewable Projects in Thailand	
11. Songkhla Biomass Company Limited 1842 Krungthep-Nonthaburi Road, Wongsawang, Bang Sue, Bangkok 10800 Registration No. : 0105552090909 Tel. : +66 2910 9700 Fax. : +66 2910 9713	Shareholding (%) : 40 Nature of business : Electricity generation Registered capital : Baht 210 million Ordinary shares : 2.10 million shares Par value : Baht 10 Paid up capital : Baht 168.75 million (1) Oversees the operations of a biomass power plant with 9.9 MW installed capacity using rubber-wood slabs and roots as source of energy located in Jana District, Songkhla Province (2) Shareholders include Solar Power Company Limited holding 40% and The Company
International Projects	
12. Nam Ngum 2 Power Company Limited 215 Lan Chang Road, Chantaburi Province, Vientiane, Lao PDR Tel. : +856 21 223 215 : +856 21 215 500	Shareholding (%) : 25 (held by SouthEast Asia Energy Company Limited) Nature of business : Electricity generation Registered capital : Baht 8,809 million Ordinary shares : 0.881 million shares Par value : Baht 10 Paid up capital : Baht 8,809 million (1) Overseeing Nam Ngum 2 Hydroelectric Power Plant operations with 615 MW capacity in Lao PDR (2) Shareholders included Lao PDR Government holding 25% stake and SouthEast Asia Energy Company Limited holding 75%
13. Hongsa Power Company Limited Sikhottabong District, Vientiane Capital City, Lao PDR Tel. : +856 21 223 911 : +856 21 222 089	Shareholding (%) : 40 Nature of business : Electricity generation Registered capital : USD 76 million Ordinary shares : 7.6 million shares Par value : USD 10 Paid up capital : USD 76 million (1) Established in Lao PDR for electricity generating concession for the Hongsa Thermal Power Plant project located in Xayaburi Province, Lao PDR, with 1,878 MW using lignite as the major source of fuel (2) Shareholders comprises Banpu Power Company Limited and the Company, each holding 40% stake, and Lao Holding State Enterprise holding 20% in this joint venture



Company/Location	Details
International Projects	
14. Nam Ngum 3 Power Company Limited No.218, Unit 12 Ban Thongkang, Sokpaluang Road, Sisattanak District, Vientiane, Lao PDR Tel. : +856 21 412 Fax. : +856 21 412 (Nam Ngum 3 Hydroelectric Power Project did not receive Project Development Agreement extension from Ministry of Planning and Investment, Lao PDR due to changes in Lao PDR's power development policy. The Company has already written off the Project's expenses.)	Shareholding (%) : 25 Nature of business : Electricity generation Registered capital : USD 300,000 Ordinary shares : 0.003 million shares Par value : USD 100 Paid up capital : USD 60,000 (1) Established in Lao PDR to operate the Nam Ngum 3 Hydroelectric Power Plant with 440 MW installed capacity or 110 MW attribution installed capacity (2) Shareholders include GMS Lao Company Limited holding 27%, Marubeni Corporation holding 25%, Lao Holding State Enterprise holding 23% and the Company.
15. Xe-Pian Xe-Namnoy Power Company Limited Capital Tower, 6th Fl., 23 Singha Road, Ban Nong Bon, Xaysettha District, Vientiane Tel. : +856 21 455 025 Fax. : +856 21 455 025	Shareholding (%) : 25 Nature of business : Electricity generation Registered capital : USD 50 million Ordinary shares : 0.50 million shares Par value : USD 100 Paid up capital : USD 100,000 (1) Established in Lao PDR to operate a Xe-Pian Xe-Namnoy Hydroelectric Power Plant with 410 MW installed capacity (2) Shareholders include SK Engineering & Construction Company Limited holding 26% stake, Korea Western Power Company Limited holding 25% stake, Lao Holding State Enterprise 24% and the Company
16. KK Power Company Limited Cambodia	Shareholding (%) : 50 Nature of business : Electricity generation Registered capital : USD 1 million Ordinary shares : 0.001 million shares Par value : USD 1,000 Paid up capital : USD 1 million • Operate a power plant in Cambodia

Company/Location	Details
International Projects	
17. SouthEast Asia Energy Limited 587 Viriyathavorn Building, 20th Fl. Sutthisarnvinijchai Road, Din Daeng, Bangkok 10400 Registration No. : 0105547063036 Tel. : +66 2275 4873 Fax. : +66 2691 8307	Shareholding (%) : 33.33 Nature of business : Investing, developing and operating electricity generation business in Lao PDR Registered capital : Baht 6,606.75 million Ordinary shares : 660.675 million shares Par value : Baht 10 Paid up capital : Baht 6,606.75 million (1) Holding 75% stake in Nam Ngum 2 Power Company Limited, in which Lao PDR government holds 25%, that operates the Nam Ngum 2 Hydroelectric Power Plant in Lao PDR with 615 MW installed capacity (2) Shareholders included CK Power Company Limited holding 38% stake, Bangkok Expressway Public Company Limited holding 16.67%, others 12% and The Company
Related Business	
18. Chubu Electric Services Company Limited 128 Moo 6 Pikunthong Subdistrict, Muaeng District, Ratchaburi 70000 Registration No. : 0705548000938 Tel. : +66 2978 5180 : +66 3236 5740 ext. 3210 Fax. : +66 2978 5126 : +66 3236 5740 ext. 3204	Shareholding (%) : 50 Nature of business : Providing power plant operation and maintenance services Registered capital : Baht 20 million Ordinary shares : 0.40 million shares Par value : Baht 50 Paid up capital : Baht 20 million (1) Providing operations and maintenance service to Ratchaburi Power's Power Plant under 14-year service agreement starting from commercial operation date and provides maintenance service to Ratchaburi Power's Power Plant in June 2008 (2) Shareholders include the Company and Chubu Electric Power (Thailand) Co., Ltd., holding 50% stake each.
19. Songkhla Biofuel Company Limited 1842 Krungthep-Nonthaburi Road, Wongsawang, Bang Sue, Bangkok 10800 Registration No. : 0105555032454 Tel. : +66 2910 9700 Fax. : +66 2910 9713	Shareholding (%) : 40 Nature of business : Supplying biomass to the Songkhla Biomass Power Plant Registered capital : Baht 1 million Ordinary shares : 0.01 million shares Par value : Baht 100 Paid up capital : Baht 1 million (1) Overseing the operations of the biomass power plant with 9.9 MW installed capacity using rubber-wood slabs and roots as source of energy located in Jana District, Songkhla Province (2) Shareholders include Precise Power Producer Company Limited holding 40% stake, Assiddeek Savings Cooperative Limited holding 20% stake and The Company



Company/Location	Details
Related Business	
20. Sukhothai Energy Company Limited 184/156 Forum Building, 25th FL, Ratchadapisek Road, Huay Kwang, Bangkok Registration No. 0105555027698 Tel. : +66 2645 2230 Fax. : +66 2645 2231	Shareholding (%) : 25 (held by Ratchaburi Energy Company Limited) Nature of business : Gas quality improvement service Registered capital : Baht 80 million Ordinary shares : 0.80 million shares Par value : Baht 100 Paid up capital : Baht 80 million (1) Develop and operate power-related businesses (2) Shareholders included Sunrise Energy Company Limited holding 51% stake, Golden City Associates Company Limited holding 23.97% stake, Siam Energy Solution holding 0.03% and Ratchaburi Energy Company Limited
21. EGAT Diamond Service Company Limited 56/25 Moo 20, Khlong Nueng Sudistrict, Khlong Luan District, Pathumthani 12120 Registration No. : 0125552017292 Tel. : +66 2529 0808 Fax. : +66 2529 0900	Shareholding (%) : 10 Nature of business : Providing power plant's gas turbine maintenance service Registered capital : Baht 623 million Ordinary shares : 6.23 million shares Par value : Baht 100 Paid up capital : Baht 623 million (1) Operating maintenance facility for power plant gas turbine, providing services across Asia, located in Navanakorn Industrial Estate, commencing operations in 2011 (2) Shareholders include EGAT holding 45% stake, Mitsubishi Heavy Industries, Ltd. Holding 30% stake, Mitsubishi Corporation holding 15% stake and the Company
22. Phu Fai Mining Company Limited Sikhottabong District, Vientiane Capital City, Lao PDR Tel. : +856 21 223 911 Fax. : +856 21 222 089	Shareholding (%) : 37.5 Nature of business : Lignite mining Registered capital : USD 50,000 Ordinary shares : 0.005 million shares Par value : USD 10 Paid up capital : USD 50,000 (1) Established in Lao PDR for mining concession for lime and lignite to be used as the major source of fuel for Hongsa Thermal Power Plant (2) Shareholders included the Company and Banpu Power Company Limited each holding 37.5% stake and Lao Holding State Enterprise holding 25%

Other Investment

Company/Location	Details
Related Business	
1. EDL- Generation Public Company Lao-Thai Road, Thongkang Village, P.O.Box 2392 Vientiane Capital Lao PDR Tel. : +856 21 316 142 Fax. : +856 21 316 141 Website : www.edlgen.com.la	Shareholding (%) : 10.108 (held by RATCH-Lao Services Company Limited and RH International (Singapore) Corporation Pte. Limited) Nature of business : Electricity generation Registered capital : Kips 4,904,867,060,000 Ordinary shares : 1,226.217 million shares Par value : Kips 4,000 Paid up capital : Kips 4,904,867,060,000



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and state-of-the-art process that reduces pulp by 50%.

The paper is light thus energy used in transport and delivery is less.
We use ink made from soybean, meaning less carbon dioxide emission,
being chemical free and safe to readers.



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