

CONFIDENCE BRINGS GLORY



ANNUAL REPORT
2013



One Stop ICT Service

CAUTIONARY STATEMENT

Certain statements in this report are forward-looking; these statements include, without limitation, expected growth in revenue, EBITDA, earnings per share, potential risks, market environment, market positioning, strategies and targets.

Although we believe that the expectations reflected in these forward-looking statements are reasonable, we can give no assurance that these expectations will prove to be correct. This is due to the risks and uncertainties involved, in which consequently the actual results may differ materially from those expressed or implied.

For more Information: www.sec.or.th or www.csloxinfo.com

INTRODUCTION

Welcome everyone to 2013 Annual Report of
CS LOXINFO PUBLIC COMPANY LIMITED

Our Annual Report is divided into 4 major
sections as follow:

01. Summary of the Company Overview:

This section contains a summary of the financial results, business description and direction as well as synopsis of other importance matters.

02. Importance Information of the Company:

This section contains detailed information of business description of the Company and its subsidiaries, including information about potential and/or opportunities in business expansion, corporate governance, organization structure, composition of and good governance structure, roles and responsibilities of directors and key executives, risk management and various management aspects. Moreover, it consists of detailed on shareholding structure of the Group and major shareholders as well as brief biographies of directors and management.

03. Financial Reports:

This section reports the financial status of the Company in 2013, which was approved by the auditor. The financial statements consist of detailed accounting standard e.g. connected transactions, statement of directors' responsibilities in respect of the financial reports.

04. General Information for Investors:

This section contains general information for investors' reference i.e. detailed information that shareholders, investors and public may need to know e.g. registrar, auditor and share registration on the Stock Exchange of Thailand.



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Financial Report

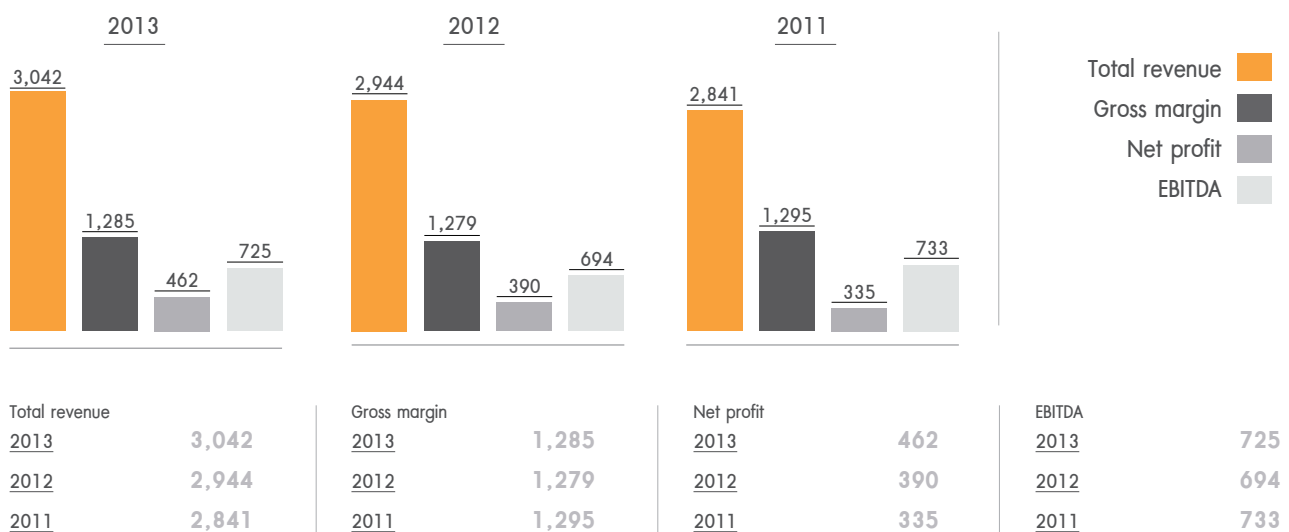
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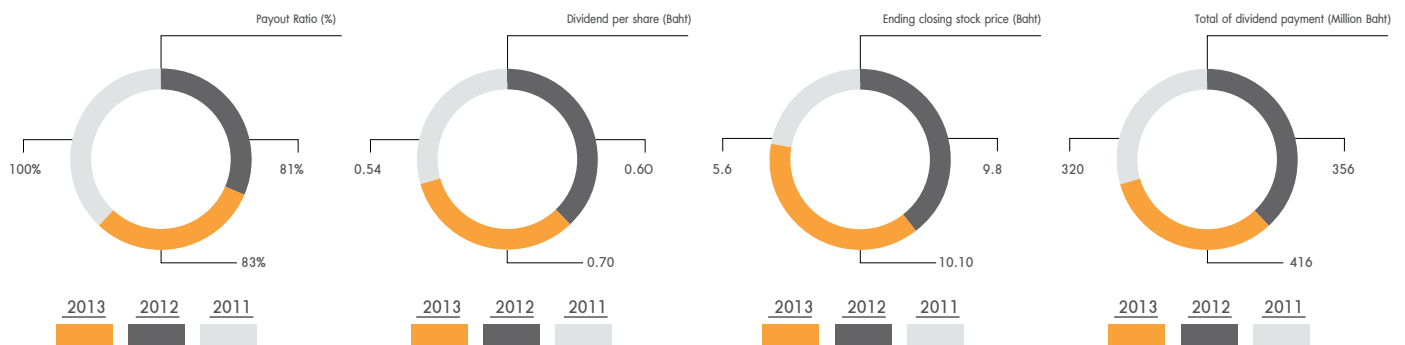


FINANCIAL HIGHLIGHTS & DIVIDEND PAYMENT



DIVIDEND PAYMENT

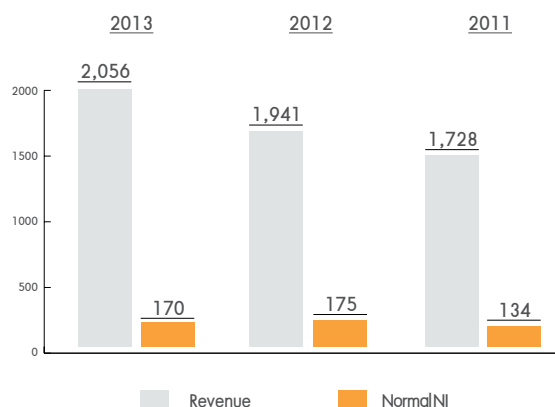
The Company's dividend payments during the past three years are as follows:



Payout Ratio (%)	Dividend per share (Baht)	Ending closing stock price (Baht)	Total of dividend payment (Million Baht)
2013	0.70	10.10	416
2012	0.60	9.80	356
2011	0.54	5.60	320

PERFORMANCE HIGHLIGHTS

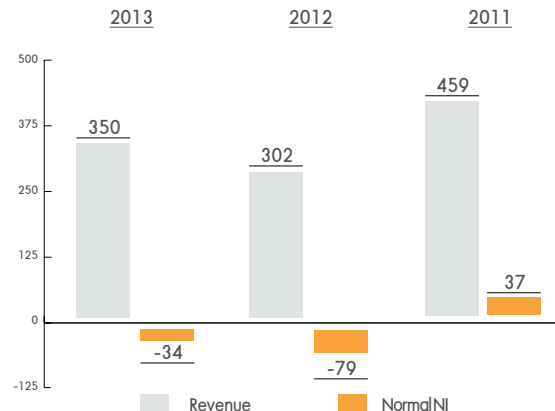
ICT Business (MB)



ICT Business (CSL)

Total revenue had continuously grown, as compared against last year (6% growth YoY). This was mainly come from ICT & Cloud services due to, at present, the Company has focused on a solution to integrated service management or ONE STOP ICT SERVICE provides computer and internet systems that meet client's expectation within the concept of ICT integration (Internet, Computer, Telecom) and Cloud Computing services, which had a strong growth. However, in this year, the Company had more marketing spending in order to boot its sales, and ICT & Cloud services has lower gross margin, as compared with Leased line service. These led the Company to have a lower normal net profit, as compared against last year.

YellowPages Business (MB)

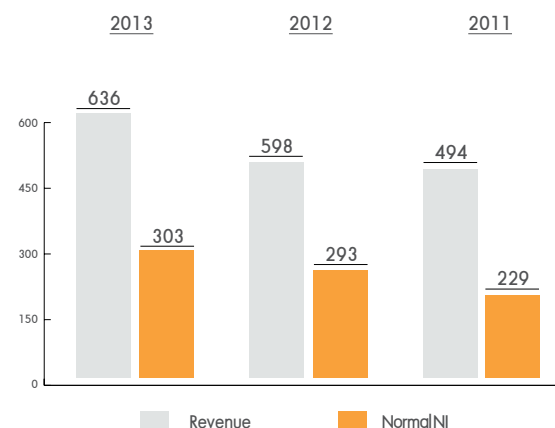


YellowPages Business (TMC)

2013 Performance had improved from last year due to

- In 2013, the Company had recognized some of the profit contributed from the sale of advertising space in the 2012 Thailand YellowPages Books, which was resulted from the change of distribution period
- Published and launched more new vertical books, such as "Aroi for Bangkok area", "Aroi for Thailand", "Factory & Builder Guide", "Fashion & Accessories Guide", and "Fixed Gang" in order to increase its revenue.

Voice & Mobile Business (MB)



Voice & Mobile Business (ADV)

2013 normal NI increased Baht 10 million or 3% over last year due to

- Growth of Outsource Call Center Services
- Revenue from mobile subscription services had slightly grown as compared against 1st HF 2013. These was due to the problem from the migration from 2G platform to 3G platform of mobile network operators in 3Q2013.

VISION AND MISSION

CS LOXINFO GROUP VISION

Consolidated Diversities

Seemingly diverted, the three businesses in our group have synergized on a common platform which is IT. Addressing different markets with different products or services, the group focus on continuous development of products to match customers' expectation.

Balanced business investment and acceptable returns for shareholders will ensure long term sustainability of our group. Our strength lies in our diversities which promise infinite possibilities.

Professional development for our staff, corporate loyalty and their enthusiasm in corporate social responsibility projects has made us relevant in this era of sustainable socio-economic development and environmental protection.

CS LOXINFO

Thailand's Leading ICT Service Provider

We provide Internet, Computer and Telecommunication hardware and services to corporate customers thereby facilitating their business transactions. Experienced and always reliable, we focus on high quality products and services with professional flexibility to meet our customers' needs and expectations.





ADV

A well known Mobile Content Service Provider

Providing infotainment contents to the mass in their quests for knowledge and pleasure have made us famous. Always in tune with the public interests at anytime, our strength is the ability to find the exactly right contents for our customers' needs.

YellowPages

YellowPages – Thailand's Number One Classified Directories

Our strength has been the comprehensive printed directories for many years. As on-line advertising and e-commerce are gaining momentum, our focus is now on medium size businesses which will certainly benefit from value enhanced advertising and e-commerce offered by our on-line channels and products.



BUSINESS DIRECTION

ICT

BUSINESS DIRECTION



ICT

- to provide our corporate customer with solutions for brand range of internet based services

MOBILE CONTENT

BUSINESS DIRECTION



MOBILE CONTENT

- to aggregate and self develop the right content choices for users
- to continue develop newproducts to serve mass consumer as well as smartphone users

YELLOWPAGES

BUSINESS DIRECTION



YELLOWPAGES

- to provide a platform (print, web, PC, mobile, laptop) user (business and individual) to served or load for produce or serves
- to provide advertising with effective choices of media to reach target customer

INTERNET CONNECTION

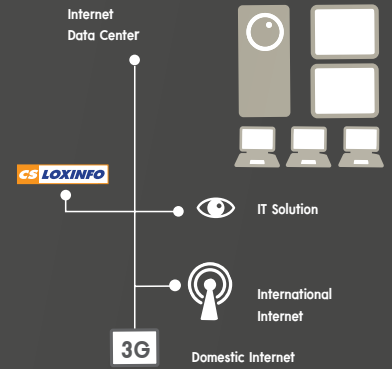


Office and Branch Corporate
Customer Environment

ICT SERVICES



Email, VPN, VOIP, CCTV
Manage Network
Manage System
Manage Security
Manage IP
Virtual Computer
IT Solutions



ENTERTAINMENT CONTENT OWNER



CONTENT OWNER



USER

TOTAL THAILAND BUSINESS



SUMMARY OF BUSINESS OVERVIEW


CS LOXINFO PUBLIC COMPANY LIMITED

CS LoxInfo Public Company Limited has 3 business segments as followed

Business	Business Entity	Revenue Contribution (%)	Profit Contribution (%)	Shareholding (%)
1. ICT Services	CS Loxinfo Plc.	68%	38.7%	Parent Company
2. YellowPages Advertising and Voice Info Services (1188 & Outsource Call Center)	Business Entity	15%	0.2%	100
3. Mobile Phone Contents Services	AD Venture Plc.	17%	61.1%	100



ICT SERVICES BUSINESS

BRAND : CS LOXINFO
LOGO : 
WEBSITE : www.csloxinfo.com
POSITIONING : High Quality ICT service provider (Internet, Computer and Telecom)
TARGET MARKET : Corporate Segment
MAIN PRODUCTS : Internet Services, Computer Center Services, Corporate IT and Internet Solutions

PRODUCTS : IT network management, computer system management, telecommunications through internet network as a value added service, virtual computer and cloud computing, for instance
BUSINESS DIRECTION : A solution to integrated service management or ONE STOP ICT SERVICE provides computer and internet systems that meet client's expectation within the concept of ICT integration

01 The company operates its business under "CS LOXINFO" brand focusing on corporate client segment, positioning itself as a high quality internet service provider with nationwide coverage that comes with wide ranges of services for total solutions from simple internet connectivity to sophisticated network management i.e. IT network sharing for head office, branches, and manufactory. We also serve clients with services for computer system set-up, cloud computing service, teleconferencing services and etc.

CS LOXINFO offers a total solution to corporate clients who anticipate to use ICT technology to maximize its business performance i.e. email system management, computer system security management, internet communication services through telephone or teleconference, wifi or CCTV monitoring systems. Our services include hardware sales and services for computer

system, virtual computer system or cloud computing system.

Moreover, the company supplies a computer center for corporate clients who seek computer facilities, computer system or cloud computing devices for rent to serve their business client users and internal users. Our computer center will link telecommunication network with large scale internet network enabling users to access internet whenever and wherever possible.


To respond to our client's business requirements, we offer Disaster Recovery Center where internet and computer resources are available for corporate clients as an alternative office workspace during an emergency.

Our professional engineers are 24/7 available to provide our clients consulting and supports concerning internet, Internet Data Center and IT services.



YELLOWPAGES

YELLOWPAGES ADVERTISING BUSINESS

BRAND	:	Thailand YellowPages
LOGO	:	
WEBSITE	:	www.yellowpages.co.th
POSITIONING	:	No. 1 directory
TARGET MARKET	:	Small and Medium Sized Business Segment
MAIN PRODUCTS	:	Thailand YellowPages
PRODUCTS	:	Thailand YellowPages, Home YellowPages, Regional YellowPages,

	:	City YellowPages, 1188 CallCenter and www.yellowpages.co.th
BUSINESS DIRECTION	:	Advertising integration employs printed, online media and e-commerce to provide total solutions for all business requirements

02 Teleinfo Media Public Company Limited (TMC) is the market leader in printed directory with over 2 million copies sold across Thailand. YellowPages is a telephone directory of products and services covering more than 3,000 business categories; which includes more than 600,000 business listings. Target advertisers are medium sized companies who prefer highly cost-effective advertising.

TMC offers numbers of print media options to respond to each customer's needs and requirements i.e. "Thailand YellowPages" which is largest telephone directory, "Regional YellowPages" covering Thailand's 5 regions, and "City YellowPages" – a provincial telephone directory covering major urban cities in Thailand. TMC continues developing our products and services to serve market segment that has specific requirements.

Furthermore, TMC offers a wide variety of advertising media to serve both users and advertisers, the integrated services include call center service (1188) and Yellow Pages in addition to print ads, mobile and internet advertising. To add even more advertising value to classified ads in Yellow Pages, TMC offers various choices of advertising media to advertisers to help expand its client base.


Moreover, TMC has invested in e-commerce development to offer various pattern and styles of advertising. Followings are examples of new website launched

www.aroi.com	www.yellowthai.com
www.yellowathome.com	www.yellowlifestyle.com
www.thaicarlive.com	www.yellowatwork.com
www.xetamall.com	www.xetasale.com

Shinee
The Ultimate Mobile Experience

ADV
AD Venture Public Company Limited

CONTENTS SERVICE PROVIDER BUSINESS

BRAND	:	SHINEE and AD Venture
LOGO	:	
WEBSITE	:	www.shinee.com
POSITIONING	:	Market leader, Expert in products and services selection offering quick and convenient services

TARGET MARKET	:	Mobile phone users
PRODUCT & SERVICES	:	Information, news, music, ringtones, image gallery, VDO gallery, Java Games and horoscopes

03 AD Venture Plc. (ADV) is a market leader in mobile content service industry using SHINEE and ADV as names in the contracts. We offer complete and variety services for mobile phone users, providing direct download and monthly subscription, and offer Audiotext service to serve landline telephone users.

ADV has long experience in the business of mobile content services in Thailand, it offers well-selected contents of entertainment and information that meet users' satisfaction

for all along. The company has built good relationship with content providers in Thailand and abroad enabling variety choices of contents i.e.

- Music and ringtones from various music houses
- Mobile theme, Wall Paper, Screen Saver from in-country and overseas
- Games i.e. Football game, Tennis game, and Car Racing game
- News and entertainment updates



We have been focusing on development of services and equipments by which different customers' needs can be fulfilled. This will lead to long term return on investment for shareholders.

(Professor Wongkulpat Snidvongs na Ayudyha)

Chairman of the Board of Directors

CS LOXINFO PUBLIC COMPANY LIMITED

(Ms. Suphaje Suthupun)

Chairman of the Executive Committee

CS LOXINFO PUBLIC COMPANY LIMITED

MESSAGES FROM CHAIRMAN

of the Board of Directors
and Chairman of the Executive Committee

Dear Shareholders,

As Chairpersons of the Company, we would like to reassure all shareholders and clients that the Board of Directors has been putting strong emphasis on effective management, and transparency according to principles of good governance in order to achieve long term and sustainable development. The same policy applies to our corporate social responsibility activities where we have been encouraging staff to participate in various social development projects especially in deprived rural areas based on proper understanding, commitment for appropriate and prioritized assistance towards self-help and life sufficiency philosophy as advised by the King.

As a result, we have evolved both our business practice and our CSR philosophy as having one single objective of transparency, ethics, and respect for rules, regulations as well as for human dignity, communities, society and the environment.

In 2013, our Board of Directors approved the following measures to put in place a new standard of good governance:

- On 31st January, in the first meeting of the year, the Board approved company's announcement forbidding transactions which were under foreign domination, conforming with the announcement of National Broadcasting and Telecommunication Committee.

- On 8th February, in our second Board meeting of the year, we approved an amendment of our good governance policy by limiting number of directorships in public listed companies held by any of our directors to five.

- On 8th August, in our sixth Board meeting, the company's corporate social responsibility policy was approved and on 1st October in our seventh Board meeting, addition of sustainability reports was approved.

- On 1st October, in our seventh meeting the Board gave its approval for the company to join Thai private sector's Collective Action Coalition in its actions against dishonesty. In addition anti-bribery and anti-corruption policy was approved.

- On 4th November in our eighth meeting, a revised human resources management policy to conform with good governance was approved. In that meeting, the Board also approved a revised 'whistle blowing' policy, subsequent investigation procedures as well as informers' protection in cases

of disciplinary action and/or legal proceedings.

As for equipments and services management, all three companies in the group have been putting value added packages and developed various services using common ICT technology platform. We have been focusing on development of services and equipments by which different customers' needs can be fulfilled. This will lead to long term return on investment for shareholders.

1. ICT or Internet, Computer and Telecommunications - CS LOXINFO puts emphases on a group of major services which are IDC & Cloud, ICT&Cloud and Leased line.

In the last quarter of 2013, construction of a new Internet Data Center began on more than 3 rais of our own land on Ratchadapisek-Ramindra Road. Over 300 million baht will be spent in this project which will accommodate our ICT business expansion to satisfy the needs of customers who have shown more interests to invest in cloud computing. This new IDC, our fourth, will be completed well before the end of 2014.

2. INFORMATION MEDIA - for products information Teleinfo Media has put special emphasis on printing and distributing directories to specific target groups such as "Factories and Builders Guide" and 'Fashion and Accessories Guide'. Moreover we have augmented printed materials with online or Internet services to reach varied types of consumers as widely as possible.

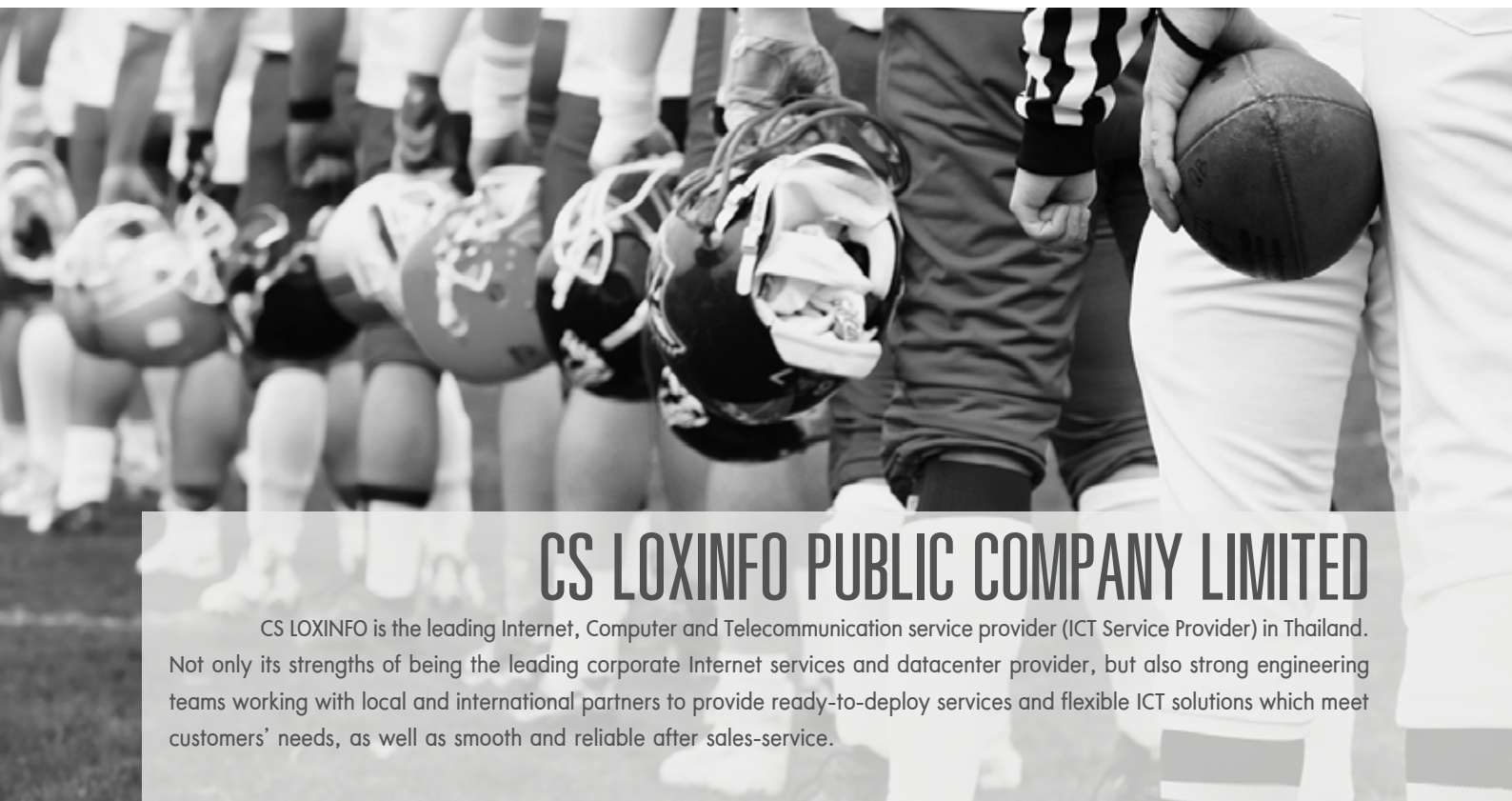
3. INFOTAINMENT or information and entertainment services through mobile phones. Our AD Venture still focuses on SMS providing news, entertainment and horoscopic contents. New applications for smart phones provide added services in goods selection, sports related information both home and international and other modern and faster lifestyle contents suitable for contemporary generations.

The year 2013 was another successful one as our profit increased 3% compared to that in the previous year, leading to 0.78 Baht profit per share or more than 18% over that in 2012. This was due to groups of major customers both in public and private sectors as well as small businesses showing clear tendency to use ICT technology in office management. Faster and more efficient delivery of goods and services have enabled them to achieve their business goals according to well planned strategies

On behalf of all directors, management and staff, we would like to express our sincere gratitude to all shareholders and customers for valuable and continuing support which have significantly contributed to the company's sustained growth. All of us at CS LOXINFO are determined to continue earning your confidence and achieve greater goals in the years to come.



BUSINESS OVERVIEW AND REVENUE STRUCTURE RATIO



CS LOXINFO PUBLIC COMPANY LIMITED

CS LOXINFO is the leading Internet, Computer and Telecommunication service provider (ICT Service Provider) in Thailand. Not only its strengths of being the leading corporate Internet services and datacenter provider, but also strong engineering teams working with local and international partners to provide ready-to-deploy services and flexible ICT solutions which meet customers' needs, as well as smooth and reliable after sales-service.

The Major Services of CS LOXINFO

01 Corporate Internet Service Provider

CS LOXINFO has been well known as a high-quality corporate-focused Internet Service Providers. The company continually developing and promoting its sales and marketing and also expand its customer base and services by;

- Increasing revenue from the existing customers due to their expanding Internet usage demand and trending technologies such as Social Networking, Cloud Computing, Big Data and Mobility become more popular.
- Increasing sales amount by offering back-up Internet circuits to existing customers so they could benefit from better reliable Internet access, Even in case of crisis or outages.
- Increasing sales amount from the existing customers by

consolidating Internet gateways and networking between the headquarter and the branches for more effective management.

- New sales from new corporate Internet customers switching to CS LOXINFO for better quality Internet services.
- New sales from new customers switching from another SME broadband to CS LOXINFO for better performance and stability to meet their expanding application demands.

The Strengths of the company for being the leader of ICT service provider

- CS LOXINFO has self-managed International Internet Gateway (IIG) designed to meet performance and



stability requirements for corporate internet users, and also connections through many carrier providers to diverse Internet destinations to guarantee low latency access throughout the Internet.

- CS LOXINFO has self-managed National International Exchange (NIX) which has large redundant peering circuits to all other national internet exchanges and ISPs guaranteeing smooth and uninterrupted Internet access among Thai providers.
- CS LOXINFO is carrier-neutral and open to all domestic leased circuit and network providers so customers has their full connection options to meet their performance, technology, coverage and budget requirement.
- CS LOXINFO has professional engineering teams, with more than 20 years of experience, who work closely with our customers to deliver tailor-made solutions from design, implementation and optimisation.
- CS LOXINFO offers an engineering and after-sale services, which has been certified ISO 9001 and ISO 27001 standards, which is available 24x7 for smooth internet services.

CS LOXINFO regularly conducts outsourced customer satisfaction surveys towards the services and employees so the results are accurately reflects customer experiences, which is an important source for continuous improvement.

02 Internet Data Center : IDC

CS LOXINFO is providing a full-facility state-of-the-art Internet Data Center (IDC) in Thailand. The datacenter provides facilities for keeping and maintaining servers and equipments to support increasing business demands, for example;

- Re-locating servers from the head office to the datacenter for better access from branches.
- Host Internet servers such as Web, E-mail, and other on-line services on the datacenter for better performance and response-time.
- Re-locating back-office servers to the datacenter's controlled environment, with redundant electrical power and security system, so customer has no need to maintain these facilities themselves and hassle-free of outages or crisis.
- The IDC can be a disaster recovery site and CS LOXINFO IDC also provides temporary rental office areas with configurable facilities so staffs can be re-located in case of crisis or difficulties getting to main office.

So far, CS LOXINFO has expanded customer groups as they continually have increasing demands of Internet usage and to reduce risks of disasters. The company has its strengths in responding to the customers' needs, as follows;

- CS LOXINFO has been certified ISO 9001 and ISO 27001 (ICT Security Standard) for its professional services and datacenter management.

- The datacenter is located in Bangkok downtown area which has convenient transportation and low risk of flood, the main datacenter is on the 4th floor and the electric power system is on the 9th floor.
- CS LOXINFO has direct connections to the self-managed National Internet Exchange and International Internet Gateway which have large-capacity network connections to support customer's demand.
- CS LOXINFO is carrier-neutral and allows customers to lease network circuits from any media providers. With short provisioning time as many media providers has their network node installed in our meet-me-room, such as Symphony, UIH, True, TOT, CAT Telecom, etc.
- CS LOXINFO maintain their industry-standard security, electrical and environmental control systems, which guarantees safe and efficient condition for continuous and smooth operations.
- CS LOXINFO offers special services to meet customer's need such as data back-up service, security service, disaster recovery site and cloud computing.

These services have growth potential because they helps customers reduce their upfront investment on server and network hardware and also the cost of maintenance.

Currently, CS LOXINFO has 2 internet datacenters in-service, which are Cyber World Tower on Ratchadapisek Road and CAT Tower in Bang Rak. The company continuously expands its Internet Datacenters to meets customers' needs and also complying to international standards. Another 3rd datacenter on Ratchada-Ramindhra road, which is currently under construction will be ready for service in 2014.

03 ICT Service for Cooperate Customer

CS LOXINFO provides one-stop ICT services covering all areas, including Internet, computer and telecommunication services, which could help organizations strengthen their potential in business competitiveness. From consulting, design, implementation, to after sale-service.

The typical ICT service providers can be considered a turnkey provider or a solution integrator. The turnkey provider is usually an overseas vendor who offers turnkey solution. The service from the turnkey provider is typically expensive and large-scale which is suitable for large organisations. And the solution integrator tends to be a smaller enterprise, with particular skills and also depends much on individual personnel skills, therefore the service from the solution integrator is tends to be limited.

CS LOXINFO has the potential to fills the gap of these customers from small to large enterprises, with our more than 20 years of experiences, and engineers team with diverse skill, along with standard-based project managements to support customers need.



Examples of CS LOXINFO ICT Services are as follows;

Network Infrastructure

Examples of Services	Strengths	Alliances
Cabling in an office or factory etc.	Conducting a survey and designing a suitable cabling system. Selecting standard equipment with a quality- controlled system so that the customer can maintain the equipment themselves.	Panduit, Systimax, Amp
WiFi system for hotel, factory and event venue.	Designing WiFi system suitable for number of users, demands, and service areas with appropriate functions, equipment, brands and number of access points.	Aruba, Ruckus, Cisco, HP
Network Infrastructure & Security for an organization	Having a consulting expert which understands customers' needs and finds appropriate solutions for each customer.	Cisco, HP, Fortinet, Juniper, PaloAlto, Sophos, Checkpoint
Network Performance Enhance	Selecting optimal solution that is suitable for the purpose of use and budget requirement to optimize the cost and increase the network efficiency.	Riverbed, Silver Peak, Sangfor

Cloud & Computer Infrastructure

Example of Services	Strengths	Alliances
Virtualization	Having an expert team who helps customer consolidate servers to reduce cost, to be easy to maintain and to save energy.	VMware, Microsoft, Citrix
Server & Storage	Having various option and is customer-focused without being attached to any particular brands.	HP, IBM, Dell, Cisco, EMC, NetApp
Server Rooms/Datacenter	Optimized design for particular area, functions, and selecting standard equipment with a quality controlled system.	APC, Emerson, Panduit, Systimax, Amp – Schneider
DR Site/Backup Site	Having an expert team. Flexible solutions with Infrastructure support for back-up site, particularly the Internet, cloud computing and information service center.	Veeam, VMware, Symantec, CA ARCserve

Business Communication

Example of Services	Strengths	Alliances
CCTV	Conducting area survey and designing CCTV installation plan, with various camera brands and standard camera control software.	Axis, Bosch, Panasonic, Sony, Samsung
Video Conference	Design to support the connection needs, domestic or international, with standard based equipment and peripherals, and Internet Quality-of-Service (QoS) management.	Polycom, Cisco, Avaya, Lifesize, Sony



On the last fiscal year, the company has earned the trust from corporate customers especially the Internet subscriber base in providing more integrated solutions which respond to the customers' needs as follows;

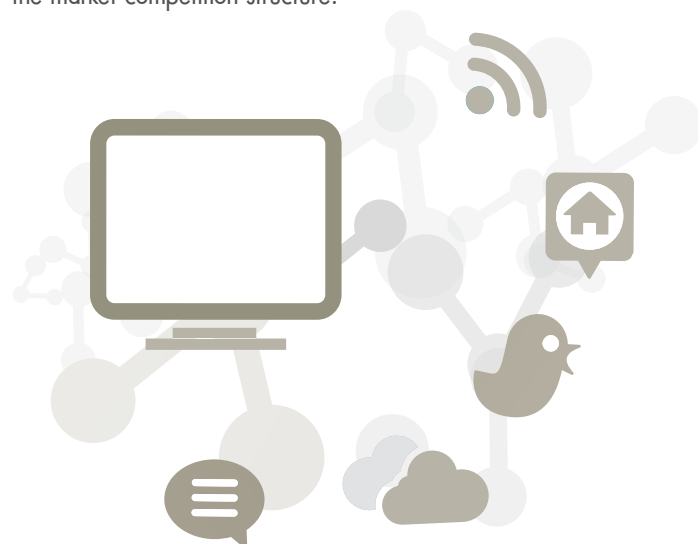
- Having an engineering team with expertise in Internet, computer and telecommunication equipment, and has long experiences in managing large-scale Internetworking and other related networks.
- Being customer-focused, open to all alliances and do not attached or biased to any particular brands when selecting a product to match the customer's needs.
- Having complete ICT infrastructure such as domestic and international Internet exchanges, Internet Data Center and Cloud Computing system.
- Having a 24x7 after-sale service team and technical supports and also regional teams at branch offices in major cities such as Chonburi, Phuket and Chiangmai.

Besides offering the products and services that serve the needs of each customer, CS LOXINFO also focused on sustainable development of products and services for society and environment.

1. CS LOXINFO delivers products and services that are beneficial to the society
 - The company's Internet service, Internet data center and ICT services could help organizations reduces paper usage, trashes and pollution.
 - The company's Internet service, Internet data center and ICT could help Thai organizations increase business efficiency which is beneficial to long-term country competitiveness.
 - The Internet datacenter is designed with power efficiencies in mind. The facility management systems are carefully configured to be power-optimized which could significantly reduce power consumption which is key factor of global-warming.
2. CS LOXINFO promote the access to necessary products and services
 - Not being attached to any particular alliances because it could limit the customers' choices and access to appropriate products and services such as Internet service for corporate customers or the Internet datacenter. CS LOXINFO has offered the customers to select a suitable lease line service provider or lease directly. The company offers a solution according to the customers' needs in buying the products and ICT services from any brands.
 - The company acknowledges the environmental factor and development readiness for ICT in Thailand. Therefore, the company considers the services that are necessary and suitable for the particular

customers in Thailand and also the company does not push latest technology to the customers without considering their needs or readiness, but encourage the customers access to the necessary technologies that worth the investment (Market Pull).

3. CS LOXINFO is focused on after-sales service. The company does not only provide 24 hours service (24x7), but also publishes documents, manuals as well as adhere necessary stickers and signs to each device to assist the customers using and maintaining the devices.
4. CS LOXINFO focuses on market sustainable development by cooperating with the alliances from educational institutes and product vendors to organize free seminar such as lectures and hands-on for the customers regularly. This is to share knowledge and increase technology understanding which helps customer in selecting the right products and technologies for their applications.
5. CS LOXINFO constantly promote personnel & professional development program in International Standards, for example, training and encouraging employees to be certified from other organizations or vendors, or conducting company's self-certifying system which can lead to professional stability of employees as well as economic stability of employees' family. The stability of employees in profession and family economy is the basis of social stability.
6. CS LOXINFO sincerely conducts fair business with the business partners for the sustainability of marketing development. The company avoids exclusive marketing with particular business partner. And also reports the customer's feedback to its vendors so that they can improve the product to become more appropriate for a long-term competition.
7. CS LOXINFO Support free and fair competition. Without losing sales to undercut competitors or product bundling sale which can lead to a long-term negative effect on the market competition structure.



Industry Condition and Competition

Telecommunication industry is having a strong competition. However, CS LOXINFO has continuously maintained its turnover at a good level, and reduced the dependence on telecommunication service only by :

- Being the leader of internet provider for the corporate customers and emphasizing on the quality and service rather than price competition only.
- Focusing on providing internet datacenter service, which is considered as a good opportunity to expand customer base since the market is expanding due to environmental factors. The integrated management is considered important factor that promotes The company's competitiveness in various aspects. Moreover it helps reduce the price competition because there are less datacenter providers in Thai market. The company has an advantage in sharing resources with the internet service, such as international Internet gateway and engineer teams, etc.
- Furthermore, the company focuses on providing a complete ICT service to the existing customers. Based on the company's strengths to always adhere to the customers' needs, and has earned a trust of customers. Along with world-class product alliances and dominate the mind of the customer's product experiences. Thus enabling the company to provide comprehensive ICT service which emphasizes "One Stop ICT Service" that meets the customers' needs.
- Due to environmental condition changes, the business is getting more vulnerable to natural disasters and other factors. Therefore, the company emphasised the continuous improvement in all aspects and to be a part in helping to mitigate customers' impacts, such as infrastructures and facilities that could help customers continue their business in crisis. For example, customers affected from flood crisis can relocate their servers and staffs to the Internet DataCenter (IDC) and Disaster Recovery Center (DRC) respectively.

Marketing Strategies

Besides being the leader of internet provider who provides the Internet service that responds to customers' needs, the company also focuses on providing ICT Service Provider (ICT) as a complete ICT services on Internet, computer and telecommunications, in which the company is highly focused on the quality and service rather than the price competition. The main marketing strategies are:

1. Continuously promoting corporate image as being a leading ICT service provider

Over a decade, CS LOXINFO has set its position as being the premium service provider who provides the products and services that meet the various needs of the corporate customers. The company gradually increases its corporate image and communicates to the public of the positioning of the products and services. Moreover, it is the leader of a complete ICT service provider who understands customers' needs and provides a good customer service as well as a good after-sales service so customers are satisfied and usually recommends us to others.

2. Improving the quality and solution that respond to the customers' needs

CS LOXINFO focuses on managing both domestic and international Internet exchange for sufficient capacity and performance to match usage growth, as well as cooperating with all alliances in improving the network capability in domestic and international areas. Furthermore, the company has collaborated with the alliances in developing solutions to satisfy the customers' needs under the ISO 9001 quality control, the ISO 27001 information security management system, and the administration and management systems which include clear indicators.

3. Maintaining good relationship with customers.

The company focused on continually giving the highest satisfaction to customers. By does not only respond and react to the customers' diverse needs, but also provides a proactive technical service, such as consultation, publishing the primary ICT problem solving guide, and organizing regular seminar on technology knowledge to customers from all over the country as well as visiting the customers regularly and conducting customer satisfaction surveys.

4. Cooperating with the alliances in order to support various needs of customers.

The company has a good relationship with alliances in Thailand and overseas. The alliances may be local or international media providers as well as world-class ICT product vendor. The company avoids being attached to any technology or media provider as our ultimate goal is to satisfy the customers' needs for the solution that worth their investment.

5. Developing ICT experts.

Developing ICT personnel is the most important thing , and CS LOXINFO has an advantage of having many professional engineers and experts in diverse field which practically taken care of its large-scale internetwork and its broad-based customers. In addition, the company also conducts an internal examinations for employees' career-related skills and determines clear key-performance indicators. And also the technology vendors who always work closely and supporting us for a long time.



Customers' Characteristic and Target Group

The company's target group is mainly the corporate customers using Internet and ICT services to promote their business efficiency. These group of customers need reliable pre-sale consultant and after-sale services to ensure that they can conduct their business efficiently and smoothly. As a result, the customers focused on quality and efficiency first, rather than the price of the service and they tend to use services in a sustained manner.

Since the company's services involve Internet services, ICT and Internet datacenter, the target groups are diverse and have various business needs, such as the business with branch offices that needs to reduce the expenses on communication links between branches, the E-Commerce businesses that needs to co-locate their servers and equipments in the Internet datacenter, businesses that do regular overseas contact with their customers and partners, businesses that needs site-diversity backup systems to ensure business continuity, businesses that needs a cloud-computing system to optimise their expenses, businesses that need to provide wireless network access for staffs or customers, the overseas businesses that needs video conferencing system with high quality of international gateway, and also businesses that needs CCTV installed in their warehouse or offices and is accessible through the Internet from tablet, smart phones, etc.

Distribution and Sales Channel

Direct sales are the main sales channel of the company. There are sales team and engineering team to gather requirements and consulting to the corporate customers. The sales teams are based in Bangkok and main regions of the country.

Apart from visiting customers by the direct sales team, CS LOXINFO also provides journals and mails to the customers and target group. The company regularly organizes activities led by expert teams throughout the year in Bangkok and main provinces. The activities including seminars and workshops on technology and knowledges gained from the actual field experience and from alliance's experts. These activities do not only establish a long-term relationship with customers but also enabling opportunities to increase sales to the customers and target groups who participate in the activities.

Business Opportunities

The company realizes the opportunity to expand business to the corporate customers who is not only invest in ICT for increasing work efficiency but also need to be able to use ICT system confidently and without worries about the problems that can affect the system, such as natural disaster. The company continues improving products and services that respond the corporate customers' usage: especially for:

- Complete ICT Service including Internet, computer and telecommunication services that could serve the needs of customers with limited manpower. Despite a volatile economy, corporate customers continuously invests in ICT according to the Cloud Computing, Mobility, Big Data and Social Network trends. The company is working closely with leading alliances to support customers' needs in all levels.
- Internet Data Center (IDC) is an Internet data service center that has high growing potential because Thailand currently has a small customer base and customers began to aware of natural disasters. As a result, they need to move the servers from the offices to the Internet data center which is much less vulnerable from disaster or the electrical problems and customers can continue their work anywhere with Internet connection. At the present, the company is constructing the 3rd Internet data center which will be ready for service in 2014.
- Cloud Computing is a computer resource rental services including Infrastructure As A Service (Virtual Server and Cloud Storage) and Software As A Service (Online Business Software). Although this service is still in an early stage in Thailand, it has high potential growth and could become a huge market which will replace the investment in hardware and software. Besides developing its own service system, the company collaborates with both local and international alliances to study the possibilities and service improvement to support the increasing needs in the future.





TELEINFO MEDIA PUBLIC COMPANY LIMITED

Teleinfo Media Public Company Limited (TMC) is Thailand's leading commercial search provider and largest directory publisher. Its database consists of all types of products and services nationwide such as business listings for business to business (B2B) and business to customers (B2C), as well as public agencies and others. This database is valuable resource for the development of various products and services, under the brand "Thailand YellowPages". Teleinfo Media Public Company Limited (TMC) is Thailand's leading commercial search provider and largest directory publisher. Its database consists of all types of products and services nationwide such as business listings for business to business (B2B) and business to customers (B2C), as well as public agencies and others. This database is valuable resource for the development of various products and services, under the brand "Thailand YellowPages".

Core businesses :

01 Thailand YellowPages Telephone Directories

"Thailand YellowPages" telephone directories comprise of :

- Thailand YellowPages – Bangkok Thai edition distributed to businesses and residents in Bangkok Metropolitan Area
- Thailand YellowPages – Bangkok English edition distributed to businesses travelers and expatriates living in Thailand
- Thailand YellowPages – Regional edition distributed to businesses and residents in 5 regions of Thailand, namely, the North, Northeast, Central, East and South
- Home YellowPages – distributed to home owners who seek for products and service for home construction, maintenance, decoration and daily services
- DVD YellowPages-combines Bangkok YellowPages, Provincial YellowPages, English YellowPages and Home YellowPages distributed to residential users

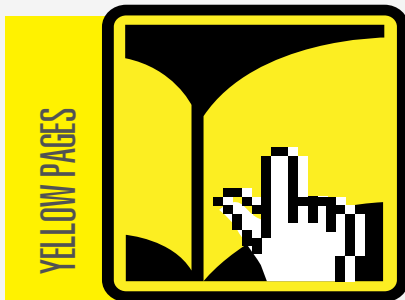
02 Thailand YellowPages Call Center

The personnel of 1188 YellowPages Call Center are fluent in Thai, English and local dialects. The service provides information on products and services, business establishments listing, shops, restaurants, tourist attractions, traveling information, government agencies, plus emergency telephone numbers and individual numbers of more than 6 million telephone numbers nationwide. Moreover, the call centre offers other additional services such as Call transfer for AIS subscribers, Thai and English SMS dictation and sending service, domestic bus booking service, and 24-hour emergency technician services.

03 Online YellowPages and other web-based services

- www.TYPLive.com or www.yellowpages.co.th provides information on products and services for general consumers and businesses nationwide. The data is always up to date, accurate and complete. The website also provides maps, a direct online text and voice communication program of TYPLive Connect.
- www.marketthai.com is an online market for direct trading.
- ads.TYPLive.com offers integrated online advertising services.
- www.yellowthai.com provides information on various products and services divided into 2 groups which are home, automobile and lifestyle business; and industrial and construction business.





- www.yellowlifestyle.com collects all information on lifestyle products and services. The updated data on art, technology, modern gadget, new product review, as well as trendy news and activities are provided.
- www.thaicarlive.com represents complete data source on automotive products and services. It also offers car buying tips, how to buy spare parts, recommended service centers, maintenance techniques, automotive news and Thailand International Motor Expo news.
- www.yellowhome.com includes list of shops and services regarding home and condominium, ranging from interior decoration, furniture, home appliances, and exterior decoration. Buyers can compare prices from several suppliers. Besides this, the website publishes useful articles, tips and knowledge on how to buy an old house, home decoration according to Feng Shui, and up-to-date news of real estate industry.
- www.yellowwork.com provides a complete list of industrial businesses including factories, suppliers and industrial products. It also acts as an information center of every industry.
- www.yellowcon.com offers information on Contractors, and Engineering services, list of construction materials suppliers.
- www.cityesthai.com is a website providing business data including locations, telephone numbers, products and services in a specific province. It also presents local activities, provincial tradition, arts, culture and tourist attractions as well. Customers can access to information and traveling maps of all provinces.

- **Provincial business websites :**

At present, there are 15 provincial business websites.

• Khon Kaen	www.khonkaen-city.com
• Chiang Mai	www.chiangmaiyp.com
• Chonburi	www.chonburi-city.com
• Nakhon Ratchasima	www.nakhonratchasima-city.com
• Nonthaburi	www.nonthaburi-city.com
• Pathumthani	www.pathumthani-city.com
• Phuket	www.phuketyp.com
• Rayong	www.rayongyp.com
• Songkhla	www.songkhla-city.com
• Samutprakan	www.samutprakan-city.com
• Samutsakhon	www.samutsakhon-city.com
• Saraburi	www.saraburi-city.com
• Suratthani	www.suratthani-city.com
• Udonthani	www.udonthani-city.com
• Ubon Ratchathani	www.ubonratchathani-city.com

- www.hunsa.com is an entertainment hub for round-the-clock updates.
- www.anoi.com is a website providing information on good food and restaurants.
- **TYPLive on Mobile**
 - TYPLive Wapsite : Users can access to business information using mobile phone WAP browser at <http://m.typlive.com>
 - TYPLive Applications : Users can easily search for information by simply download the application and install it onto their smart phone. The application supports all operation system include iPhone, Andriod, BlackBerry and Window Mobile.
 - SMS Search : Users can send a SMS with keyword that they want to search information for i.e. Japanese restaurant; or Japanese restaurant, Silom to 4899007. (3 Baht/message)

Integrated Online Advertising Services

A full range of online advertising services are provided to meet every online business needs. Services include :

- **Landing Page** offers attractive one-page web design with complete products or services information including business name, address, telephone numbers, products and services, location, product photos and video clips of product and service review. When users of TYPLive.com search the database with key queries or keywords, matching businesses will be listed on the search results page. By clicking those links, the system will point the users to that landing page.
- **Microsite** is an extension to landing page in which offer multiple pages and unique design to advertisers' listing on YellowPages website with optional to include its own domain name or typlive.com sub-domain
- **Adsearch** strategically places advertisements on the website pages showing results from search engine's key queries or keywords. The advertisements will appear only to target group.
- **AdBanner** provides exciting and eye-catching multimedia banner advertising. Besides TYPLive.com, there are many associated websites for advertising to the right target.
- **Map Search** provides location search from map. Users of YellowPages Map Search can easily schedule traveling and able to get more needed information. This allows the users an easier access to business entities.
- **Priority Listing** reorganizes the order of search results. When users search data on TYPLive.com, the top priority company will be listed first to maximize users' attention.
- **Save to Phone** is a function allowing users to send SMS notifying the distributors' telephone numbers from YellowPages website to their mobile phones. This provide fast and convenience information.
- **TYP Live Connect** is an application that allows sellers to directly contact their potential customers instantly on the web page. They can use either text based live chat; or voice chat feature.
- **YellowPages E-mail Account** is a mail application supporting sellers to send and receive email from their customers. Thus, they will not miss any chance of communication that shows reliability and outstanding business identity.

04 Outsourcing Call Center Service

is a call center system offered by professional personnel to both small and big size businesses. It provides full range of services at lower cost than such business might run the service itself.

Services can be divided into two categories.

Inbound Call Centers: Services provided for incoming calls

- customer service information provides general information on products and services
- Helpdesk (general information) provides basic solutions to product problems
- Claim/Complaint Handling receives complaints
- Order taking receives orders and requisitions

Outbound Call Centers: Services provided for out going calls

- Tele sales provides calls to initiate sales
- Tele survey providing provides calls for market survey, make appointment, etc.
- Cross up sell by Tele sales provides calls to offer additional products and services



05 Other Products and Services

- Vertical Guide Books to reach more specific target users.
 - Aroi.com Magazine is the 3-month free magazine that provides information of restaurants in Bangkok and vicinity.
 - Aroi.com Provincial Magazine is the 6-month free magazine that provides information of restaurants in upcountry.
 - Factory Supply Guide is a yearly guide book that provides information of products and services for industrial users.
 - Builder Guide is a yearly guide book that provides information of products and services for contractors and home builders.
- “2Get & 2Load” is an audiotex service available to consumers by dialing 1900 222 XXX. TMC also offers service at *4XXX (for AIS, DTAC and TrueMove customers) to schedule an appointment to apply VISA with embassies. Some participated embassies at present are Italy, Germany and Switzerland.
- Direct Marketing resource: Database rental service ranging from database lease, management and maintenance of database, mailing list, telemarketing service, letter-shopping service to outsourcing call center.
- VDO Presentation production: TMC also produces video presentations for website and event in order to promote corporate image, products and services, sales promotion or marketing events.

Marketing Activities and Competitiveness

TMC launched the new product named “DVD YellowPages” contains all the number of business in Thailand. DVD had distributed at Big C Supercenter in Bangkok and vicinity. TMC also has arranged the campaign, named “Get DVD, Get iPad mini”. The objective of launching is to increase the usage of the YellowPages to reach and cover the new generation.

In part of 1188 Call Center, TMC with the corporation of Department of Correction under the Ministry of Justice successfully initiated 1188 Call Center Project with Pathumthani Female Prison. In addition to TMC has a users promotion by decreasing the fee of 1188 Call Center from 6 baht per minute to 3 baht per minute starting from July 1st to October 31st to stimulate 1188 Call Center usage.

Opportunities for Business Growth

With the positive and strong growth of e-commerce in Thailand, TMC has developed a fully integrated website for online commerce to expand e-commerce market coverage for sellers. This one stop solution applies many alternative ways to reach customers: eShop, mobile e-commerce and www.XetaMall.com. The site is developed as a meeting point of buyers and sellers for safe electronic payment and system. Shop Buddies are available online and over the phone to assist buyers 24 hours everyday. Another website, www.XetaSale.com, offers special deal and discount sales. Moreover, customer satisfaction is guaranteed. If customer does not receive the ordered merchandise or find it differs from the description, refund will be offered. The complete e-commerce service will be provided this year.

In addition to TMC has supported One Tambon One Product (OTOP), subsidized by government, by opening the E-commerce channel for SME to sell OTOP on www.XetaMall.com. All of TMC’s services intend to meet the needs of data search in every convenient channel including YellowPages directories, 1188 YellowPages Call Center, WAP site and also mobile applications. TMC is progressively improved Thailand YellowPages to maintain its leading position of integrated source for buyers and sellers.



AD VENTURE COMPANY GROUP

ADV now operates as a content aggregator. Mobile contents which consist of news and entertainment updates are provided under the name of “Shinee.com”. It also acts as a portal website providing online information under the name “Hunsa.com”.

ADV is a content provider. Its operations are divided into 2 main forms.

01

Mobile Content Business

ADV provides mobile content service under the brand “Shinee” through all mobile phone networks, namely, AIS, DTAC, True Move and Truemove H. The landline users can also access its audio information so called Audiotex service. The target group is of 15-50 year of age. Options of services are

Download the services onto a mobile-phone

by entering service code through IVR system, or using SMS download, or visiting wapsite <http://wap.shinee.com>. The contents can be downloaded from the menus that linked to wap portal of any networks. After downloading, charges will be collected by the mobile phone network providers which the customers have prior registered. Services are categorized as following :

- **Shinee Ringtone** offers 4 formats of ringtone services: Monophonic Ringtone, Polyphonic Ringtone, Truetone Ringtone and Full Song Ringtone. These tones have been aggregated from Thai and international music companies and available for download according to customers' preference.
- **Shinee Java game** provides games on mobile platform, which can use phone buttons to navigate directions. Choices of games such as action, adventure and sports from all over the world are provided.
- **Shinee Wallpaper, Theme & VDO Clips** provides a variety of wallpapers from drawings, cartoons, and photographs, which can be downloaded and saved as a mobile phone screensaver. Customers can also download themes in order to change screen background and icons on their mobile phone as well. Video clip service offers 1-3 minute video clips to be downloaded and saved for later viewing. The clips include cartoon, comedies, movies and TV series trailers.

- **Shinee News**: provides updated news selected from several news agencies. The service is available on SMS and WAP access.
- **Shinee info Entertain** provides news and gossips of superstars and celebrities as well as upcoming movie and music reports from well-known sources. The service is available on SMS and WAP access.
- **Shinee Horoscope** is a horoscope service provided by famous fortunetellers available on SMS and WAP access. The customers can request for one-time service or subscription through IVR system, SMS, or WAP.
- **Smartphone Application** is an application for Iphone, Ipad, Andriod and Blackberry. Some examples are Tarot Reading Application and Lucky Number Application which will provide meaning of your address number, phone number, and identification. Many more applications will be developed this year include games, horoscope and tutorial for examinations.

IVR and audiotex

The service can be accessed by dialing the number indicated in the advertisement. Customers then need to follow instructions. Services are categorized as following :

- **Audiotex Horoscope** is a horoscope service provided by famous fortunetellers. The customers can choose between Live-Horoscope and Non-Live Horoscope.
- **Audiotex Lottery** provides the latest result of the Government Lottery, Lottery of Bank for Agriculture and Agricultural Cooperatives, and Lottery of Government Savings Bank.
- **Audiotex Sport** offers insight information on various Thai and international sports. Experts in the field are engaged in this IVR service.
- **Audiotex Charity** is a charity service for helping AIDS/HIV patients staying at Wat Pra Baht Nampoo, Lopburi. The customers can make donation by calling 1900 222 200.
- **Audiotex Entertainment** provides a variety of entertaining contents from superstar gossip, movie and music, traveling guide etc.

- **Audiotex SMS** is a daily horoscope service provided by well-known fortunetellers. Customer can subscribe to receive daily SMS.

02 Website Business

ADV provides a web portal service under the name www.hunsa.com – an informative website targeting customers at 10-35 year of age. Contents include :

- **News and entertainment** provide up-to-date news and entertainment reports gathered from newspaper websites and by Hunsa's team. The service is free of charge.
- **Web-board** is a chat room opened for opinions and discussion on miscellaneous topics. The service is free of charge.
- **Online Horoscope** a personal horoscope service provided by well-known fortuneteller team. A customer can submit his birthday and leave a question through Hunsa website. The answer to the question will be delivered to customer after the payment is made by cash card.
- **Advertisement** provides advertising banner on Hunsa website where more than 100,000 visitors can see daily. The costs are varied according to the position of banner. Targeted customers are companies and shops aiming to promote their products or services.

Industry and Competition

The prospering trend of the mobile content business since 2004 has drawn numbers of overseas and local entrepreneurs to enter this business. However, with the effective management and marketing strategies, ADV has successfully retained its customer based on the following methods:

- Maintaining a high standard with honesty. Being true to customers. These result in customers' confidence.
- Managing marketing costs by exercising on effective media that can hit target customers directly.
- Creating satisfaction according to customers' preferences, lifestyle and budget by offering monthly and buffet subscription programs.
- Building strong ally within Shin Corporation Group to expand distribution channels, and carry on marketing activities, e.g., promoting via website, Mobile Life, One 2 Call card, etc

Marketing Strategies

ADV strives to accommodate fast and accurate services with a fair price and after-sale service in order to increase numbers of customers. The policies are anti-deceiving or taking advantage over the customers. The marketing strategies of ADV are listed below :

- **Focus on quality and service**
ADV focuses on novelty of content carried out to the customers. The contents must be up-to-date, in-trend, and rich in selections in order to fulfill requirements of a customer as a one-stop service.
Additionally, ADV emphasizes quality control of all downloaded services; as a result, it acts quickly and accurately to deliver excellent service to customers.
- **After-sale Service**
Mobile-content provider business needs to pay attention to the customer service system which capable to provide advice, service, and solve customers' problems rapidly. Because of this, ADV puts high values on customer service by providing a call center to ensure effective respond to customers' queries.
- **Continuous development on novelty services**
ADV has developed various formats of services focusing on customers' behaviors in order to meet their requirements and preference.
- **Niche Marketing**
ADV customizes services to those frequent downloaders, whose behaviors are analyzed and grouped into database. Therefore, appropriate marketing and sales promotion can directly and effectively reach the target groups.

Business Opportunity

The speedy growth of mobile phone business through liberalization of telecommunication industry; advancement in technology, and rapid reduction of mobile phone price, the numbers of mobile phone network subscribers have increased. ADV, thus, foresees the positive future of the mobile content business and has been developing new services to meet the customers' needs. Mobile VAS is a service providing easy access to information by just following the menu instructions. Both landline and mobile users who want to add color into their lives can enjoy various audio entertainment contents 24 hours a day.

Regarding the website business, the growth of internet use rate leads way to interactive custom and up-to-date searching system especially for entertainment news. Therefore, Entertainment services are being developed in order to increase channels and thus gain more opportunity and revenue.

REVENUE STRUCTURE RATIO

The structure of revenue of the Company's group pursuant to the consolidated financial statements that have already been audited during 2011, 2012 and 2013 can be classified as follows :

Units : Million Baht

Units : Million Ba

Description	Consolidated Financial Statement (Audited)							
	Process by	% Holding by CSL	2011		2012		2013	
Revenue from Internet Services								
via Telephone Line	CSL	-	27	1%	23	1%	19	1%
via Leased Line			1,197	42%	1,277	43%	1,302	43%
via BroadBand			109	4%	82	3%	64	2%
Total revenue from Internet Services			1,333	47%	1,382	47%	1,385	45%
Internet Data Center (IDC)			122	4%	156	5%	185	6%
IT hardware and Solutions			239	8%	379	13%	456	15%
Revenue from Television Transmission (Uplink-Downlink)			18	1%	18	1%	23	1%
Revenue from YellowPages Business	TMC	100%	513	18%	351	12%	450	15%
Revenue from Mobile Content Business	ADV	100%	417	15%	517	17%	515	17%
Revenue from Print Classifieds Business*	WATTA*	60%	155	6%	101	4%	-	-
Total Revenue from Sales and Services			2,797	98%	2,904	99%	3,014	99%
Other Income			44	2%	40	1%	37	1%
Total Revenue			2,841	100%	2,944	100%	3,051	100%

* As at 16 October 2012, the Company had disposed an investment in Watta Classifieds Company Limited that the Company hold 120,000 of the ordinary shares which is 60% of the registered capital to non - related person, and accordingly WATTA Classifieds Company Limited has ceased to be a subsidiary of the Company.

In 2011, 2012 and 2013, the main revenue base of TMC arising from the provision of advertisement services in YellowPages and Online media, accounted for 82 percent, 72 percent, and 72 percent of its total revenue respectively, the details of which are as follows:

Types of Revenue	2011	%	2012	%	2013	%
Advertisement in PRINT & ONLINE DIRECTORIES	438	82%	274	72%	337	72%
VOICE INFO SERVICE BUSINESS	75	14%	77	20%	113	24%
Total Revenue from Services	513	96%	351	92%	450	96%
Other revenues	21	4%	29	8%	17	4%
Total Revenue	534	100%	380	100%	467	100%

RISK FACTORS



The businesses of the Group are subject to the follow major risks.

01 The risk under the specific regulations and requirements of the telecommunications industry

ICT Business : Telecommunications industry is governed and regulated by rules and regulations aligning with Constitution and relevant Acts under the policy of competition liberalization promotion. As the result, the large telecommunication enterprises are free to obtain all business licenses. The large operators also have capital and telecommunication network at the more competitive advantage scale than the smaller operators which resulted to an unfair competition. The large operators can offer a high wholesale price to smaller operators while offering lower price to end customers. The Company has changed business direction from ISP to ICT from 2012 onwards in order to diversify the risk and increase opportunity to sell products and services.

Infotainment via mobile phone : As the result of the previous 3G auction, the original three mobile operators won the bidding. Therefore, the overall markets condition would not change much. However, mobile users nowadays start to use more smart phones which, in the long term, may change the infotainment service platform.

Anyway, ADV has studied consumer behavior and continuously developed products and services to maintain the good relationship with mobile users of all mobile networks by developing new format and channel to increase access to the Company services in order to make more opportunity to sell new products and services in the future.

YellowPages business : is not under subject to licensing regulation to engage in business, the company takes no risk in case of this.

In 2013, the business units that contributed materially to the revenue and profit of the Group were

1. ICT Business and Satellite uplink-downlink Service Business with 68% of total revenue and 38.7% of total net profit of the Group,
2. YellowPages business with 15% of total revenue and 0.2% of total net profit of the Group
3. Voice info Services and Mobile Content Business with 17% of total revenue and 61.1% of total net profit of the Group





02 The risk of business competition with other operators

ICT Service Business : In ICT Service Business large operators have advantage to set better selling prices for their customers than companies. As a result, the companies could probably lose its competitive potential. Therefore the company adopted a strategy of focusing on selling product and service for organizational customers who have competitive potential. The Company emphasizes service quality leading to higher level of customer satisfaction. Moreover, the Company improved the services to be accepted by its customers along with developing good relationship with them to reduce dependency on

individual customer and increase negotiation power with counterparties which in turn are also competitors. The Company also sought new sources of revenue by offering brand new products and services integrating ICT (I= Internet, C=Computer and T=Telecom) for network, computer, internet communication, Computer Data Center (CDC) and Cloud Computing. This is to both enhance and protect the revenue base that is subject to competitive pricing erosion.

YellowPages business : As this business is no longer subject to licensing regulation, new players are free to enter this market. Moreover, the advertising industry is also affected from competition across the advertising media platforms because the advertisers can change the media following the change of their consumers' behavior.

To accommodate the changes in the industry, TMC has changed its business direction from printing business to Internet and mobile phone business e.g., searching on internet, and Mobile phone services which create opportunity to sell advertising space on its website and Mobile phone, up to on-line servicing.

However the market of website and mobile phone searching is highly competitive and the growth of revenue is low therefore TMC has changed its sales strategy by bundling online package with print media to increase the number of customers and revenue.

Furthermore, TMC has targeted particular groups of clients by creating new products to serve the market change e.g. aroi. com book published every four months which recommends must-try restaurants. It is the free copied book and distributed to car users in Bangkok Metropolitan Area. Also, TMC has website www.aroi.com for online service. Factory Supply Guide is a yearly guide book that provides information of products and services for industrial users. Builder Guide is a yearly guide book that provides information of products and services for contractors and home builders.

Infotainment via mobile phone : Less competition in this kind of business and non-highly price competition. Therefore, there is no impact on this business.

03 Economic and Political Risk

The company and its subsidiaries : From the result of government's stability crisis that caused the economic growth and global economy, it may affect on Thai economy in 2014.

In mitigating the risk, we focused on costs and expense control and investment pacing to cushion the impact on profitability.

04 Risk arising from technology and consumer behavior changes

ICT Business : Nowadays ICT technology is changing rapidly and continuously. Consumer needs also changes according to the evolution of products and services; for example, the faster high speed internet service, the popular 3G mobile internet service and the developing Cloud Computing technology in computer service. The equipment and tools to work with ICT also change quickly. These factors may cause the Company currently operating products and services become out of date.



Thus, the Company has regularly been keeping track of the overall ICT technology to improve the ICT services to be up-to-date and complete in order to maintain or increase customer base or revenue in the long term although the technology has changed.

YellowPages business : The current internet technology causes new choices to search data and put advertising in various forms. Then, the end users can do searching in many channels, such as on internet, phone, etc. As a result, popularity of YellowPages becomes decreasing.

Therefore, the Company has developed channels for business information research in Thailand from the existing database by using more internet technology and online services to respond to the computer and mobile users, such as data enquiry service by SMS, mobile search, application on Smart Phone to respond consumers' demands on searching information for buying products and services in every communication channel according to their convenience.

Infotainment via mobile phone : The use of this service is based on popularity of trends in terms of content and technology to access the contents. These trends seem to change rapidly according to users' ages and technology direction. These changes are considered a significant factor that has an impact on ADV's growth of revenue, especially the technology advancement that allows the consumers to download and upload pictures or music from computer to mobile phone directly.



In order to mitigate such potential disintermediation impact, the Company has set up a unit to continually conduct consumer surveys to enable the development of products and services that consistently meet consumer needs. The Company has set up smart phone application development team (to develop applications for smart phone) to response to the growing need of the smart phone market as well.

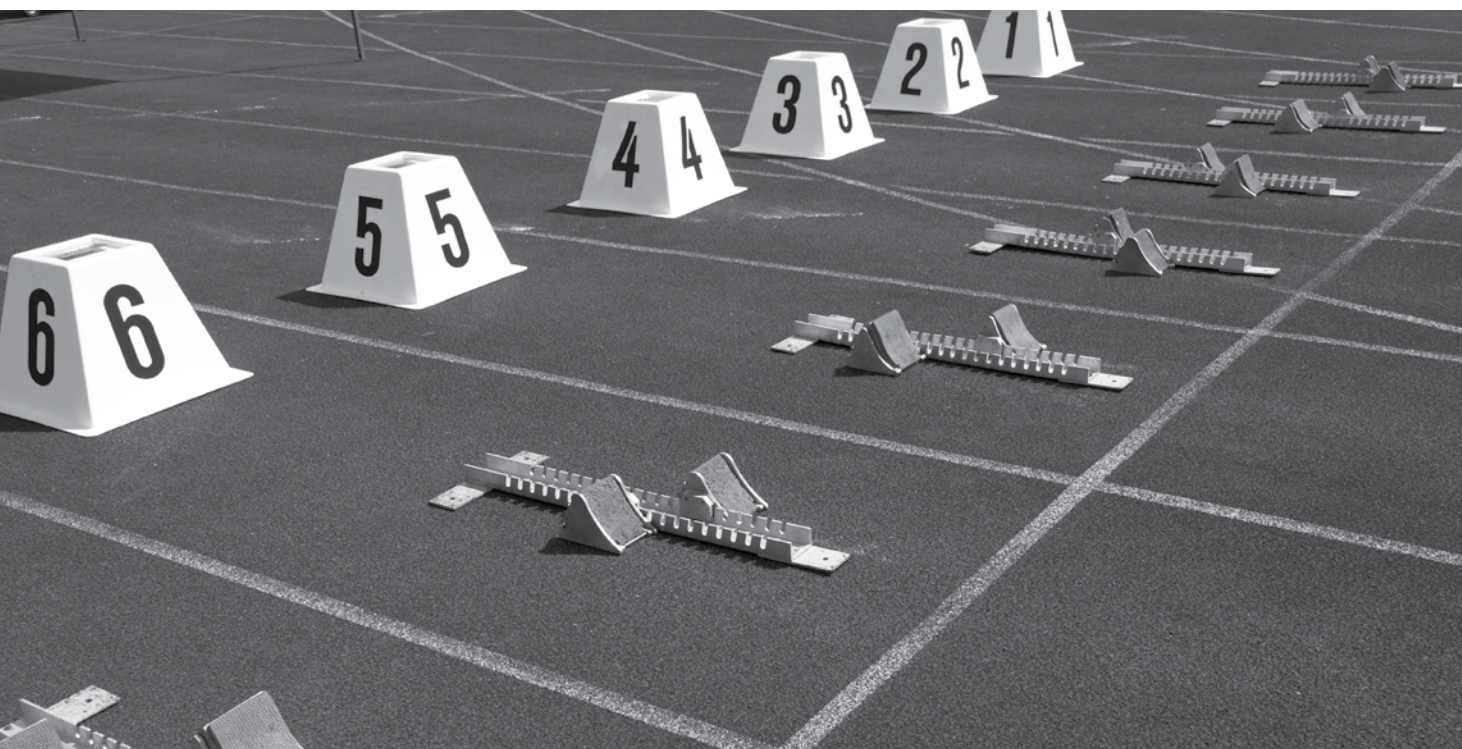
05 Risk arising from being dependent on key personnel

Business of the Company and its subsidiaries are characterized as being driven and reliant on knowledge, capability, expertise, and experiences of key personnel. The departure of key management staff and employees may have an impact on the Company's operations going forward.

In mitigation, the Company has established a policy that gives a great emphasis on human resources by providing relevant training for employees at all levels, building a friendly corporate culture, improving staff benefits, creating a good working environment, as well as having appropriate measures to motivate employees.



GENERAL INFORMATION OF THE COMPANY AND SUBSIDIARIES



General Information of the Company

CS LOXINFO PUBLIC COMPANY LIMITED (CSL)

Nature of Business

Provide our corporate customers with solutions for brand range of internet based services

Head Office

414 Phaholyothin Road, Samsennai, Phayathai, Bangkok 10400

Branch Office

90 CyberWorld Tower A,
7th-20th Floor, Ratchadapisek Road,
Huai Khwang, Huai Khwang, Bangkok, 10310

Registration No.	0107546000377
Telephone	(66) 2263 8000
Fax	(66) 2263 8132
Home Page	www.csloxinfo.com
Registered Capital	594,514,769 shares
Par Value	Baht 0.25
Paid-up Capital	Baht 148,628,692.25



General Information of Subsidiaries

Teleinfo Media Public Company Limited (TMC)

Nature of Business

Provide advertising platform through Print, Website, PC, Mobile and Laptop for business and individual user

Head Office

414 Phaholyothin Road, Samsennai, Phayathai, Bangkok 10400

Branch Office 1

2028 Rim-Tang-Rot-Fai Sai Paknum Road, Phakhanong, Klongtoey, Bangkok 10260

Branch Office 2

25th-28th Floor, Vanit Bldg.2, 1126/2 New Phetchaburi Road, Makkasan, Ratchathewi, Bangkok 10400

Registration No.	0107548000609
Telephone	(66) 2262 8888
Fax	(66) 2262 8899
Home Page	www.teleinformedia.net www.typlive.com
Registered Capital	15,654,400 shares
Par Value	Baht 10
Paid-up Capital	Baht 156,544,000
Percent of Investment of CSL	100.00%

General Information of Subsidiaries

AD Venture Public Company Limited (ADV)

Nature of Business

Content provider through mobile phone and community portal services

Head Office

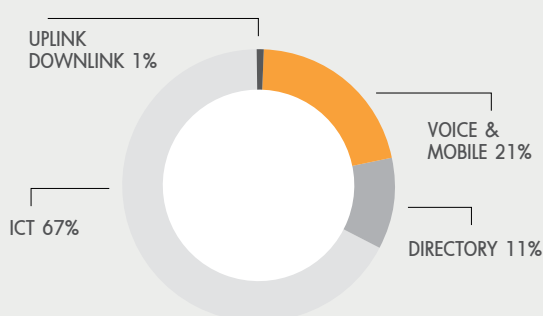
414 Phaholyothin Road, Samsennai, Phayathai, Bangkok 10400

Branch Office

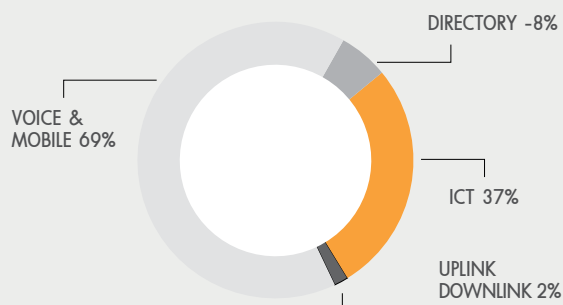
Room 2101, 21st Floor, 1126/2 Vanit Bldg.2, New Phetchaburi Road, Makkasan, Ratchathewi, Bangkok 10400

Registration No.	0107552000197
Telephone	(66) 2262 8888
Fax	(66) 2262 8899
Home Page	www.shinee.com
Registered Capital	1,074,813 shares
Par Value	Baht 10
Paid-up Capital	Baht 10,748,130
Percent of Investment of CSL	100.00%

MAJOR DEVELOPMENTS



2013 CONSOLIDATED REVENUE WAS 3,042 MB
EXCLUDED ONE TIME REVENUE FROM ICT BUSINESS = 9 MB



2013 Consolidated Normal profit was 439 MB

CS LOXINFO PUBLIC COMPANY LIMITED (CSL), formerly known as CS Communications Company Limited, was established on 20 July 1994 as a joint venture company of CAT Telecommunication Public Company Limited (CAT) and Thaicom Public Company Limited (THCOM). The major business of the Company is the provision of internet data center services, internet and satellite uplink-downlink services for domestic and international communications.

In 2013, the operation under the Group could be classified into 3 major business categories, and 1 one minor business as follows:

1 Internet Access and ICT Services Business (ICT) :

CS LOXINFO provides the top-quality internet services under the name “CS LOXINFO” to respond the customers’ requirements by targeting in the business and corporate customers sectors. In 2013, Internet Access and ICT Services Business contributes 67% of consolidated revenue, which mainly come from Leased Line Services, Internet Data Center (IDC) Services and ICT Services, which was contributed 63%, 9% and 22% of ICT revenue, and contributes 37% of consolidated profit.

1.1 Satellite uplink-downlink Service Business (Uplink-Downlink) :

As a minor business under Internet Access and ICT Services Business, CS LOXINFO was granted a concession from CAT Telecom Public Company Limited (“CAT”) to provide television signal and internet access via satellite for a period of 22 years from 9 August 1994 to 8 August 2016 to provide comprehensive Uplink/Downlink services such as TV signaling via satellite and live satellite broadcasting. In 2013, Satellite uplink-downlink Service Business contributes 1% of consolidated revenue, and 2% of consolidated net income.

2 YellowPages Business (Directories) :

CS LOXINFO provides the publishing of the Thailand YellowPages through its subsidiary, Teleinfo Media Public Company Limited (TMC). TMC provide advertising platform through Print, Website, PC, Mobile, and Laptop for business and individual user. Moreover, TMC also provides telephone subscribers profile, call center 1188 enquiry and audiotex services for general and entertainment information. In 2013, YellowPages Business contributes 11% of consolidated revenue. However, YellowPages Business had net loss Baht 34 million.

3 Voice Info Services & Mobile Content Business (Voice & Mobile Content) :

comprising of the services as follows :

- Mobile Content Services and Web Portal, namely hunsa.com through its subsidiary, AD Venture Plc. (ADV) by targeting in “Mobile Telephone Consumers users”
- Audiotex and Outsourcing call center Service through its subsidiary, Teleinfo Media Public Company Limited (TMC) by targeting in “business and corporate customers both small and big size business”

In 2013, Voice Info Services & Mobile Content Business contributes 21% of consolidated revenue, and 69% of consolidated profit

1994

- Was established as a joint venture of CAT Telecommunication Plc. and Thaicom Plc. under the named "CS Communications Company Limited"

2003

- Changed its name to "CS LOXINFO Company Limited" in January
- Changed its status to a public limited company in November

2004

- Registered into the Securities and Exchange of Thailand in April, under the Tigger name "CSL"
- CSL purchased 63.25% of TMC's share capital with total price Baht 507 million from TOT in March
- Increased its share capital 125 million shares with IPO price at Baht 9 each and listed in SET in April

2005

- CSL purchased addition 36.75% of TMC's share capital with total price Baht 510 million in April
- TMC changed its status into a public company limited, changed the name to Teleinfo Media Public Company Limited, and decreased its share capital by a total of Baht 521 million in August

2006

- CSL purchased up to 99.99% of ADV's share capital with total price Baht 35 million in September

2007

- CSL purchased 60% of WATTA's share capital with total price Baht 80 million in April
- CSL run treasury stock program in August

2008

- ADV purchased 30% of SHINEE's share capital with total price Baht 15.1 million in January. After this acquisition, ADV held 99.99% of the share capital of SHINEE
- CSL decrease its share capital by reducing par value to manage shareholders' return (0.75 Baht/share)
- LoxServe which is a subsidiary of the Company had liquidated in December

2009

- In April and June, ADV decreased its share capital from Baht 172 million to Baht 11 million by reducing the number of original shares in order to offset against the remaining deficits
- In April, SHINEE decreased its share capital from Baht 80 million to Baht 43 million by reducing the number of original shares in order to offset against the remaining deficits
- ADV changed its status into a public company limited, changed the name to AD Venture Public Company Limited

2010

- The Extraordinary General Meeting of Shareholders No. 2/2010 of SHINEE (a subsidiary of ADV) passed a resolution to approve its liquidation by transferred its business to ADV and registered its liquidation with the Ministry of Commerce on 28 October 2010
- CSL had written off its repurchased shares which was due to 22 November 2010 (amounting of 51,700,000 shares at par value 0.25 baht per share which are equal to 8.04 % of the paid-up capital before cancellation) and registered its capital decrease with the Ministry of Commerce on 26 November 2010. As a result of writing off these shares, the share capital of the Company had change to be 590.99 million shares (par value of Baht 0.25 each) or Baht 147.75 million

2011

- SHINEE (a subsidiary of ADV) had registered its liquidation with the MOC, and the process of liquidation had been completed on January 5, 2011
- TMC decreased its share capital by a total of Baht 16.99 million in June. As a result of writing off these shares, the share capital of TMC had change to be 15.65 million shares (par value of Baht 10 each) or Baht 156.54 million

2012

- CSL had disposed an investment in Watta Classifieds Company Limited that the Company hold 120,000 of the ordinary shares which is 60% of the registered capital to non - related person on 16 October 2012, and accordingly WATTA Classifieds Company Limited has ceased to be a subsidiary of the Company.

2013

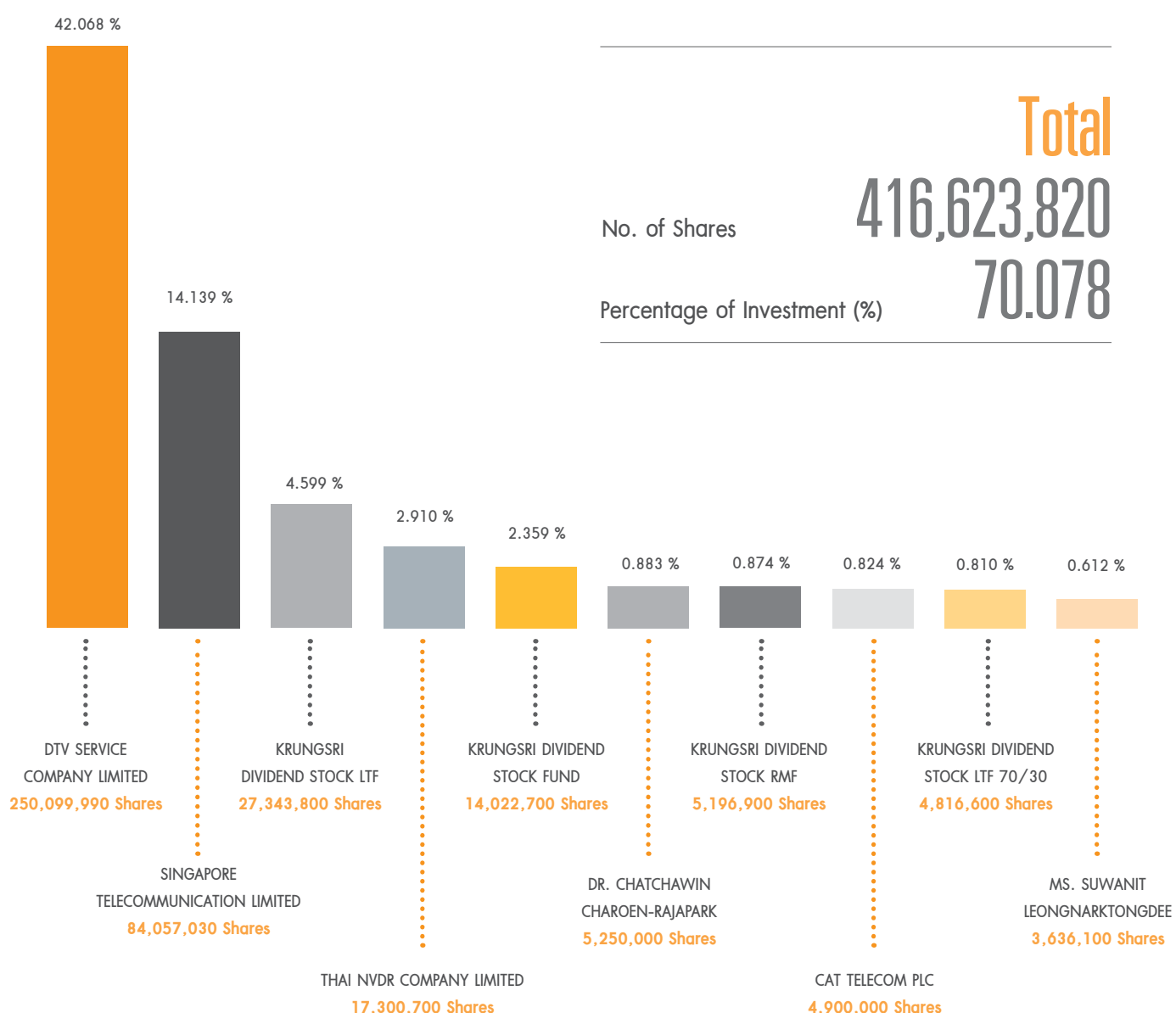
- CSL had invested in new Internet Data Center in order to expand and support the growth Computer Data Center and build the Stand Alone Computer Data Center to meet international best practice. Total Investment was approximately Baht 350 million, including land and other supporting facilities & equipment. CSL had purchased land and conveyance at the Department of Lands for Computer Data Center building on April 11, 2013. The Construction of new Computer Data Center had been started in the middle of year 2013 and is expected to the finish in the middle of year 2014. The Sources of fund for this investment are come from long term loan from the financial institution and the Company's working capital.



MAJOR SHAREHOLDERS

CS LOXINFO PUBLIC COMPANY LIMITED

The first top 10 shareholders on the closing date of the registration book as of August 23, 2013 are as follows :



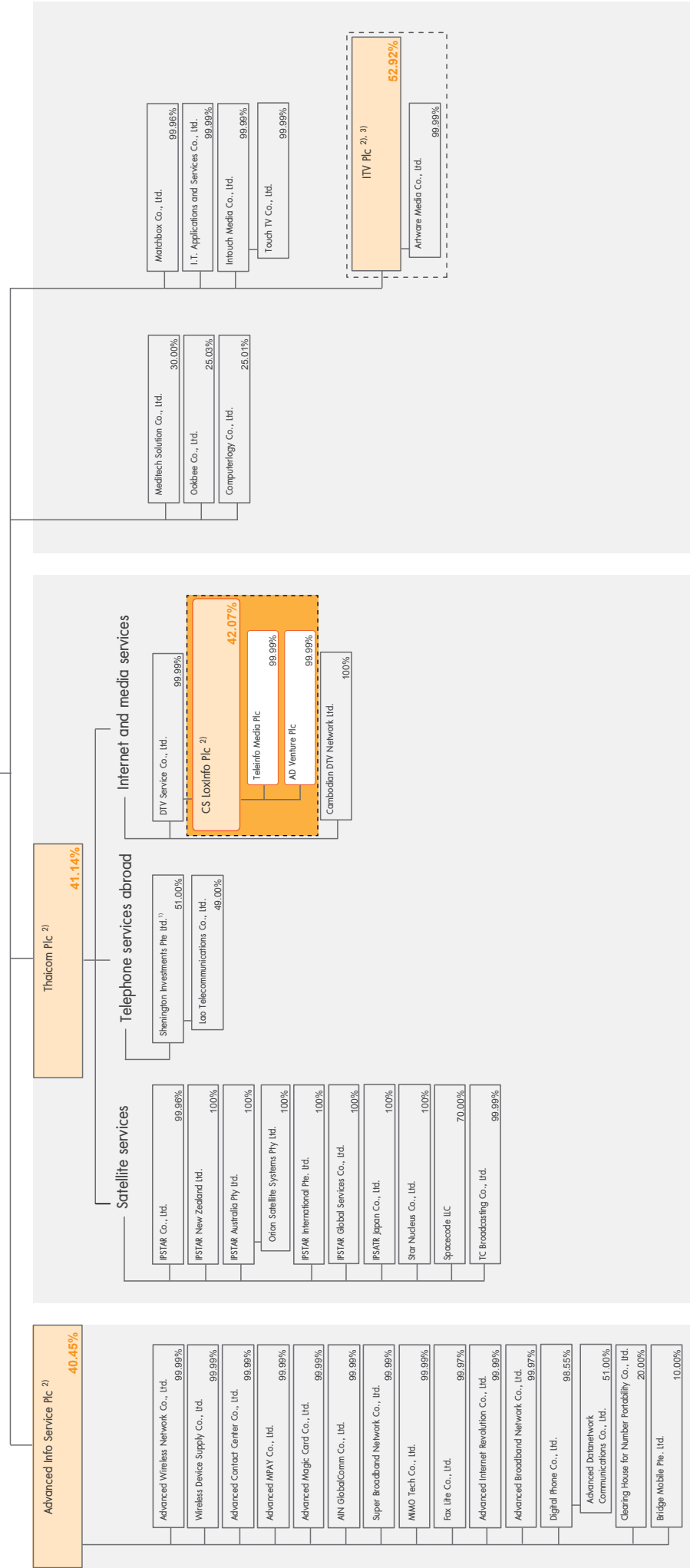
Source : Major Shareholders as of August 23, 2013 prepared by Thailand Securities Depository Co., Ltd.

The investors can find for more information in website: www.set.or.th before Annual General Shareholders Meeting for the year 2014 date.

INVESTMENT STRUCTURE OF INTOUCH GROUP

as of 7 February 2014

Shin Corporation Plc ^{1), 2)}



Local Wireless
Telecommunications

Satellite and International Businesses

Other Businesses

Venture Capital

Others

¹⁾ Holding Company

²⁾ Listed Company on the Stock Exchange of Thailand

³⁾ On 4 June 2009, the securities transferred to Non-Performing Groups-NPG and SET announced that ITV was in NPG-stage 1 on 10 March 2011, NPG-stage 2 on 12 March 2012 and NPG-stage 3 on 12 March 2013.

MANAGEMENT STRUCTURE



Board of Directors

The Board consists of ten qualified and experienced directors in the relevant fields, including telecommunications, legal, accounting, as well as finance and investments management. Four Board members are representatives of two major shareholders; one is representative of CAT Telecom Plc. serving on behalf of the business license grantor; five are independent directors, who together account for fifty percent of the Board. The Board composition is as follows:-

	Name	Position	Numbers of Shares holding (as at Dec 31,2013)
1	Prof. Wongkulpat Snidvongs na Ayudhya, M.D.	Independent Director / Chairman of the Board	None
2	Mr. Prathueng Srirodbang	Independent Director / Chairman of the Audit Committee / Chairman of the Nomination and CG Committee (NCG)	None
3	Mr. Gan Hui Beng	Independent Director / Member of the Audit Committee / Member of the Remuneration Committee	None
4	Dr. Sillapaporn Srijunpetch ¹	Independent Director / Member of the Audit Committee / Member of the Remuneration Committee / Member of the NCG Committee	None
5	Mr. Sitthichai Chantravadee	Independent Director / Member of the Audit Committee	None
6	Mr. Hansa Chevapurke	Director / Representative of CAT Telecom	None
7	Mr. Lee Han Kheng	Director / Member of the Executive Committee / Member of the Remuneration Committee / Member of the NCG Committee / Representative of major shareholder	None
8	Ms. Suphajee Suthumpun	Director / Chairman of the Executive Committee / Chairman of the Remuneration Committee / Member of the NCG Committee / Representative of major shareholder	None
9	Mr. Anant Kaewruamvongs	Director / Member of the Executive Committee / Representative of major shareholder	609,000 shares
10	Mr. Vuthi Asvasermcharoen	Director / Member of the Executive Committee / Representative of major shareholder	None

¹ The director with knowledge and experience in reviewing financial statements of the Company with CPA No.3692. Currently, he is Assistant.Prof.Dr. at Faculty of Commerce and Accountancy, Thammasat University. He has been in the field of finance and accounting for more than 10 years, and competent enough to review the financial statements.



The Authorized Directors: Ms. Suphajee Suthumpun or Mr. Vuthi Asvasermcharoen or Mr. Anant Kaewruamvongs or Mr. Lee Han Kheng, any two out of the four directors signing jointly, with the Company's seal affixed.

In summary, there were Board and Sub-committee meetings in 2013 as follows.

Director	AGM	BDM	ACM	NCGM	RCM	EXCOM Meeting
	No. of Meeting Participation / No. of Meeting in 2013					
1. Prof.Dr. Wongkulpat Snidvongs na Ayudhya, MD.	1/1	8/9	-	-	-	-
2. Mr. Prathueng Srirodbang	1/1	9/9	9/9	2/2	-	-
3. Mr. Gan Hui Beng	1/1	8/9	8/9	-	3/4	-
4. Dr. Sillapaporn Srijunpetch ¹	1/1	8/9	8/9	2/2	4/4	-
5. Mr. Sitthichai Chantravadee	1/1	8/9	9/9	-	-	-
6. Mr. Hansa Chevapurke	1/1	8/9	-	-	-	-
7. Mr. Lee Han Kheng	1/1	5/9	-	2/2	4/4	5/10
8. Ms. Suphajee Suthumpun	1/1	8/9	-	2/2	4/4	10/10
9. Mr. Anant Kaewruamvongs	1/1	9/9	-	-	-	10/10
10. Mr. Vuthi Asvasermcharoen	1/1	9/9	-	-	-	10/10



Executives

Management Team

As at December 31, 2013 the Company's first four management personnel, as defined by the SEC, are as follows;

Name	Position
1. Ms. Suphajee Suthumpun	Chairman of the EXCOM
2. Mr. Anant Kaewruamvongs	Managing Director
3. Mr. Anuwat Sanguansappayakorn	Chief Financial Officer
4. Dr. Somchai Kittichaikoolkit	Senior Director - Marketing
5. Mr. Surasak Utharopas	Senior Director - Technical & Operations
6. Mr. Pinyo Pogern	Senior Director - Information System

Chief Executive Officer (CEO)

Mr. Anant Kaewruamvongs was promoted to be Chief Executive Officer under resolution of the Board Meeting No.4/2013 held on March 28, 2013 which effective since April 1, 2013

Responsibilities of Chief Executive Officer are as follows;

- Oversee and supervise the overall operations and financial situation of the CS LoxInfo Public Company Limited and its subsidiaries and monitor transactions in the Group be conducted under the rules and regulations of SEC. and SET.
- Supervise and manage overall operations according to objectives, policies, rules, regulations, the resolution of the shareholders and/or the Board of Directors and/or the Executive committee
- Propose and present the business plan, investment plan, business strategy, goals, annual budget to the Board of Directors and/or the Executive committee
- Perform any other duties as assigned by the Board of Directors and/or the Executive committee

Managing Director

Mr. Anant Kaewruamvongs was appointed to be Managing Director under the resolution of the Board of directors No. 4/2005 held on May 1, 2005 The effective date is July 1, 2005.

Scope of Authorities and Responsibilities of the Managing Director are as follows:

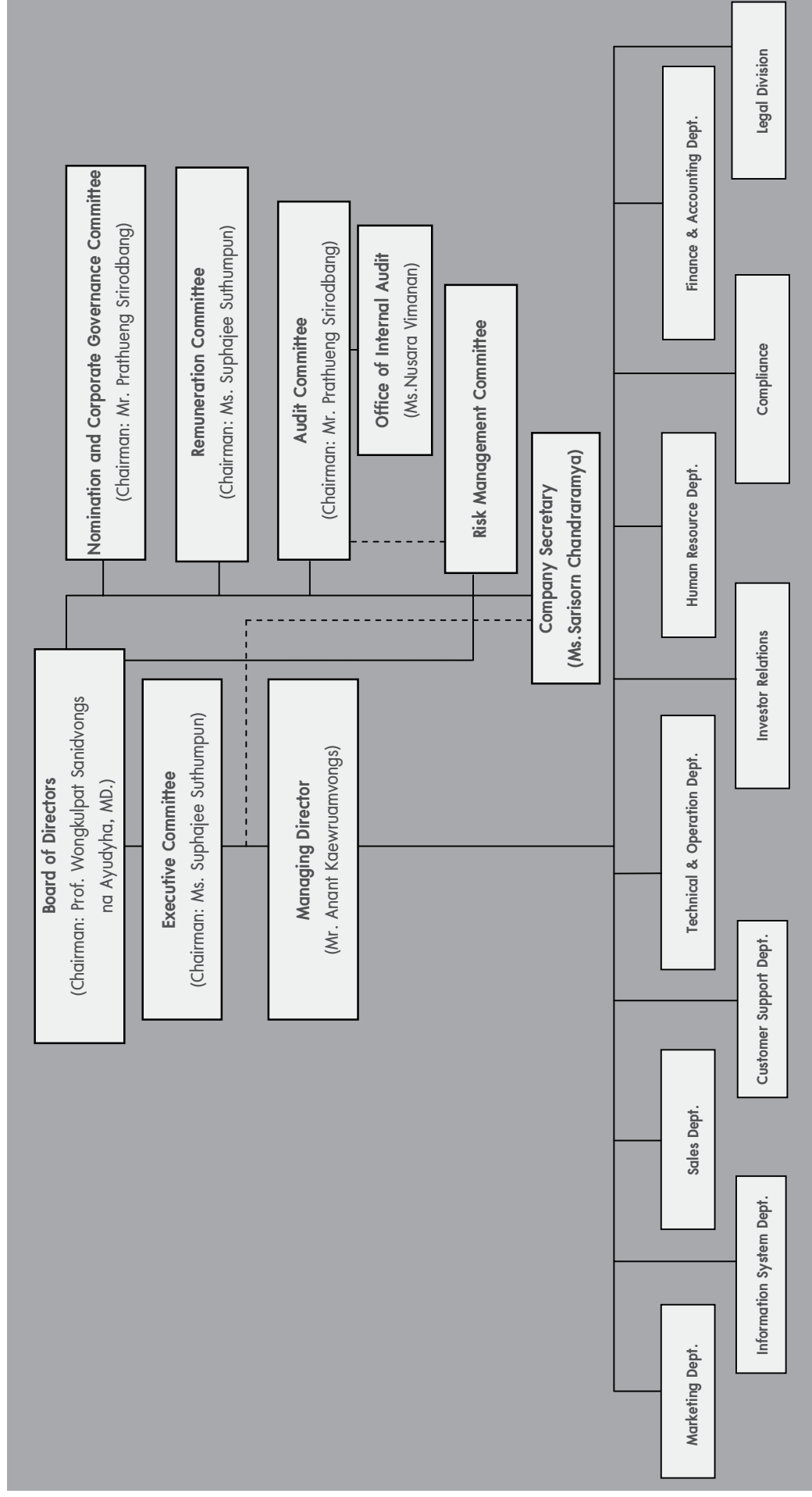
- Perform as assigned by the Board of Directors, the Executive committee, Chief Executive Officer's commands, resolutions of shareholders' meeting and/or resolutions of the relevant meeting, which must execute and manage in according to the rules, policies and regulations of the company
- Responsible for the daily business operations of the company, including command and supervise the all operations, track and report the performance of operations to the Board of Directors and/or other relevant committees
- Carry out the duties and operations approval according to the scope of the Company's Approval Authority

The Managing Director (MD) also has authority according to that being delegated by the Board, which is in compliance with the rules, regulations, and Articles of Association of the Company. The MD has not initiated transaction or enter into transaction that he or conflicting person may have conflict of interests with the Company or the subsidiaries, as defined by the Notifications of the relevant regulators.

Approval authority of the MD

The MD has been delegated financial authority by the Board up to the maximum of 30 million baht for budgeted capital expenditure.

CS LOXINFO PUBLIC COMPANY LIMITED



Company Secretary

Ms. Sarisorn Chandramya, details of her profile and qualifications are shown on page 53. Roles of Company Secretary will be provided below under Corporate Governance in Chapter 1: Board of Directors section 6

Directors and Management Remuneration

Every February, the RC considers, analyzes, and recommends remuneration of the directors to the Board for further recommendation to the shareholders for approval. The RC also approves the remuneration make-up scheme of the management. The remuneration of the directors and the management should commensurate with their duties and responsibilities, be comparable to the industry standard, and attractive enough to retain qualified directors and management.

The Company's policy is to remunerate only independent directors and external directors.

The remuneration structure of directors is as follows:

Position	2012 Remuneration (Baht)			2013 Remuneration (Baht)		
	Monthly Retainer	Meeting Allowance	Annual Retainer	Monthly Retainer	Meeting Allowance	Annual Retainer
The Board of Directors						
Chairman	120,000	×	✓	120,000	×	✓
Member	×	25,000	✓	×	25,000	✓
Audit Committee						
Chairman	×	30,000	✓	×	30,000	✓
Member	×	25,000	✓	×	25,000	✓
NCG Committee						
Chairman	×	30,000	✓	×	30,000	✓
Member	×	25,000	✓	×	25,000	✓
RC Committee						
Chairman	×	30,000	✓	×	30,000	✓
Member	×	25,000	✓	×	25,000	✓

The executive directors do not receive remuneration for being a director.

Remuneration for each management personnel is linked with the operating performance of the Company and his/her working performance.

In 2013, the Company paid the following remuneration.

Monetary Remuneration

For the Board

Total monetary remuneration for the Board (only to independent directors and non-executive directors) for the year ended December 31, 2013 comprised of director monthly compensation, annual remuneration and meeting fees totaling Baht 6,635,336 for six directors with details as follow:

Name	Position	Remuneration for 2013* (Baht)
1. Prof.Dr. Wongkulpat Snidvongs na Ayudhya, MD.	Independent Director and Chairman of the Board	2.28
2. Mr. Prathueng Srirodbang	Independent Director and Chairman of the AC	1.01
3. Mr. Gan Hui Beng	Independent Director and Member of the AC	0.93
4. Dr. Sillapaporn Srijunpetch	Independent Director and Member of the AC	1.00
5. Mr. Sitthichai Chantravadee	Independent Director and Member of the AC	0.87
6. Mr. Hansa Chevapurke	Director and representative of CAT Telecom Plc.	0.55

* Director monthly compensation and meeting fees for the period from January to December 2013, and accrued annual remuneration which would be paid in March 2014.

For the Executives

Total monetary remuneration for the Executives for the year ended December 31, 2013, comprising of salary, bonus, provident fund, and other fringe benefits, was Baht 20.88 Million (excluding the Executive Chairman who receives remuneration from Thaicom Plc., the indirect shareholder of the Company).

Other Remunerations

For the Board members

Apart from the monetary remuneration for the independent directors and external directors, the Company provided fringe benefits (non-monetary remuneration) to the Chairman of the Board, an independent director, in the form of car and fuel.

For the Executives

-None-

Personnel

As at December 31, 2013, the Company and subsidiaries had a total of 930 employees in major departments as follows:

Main departments	Number of employees (persons)	
	CSL	TMC & ADV
Marketing and Sales	140	147
Technical and Operation / Production	128	143
Customer Service	103	57
Others example ; Executive, Finance& Accounting, Human Resources etc.	127	85
Total	498	432

Total remunerations for personnel of the Company and subsidiaries consist of salaries, bonuses, contribution to the provident fund and other benefits amounted to Baht 661.31 Million.



Human Resources Management Policy

CS LoxInfo PLC Group strongly believes that human resources are our most valuable asset and the key indicator of our competitive advantage. The role our employees play in the organization is even more important now in our drive towards growth and sustainable success. The Board of Directors Meeting No.8/2013 approved of the revision of 'Human Resources Policy' that be completely improved in according to a good Corporate Governance Policy.

Policy contains the sections as follows:

- 1) Organization Structure and Manpower: All details are reviewed from time to time in order to ensure alignment with the Company's business direction and strategy, and respond to any changes
- 2) Fairness of Recruitment and Selection: Recruitment and selection staff are conducted fairly with equality not discrimination
- 3) Equal Opportunities: The Company provide opportunity equally in employment and appointed, as well as opportunities for progress and development that based on knowledge and ability without discrimination
- 4) Human Rights: The company supports and respects for human rights and will not engage in any action that is contrary to principles of human rights.
- 5) Freedom of Association: The Company respects the rights of its employees to associate freely, and/or join workers' associations or any organizations established in accordance with applicable laws and regulations, as long as this does not involve any outside personal interests or additional sources of remuneration which may impair their independence towards performing their duties, and/or using the Company's intellectual property and time without prior permission
- 6) Employee Privacy: The Company respects the privacy of all its employees and will not disclose any personal information to anyone who does not have a right to that information unless it is required to do so by law
- 7) Fair Compensation Management: The Company considers it a high priority to provide equitable rewards through a meritocratic system and ensure that compensation is in line with the market by using the following "3P" principle which are Pay for position, Pay for performance and Pay for person
- 8) Welfare, Health, Environment and Safety: The Company complies with relevant legislation. Encourage employees to have a better quality of life for employees at all levels with appropriate welfare and set up Provident Fund to strengthen stability and ready for living after retirement of employees
- 9) Employee Development: The Company supports and invests in continuous employee development with a systematic approach. The Company also encourages its employees to show initiative and is open to suggestions and new ideas that will improve business processes and overall competency
- 10) Succession Planning: The Company has implemented a systematic succession plan and has appointed the committee to nominate successors and monitor their development
- 11) Management Role: The Company encourages managers at all levels of the organization to undertake the human resource management roles, and must be responsible and attention, as well as task and organization management
- 12) Community and Social Responsibility: The Company supports the practice of mindfulness and sharing with others, and encourages all employees to voluntarily participate in and/or initiate CSR or community-based activities for the good of society.

The Group considers that supervisors at all levels have significant responsibilities in taking good care of their subordinates to maintain their morale, enhance their knowledge and competencies so that they can perform their duties efficiently, and set themselves as good example for their subordinates.

In order to consider details relating to Human Resources, the Board of Directors assigned the management to quarterly report the human resources data to the Board.



DIRECTORS AND MANAGEMENT TEAM



		01
02	03	04
05	06	07
08	09	10

01. Prof. Wongkulpat Snidvongs na Ayudyha, M.D.
*Independent Director and
Chairman of the Board*

04. Mr. Gan Hui Beng
*Independent Director and Member of
the Audit Committee*

07. Mr. Hansa Chevapurke
Director

10. Mr. Anant Kaewruamvongs
*Director, Member of the Executive Committee and
Chief Executive Officer and Managing Director*

02. Ms. Suphaje Suthumpun
*Director and Chairman of
the Executive Committee*

05. Dr. Sillapaporn Srijunpetch
*Independent Director and Member of
the Audit Committee*

08. Mr. Lee Han Kheng
*Director and Member of
the Executive Committee*

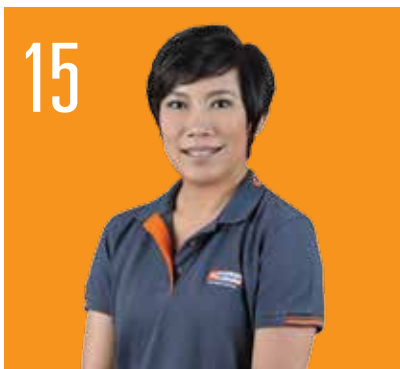
03. Mr. Prathueng Srirodbang
*Independent Director and Chairman of
the Audit Committee*

06. Mr. Sitthichai Chantravadee
*Independent Director and Member of
the Audit Committee*

09. Mr. Vuthi Asvasermcharoen
*Director and Member of
the Executive Committee*



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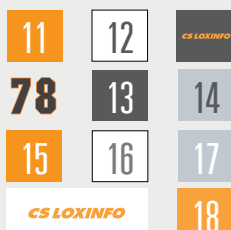


CS LOXINFO



¹ Mr.Sanchai Thiewprasertkul take a position of Managing Director of Teleinfo Media Public Company Limited until December 31, 2013

² Mr. Chutidej Printhatipa was appointed by the TMC Board of Director Meeting No. 1/2014 held on 14 January 2014 as Managing Director of Teleinfo Media Public Company Limited (TMC) to replace Mr.Sanchai Thiewprasertkul who reached retirement. The effective date is on 1 January 2014



11. Mr. Anuwat Sanguansappayakorn
Chief Finance Officer

14. Mr. Pinyo Pongern
Senior Director- Information System

17. Mr.Chutidej Printhatipa ²
Managing Director Teleinfo Meia Public Company Limited

12. Mr. Surasak Uthayopas
Senior Director - Technical and Operations

15. Ms. Sarisorn Chandramaya
Company Secretary

18. Mr. Surachart Kugasemrat
Deputy Managing Director
Teleinfo Media Public Company Limited

13. Dr. Somchai Kittichaikoolkit
Senior Director - Marketing

16. Mr. Sanchai Thiewprasertkul ¹
Manager Director Teleinfo Meia Public Company Limited



01

**Prof. Wongkulpat
Snidvongs na Ayudyha, M.D.**

Age 73

Title Independent Director and Chairman of the Board

Appointment date 23 April 2007

Shareholding¹ None

Relationship with Management None

Highest Education

Doctorate Degree FRCOG:D.Obst.RCOG (UK):MB.BS (London)
MRCS.LRCP(England)

Governance Training :

Thai Institute of Directors (IOD)

DCP : Directors Certification Program Class 89/2007

Thai Listed Companies Association (TLCA)

-

Experience

- 2009 - Present Consultant, Hydro and Agro Informatics Institute
Audit Committee, Thai Red Cross
- 2007 - Present Independent Director and Chairman of the Board,
LoxInfo Plc.
Academic Advisor, College of Public Health Sciences,
Chulalongkorn University
- 1997 - Present Member of the Council, Thai Red Cross

Illegal Record in past 10 years None

¹ Includes holdings by spouse and minor children as of December 31, 2013



02

Mr. Prathueng Srirodbang

Age 75

Title Independent Director and Chairman of the Audit Committee

Appointment date 7 November 2003

Shareholding¹ None

Relationship with Management None

Highest Education

National Defense College class. 32

MBA, Thammasat University

Barrister-at-law The Thai Bar

Bachelor Degree in Laws, Thammasat University

Governance Training :

Thai Institute of Directors (IOD)

DAP: Directors Accreditation Program Class 11/2004

FND: Finance for Non – Finance Directors Class 24/2005

QFR: Improving the Quality of Financial Reporting Class 2/2006

FSD: Financial Statements for Directors Class 6/2009

Thai Listed Companies Association (TLCA)

-

Experience

- 2013 - Present Independent Director and Audit Committee,
Khonburi Sugar Plc.
- 2009 - Present Audit Committee, National Insurance Co., Ltd.
- 2003 - Present Independent Director and Chairman of the Audit
Committee, CS LoxInfo Plc.
- 1998 - Present Director, National Insurance Co., Ltd.
- 1999 - 2002 Chairman of the Audit Committee, Chumporn Palm
Oil Industry Plc.
- 1994 - 1998 Deputy Permanent Secretary, Ministry of Commerce

Illegal Record in past 10 years None

¹ Includes holdings by spouse and minor children as of December 31, 2013





03

04



Ms. Suphajee Suthumpun

Age 49

Title Director and Chairman of the Executive Committee
Appointment date 10 August 2011
Shareholding ¹ None
Relationship with Management None
Highest Education

MBA, International Finance and International Accounting,
 Northrop University, California, USA

Governance Training :

Thai Institute of Directors (IOD)

DCP: Directors Certification Program Class 89/2007

Thai Listed Companies Association (TLCA)

-

Experience

2012 - Present Chairman of the Executive Committee, Thaicom Plc.
 2011 - Present Chairman - the Media & New Business, Shin Corporation Plc.
 Member of the Executive Committee and Member of the Strategic and Organizational Review Committee, Shin Corporation Plc.
 Director and Chief Executive Officer, Thaicom Plc.
 Director and Chairman of the Executive Committee, CS LoxInfo Plc.
 Member of the Executive Committee, Advanced Info Service Plc.
 2011 - 2011 Member of the Executive Committee, Thaicom Plc.
 2010 - 2011 General Manager, global Technology Services, IBM ASEAN
 2009 - 2010 Client Advocacy Executive, Chairman's Office, IBM Headquarters
 2007 - 2009 Vice President, General Business, IBM ASEAN
 2003 - 2007 Country General Manager, IBM Thailand Co., Ltd.

Illegal Record in past 10 years

None

¹ Includes holdings by spouse and minor children as of December 31, 2013

Mr. Gan Hui Beng

Age 63

Title Independent Director and Member of the Audit Committee
Appointment date 7 November 2003
Shareholding ¹ None
Relationship with Management None

Highest Education

Bachelor Degree in Economics, University of Wales Institute of Science and Technology, U.K.

Governance Training :

Thai Institute of Directors (IOD)

DCP: Directors Certification Program Class 47/2004

Thai Listed Companies Association (TLCA)

-

Experience

2003 - Present Independent Director and Member of the Audit Committee, CS LoxInfo Plc.
 2006 - 2006 Deputy President Director, Bank Buana Indonesia
 2000 - 2005 Managing Director and Chief Executive Officer, UOB Radanasin Bank Plc.
 1987 - 1999 Vice President, Citibank N.A.

Illegal Record in past 10 years None

¹ Includes holdings by spouse and minor children as of December 31, 2013





05

Dr. Sillapaporn Srijunpetch

Age 50

The director with knowledge and experience in reviewing financial statements of the Company with CPA No.3692.

Title Independent Director and Member of the Audit Committee

Appointment date 10 November 2005

Shareholding¹ None

Relationship with Management None

Highest Education

Doctorate Degree in Accounting, Manchester Business School, University of Manchester, U.K.

Governance Training :

Thai Institute of Directors (IOD)

DAP: Directors Accreditation Program Class 51/2006

Thai Listed Companies Association (TLCA)

-

Experience

2005 - Present Independent Director and Member of the Audit Committee, CS LoxInfo Plc.

1997 - Present Lecturer of Master of Accounting Profession, Faculty of Commerce and Accountancy, Thammasat University

2004 - 2006 Director of Master of Accounting Profession, Faculty of Commerce and Accountancy, Thammasat University

1995 - 1997 Director and Group Financial Controller, Jardine Matheson (Thailand) Limited

1986 - 1995 Senior Manager, PriceWaterhouseCoopers ABAS Limited

Illegal Record in past 10 years

None

¹ Includes holdings by spouse and minor children as of December 31, 2013



06

Mr. Sittichai Chantravadee

Age 62

Title Independent Director and Member of the Audit Committee

Appointment date 30 March 2011

Shareholding¹ None

Relationship with Management None

Highest Education

Master Degree in Accounting, Chulalongkorn University

Governance Training :

Thai Institute of Directors (IOD)

ACP: Audit Committee Program Class 12/2006

DAP: Directors Accreditation Program Class 49/2006

DCP: Directors Certification Program Class 69/2006

MFM: Monitoring Fraud Risk Management Class 1/2009

MIA: Monitoring the Internal Audit Function Class 5/2009

MIR: Monitoring the System of Internal Control and Risk Management Class 6/2009

MFR: Monitoring the Quality of Finance Reporting Class 7/2009

Thai Listed Companies Association (TLCA)

-

Experience

2012 - Present Director and Chairman of Remuneration Committee, Thai British Security Printing Plc.

Director and Member of Remuneration Committee, Thai Cane Paper Plc.

2011 - Present Independent Director and Member of the Audit Committee, CS LoxInfo Plc.

2002 - Present Independent Director, Member of the Audit Committee and Risk Management, Sammakorn Plc.

2000 - 2010 Director, The Audit Office, The Siam Cement Plc.

2001 - 2003 Chairman of the Board of the Institute of Internal Auditors of Thailand

Illegal Record in past 10 years

None

¹ Includes holdings by spouse and minor children as of December 31, 2013



07

08



Mr. Hansa Chevapurke

Age 54

Title Director
Appointment date 12 March 2010
Shareholding¹ None
Relationship with Management None
Highest Education

Master of Public and Private Management Program,
 Graduate School of Public Administration,
 National Institute of Development Administration (NIDA)
 Graduate Diploma in Politics and Governance in Democratic Systems for
 Executives Class 14, King Prajadhipok's Institute
 National Defense College class 54

Governance Training :

Thai Institute of Directors (IOD)

DCP: Director Certification Program Class 132/2010

SFE: Successful Formulation & Execution of Strategy Class 17/2013

Thai Listed Companies Association (TLCA)

-

Experience

2011 - Present Senior Executive Vice President, CAT Telecom Plc.
 2009 - 2011 Executive Vice President, Legal Counsel CAT Telecom Plc.
 2010 - Present Director, CS LoxInfo Plc.
 2007 - 2009 Vice President, Business Partner Contract Management
 Department, CAT Telecom Plc.

Illegal Record in past 10 years

None

¹ Includes holdings by spouse and minor children as of December 31, 2013

Mr. Lee Han Kheng

Age 46

Title Director and Member of the Executive Committee
Appointment date 9 June 2011
Shareholding¹ None
Relationship with Management None

Highest Education

Master of Business Administration

Nanyang Technological University/Singapore

Governance Training :

Thai Institute of Directors (IOD)

DAP: Directors Accreditation Program Class 101/2013

Thai Listed Companies Association (TLCA)

-

Experience

2011 - Present Director and Member of Executive Committee,
 CS LoxInfo Plc.
 Vice President, Global Products,
 Singapore Telecommunications Ltd.
 2011 Vice President, Regional Products,
 Singapore Telecommunications Ltd.
 2007 - 2011 Chief Operating Advisor, Globe Telecom Inc.
 2005 - 2007 Vice President, Business Products,
 Singapore Telecommunications Ltd.

Illegal Record in past 10 years

None

¹ Includes holdings by spouse and minor children as of December 31, 2013





09

10



Mr. Vuthi Asvasermcharoen

Age 46

Title Director and Member of the Executive Committee

Appointment date 9 May 2012

Shareholding¹ None

Relationship with Management None

Highest Education

MBA, Indiana University of Pennsylvania, USA

Governance Training :

Thai Institute of Directors (IOD)

DCP: Director Certification Program Class 166/2012

Thai Listed Companies Association (TLCA)

-

Experience

2012 - Present Director and Member of the Executive Committee, CS LoxInfo Plc.

2011 - Present Chief Financial Officer, Thaicom Plc.

2011 - 2011 Chief Financial Officer (CFO), GMM Grammy

2004 - 2010 Deputy Chief Financial Officer, Sahaviriya Steel Industries

2001 - 2004 Vice President, Bangkok Bank

Illegal Record in past 10 years

None

Mr. Anant Kaewruamvongs

Age 52

Title Director, Member of the Executive Committee and Chief Executive Officer and Managing Director

Appointment date 9 June 2011

Shareholding¹ 609,000 shares

Relationship with Management None

Highest Education

Master Degree in Management, SASIN Graduate Institute of Business Administration of Chulalongkorn University

Governance Training :

Thai Institute of Directors (IOD)

DCP: Directors Certification Program Class 66/2005

DAP: Directors Accreditation Program Class 45/2005

SFE: Successful Formulation and Execution of Strategy Class 6/2010

Thai Listed Companies Association (TLCA)

TLCA Executive Development Program (EDP) Class 2

Experience

Mar 2013 - Present Chief Executive Officer and Managing Director, CS LoxInfo Plc.

2011 - Present Director and Member of the Executive Committee, CS LoxInfo Plc.

2005 - Mar 2013 Managing Director, CS LoxInfo Plc.

2007 - 2007 Director and Member of the Executive Committee, CS LoxInfo Plc.

1999 - 2005 Deputy Managing Director, CS LoxInfo Plc.

1997 - 1999 General Manager, CS Satellite Phone Co., Ltd.

1995 - 1997 General Manager, Lao Telecommunications Co., Ltd.

1993 - 1995 Business Development Manager, International Broadcasting Corporation

Illegal Record in past 10 years

None

¹ Includes holdings by spouse and minor children as of December 31, 2013

¹ Includes holdings by spouse and minor children as of December 31, 2013





11

Mr. Anuwat Sanguansappayakorn

Age 48

Title	Chief Finance Officer
Appointment date	1 May 2003
Shareholding ¹	None
Relationship with Management	None
Highest Education	
Master Degree in Accounting, Chulalongkorn University	
Governance Training :	
<i>Thai Institute of Directors (IOD)</i>	
DCP: Directors Certification Program Class 88/2007	
<i>Thai Listed Companies Association (TLCA)</i>	
TLCA Executive Development Program (EDP) Class 9	
Experience	
2003 - Present	Chief Finance Officer, CS LoxInfo Plc.
1998 - 2003	Accounting Manager, CS Communications., Ltd.
1997 - 1997	Planning Manager, Thai Capital Final Finance & Securities Co., Ltd.
1996 - 1997	Manager, Krung Thai Finance & Securities Co., Ltd.
1994 - 1996	Accounting Manager, Multi Credit Corporation of Thai
1988 - 1993	Senior Auditor, Deloitte Touch Thomatsu Jaiyos

Illegal Record in past 10 years None

¹ Includes holdings by spouse and minor children as of December 31, 2013



12

Mr. Surasak Uthayopas

Age 50

Title	Senior Director - Technical and Operations
Appointment date	1 April 2009
Shareholding ¹	5,000 shares
Relationship with Management	None
Highest Education	
Master of Engineering (Electrical Engineering), Chulalongkorn University	
Governance Training :	
<i>Thai Institute of Directors (IOD)</i>	
DCP: Directors Certification Program Class 177/2013	
<i>Thai Listed Companies Association (TLCA)</i>	
TLCA Executive Development Program (EDP) Class 11	
Experience	
2009 - Present	Senior Director - Technical & Operation, CS LoxInfo Plc.
2008 - 2009	Acting Senior Director - Technical & Operation, LoxInfo Plc.
2006 - 2008	Senior Project Manager, Smiths Detection (Thailand)
1998 - 2006	Assistant Vice President, Loxley Plc.
1995 - 1998	Assistant Vice President, Loxley Infra Co.,Ltd.
1994 - 1995	Manager, TT & T Plc.
1993 - 1994	Sales Support Manager, Shinawatra Satellite Co.,Ltd.

Illegal Record in past 10 years None

¹ Includes holdings by spouse and minor children as of December 31, 2013





13

Dr. Somchai Kittichaikoolkit

Age 47

Title	Senior Director - Marketing
Appointment date	1 April 2009
Shareholding ¹	188,187 shares
Relationship with Management	None
Highest Education	Doctorate Degree in Electronic Engineering, Tohoku University
Governance Training :	
<i>Thai Institute of Directors (IOD)</i>	
DCP: Directors Certification Program Class 180/2013	
<i>Thai Listed Companies Association (TLCA)</i>	
TLCA Executive Development Program (EDP) Class 10	
Experience	
2009 - Present	Senior Director - Marketing, CS LoxInfo Plc.
1999 - 2009	Director - Marketing, CS LoxInfo Plc.
1997 - 1998	IT Specialist, Shinawatra Information Technology Co., Ltd.
1994 - 1996	Marketing Manager, Shinawatra Computer and Communications Co., Ltd.

Illegal Record in past 10 years None

¹ Includes holdings by spouse and minor children as of December 31, 2013

14



Mr. Pinyo Pongern ²

Age 49

Title	Senior Director- Information System
Appointment date	1 April 2013
Shareholding ¹	None
Relationship with Management	None
Highest Education	Master Degree in Computer Science, National Institute of Development Administration
Governance Training :	
<i>Thai Institute of Directors (IOD)</i>	
-	
<i>Thai Listed Companies Association (TLCA)</i>	
-	
Experience	
Apr 2013 - Present	Senior Director- Information System, CS LoxInfo Plc.
2006 - Mar 2013	Director- Information System, CS LoxInfo Plc.
2000 - 2006	Assistant Director- Information System, CS LoxInfo Plc.
1997 - 2000	IT Manager, Mahaphant Fibre - Cement Plc.

Illegal Record in past 10 years None

¹ Includes holdings by spouse and minor children as of December 31, 2013

² Being appointed as Senior Director- Information System with effect from April 1, 2013





15

Ms. Sarisorn Chandraramya

Age 43

Title	Company Secretary
Appointment date	9 June 2011
Shareholding ¹	24,000 shares
Relationship with Management	None

Highest Education

Master Degree of Arts in Economic Laws, Chulalongkorn University
 Barrister at Laws, Institute of Education, Thai Bar Association
 Graduate Diploma in Business Law, Thammasat University
 Bachelor Degree of Laws, Thammasat University

Governance Training :

Thai Institute of Directors (IOD)

CSP: Company Secretary Program Class 41/2011

EMT: Effective Minute Taking Class 20/ 2011

CRP: Company Reporting Program Class 2/2011

Thai Listed Companies Association (TLCA)

-

Experience

2011 - Present	Company Secretary, CS LoxInfo Plc.
2003 - Present	Senior Legal Manager, CS LoxInfo Plc.
1995 - 2003	Senior Legal Counsel, Shin Satellite Plc.
1995 - 1995	Legal Officer, Citicorp Finance Co., Ltd.
1992 - 1994	Comptroller in Bankruptcy, Legal Execution Department

Illegal Record in past 10 years	None
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¹ Includes holdings by spouse and minor children as of December 31, 2013

DIRECTORS AND MANAGERMENTS'

SHAREHOLDING IN THE COMPANY AND ITS SUBSIDIARIES

No.	Name	Position	CS LoxInfo Plc.				Teleinfo Media Plc.				AD Venture Plc.			
			Ordinary Shares (shares)				Ordinary Shares (shares)				Ordinary Shares (shares)			
			31 Dec 12	Changes during 2013		31 Dec 13	31 Dec 12	Changes during 2013		31 Dec 13	31 Dec 12	Changes during 2013		31 Dec 13
				Increase	Decrease			Increase	Decrease			Increase	Decrease	
1	Prof. Wongkulpat Snidvongs na Ayudhya	Independent Director and Chairman of the Board	-	-	-	-	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
2	Mr. Pratheung Srirodbang	Independent Director and Chairman of the Audit Committee	-	-	-	-	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
3	Mr. Gan Hui Beng	Independent Director and Member of the Audit Committee	-	-	-	-	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
4	Dr. Sillapaporn Srijunpetch	Independent Director and Member of the Audit Committee	-	-	-	-	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
5	Mr. Sitthichai Chantavadee	Independent Director and Member of the Audit Committee	-	-	-	-	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
6	Mr. Hansa Chevapurke	Director	-	-	-	-	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
7	Ms. Suphaje Suthumpun	Director and Chairman of the Executive Committee	-	-	-	-	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
8	Mr. Lee Han Kheng	Director and Member of the Executive Committee	-	-	-	-	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
9	Mr. Vuthi Asvasermcharoen	Director and Member of the Executive Committee	-	-	-	-	1	-	-	1	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
10	Mr. Anant Kaewruamvongs	Director and Member of the Executive Committee	609,000	-	-	609,000	1	-	-	1	1	-	-	1
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
11	Mr. Anuwat Sanguansappayakorn	Chief Finance Officer	-	-	-	-	1	-	-	1	1	-	-	1
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
12	Mr. Surasak Uthayapas	Senior Director - Technical and Operations	5,000	-	-	5,000	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
13	Dr. Somchai Kittichalkoolkit	Senior Director - Marketing	188,187	-	-	188,187	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
14	Mr. Pinyo Pongern ¹	Senior Director- Information System	-	-	-	-	-	-	-	-	-	-	-	-
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-
15	Ms. Sarisorn Chandaramya	Company Secretary	24,000	-	-	24,000	1	-	-	1	1	-	-	1
	Spouse and Minor children		-	-	-	-	-	-	-	-	-	-	-	-

Remark : ¹ Being appointed as Senior Director- Information System with effect from April 1, 2013



CORPORATE GOVERNANCE



CG Policy

The Board of Directors believes that leadership of a visionary and responsible Board of Directors, with accountability to stakeholders, that can motivate and guide management, using a sound management system that utilizes internal control to balance business priorities and operations transparency, while respecting the rights and equitable treatment of all shareholders, are the essential factors in maximizing long term shareholders value. To this end, the Board has established a good CG Policy that addresses five key areas:

1. Board's structure, composition, roles and responsibilities
2. The rights and equitable treatment of Shareholders and the Roles of Stakeholders
3. Information Disclosure and Transparency
4. Internal Control and Risk Management
5. Code of Conduct

Since 2005, the Board has subscribed to the growing importance of CG and has since overseen the implementation of appropriate practices to enhance CG awareness and standard within the Company. In every Board meeting in March, the Board reviews the CG policy of the Company to ensure that it stays current and at an acceptable standard in the context of its business and operations.





In the year of 2013, in order to comply with related rules and regulations, and to clarify and shape the exist regulations, The Board of Directors approve policy and announcements as follows;

- Under The Board Meeting No. 1/2013 held on January 31, 2013, the Board approved to announce The prohibition of acts that appear to be dominated by Foreigner, in order to comply with Notification of the National Broadcasting and Telecommunications Commission re: Determination of the Prohibitions of the Business Domination by Foreigner B.E. 2555 (2012).
- Under the Board Meeting No.3/2013 held on March 19, 2013, the Board approved the amendment of The CG Policy as follows;
 - In Chapter 1: Board of Directors, A Director can hold the position of board member in not more than 5 listed companies [including CSL]
 - In Chapter 5: Code of Conduct, Safety and Health issue has been added
- Under the Board Meeting No.6/2013 held on August 8, 2013 the Board approved Corporate Social Responsibility (CSR) Policy, and this policy was amended by the Board meeting no. 7/2013 held on October 1, 2013 to include sustainability report as one part of such policy.
- Under the Board Meeting No.7/2013 held on October 1, 2013, the Board agreed to join and sign the Declaration of Intent in View of Establishing Thailand's Private Sector Collective Action Coalition against Corruption, and then, approve the Anti-Bribery And Corruption Policy.
- Under the Board Meeting No.8/2013 held on November 4, 2013, the Board officially approved the HR policy after amendment and update.
- Under the Board Meeting No.8/2013 held on November 4, 2013, the Board approved the revision of 'Whistle Blower Policy' in Disciplinary and Legal Proceeding part.
- Under the Board Meeting No.2/2014 held on February 12, 2014, The Board approved the amendment of The CG Policy in order to comply with SET CG Guideline, ASEAN corporate governance scorecard [ASEAN] and Corporate Governance Report.
- Under the Board Meeting No.2/2014 held on February 12, 2014, The Board officially approved the EXCOM Charter after amendment and update.



Chapter 1 : Board of Directors

01 Leadership and Vision

The Board positions CS LoxInfo Public Company Limited (CSL), a Company within INTOUCH Group, to be a leading Thai company, recognized by domestic and international investors as one with proven success in its business mission which is supported by strong management and competent staff.

The Board members exercise leadership, vision and independence in making decisions, and are responsible for the strategic direction and governance of the Company in creating value for its stakeholders through sound and sustainable business performance. To this end, the duties, roles and responsibilities of the Chairman of the Board, the Chairman of the Executive Committee, Chief Executive Officer and the Managing Director are clearly segregated.

The Board approves the annual business plans proposed by management of the Company and its subsidiaries by reference to stated business direction, assessment of the target market conditions and discussions with key management personnel. Implementation of the approved business plan by management is guided and overseen by the Executive Committee, a sub-committee of the Board. Key operating results and information are provided monthly to each member of the Board which meets quarterly to review financial performance and approves the financial statements for communication to the investing public.

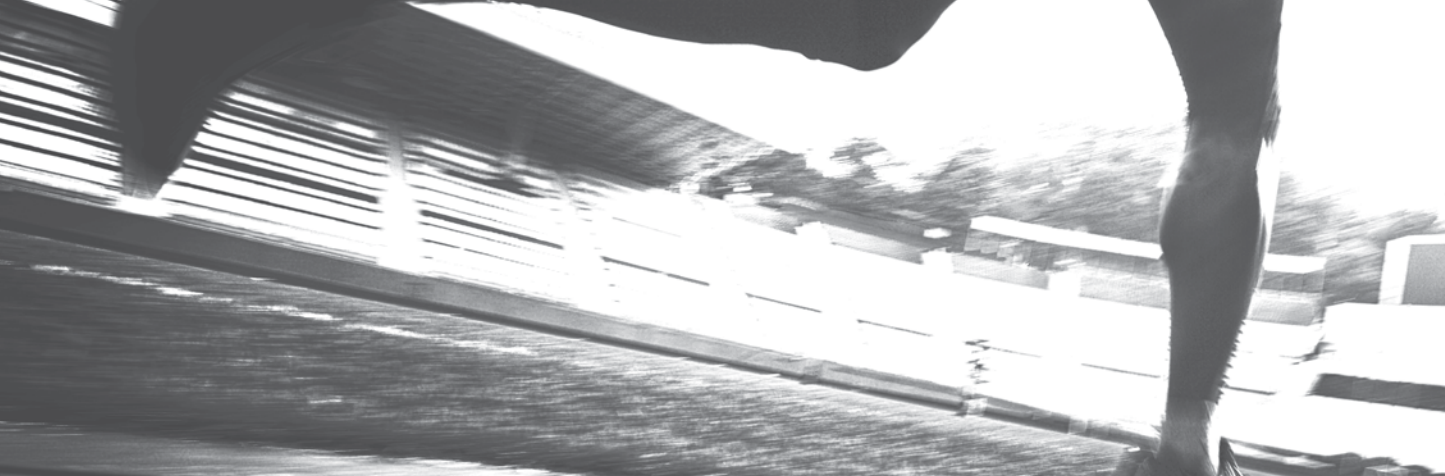
Through the Executive Committee, the Board ensures that the business positioning and operations are in line with strategic direction set and articulated.

In 2012, the Board redefined and expanded the Company's internet services (now referred to as ICT services) strategy to include internet, computer and communication services to better serve customer needs in a larger target market. As a result, the Company recorded much larger revenue streams from system integration and solution.

As there is an increasing trend and more customers are interested in ICT service in the year of 2013, the Board of Directors by the suggestion of the Executive Committees approved purchasing land to build the new Internet Data Center (IDC) in order to strengthen the ICT business of the company, sufficiently supply the demand of the customers and help managing a diversification.

In addition, the Board ensures that the Company conducts its business within the statutory legal and regulatory framework. Non-executive Directors meeting takes place at least once a year to discuss the state of the Company (business and financial performance, risk management, human resource management, cash flow and corporate reputation) and identify areas of improvement.





02 Composition of the Board of Directors, the Appointment, and its Independence

2.1 The Board must hold qualification as stipulated in Section 68 of Public Limited Companies Act B.E.2535 pursuant to the related Notifications of Securities and Exchange Commission (SEC). The Company has to additionally consider knowledge, ability, experience, and management expertise of that person. The Directors must have adequate time and devote their knowledge and abilities in performing duties to the Company. There shall be sufficient directors to govern the corporation with not less than 5 as required by law, and not exceeding 12. The Directors shall have variety of experience, at least one director shall be experienced in the area of Telecommunications, and at least one in the area of Finance and Accounting.

2.2 The Board shall be representative of all shareholders, not of a particular group of shareholders

2.3 The Board shall include independent directors, consisting of at least one-third of the entire Board, but not less than three people. More than one-half of the Board must be non-executive directors in order to ensure a good balance between executive and non-executive members.

2.4 The Board should have a policy in which there should be a proportional number of directors fairly representing the investments of the controlling shareholders of the Company.

2.5 Appointment of the Board shall be complied with under the Articles of Association of the Company and the prescribed relevant laws. Selection of directors shall be transparent and clear, and processed through the Nomination and Governance Committee. Considerations shall be made on the educational and professional background of the candidates. Sufficient decision-making information shall be provided to the Board and shareholders.

2.6 Directors shall have a term as defined in the Articles of Association of the Company. A retired director can be re-elected with no upper ceiling to the number of re-elections, with the exception to the independent directors who can serve on the directorship for a maximum of 3 consecutive terms, or no longer than 9 years. However, for the benefit of the Company, the Board of Directors may review to extend the independent director's term but shall not be longer than 3 years.

Presently, the Board consists of ten qualified and experienced directors in the relevant fields, including telecommunications, legal, accounting, as well as finance and investments management. Four Board members are representatives of two major shareholders; one is representative of CAT Telecom Plc. serving on behalf of the business license grantor; five are independent directors, who together account for fifty percent of the Board.

Qualifications of the Board of Directors

Directors of the Company have qualifications and characteristics as specified in the relevant laws. They have knowledge, capability and ethics in carrying out business and sufficient time to devote their knowledge and capabilities in performing duties for the Company. It is acceptable for them to be directors in other companies as long as such directorship does not hamper their performance in carrying out duties at the Company.

The Board also encourages the directors to attend training classes for roles and responsibilities of being a director, e.g., DAP, DCP, etc. in order to have a thorough understanding of their roles. The profile of the Company and its subsidiaries, relevant rules and regulations, and the Director's Handbook are normally provided to the directors, especially for new appointees. Business environment updates of the Company and its subsidiaries, e.g., market situation, technology, laws and regulations, etc. are also made to the Board regularly. This should enable the Board to have sufficient information, knowledge and understanding about the business of the Company, as well as the most current roles and responsibilities of being a director. The Board also encourages the directors to have continuing education programs to enable them to perform their duties effectively including corporate governance matters.

In the year of 2013, Directors who attends Thai Institute of Directors (IOD) Courses as follows;

1. Mr. Lee Han Kheng (Director / Member of the Executive Committee/ Member of the Remuneration Committee/ Member of the NCG Committee) took Directors Accreditation (DAP101/2013) course

2. Mr. Hansa Chevapurke (Director) took Successful formulation & Execution of Strategy (SFE17/2013) course.



Independence and Definition of the Independent Directors

The Company defines “Independent Director” in the Company’s CG policy as a director who meets all the qualifications with regards to independence, in accordance with the guidelines of Capital Market Supervisory Board, SEC, and/or SET. He/She shall be able to equitably safeguard the interests of shareholders and prevent a conflict of interest. He/She shall also be able to give independent opinions in the Board and/or Sub-Committee meetings. Details of his/her qualifications are as follow;

1. Holding shares of not more than 0.5% of voting shares of the company, its parent companies, subsidiaries, affiliates, or being a juristic person who may have a conflict of interest. The shares held by an independent director includes those owned by a related person(s) as prescribed by relevant laws and regulations.
2. Not being or ever having been an executive director, employee, or consultant who received a fixed salary from the Company, its parent companies, subsidiaries, affiliates, same class subsidiaries, or a juristic person who may have had a conflict of interest, except whereby he or she has vacated the office for longer than 2 years before being appointed an independent director. Such forbidden characteristics exclude a case of the Independent Director who used to be government official or advisor and is a major shareholder or controlling person of Company.
3. Not having relationship via blood or legal marriage registration as parents, spouse, sibling, and child of executives, major shareholder, controlling person or a person to be nominated as an executive or controlling person of Company or subsidiary.
4. Being a director who does not protect only the interests of the executives, major shareholders or shareholders related to the major shareholders.
5. Being able to perform the independent director’s duties and to voice their opinions independently without the influence of the executives, major shareholders and their related parties.
6. The board is able to assign an independent director to make a collective decision about the operations of the Company, parent companies, subsidiaries, affiliates, same class subsidiaries, or conflicting entities.
7. Not having or ever had direct or indirect in terests both financially and operationally from the Company, related companies, subsidiaries, affiliates, same class subsidiaries, or conflicting entities, except whereby he or she has relinquished their interests for longer than 2 years

before being appointed an independent director.

The above business relationship includes normal business transactions, rent, offering for renting property, transactions about assets, services, offering or receiving financial assistance by lending, guarantee or other similar packages, which result in the Company or the counterparty to have liabilities of more than 3% of net tangible assets of the Company, or 20 MB, whichever is lower. SEC’s regulation about RPT could be applied. Liabilities which happened during a period of 1 year before the beginning of a business relationship shall also be included in the calculation of the transaction.

8. Not being or ever having been an auditor of the Company or related companies, and not being a major shareholder, director, in management or partner of that audit firm, except whereby he or she has vacated the office for longer than 2 years before the appointment of being an independent director.
9. Not being or ever having been a professional advisor including legal advisor, financial advisor with a fee of higher than 2MB per year for the Company or related companies. In the case where the advisor is a juristic person, this shall mean, not being the major shareholder, director, in management or partner of such an advising firm, except that he or she has vacated the office for longer than 2 years before being appointed an independent director.
10. For an occasional, necessary or appropriate event, during the term of office, an independent director may have a business relationship more than the determined level. However, a consensus of approval resolution, prior to the event, shall be obtained from the Board. Such a relationship by the director shall be disclosed as required by law.
11. Not operating similar or significant competitive business to the business of the Company or subsidiary, or not being significant partner in the partnership or Directorship with management participation, staff, employee, advisor with regular salary, or holding shares exceeding 1% of the total voting shares in other company where operates business similar to or significantly competes with business of the Company or subsidiary.



03 Chairman of the Board and Chairman of the Executive Committee

The Company has a policy that the Chairman of the Board and the Chairman of the Executive Committee should be capable and possess appropriate experience and qualifications. They shall not be the same person, in order to balance the power between direction and management functions. The responsibilities of the Chairman of the Board and the Chairman of the Executive Committee are specified as follows:-

- Chairman of the Board is a non-executive Director, has responsibility as the leader of the directors in directing and monitoring the performance of the Executive Committee and the other Board appointed sub-committees in achieving its goals and objectives. He also chairs the Board meeting and the shareholders meeting. Currently, our Chairman of the Board is an independent director.
- Chairman of the Executive Committee takes responsibility as the leader of the executives of the Company, considers strategic direction that is appropriate with Company, together with Executive Committee and Board of Director, is responsible to the Board for supervising the management of the Company to achieve planned assignment.

04 Authorities, Scope of Duties, and Responsibilities of the Board

Major authorities, duties, and responsibilities of the Board are as follows:-

1. To carry out duties in accordance with the laws, the objectives, the Articles of Association of the Company, and the resolutions of the shareholders' meeting in good faith and with care to preserve the interests of the Company
2. To determine vision, policy, and direction of the Company, as well as to oversee and guide the management executives to be in line with the policy effectively and efficiently for maximizing corporate value and shareholders' wealth
3. To consider to approve or propose to shareholder to approve, where the case may be, the major transactions about business operations of the Company and its subsidiaries, such as new investment, asset acquisition or disposition, and other transactions specified by the law
4. To approve or agree to the related transactions between the Company and its subsidiaries in compliance with the relevant notifications, regulations and guidelines of the Stock Exchange of Thailand
5. To arrange to have a reliable accounting system, financial reports, auditing, as well as oversee the evaluation process for an appropriate, effective, and efficient internal control, internal auditing, risk management, financial reporting, and monitoring. There should be an independent sector, to monitor and annually review such system. This information should be disclose in the annual report.
6. Provide a system, and organize the process in receiving complaint, including doing such process via www.csloxinfo.com
The regulations of such matters are provided in Reporting and Investigation of Misconduct and or Fraud and Whistleblower Protection Policy
7. To oversee for not having a case of conflict of interests between the concerned persons of the Company as well as to approve the Connected transactions and Conflicting transactions
8. To govern the Company to carry out the business ethically and in line with the principle of good Corporate Governance
9. To review the Company's CG Policy and assess due compliance at least annually
10. To conduct Board appraisal, as a group, annually
11. To appoint or delegate any power to any other persons to conduct the Company's business subject to the control of and within the time as may be specified by the Board, whereby such appointment or delegation of power may, at anytime, be canceled, revoked, withdrawn or amended. Provided that the said appointment or delegation of power shall not be made in the manner that the Board or the person appointed or delegated then be able to approve any transaction to be entered into between the Board, the person appointed or delegated by the Board, or any person who may have conflict of interest or any other benefits (as stipulated by the Office of the Securities and Exchange Commission) and the Company or the Company's subsidiaries, unless the approval for such transactions is in compliance with the policy and rules already approved by the Board.
12. To determine each director and executive to have duty in preparing and submitting the Report of Securities Holding in the Company by himself (herself), his(her) spouse, his(her) immature children, to the SEC, by using the 59-1 and 59-2 form, and by the timeframe stipulated in the Notification of the SEC no. Sor Jor 12/2552
13. To govern the business, employee development plan and succession plan to have a continuity in a long term period
14. To implement a guideline to manage in subsidiary and nominating the qualified person to be a director in subsidiary

05 The Sub-Committees

The Board has appointed four sub-committees, each with a specific charter, to assist the Board in focusing on key areas under the Board's responsibilities.

- Audit Committee
- Remuneration Committee
- Nomination and Corporate Governance Committee
- Executive Committee

The details will be provided below in Sub-Committees Part.

06 Company Secretary

On September 8, 2008, the Board passed a resolution to appoint Company Secretary to comply with the Securities and Exchange Act (No.4) B.E.2551. The incumbent Company Secretary is Ms. Sarisorn Chandramya. The Company Secretary has a dual reporting line to the Board & its committees and the management. The Company Secretary Office has the following duties and responsibilities:

- Organize and facilitate board and board committee meetings.
- Organize the annual general meeting of shareholders, and record and publish the related minutes.
- File all documents and related records.
- Monitor and ensure that the Board is in compliance with all related laws and regulations.
- Handle corporate governance issues and provide advice on these to the Board.
- Assist shareholders, directors and members of management with any board-related matters.
- Follow upon all resolutions passed and instructions given by the Board and shareholders' meetings.
- Perform any other actions specified in the Securities and Exchange Act (No.4) B.E.2551 or related laws and regulations including notifications from the Capital Market Supervisory Board

07 Meeting of the Board of Directors

The Board has policy to schedule Board's meetings of at least six times a year. The meetings are normally pre-scheduled for the entire year and inform the Board. Special meeting can be held where necessary. In organizing a meeting, the Company Secretary will coordinate with the Chairman of the Board, Chairman of the EXCOM, directors, and the Managing Director to agree on a specific meeting agenda, the directors are freely to propose an agenda. The Company Secretary will then coordinate with the relevant parties and distribute the notice of meeting together with the meeting agenda and meeting documents to the directors at least seven days prior to the meeting date for the Board members to have sufficient time to digest the information. In case the meeting is not held monthly, in the month that the meeting is not held, the company should provide the performance report to the Board for consideration and acknowledge

In 2013, the Board met for 9 times and informally met 1 time.

Each meeting would normally take around three hours, with the Chairman of the Board, or in his absence an appointed director, chairing the meeting. The Chairman is responsible for overseeing the meeting process and managing time for each agenda to be sufficient for the directors to discuss and express their opinions independently, taking into fair consideration the interest of the shareholders and stakeholders. The Board of Directors should encourage the executive to join the meeting in order to receive sufficient information for making consideration.

Where a director may have conflict of interest with any meeting agenda, he/she will excuse himself/herself from that agenda item.

The Board has established the Company's secretary to be responsible for writing and maintaining documents of Director's record, invitation letter of BOD meeting, annual report, invitation letter of Committee and minutes of AGM, and report of interests of Directors and executives. The BOD shall perform the duties responsibly, carefully, and honestly in compliance with laws, objectives of Company, resolution of BOD, and resolution of AGM.

Minutes of the meeting will be distributed by the Company Secretary to the directors for review and comments within 14 days from meeting date. The minutes and supplementary documents of each meeting are approved by the Board and kept in accordance with the law and represent records to evidence the Board's performance of duties in compliance with applicable laws, rules and regulations, and shareholders' meeting resolutions.

08 Directors and Management Remuneration

Every February, the RC considers, analyzes, and recommends remuneration of the directors to the Board for further recommendation to the shareholders for approval. The RC also approves the remuneration make-up scheme of the management. The remuneration of the directors and the management should commensurate with their duties and responsibilities, be comparable to the industry standard, and attractive enough to retain qualified directors and management.

The Company's policy is to remunerate only independent directors and external directors. The executive directors do not receive remuneration for being a director.

Remuneration for each management personnel is linked with the operating performance of the Company and his/her working performance.

The remuneration will be in monetary and non-monetary form, the details were already provided in Directors and Management Remuneration Part.

09 Succession Plan

CG policy of the Company specifies that there should be a succession plan for the position of CEO, Managing Director (Top executive) and senior management to build up confidence among shareholders and staff that the operations of the Company will not be disrupted.

The Board has authorized the Nomination and Governance Committee to set up succession planning criteria and to nominate the new CEO and senior executives by consultation with the chairman of the Executive Committee whenever the position becomes vacant. The succession plan shall be reviewed annually and report the Board on a yearly basis.

Apart from such matter, in the year of 2012 and 2013, the Board of Directors required middle level executives to practice and prepared to cope with emergency situations, and asked such executives to present the plan to the Board. This plan is not only help in developing and strengthening the executive who will become a successor but this also help the Board to be more familiar with the executive and has a clearer understanding in the problems and situations which are useful in developing the business.



10 Meeting of Non-executive Directors (NED)

CG policy of the Company also specifies that there should be meetings of the NED without the presence of executive directors from time to time as appropriate, to provide an opportunity for the NED to discuss any subject of interest relating to the business operations of the Company. The conclusions made at each meeting shall be reported to the Board and the Executive Chairman.

On July 10, 2013, 5 independent directors and one external director met to consider inversion HR report in the matters of succession plan, crisis management and other matters concerning Good Corporate Governance.

11 Performance Assessment of the Board of Directors

The Board evaluates its own performance annually in order to improve the performance of the Board and to ensure that the Board performs its duties according to the approved Corporate Governance Policy and/or the latest Good Practices.

The Board conducted a 2013 self-assessment individually and as a group, to assess the effectiveness and efficiency of the Board performance. Overall, the Board was satisfied with the aggregated diversified knowledge and experiences of the Board member, as well as the openness and teamwork spirit of the Board. However, Board members also recommended more development program in any related fields for directors





Chapter 2 : Shareholders' Rights and Equitable Treatment and Roles of the Stakeholders

01 Shareholders' Rights and equitable treatment

The Board respects the shareholders rights and has duty to protect the rights of every shareholder equitably, regardless of type of shareholders, i.e., retail, foreign, institutional, or wholesale investor. Every shareholder shall have the following rights and equitability.

1. Right to receive the share certificates, transferring shares, acknowledging the information, operating performance and business policy, regularly, sufficiency and in a timely manner.
2. Right to receive profit sharing, equitably, in the form of dividend.
3. Right to attend the shareholders' meeting, expressing their opinions, giving recommendations, and being involved in decision making for significant changes.
4. Right to appoint and remove the directors.
5. Right to grant approval for appointment of Auditors
6. Right to determine or amend regulations and memorandum of association.

7. Other rights as specified in laws and article of association

To promote rights and equitable treatment of shareholders, since the Annual General Meeting of Shareholders for the Year 2009, the Company has prescribed that shareholders holding at least 5 percent in the aggregate of the outstanding voting shares can propose the agenda items for the annual general shareholders meeting and nominate an individual to become a director via the Company's website 2 months in advance.

For the Annual General Meeting of Shareholders for the Year 2014, the Company granted the right to shareholders holding not less than 1 percent in the aggregate of the outstanding voting shares to propose the agenda items and to nominate an individual to become a director 3 months in advance before the end of the Company's accounting period, during the 1st of October 2013 to the 30th of December 2013.

The rules and process in considering proposal of agenda from the shareholder, and qualification of the shareholder in proposing agenda are provided on the company website. Such rules and regulation are in compliance with the related laws.



02 Shareholders' Meeting

The policy of the Company is to conduct the shareholders' meeting to be in compliance with the law, the Articles of Association and the guideline stipulated by the regulatory bodies. In 2013, there was one shareholders' meeting, the Annual General Meeting (AGM).

Every shareholder, including retail, foreign, institutional, or wholesale investor, shall have rights and equitable treatment in accessing information of Shareholders' Meeting. The Company has policy for the shareholders to access the meeting schedule and information on the website of the Company at least 30 days prior to the meeting date. Hard copies of the notice to the meeting and the meeting document are sent to the shareholders at least 21 days prior to the meeting date.

The document normally contains necessary information as required by related law and regulations, including opinion of the Board, background or rationale information for each agenda item deemed useful for the consideration of the shareholders.

In the notice to the meeting, the Company always informs and attaches document required for meeting registration, proxy form, as well as the instruction in giving proxy together with name list and profile of at least one independent director to be the agent for the shareholders who cannot attend the meeting. All such notice and meeting documents will be published in the Company's website for not less than 30 days, and in newspaper for three consecutive days prior to the meeting. The minutes of the meeting shall also be published in the website for shareholders to access by 14 days after the meeting date.

In the meeting registration process, the Company employs an advanced and reliable registration system to facilitate shareholders and quick vote counting. The registration process is ready to operate at least two hours before beginning of the meeting. In counting or examining the votes in shareholder meeting, the Board will use independent person or company in conducting such processes and will report to the meeting and take in a minute. The voting result will be disclosed the next day of the meeting on company website. A legal advising firm would be engaged to act as an external inspector to monitor the AGM to ensure its transparency, legitimacy, and conformance with the Article of Association of the Company. In order to promote better transparency in the votes counting, in the agenda of director election, voting process was done in the meeting room. Voting ballots will be collected from all present shareholders; agree, disagree or abstain.

In the 2013 AGM, the Chairman of the Board and all directors attended the meeting, with details on page 38, to answer questions arising from shareholders. Before commencement of the meeting, the Company explained the voting method for common understanding of the shareholders. The voting results were recorded in the registration system. The meeting was conducted following the Article of Associations of the Company by using one share one vote basis for all agendas. The Chairman also encouraged the shareholders to express opinion and assured that sufficient time was provided to each agenda. When there was no more query in an agenda item, the voting results, which the shareholders had voted during the registration process, would be announced. There was no case that various unrelated matters were gathered for approval in one agenda item.

The Minutes of the Annual General Meeting of Shareholders shall clearly and completely include attendance list of directors and executive directors, voting and counting methods, voting results and resolutions to each agenda item as well as shareholder questions and answers and comments discussed in the meeting.

In 2013, the Company received full 100 score range from the 2013 AGM assessment program, organized by the Thai Investor Association. The quality result is "Excellent" and good example.



03 Role of the Stakeholders

The Company is aware of the rights of stakeholders and has policy to ensure the importance of the rights by the appropriate prioritization of all stakeholders, who are shareholders, employees, executives, customers, partners, creditors, society, and the public. Cooperation between stakeholders shall be made according to their roles and responsibilities so that the Company (We) can run smoothly and strongly in order to fairly benefit all groups of stakeholders as follow:

- Shareholders** : The Board of Directors strives to be a good representative of shareholders in carrying out business to maximize shareholders value with regards to the sustainable growth of the value of the Company in the long run, good and continual return, and the transparent and reliable information disclosure to the shareholders.
- Employees** : The Board of Directors values its employees as the most important resource and key factor of corporate success. Hence, the Board of Directors sets policy that support employees to improve their knowledge and skill by providing skills trainings, knowledge sharing workshops and learning opportunities to all employees for their self-development and career growth with the Company. The Employee Performance Assessment system integrates the employees' values with the corporate objectives to ensure that the business success is their mutual benefits. Moreover, the Board of Directors also has a policy to take care of environment of workplace by implementing the requirements of the ISO 9001 standard, which has been certified since the year 2002 until present and a policy on employee benefits and establishes provident fund for the staffs' long term benefit.
- Customers** : We strive to make our customers confident and satisfied with top quality services with continual improvement at appropriate charges. We provide them reliable service information, keep good relationship, and do not disclose their information without prior permission except for information that has to be disclosed to the public by law.
- Partners** : We are aware of the importance of partners and regard them as a critical factor in mutual building up of value to the customers. Therefore, we make relationship with groups of partner equitably for mutual business interest without breaching reputation or law.
- Creditors** : We pay attention to the importance of the creditors and strive to keep good relationship with them on the best interest of the Company. We also hold to the contract conditions committed with the creditors.
- Competitors** : We are aware of the benefits from competition toward business management and continual service quality improvement for the interest of customers. Therefore, we have policy to support and promote for free and fair trade, and have no policy to compete by means of having their information illegally and immorally.

The company runs its business with sincerity, transparency and under Corporate Governance Policy. The company will eliminate bribery and corruption as the company realizes that bribery and corruption are harm to the free and fair competition in the market and damage the development of the economy and society.

In 2013, The Board approved the Company to sign in 'Declaration of Intent in View of Establishing Thailand's Private Sector Collective Action Coalition Against Corruption' that will work in cooperation with Government, civil society, media, and international organizations to foster cleaner business practices.

The company has provided Anti-Bribery And Corruption Policy to govern such issue and this is one of the code of conduct that all executive and employees should acknowledge and make in to practice.

- Society** : We are Thai company that is community minded and strives to be a good corporate citizen to society. Our community service can reach out across the country. We have initiated a project to provide people, including children and people in remote area, with the information on correct usage of the internet to access useful information to enable wider learning and become a knowledge-base society.

In the year of 2013 the Board approved the company to implement " Corporate Social responsibility Policy under Good Corporate Governance" in order to be a practical guideline for employees and for a sustainable development.

Chapter 3 : Information Disclosure and Transparency

The Board values transparency and sufficient information disclosure that is embedded as a role and responsibility of the Board provided in “Corporate Governance Policy” as follows;

1. The Board shall have duties to disclose Vision and Mission of the company, company business, the financial information, list of Directors and Executives, operating performance, and other relevant information accurately, sufficiency, completely, thoroughly, and timely to the shareholders and stakeholders having equal information, by making through channels and media available for publicizing information of the Stock Exchange of Thailand (SET), Securities and Exchange Commission (SEC), and the Company’s website www.csloxinfo.com.
2. There shall be an Investor Relations Unit representing the Company in communicating useful information to shareholders, investors, securities analysts, and concerned parties to learn about the Company.
3. In addition to information disclosure in line with a duty under laws and regulations, the Company has held a Mini Info Meeting, which announces the Company’s performance at least once a year, to investors and security analysts.



The Chairman of Executives and concerned Executives have attended the meeting to explain and answer questions asked by investors, security analysts, fund managers, and interested persons.

4. The Company has a policy to disclose the following information to the public:
 - 4.1 Objectives of the Company and nature of business and competition.
 - 4.2 Financial status and operating performance of the Company.
 - 4.3 Shareholding structure and voting rights.
 - 4.4 Name list of directors, committees, Chairman of the Executive Committee, Managing Director, including roles and duties of the Board and sub-committee, their remuneration and the annual performance of the subcommittee under their roles and duties scope.
 - 4.5 Factors and policy on both material and foreseeable risk factor management, both operational and financial risks.
 - 4.6 Corporate Governance structures and policies including the responsibility of the committee regarding the financial report and the report of the Chairman of the Audit Committee, etc.
 - 4.7 The number of meeting attendance of each director and/or each sub-committee member shall be compared with the total number of meetings of the Board and/or the Sub-committees in each year, which shall be illustrated in the annual report, including the course training and learning that the committee has attended.
 - 4.8 The company will publicly disclose audit fees and other fees from auditors.
 - 4.9 Other information disclosure as stipulated by laws or related regulations.
 - 4.10 Disclosing the responsibility of Director under Financial report by disclosing with Auditor’s report, in annual report.
 - 4.11 Disclosing policy in remunerating Director and Executive from their duties and responsibility, and also form of the remuneration

Principles of disclosure of Information, scope, disclosure procedure and Market Communication are written in the Market Disclosure Policy.





Communicate with the Board

The Board has gave an opportunity for stakeholders to directly communicate with the Board via an email: board@csloxinfo.net which is also provided on website of the company

Investor Relations (IR)

The Company has established the Investor Relations Unit as the representative in communicating relevant and meaningful news and information to the shareholders, investors, securities analysts, and other relevant parties. Apart from the disclosure responsibility on financial information and quarterly and yearly operating performance, as required by law, the Company also arranges press conference immediately on the next working day after information discloses are made to the SET. This is to ensure the information will reach investors, interested parties and the public on a timely and thorough basis.

In 2013, we met institutional investors and retail investors for 8 times to promote good understanding to current market and operating situation and the transparency of the disclosed information, as well as to allow them to ask relevant questions. Briefing of quarterly and yearly operating performance was also arranged to the investors, analysts, and interested people as detailed below.

Analyst briefing

1Q2013 Quarterly Briefing	on May 13, 2013
2Q2013 Quarterly Briefing	on August 16, 2013
3Q2013 Quarterly Briefing	on November 14, 2013
2013 Annual Briefing	on February 18, 2014

Opportunity day

1Q2013	on May 16, 2013
2Q2013	on August 19, 2013
3Q2013	on November 19, 2013
2013 Annual Briefing	on February 19, 2014

To affirm the performance of the Company's Investor Relations, the Company was nominated for IR Excellence Award: Market capitalization more than 10,000 million Baht Group 2 in the 2010 SET Awards. Although the Company did not win this award, this nomination indicated that the Investor Relations activities of the Company were recognized.

You can contact IR of CSL at Tel. 02-263 8000 Extension 5184, or at email address: ir@csloxinfo.net for more information.



Chapter 4 : Internal Control and Risk Management

01 Internal Control

The Board is responsible for the Company's system of internal control to safeguard shareholders' investment and the Company's assets. Internal control facilitates the effectiveness and efficiency of operations, helps ensure the reliability of internal and external reporting, assist compliance with laws and regulations, and strengthens overall risk management of the environment within which the business operates. To this end, the Board has empowered the Audit Committee (AC), as part of its charter, to monitor the working of the internal control system within the Company and report its findings to the Board on a regular basis.

The AC is assisted by the external and internal auditors in its review and supervision of internal control operations within the Company. Both the external and internal auditors are independent of Management. The Internal Audit Office of the Company reports functionally and directly to the AC. The annual work plan of the Internal Audit Office forms the basis upon which the systems within the Company relating to internal control, risk management and corporate governance are reviewed and reported to the AC and Board of Directors.

02 Management Supervision

The Board, with its composition of skills and experience, annually considers and approves the strategic direction and business plan developed by management to fulfill the goals of the Company. Management performance is reviewed on an ongoing basis, comparing actual performance against the business plan and budget, as well as other financial and operational reports submitted to the Board. Management performance is evaluated annually in the determination of compensation rewards.



03 Risk Management

The Company has a policy to manage all risks which may have an impact on the Company, to ensure that the Company operates within an appropriate and acceptable risk level.

A Risk Management Committee (RMC) is in place, comprising the MD as the Chairman, and the heads of major departments as committee members. The Internal Audit Office supports and monitors the risk management procedures to ensure that risk factors are identified, determined and managed properly.

The RMC meets quarterly to review and update Company risk profile which consists of both internal and external risk factors, risk level assigned, and status of high level risk factors.

The Chairman of the Risk Management Committee will update risk management effectiveness to the Audit Committee and the Board of Directors.



Chapter 5 : Code of Conduct

The Company has included corporate Code of Conduct as a part of the CG policy to act as guidelines and good practice for the directors, management, and staff to uphold the reputation of the Company. The Code of Conduct covers the following major topics.

01 Business Competition

The Company has a policy of free and fair competition, not bind the distributors to solely sell the products of the Company. The Company shall not acquire information of its competitors by any illegal or unethical methods.



02 Conflicts of Interest

In the case that the directors, management, and/or staff face the situation that their personal interests may conflict with the interest of the Company, the Code of Conduct serves as the guide and standard in responding to the situation.

- The prohibition of personally receiving and offering of money or other benefit to the customer, partner, and anybody they are dealing with on behalf of the Company. Receiving of gifts or business entertainment should be avoided where the value of gifts or nature of the entertainment can be deemed inappropriate or far greater than for normal business relationship.

- The directors, management, and staff members at all levels shall not engage in any other business that affects their performance, duties and working hours in the Company. A director or an executive, under the definition of the SEC, shall report his/her business involvement with the Company to his/her direct supervisor, whether it is his/her direct business, his/her family, or other legal entity, by using the specific Company form, immediately upon joining the Company, or immediately after entering into such a conflicting business, and to be updated on a yearly basis. The completed form shall be kept with the Company Secretary. For the avoidance of doubt, no director, management and staff member at all levels of the Company is permitted to be involved in any business which is in competition with the companies in the Group, regardless of whether the management or the staff directly or indirectly benefit from that business.

- The holding of director position in a company outside the Group shall not be barred provided it does not infringe on relevant laws and regulations, and approval in advance has been obtained from the authorized person, except for a director position in a non profit organization.

- The directors, executives, and staff can participate in political activities under the terms of the Constitution of Thailand. However, they could not claim the status of being a Company employee for the purpose of political activities, or to mislead that the Company is in support or in favour of a political party. The Company has the policy of politics neutrality. The directors, executives and staff shall resign from the Company if they would like to accept a political related position, or stand for both regional and national elections.

- In the case of connected transactions within the Group, the relevant law, rules, and regulations under which such transactions can be approved or sanctioned are fully complied with. The Company upholds the principle of arm's length basis in its dealings with outside parties. On a quarterly basis, all connected transactions processed are reported, by legal entity and nature of transaction, to the AC and the Board.

Moreover Anti-corruption Policy has been implemented for enforcing in the company since October 1, 2013, in order to be a practical guideline for employees. This policy prohibit a bribery in both direct and indirect way for example, giving bribery and/or gift which the value are over the limitation stated in the policy to other company's employees and/or the officers of the government sector for achieving any special business benefit are prohibited. The company also believes that this policy also helps elimination the corruption from today society.

03 Use of Inside Information, Trading of the Group's Securities, and Distribution of Information or Interview to the Press or the Public

The Company's Code of Conduct specifies that the directors, management, and staff, at all levels, shall not use market sensitive inside information of the Group for their own or others' interests before such information is disclosed to the market and investing public the details related to this issue will be provided in Section 9.5 Internal Information management

Sub-committee

The Board has appointed four sub-committees, each with a specific charter, to assist the Board in focusing on key areas under the Board's responsibilities.

1. Audit Committee
2. Remuneration Committee
3. Nomination and Corporate Governance Committee
4. Executive Committee

01. Audit Committee (AC)

Name	Position
1. Mr. Prathueng Srirodbang	Chairman of the AC / Independent Director
2. Mr. Gan Hui Beng	Member of the AC / Independent Director
3. Dr. Sillapaporn Srijunpetch ¹	Member of the AC / Independent Director
4. Mr. Sitthichai Chantravadee	Member of the AC / Independent Director

¹ The director with knowledge and experience in reviewing financial statements of the Company with CPA No.3692. Currently, he is Assistant.Prof.Dr. at Faculty of Commerce and Accountancy, Thammasat University. He has been in the field of finance and accounting for more than 10 years, and competent enough to review the financial statements.

The AC consists of four independent directors. The ones qualified and experienced in the financial and accounting fields are Mr. Gan Hui Beng, Dr. Sillapaporn Srijunpetch and Mr. Sitthichai Chantravadee. Mr. Prathueng Srirodbang is qualified and experienced in the legal field. Every member has qualifications as specified under the guideline of the Capital Market Supervisory Board, the SEC. as well as meets the requirements of an independent director as defined in the Company's CG policy.

An AC has the same term as the directorship position. The term of the AC membership can be extended via re-election but for no more than nine consecutive years. However, for the benefit of the Company, the Board of Directors may review to extend the independent director's term but shall not be longer than 3 years.

In 2012, the AC Charter was revised and approved to be in line with the amendment on qualifications and scope of duties of the AC stipulated by the Capital Market Supervisory Board, SEC, and SET issued in the same year. The revised AC Charter is as follows:-

- To carry out the review of the Company's financial statements with management and the external auditors to ensure that they fairly present the financial position of the Company and that they are prepared in accordance with financial reporting standards.
- To give recommendation to the Board about the changes to the Company's accounting policies and financial authorities delegated to EXCOM and Managing Director
- To ensure that the Company has appropriate and effective internal control system, internal auditing process and control self-assessment.
- To carry out the review to ensure compliance with Securities and Exchange Acts, regulations of the Stock Exchange of Thailand and any other relevant laws
- To consider, select, and propose independent person(s) to be appointed as Company's external auditor(s) and propose audit fees of the Company's external auditor to the Board, as well as approve its audit plan and meet privately with external auditor at least once a year without involving management
- To review independence of the external auditor, establish policy for the approval of non-audit services and make recommendations
- To review the work of the Risk Management Committee of the Company
- To review and provide opinion on material connected transactions or the transactions which may lead to conflict of interest to be in compliance with the relevant law and regulations, as well as for accurate and complete disclosure
- To review and give opinion on the performance of the Office of Internal Audit and coordinate work with the Company's external auditors
- To consider independence of the Office of Internal Audit, agree with the appointment, transfer, dismissal, and appraisal of the Chief of Internal Audit Office.
- To consider and approve the Internal Audit Charter, annual internal audit plan, budget and manpower of the Office of Internal Audit and the adequacy of the internal audit function
- To ensure all necessary assistance and cooperation required by the external and internal auditors are provided by management



- To report the activities of the Audit Committee activities to the Board of Directors every quarter at minimum
- To prepare the Audit Committee report for disclosure in the Company's annual report and form 56-1. The report shall be signed by Chairman of the Audit Committee and shall, at minimum, contain the following opinions and other information.
 - (a) Opinion about completeness, accuracy, and reliability of the Financial Statements
 - (b) Opinion about adequacy of internal control system
 - (c) Opinion about compliance with SEC Acts, regulations of the SET, any other relevant laws
 - (d) Opinion about appropriateness of the external auditor
 - (e) Opinion about transactions which may lead to conflict of interest
 - (f) Number of Audit Committee Meetings and number of meeting attendance of each Audit Committee member
 - (g) Overall opinion or observations from working according to the Audit Committee Charter
 - (h) Other matters that shareholders and investors should know, under the scope of duties and responsibilities as assigned by the Board.
- In carrying out the Audit Committee's duties, if the Audit Committee finds or suspects the following cases which may cause significant impact to the financial status and performance of the Company, the Audit Committee shall report the case to the Board for action to be taken in the time-frame agreed to by the Audit Committee.
 - 1) Transactions which may lead to conflict of interest.
 - 2) Fraud, abnormality, or significant deficiencies in internal control system.
 - 3) Breaches of the SEC Acts, regulations of the SET, any other relevant laws.

In case that the directors or management members do not take action in time, an Audit Committee member may report the case to the SEC and SET.
- To review the scope of duties, responsibilities, and to conduct Audit Committee performance self-assessment on a yearly basis
- To have full access to and cooperation of management;
- To have the power to invite members of the management, officers and employees of the Company or external parties to give statements, to attend the meeting and to deliver necessary documents;
- To have direct access to the external auditors in the investigation of any matter within its terms of reference
- To have the power to engage consultant(s) or independent person(s) to provide opinion or advice as necessary, in accordance with the Company's regulations, and with expense (with no budget provided) under the approval authority of the Managing Director; and
- To carry out any other work designated by the Board of Directors and agreed to by the Audit Committee.

The Audit Committee shall arrange the meeting at least 4 times a year and shall evaluate its own performance and report the evaluation result to the BOD.



02. Remuneration Committee (RC)

Name	Position
1. Ms. Suphajee Suthumpun	Chairman of the RC
2. Mr. Gan Hui Beng	Member of the RC / Independent Director
3. Mr. Lee Han Kheng	Member of the RC
4. Dr. Sillapaporn Srijunpetch	Member of the RC / Independent Director

Base on the Charter of the Remuneration Committee, the committee shall compose of at least three (3) directors and at least one shall be non-executive directors.

Presently the RC consists of four directors. Two are representatives of the major shareholders, and two is an independent director. The scope of duties and responsibilities are as follows,

- Fix appropriate compensation and remuneration both monetary and non-monetary for members of the Board, Sub-committees, and senior executives of the companies in CSL Group;
- Consider the annual remuneration of directors and submit its recommendation to the Board of Directors and for the Shareholders' Meeting for approval;
- Prescribe criteria and policy for determining the remuneration of the Board and senior executives of the companies in CSL Group for the Shareholders' or the Board's approval, as the case may be;
- The Committee is responsible to the Board and has a duty to provide reason/answer relating to the remuneration of directors at the Shareholders' Meeting;
- Engage consultant or independent person to give opinion or advice as necessary and in accordance with the Company's regulations;
- Review and assess the adequacy of this charter and recommend to the Board if any change or amendment is needed;
- Report the performance of important tasks to the Board on a regular basis and the important issues for the Board's knowledge;
- Require the management, executives or concerned persons to give opinion, information or to participate in the meeting;
- Carry out any other duties assigned by the Board.

The Remuneration Committees shall arrange the meeting at least twice a year and shall make a self-assessment and report the result to the Board.

The scope of duty and authority of Remuneration Committee are written in the charter of Remuneration Committee.

In 2013, the RC met 4 times to review directors' remuneration policy and consider and approve the remunerations for independent directors, external directors and management within the group.

03. Nomination and Corporate Governance Committee (NCG)

Name	Position
1. Mr. Prathueng Srirodbang	Chairman of the NCG / Independent Director
2. Ms. Suphajee Suthumpun	Member of the NCG
3. Mr. Lee Han Kheng	Member of the NCG
4. Dr. Sillapaporn Srijunpetch	Member of the NCG / Independent Director

Based on the Charter of the NCG, the committee shall be composed of at least three directors with at least half of the committee being non-executive directors.



Presently the NCG consists of four directors. Two are representatives of major shareholders; the other two are independent directors. The scope of duties and responsibilities are as follows,

- Review with the Board, the criteria, minimum qualifications, necessary qualities or skills for being a board member as set forth in the Company's CG Policy, on a yearly basis.
- Review and make recommendations to the Board, the size, structure, composition, term, processes and practices of the Board and the Board's sub-committees.
- Identify, evaluate and recruit individuals qualified for being board members.
- Consider the nominations for directors proposed by the Company's shareholders.
- Recommend to the Board, the nominations for directors proposed for election at the Board or Shareholders' meeting, to fill vacancies or for newly-created directorships.
- Recommend to the Board, the directors to be nominated for appointment as Executive Committee members, other sub-committees members, including Chairperson of the Board.
- Consider and nominate the Company's representatives to sit on the boards of the Company's subsidiaries, associates and joint ventures.
- Periodically review the Company's standards of director independence and recommend changes to the Board of Directors for approval.
- Oversee the orientation program for new Board members.
- Review and make recommendations to the Board regarding the Company's process for continuing education to be provided to the Board members.
- Engage consultants or independent professionals to provide opinions or advice, if necessary, in accordance with the Company's regulations.
- Oversee the annual performance evaluations of the Board, sub-committees of the Board (including a review by the Committee of its own performance), and each Board member. Review the evaluation results of each sub-committee. Report the evaluation results relating to the Board, sub-committees (including this Committee), and individual directors to the Board as appropriate.
- Periodically review the Company's Corporate Governance Policy and recommend changes to the Board for approval.
- Review and make recommendations to the Board regarding potential waivers of the Code of Conduct & Ethics involving Board members or executives as and when they may occur.
- In consultation with the Chairman of the Executive Committee, evaluate potential successors for the CEO, Managing Director [the Top Executive] and senior management, and report annually to the Board on succession planning.
- Review and reassess the adequacy of NCG charter and recommend changes to the Board for approval on a yearly basis.
- Report regularly to the Board matters within the scope of responsibilities of the Committee, as well as any special issues that merit the attention of the Board.
- Perform other duties as required by law, or as deemed necessary, or as deemed appropriate, to ensure the effective functioning of the Board, the high quality corporate governance, and the effective ethics programs and compliance with the laws and regulations, or as the Board may assign from time to time.
- To determine policies and criteria for nominating members for the Board and Sub-Committees of the Company.
- To nominate directors by considering suitable candidates for approval by the Board, and/or the Shareholders Meeting, as the case may require.
- To consider suitable candidates to be nominated as Chairman of the EXCOM, if there is vacancy, as well as to determine criteria for succeeding the senior executives.
- Others as assigned by the Board.

The Governance and Nomination Committees shall arrange the meeting at least twice a year and shall make a self-assessment and report the result to the Board annually.

The scope of duty and authority of Governance and Nomination Committee is written in the charter of Governance and Nomination Committee.

In 2013, the NCG met 2 times for examining and evaluating the sufficiency of the Nomination and Corporate Governance Committee Charter, recruiting the high level of executive in a subsidiary and appointing directors and determining their authority for the replacement of the resigned directors, in accordance with the company's Articles of Association, as well as to review CG policy of the Company, the Charter, the functional process for the Committee as well as consider succession plan.



04. Executive Committee (EXCOM)

Name	Position
1. Ms. Suphaje Suthumpun	Chairman of the EXCOM
2. Mr. Lee Han Kheng	Member of the EXCOM
3. Mr. Vuthi Asvasermcharoen ¹	Member of the EXCOM
4. Mr. Anant Kaewruamvongs	Member of the EXCOM

The EXCOM consists of four Executive Directors. The scope of duties and responsibilities are as follows;

- Provide recommendations on the Company's strategic direction, core management structure for Board's approval so that the company's operation can adjust to economic conditions and competition.
- Provide recommendations on annual business plan and budget for the Strategic Organizational Review Committee's consideration for Board's approval.
- Manage the Company's business operations in order to achieve the planned objectives and targets.
- Monitor the financial and operating results of the Company and the companies in the Group, and keep the board members informed by monthly report.
- Identify and evaluate new business opportunities.
- Review and make recommendations to the Board regarding the Company's dividend policy.
- Review and approve all transactions concerning investments and disposal of assets, human resource management, finance and treasury, general administration and any other transaction related to the Company's business within the limits of delegated approval authority granted by the Board.
- The scope of the approval authority in accordance with paragraph 1, The Board of Directors has determined in writing separately.
- Oversee and manage the Company's investments and provide direction on key issues at companies in the Group before the relevant executive committee considers them.
- Review matters that require the Board's approval and make appropriate recommendations with the exception of activities that have been delegated to other Board sub-committees;
- Consider and review the Company's risk management and control system;
- The Committee may delegate its authority to any member of the management or staff as it deems appropriate. However, such authority does not permit the Committee or appointed persons to approve any transaction between them or related persons having mutual benefits or conflicts of interest (as prescribed in the Company's articles of association and Notifications of the Securities Exchange Commission). The approval for transactions shall be in accordance with the policies and principles already determined by the Board and regulatory bodies;
- Engage consultants or independent persons to provide opinions or advice if necessary;
- The Committee may ask members of the management or other persons to attend its meetings or provide pertinent information as necessary;
- Report to the Board on a quarterly basis regarding the material actions taken by the Committee under the CEO Report agenda;
- Annually review its own performance and assess the adequacy of this charter, which may be done in conjunction with the annual evaluation of the Board and its other committees, conducted under the oversight of the Nomination and Governance Committee ; and
- Take any other action or assume any other powers and responsibilities that may from time to time be assigned or delegated to the Committee by the Board

The scope of duty and authority of Executive Committee is specifically written in the charter of Executive Committee. In 2013, the EXCOM met 10 times to carry out its duties and responsibilities.



Recruitment and Nomination of Directors and High Level of Executives

Independent Director

Qualification of the Independent Director has already been stated in No. 9.1 Corporate Governance. For the nomination of independent director will be provided below.

Directors and Top Level of Executives

Directors Nomination and Appointment Process

The Board empowers Nomination and CG Committee (NCG) to determine standards and other criteria in selecting a qualified person to act as a director of the Company under the Company's Articles of Association and relevant laws, as well as to nominate such a qualified person to be a director of the Company where the office is vacant or new seat is created following shareholders approval.

Since December 2008, the Board approved the CG policy change to allow qualified minority shareholders of the Company to nominate person(s) to be considered for election as director(s) of the Company in the shareholders meeting. In order to allow the Shareholders to fully exercise their right, the Board granted the right to shareholders holding in the aggregate of the outstanding voting shares to nominate an individual to become a director 3 months in advance before the end of the Company's accounting period, during the 1st of October 2013 to the 30th of December 2013.

In nominating a candidate for the director position, the NCG considers the educational background and professional experience of each nominated candidate before making recommendation supported by relevant information to the Board or Shareholders Meeting for consideration and decision.

It is also the policy of the Company that in every AGM meeting, one third of the directors shall resign from their positions but are eligible to seek re-election. In case that number of the directors cannot be divided into three, the closest to one third of the directors shall resign from their positions. In the first and second year following the listing of the Company on the Stock Exchange of Thailand, the directors required to resign were determined from the drawing of lots. In subsequent years, the longest serving directors had to resign but were eligible to seek re-election to remain on the Board.

In the event the office of director is vacant due to reasons other than the rotational scheme described above, the Board shall elect a person who is qualified and has no prohibited characteristics in accordance with Clause 68 of the Public Company Act, B.E. 2535. The successful candidate will replace the vacated director in the Board meeting following the candidate's election. Unless the remaining tenure of the director vacating office is less than two months, a director who has been elected as a replacement shall retain this position only up to the remaining tenure of such preceding director.

As stipulated in the Company's Articles of Association, the shareholders meeting shall elect directors under the following rules and procedures.

1. All shareholders have voting rights equivalent to the number of shares being held.
2. Each shareholder may use all votes set forth in (1) to elect one or more directors. In case of election of a number of directors, those votes may not be divided in any proportion for any particular director.
3. Those who receive the highest respective votes shall be elected as directors in a number equal to those to be elected at such a meeting. In cases of tied votes cast, which would result in the number of directors greater than that permitted for the time being, the presiding chairman shall have a casting vote.

The Company has not determined the maximum number of occasions a director can be re-elected, or his/her age, but will take into consideration his/her time, capability and knowledge devoted to the Company in performing duties. However, for an independent director, The Company determines that an independent director shall not serve the directorship for more than three consecutive terms or a total of nine years. However, for the benefit of the Company, the Board of Directors may review to extend the independent director's term but shall not be longer than 3 years.

Top Level of Executives Nomination and Appointment Process

The Board has authorized the Nomination and Governance Committee to set up succession planning criteria and to nominate the CEO, Managing Director (Top Executive) and senior management by consultation with the Chairman of the Executive Committee to evaluate potential successors and report to the Board for consideration. The succession plan shall be reviewed annually.

Governance of Subsidiary or Joint Venture

The company has 2 subsidiaries which are;

1. Teleinfo Media Public Company Limited (TMC) hold 100% of total shares
2. AD Venture Plc. (ADV) hold 100% of total shares

The governance structure of the Board in subsidiary are as follows;

1. Nomination and CG Committee (NCG) will consider and select a qualified person to be a representative of the Company to act as a director or executive in the subsidiary before propose to the board for approval. NCG also review an appropriate of such position regularly and report to the Board
2. The Board has specified the roles and authorities of directors in subsidiary as follows;

The roles and authorities of directors in subsidiary

- To carry out duties in accordance with the laws, the objectives, the Articles of Association of the Company, and the resolutions of the shareholders' meeting in good faith and with care to preserve the interests of the Company.
- To determine vision, policy, and direction of the Company, as well as to oversee and superintend the management to be in line with the policy effectively and efficiently for maximizing corporate value and shareholders' wealth.
- To consider, to approve or propose to shareholders to approve where the case may be, major transactions about business operations of the Company and its subsidiaries, such as new investment and asset acquisition or disposal and other transactions specified by law.
- To arrange to have a reliable accounting system, financial reports, auditing, as well as oversee the evaluation process for an appropriate, effective, and efficient internal control, internal auditing, risk management, financial reporting, and monitoring. There should be an independent sector, to monitor and annually review such system. This information should be disclosed in the annual report.
- Provide a system and organized process in receiving complaint. The regulations of such matters are provided in Reporting and Investigation of Misconduct and or Fraud and Whistleblower Protection Policy
- To oversee not having a case of conflict of interests between the concerned person(s) of the Company, as well as to approve connected and conflicting transactions.
- To appoint or delegate any power to any other person(s) to conduct the Company's business subject to the control of and within the time frame as may be specified by the Board, whereby such appointment or delegation of power may, at anytime, be cancelled, revoked, withdrawn or amended. Provided that the said appointment or delegation of power shall not be made in the manner that the Board or the person appointed or delegated then be able to approve any transaction to be entered into between the Board, the person appointed or delegated by the Board, or any person who may have conflicts of interest or any other benefits (as stipulated by the Office of the Securities and Exchange Commission) and the Company or the Company's subsidiaries, unless the approval for such transactions is in compliance with the policy and rules already approved by the Board.
- To determine each director and executive to have a duty in preparing and submitting the Report of Securities Holding in the Company by himself (herself), his(her) spouse, his(her) immature children, to the SEC, by using the 59-1 and 59-2 form, and by the timeframe stipulated in the Notification of the SEC no. Sor Jor 12/2552.



List of the CSL representatives in subsidiaries as a Director in subsidiary are as follows;

TMC		ADV	
Position in TMC	Name and Position in CSL	Position in ADV	Name and Position in CSL
Board Member and Executive Committee (EXCOM)	1. Ms. Suphaje Suthumpun (Board and Chairman EXCOM of CSL) 2. Mr. Vuth Asvasermcharoen (Board & EXCOM members-CSL) 3. Mr. Lee Han Kheng (Board & EXCOM members-CSL) 4. Mr. Anant Kaewruamvong (Board & EXCOM members, CEO and MD-CSL)	Board Member	1. Mr. Anant Kaewruamvongs (Board & EXCOM members, CEO and MD, CSL) 2. Mr. Anuwat Sanguansuppayakorn (CFO-CSL)

Authorities of executive in subsidiary;

- Conduct their duties as assigned
- In case the executive is also an Executive Committee (EXCOM) the duties also as follows;
 - To determine the policies, directions, strategies and core management structure for business operations in line with economic and competitive conditions that have been defined and declared to Shareholders, for approval by the Board.
 - To determine the business plans, budgets, and working authority limits of the Company for approval by the Board.
 - To monitor efficient policy implementation and operating procedures according to favorable business conditions and report to the Board.
 - To monitor the Company's operating performance to be in line with the approved business plan and report the comparison between actual performance and the plan to EXCOM and Board for consideration.
 - To report the Company's performance and financial to the Board on the monthly basis.
 - Others as assigned by the Board.

The company has assigned Mr. Anuwat Sanguansuppayakorn, Chief Finance Officer (CFO) to act as a Finance and Accounting Director (FDA) in Teleinfo Media Public Company Limited (TMC)

3. Internal Audit in subsidiary

We designated the management to be director or management in the subsidiaries and affiliate. To date, the subsidiaries were required to report its operating performance to the monthly Executive Committee Meeting. The Office of Internal Audit is also required to monitor and evaluate the adequacy of their internal control systems.

Use of Inside Information

The Company's Code of Conduct specifies that the directors, management, and staff, at all levels, shall not use market sensitive inside information of the Group for their own or others' interests before such information is disclosed to the market and investing public.

Although investment and trading in the Group's securities is the individual's right and freedom, the Code of Conduct requires the directors, management, and staff to avoid or suspend trading of the Group's securities for a period of one month prior to the disclosure of all financial statements to the public in order to prevent the conflict of interest.

In addition, for compliance with the clause No. 59 of the Securities and Exchange Act, B.E. 2535, the Company requires the directors and management, including their spouse and minor child to report their securities holding and changes using the prescribed form and on the timing specified by the regulation. Such reports are presented to and acknowledged by the Board on quarterly basis.

The distribution of information relating to the Company shall be made only by the person having direct responsibility, or being specifically assigned, on the basis of fact, correctness, and prudence.

Complying with Good Corporate Governance in other matters

-None-

CORPORATE SOCIAL RESPONSIBILITIES



Professor Wongkulpat Snidvongs na Ayudyha
Chairman of the Board of Directors

CORPORATE SOCIAL RESPONSIBILITY 2013 CS LOXINFO PUBLIC COMPANY LIMITED

CS LOXINFO PUBLIC COMPANY LIMITED, as an Internet, computer and telecommunication service provider (ICT Service Provider), operates its business under the principles of good corporate governance as well as corporate social and environmental responsibilities. The company strictly follows the principle of human rights based on internal standard for service excellence and good governance and transparency for sustainable development in business, society and environment. These aforementioned responsibilities are among major policies that the company gives importance along with its business operation.

Policies implementation has led to numerous projects which have help expand developmental and educational opportunities for deprived communities in urban and rural areas.

For the social and environmental activity, the company has implemented the social responsibility activities by supporting both government and private sectors. The policy implementation has led to mutual benefits for the sustainable development. This also includes operating helpful projects and activities



as well as having the mission to construct the knowledge in all dimensions and help disperse development and educational opportunities from urban areas to rural areas.

The company believes that education is at the heart of every aspect of development and every mission is implemented in the form of community based learning program through which work can be created and applied to use in real life. Through this, our volunteer staff learns from and along with members of a deprived community. By participating in different activities they detect problems, solve them as well as putting in measures to prevent recurrence. The companies together with education networks and local business enterprises have increased help and distant learning opportunities through telecommunication. The company believes in sufficiency and sustainable development as advised by His Majesty the King and has helped many communities by using our expertise, experience and resources. Equipment, man power and money are used within reasons. Input, output, outcome and impact are assessed both subjectively and objectively. Staff members can participate in any such activities on voluntary basis in their own free time and encouraged by management. A budget of at least 1% of the company's profit will be set aside to support social and environmental development projects.





Sustainable Development Report Policy 2014

CS LOXINFO PUBLIC COMPANY LIMITED, a major ICT services provider in Thailand, subscribes policy and philosophy according to the principles of good governance and stock exchange in which the goals of the company extend beyond business performance and financial results to include local communities, the environment, as well as good welfare for employees.

The Corporate Social Responsibility policy of the Company seeks to achieve:

- Transparent business practices based on ethical values;
- Compliance with legal requirements;
- Respect for people, communities and the environment

01

(Corporate Governance)

CS LOXINFO Board of Ten Directors six of whom are non-executive work closely with management to enhance principles of good corporate governance by using them as “gold standard”, Rule of law, transparency, participation, responsibility and accountability, And integrity, to be strictly followed at every corporate level including our two subsidiary companies. With good skill mix in the Board, synergy is accomplished by clearly defined roles and division of responsibilities in executive committee, nomination and corporate governance committee remuneration committee, and audit committee. Human resources information updates and well defined risk management policy, as well as respect for rights and roles of shareholders are vital to the Company’s success.

Care, Obedience, Loyalty and Disclosure help set a globally accepted standard of management and operational conducts. Our customers, trade partners, regulators and shareholders as well as society in general are assured of our reliability, credibility and stability. This high standard is used in determining and monitoring each division’s performance to ensure operational effectiveness.

Most important of all, the Company has a clear and unwavering policy against every kind of bribery and other forms of corruption in order to ensure accountability and transparency.

02

(Human Right)

CS LOXINFO recognizes human rights of all stakeholders; therefore, it enforces a policy that can assure them of their rights. The company prioritizes its stakeholders based on their roles and responsibilities to maintain the stability of the company and meet all stakeholders’ benefits.

03 (Employee Relations)

CS LOXINFO promotes good relationship and mutual understanding between its administrators and employees through negotiation. The head of all divisions are dependable and take a good care of their subordinates' welfares and benefits on a fair basis. In addition, the company organizes different recreation to promote good relationship between its administrators and employees. Moreover, the company provides a scholarship, training and development programs to enhance its employees' skills and knowledge.

In employee relation aspect, CS LOXINFO CSR policy covers the areas as below:

- People development
- Ethical conduct
- Equal opportunities
- Fair wages and terms of employment
- Health and safety considerations
- Risk management to safeguard assets and operations

04 (Community and Social Responsibility)

CS LOXINFO has attempted to expand the development and educational opportunities from urban areas to rural areas under the slogan 'Knowledge Sharing with Community' through the community-based learning program or community enhancement projects. The innovation achieved from the program is very practical since it can be applied to use in real life. The company also has a policy to collaborate with the local or other communities, company's alliances from government and private sectors to organize helpful activities that can help strengthen the communities to become self-reliant. Furthermore, the company promotes its employees' social conscience and initiative minds. The company, therefore, has allocated funds for social works such as safe environment in every fiscal year.

05 (Customer and Innovation Development)

CS LOXINFO has followed the Standard Service Level Agreement and provides good quality products and a reliable service that meet the requirements of ISO 27001 and ISO 9001. Additionally, the company has continually supported innovation development along with its sustainable profit growth. The company, therefore, has designated a quality management committee to oversee the issue of ISO and an innovation development team to analyze and address the problems.

06 (Ethics and Transparency)

We focus on good governance and transparency in order to deliver fair treatment to public organization especially, graft from officials or related organizations.



07 (Business Conduct)

CS LOXINFO has provided high quality products and service. The company has operated its business professionally and has always been flexible to its customers in order to meet their needs. Moreover, the company has developed a strong relationship with both local and international ICT partnerships and treated all business partners equally.

08 (Sustainability Report)

CS LOXINFO is willing to disclose information and facts that reflect its operations under Social Responsibility policy, in which information shall be useful to all stakeholders, in the Annual Report and Sustainability Report according to group policy. Information in these reports shall covers 3 main topics : Environmental, Social, and Economics operations, which is crucial for company's sustainable development and to comply with Stock Exchange of Thailand (SET)'s principal of transparency in the sustainability reports, which aligns with ISO 26000 Corporate Social Responsibility standard.



Social Responsibility Activities

SMART CLICK on Children's Day at Ratchaburi Power Plants

The activities were organized based on the idea of "Thai kids are moving towards ASEAN Community". The supportive learning activities were implemented through puzzle games in which the kids participated in different activities in the game booths at Ratchaburi Power Plant. All 27 schools in the network from 9 districts, 84 villages around Ratchaburi Power Plant had attended this activity.



Computers for public and private organizations

CS LOXINFO promotes the business operation of public and private organizations by donating used-computers to Protection and Crowd Control Division.



Enjoy learning with SMART CLICK... "APP STORY IT SCHOOL" to teach children how to create app at 10 schools in Bangkok Metropolitan area.

CS LOXINFO brought a joyful learning activity "APP STORY" to educate children to create apps by themselves according to the current technological trends like smart phones and tablets. The activity aims to encourage children to develop application for Thai IT technology and to be able to use apps appropriately and effectively in this digital world. These innovations have changed the world in many aspects. As a result,

CS LOXINFO has organized the activity that presents various APP knowledge together with games and joyful activities for the kids to play games on APP wisely. In addition, the company has also held a workshop on "Easy App for Everybody" to teach the kids to create simple apps within 10 minutes. The SMART CLICK project staff also had a chance to go to Kunnateerutharamwithayakhom School to teach teacher and student representatives from the computer club in the computer room. The seminar was to teach them how to create apps to use as Learning Media, Instruction Media and Construction Media. The teachers and students who participated in the seminar should be able to teach others and to create and develop apps for their school.

- St. Louis Suksa School
- Mittraphon Business Administration Technological College
- Depsirin School
- Kunnateerutharamwithayakhom School
- Ratwinit Bangkaeo School
- Trimit Wittayalai High School
- The Demonstration School of Ramkhamhaeng University
- Samsenwittatalai School
- Sainampeung School
- Chanhunbamphen School



Due to 30th Anniversary of INTOUCH, CS LOXINFO representatives volunteered to make a merit at the Home for the Homeless Nontaburi

Due to 30th Anniversary of INTOUCH, CS LOXINFO representatives volunteered to make a merit at the Home for the Homeless Nontaburi in accordance with the company's policy which emphasizes "Community and Social Responsibility" as a major policy. The company aims to expand the development and educational opportunity as well as good living condition. The company cooperated with local community, public and private organizations to organize useful activities to help society as well as promoted good conscience of its employees.



CS LOXINFO has donated routers to support education.

CS LOXINFO has donated routers to the Department of Electrical and Computer Engineering at King Mongkut's University of Technology North Bangkok for educational and research on ICT technology benefits. Additionally, it is to increase the efficiency of academic service for the students of Engineering Department.



CS LOXINFO snatched Best Seller Award 2012 The Winner of Fortinet

Best Seller Award 2012 The Winner of Fortinet was presented by ITDC, the dealer appointed by the world-class brand Fortinet, the Security System leader in Thailand. The award given to CS LOXINFO was offered to the best seller company in 2012. It guarantees the confidence and trustworthiness from the customers to CS LOXINFO as ICT Service Provider.

www.ict456.com, the website for the IT Environment 2013

Encountering IT Environment 2013.... Not many current ICT data and ICT network present integrated ICT knowledge which helps everybody easily illustrate and understand both IT and Non-IT. Therefore, CS LOXINFO has created the website www.ict456.com which includes ICT knowledge. The website provides information about simple technologies as well as tips and techniques that enable everyone to use computer faster. In addition, the website also added information about new hardware versions, special software to help work, or new smartphone models, both body and OS. Moreover, this website includes additional information about interesting and up-to-date Gadgets which are presented under the concept of ICT Easy. This website was created to use as a channel for broadcasting necessary and useful information to people and it is one of the company's social activities that aim to give ICT knowledge according to the business operation under the principles of good corporate governance under good governance....IT is no more



CS LOXINFO has snatched the excellent private company award for the Social and Environmental Activities in the Northern part, Lampang Province on the Anniversary of the Founding of Korsornor in 2013

Mr. Anan Kaewruamwong, Chief Executive officer and Managing Director of CS LOXINFO PUBLIC COMPANY LIMITED, has received the excellent private company award for the Social and Environmental Activities from participating in the social activities in the Northern part, Lampang province at Khurusapha Auditorium, Ministry of Education on the Anniversary of the Founding of Korsornor in 2013.

CS LOXINFO has cooperated with educational institutes under the Office of the Non-Formal and Informal Education in Lampang province to study and develop the communities in Lampang province since 2006. The project has emphasized on the use of ICT technology for community development based on principle of sufficient economy "Understand Access Develop". The target group includes 5 communities in Lampang which are Ban Sam-kha, Ban Thung-hang, Ban Pa-Mieng, Ban Pan-pong-chai and Ban Phai-ngam.

CS LOXINFO has received the commemorative spike "Semakunupakarn" honoring the contributions for the Ministry of Education of 2013

Mr. Anan Kaewruamwong, Chief Executive officer and Managing Director of CS LOXINFO PUBLIC COMPANY LIMITED, has received the commemorative spike "Semakunupakarn" honoring the contributions for the Ministry of Education of 2013 on the Anniversary of the Founding of the Ministry of Education on April 1 in every year.

CS LOXINFO has participated in the social activities under SMART CLICK project in the Northern part, Lampang province since 2008 on the use of ICT Technology for community development based on sufficient economy "Understand Access Develop".





Environmental Responsibilities

"We Thum Dee Thun Dai Thum Duai Chuai Chang Cha-Ra"

CS LOXINFO led by Professor Wongkulpat Snidvongs MD, Chairman of Board of Directors, took the representatives to volunteer to the elephant conservation activity at Elephants World Moo 4, Ban Nong Hoi, Wangdong, Kanchanaburi. The Elephants World is located on 1600 sq. m. areas which is 32 kilometers far from the city of Kanchanaburi. It was founded in May, 2011 by Veterinary Dr. Samart Prasitphol, the leader of the animal health development group, the Office of Livestock Development in Kanchanaburi province. He who gives elephant the happiness at the end of life, has worked with elephant for his entire work life.



The company has emphasized on the activities that contribute the relationship among the employees. In addition, the activities helped promote good deeds through feeding elephants, making the food for old elephants that could not chew normal food, planting food sources for elephants as well as publicizing "Kon Thai Mai Thing Gun" project. According to the company' policy that emphasizes on operating business under the principle of good corporate governance, social and environmental responsibilities for sustainable development in business, society and environment, the company has planned to make a campaign documentary to persuade Thai people to help at Chor. Chang Chara foundation. The aforementioned responsibilities are one of the major policies which the company gives importance along with operating its business based on transparency, accountability, integrity, and rules of law, as well as paying respects to people, community, society and environment.



Customer Responsibilities

COMPANY VISIT • Increase the vision of public and private organizations by creating inspiration for improving the potential of the organization and personnel from different departments through knowledge sharing from ICT public companies.

- **Data Center Industry Standards**

Teachers and 2nd and 3rd year students from the Department of Computer Science, the Faculty of Science faculty, Chiang Mai University

- **TECH TRENDS AND CHALLENGES 2013**

Teachers and students majoring in Software Engineering, the Faculty of Industrial Technology, Rajabhat Lampang University

- **Internet Data Center Infrastructure ,design and operation**

Office of Information Technology Administration, Rajabhat Chiangmai University

- **Domestic & International Gateway Management**

Teachers and students from high vocational school majoring in Business Administration. and Web Page development, Chitrada School

- **ICT Service Provider and Cloud Storage**

Institute of computer and information technology, Rajabhat Chiangrai University

- **Call Center and Internet Data Center Management**

Teachers and students from the Faculty of Information Technology, Burapha University

- **Network Management**

Faculty of Management and Tourism of Burapha University cooperating with Thailand International Development Cooperation Agency, Ministry of Foreign Affairs, brought the visitors from The Lao People's Democratic Republic under the Cooperative Scholarship of Thailand International Development Cooperation Agency to work study at CS LOXINFO.

- **Internet Data Center Infrastructure**

The officers of Royal Thai Armed Forces Headquarter



Trick or treat! CS LOXINFO SOUL CAKE

CS LOXINFO has celebrated Halloween with ghost parade to deliver delicious and fresh CS LOXINFO Soul cake to its corporate customers.



Presentation on the New Innovations of Virtualization & Mobility Technology responding to Green IT in "CS LOXINFO Solutions Summit 2013"

A big seminar "CS LOXINFO Solutions Summit 2013" on the topic "The Future of Your Business on Virtualization & Mobility Technology" based on the concept of management and selection of energy saving technology in 2013 for corporate customer in Bangkok metropolitan area. The seminar emphasized on business transforming from Internet Service Provider to ICT Service Provider. The leading business partners like CISCO, HP, VMware, FORTINET, ARUBA, APC and Kaspersky has participated the seminar and updated the new solution which fulfills business needs.

CS LOXINFO has provided a complete solution including Basic Internet Connection, IP Networking, IP Communication, Internet Data Center and Cloud Computer services in both Public Cloud and Private Cloud services which enhance work effectiveness and reduce operational risk or business continuity plan. After the last few years, CS LOXINFO changed its business strategies from Internet Service Provider to ICT Service Provider to focus on providing a complete ICT services including internet connection service, computer and communication to fulfill business needs of customers and support a fusion of technology through communication devices and cloud computer which are now popular. Moreover, the company has received cooperation from its business partners in both software and hardware such as CISCO, HP, VMware, FORTINET, ARUBA, APC and Kaspersky in encouraging its business.



IDC CS LOXINFO @ Asia 2013 Access New Trend in Technology & Innovation Engagement

Internet Data Center has presented Virtual Server Technology at Asia 2013 Access New Trend in Technology & Innovation Engagement of Japan-Thailand Association at Thailand Industry Fair on the topic "Cloud Computing Innovative Technology and the Production in the Industry, and the tendency and direction of future energy with cost management and energy saving innovation. The Virtual Server technology of CS LOXINFO could fulfill the use of information resources and decrease the concerns about the investment at the beginning of the project.

Revolution of Big Data to Reduce the Capital Cost in the Seminar of "Right Facility for Big Opportunities"

"Big Data; Right Facility for Big Opportunities" at Pullman Bangkok King Power Hotel, the seminar has emphasized on giving priority to information optimization which helps the organization manage and handle the large amount of information which is increasing rapidly. Big Data popularity has affected the IT investment plan and reduced the cost and space of filing system. The customers were educated about the benefits and the differences of Data Center, types of Data Center that best suit to the activities and environment in your organization. This will extremely improve an operation in your organization. Internet Data Center expects the customers to get new idea from this seminar and use it productively in their organization.



Emphasizing ONE STOP ICT SERVICE in Make Your Life Flexy" by IDC CS LOXINFO

"Make Your Life Flexy" by IDC CS LOXINFO emphasizes on using technology as ONE STOP ICT SERVICE of organizations by catching up the networking trend in 2014 with Software Defined Networking and Build Your Own Open Stack which maximally increase the efficiency of the use of internal resource both in hardware and software. The Bring Your Own Device or BYOD campaign responds to the recent event in which many organizations allow their employees to bring their own devices for daily use in the organizations.





“Sadnam Sanuk – Suk Songkarn – Cheewit Berg Ban” Use CS LOXINFO Services

The Corporate Marketing Department has expressed their concerns by giving waterproof case and candies to the customers to make this Songkarn Festival an enjoying moment.



“CS LOXINFO ...Delivering Tree Offering Heart... in World Environment Day”

In the last World Environment Day on June 5, 2013, the marketing team of CS LOXINFO PUBLIC COMPANY LIMITED went to hand over pretty trees to its customers who is in Central World office building in order to expand the green zone and deliver happiness to the customers.

Enjoy a thousand happiness with our Millennium Mooncake

Sales department of CS LOXINFO PUBLIC COMPANY LIMITED has delivered delicious millennium mooncake to their important clients by giving the special mooncake in an aesthetic velvet red box.



THANK YOU PARTY

Exclusively for our beloved customers for their trust in our service

CS LOXINFO Fun & Fin Rally

@ Bu-ngasariresort, Wang Nam Keaw



Love is East # 3

@ SOFA So good, Sriracha, Chonburi



Love is East # Magic of Love

@ Cape Sriracha, Chonburi



Color of Life

deeply inhale o-zone in the hall of the mountain

@ Bu-ngasariresort, Wang Nam Keaw



Heiha Party IT Roi Roi

@ Deevana Patong Resort&Spa Phuket



Lovely Party @Sambal Bar & Grill Royal Orchid Sheraton



AMAZING RACE @ Bu-ngasariresort, Wang Nam Keaw



Muan Nak Hak Khanat Saran Chai with CS LOXINFO



IDC @ Ayutthaya

touch of fascinating temples, amazing old metropolis Nava,
delicious grilled shrimps



"Log In Memory" Logged Special Night
Surprising mini concert by Ae Jirakorn



Employee Responsibilities

1. The company gives importance to employees' physical and mental health:
 - Life and accident insurance, health insurance and annual medical check
 - Organizing health knowledge educating activities and providing information about illness and disease, including ways to prevent the illness.
 - Sport clubs and sport activities for good health and good relationship among the employees as well as friendly competition match for affiliates and partners
 - Activities contributing good relations and cooperation among employees such as team building activities and social activities
 - Infirmary with doctors and nurses stationed for diagnosis, dispensation and first aid treatment or recuperation
 - Develop working system for working at home in case of crisis or abnormal situation to ensure that employees can service customers from home. This also encourages employees and decreases the risk and dangers from traveling to the office.
2. The company enhances employees to be given by trading knowledge and sharing experience to student trainees. The company allows student trainees from public and private school and gives them a chance to have real working experience before graduating. Human resource and internal department are responsible for passing on knowledge to student trainees to learn and use it in real life, and the allowance is included during the training period. In 2013, there were 25 student trainees submitted apprenticeship.
3. The company arranged the training course for employees as well as the workshops to strengthen competency of employees and the administrator as follows:
 - Executive Development Program at high and middle level such as First Line Manager, Middle Line manager, Director Certification Program (DCP) and TLCA Executive Development Program.
 - Development program for operational level such as technical program, inspectional program and financial program.
 - Quality and security development program such as the programs that is related to Quality Management System ISO 9001:2008 and the programs that is related to Information Security Management ISO 27001:2005
 - Delivering Technical Knowledge Program and promoting the examination of technique diploma to ensure that the employees are skillful and practical in their fields to be more knowledgeable and more professional, and able to work with maximum confidence as well supporting knowledge sharing by encouraging them to be quest speakers on their expertise.
4. The company support economic and social of employees by providing provident fund to support long term equity fund for employees and credit unions for employees, as well as scholarship for employees' children, supporting for marriage and supporting for funeral.



TELEINFO MEDIA PUBLIC COMPANY LIMITED



Improving Good Quality of Life through Skilled labor development and career support project for prisoner

TELEINFO MEDIA PUBLIC COMPANY LIMITED (TMC), Thailand YellowPages, realizes the importance of developing the skilled labor and quality of life. With this thinking in mind, TMC with the corporation of Department of Correction under Ministry of Justice has initiated 1188 Call Center Project in early 2013 within Pathumthani Female Prison. This project provides the opportunity for the female prisoners to be trained as the professional call center operators. Under 1188 Call Center Project, the operators will provide the information regarding the telephone number of more than 6 million businesses all over the country. On top of that, 1188 Call Center Project also acts as the information provider regarding the suggestion of restaurant, tourist spot and emergency number etc.

TMC succeeds in training and improving the prisoners' skill that be able to respond the incoming calls effectively. Moreover the prisoners have received the same compensation as normal labor rate. TMC is proud to provide this opportunity for the prisoners as well as their future to work with the company after released

TMC is care for the society and engaged in continuing to conduct the project which will be able to improve sustainably life quality for the society. The company is committed to be a part of the mechanism to develop the better life for Thai people.



AUDIT COMMITTEE REPORT



In 2013, the Audit Committee (AC) members were composed of Mr Prathueng Srirodbang as Chairman and Mr. Gan Hui Beng, Dr. Sillapaporn Srijunpetch, and Mr. Sitthichai Chantravadee. Between the members, the AC has expertise in legal, financial management, accounting and auditing, and internal auditing field respectively.

All four AC members are not directors in the parent companies, subsidiaries, affiliates, or same level subsidiaries of the Company. The AC possess qualifications as prescribed by existing laws and regulations. The AC members own no shares in the Company; take no part in the management of the Company and are not involved as auditors, consultants, business partners, or any other engagement with the Company or its related companies, which are in compliance with existing laws and regulations. In particular, the AC members have not accepted appointment to protect only the interests of directors or major shareholders.

In 2013, the AC met 9 times. In each meeting, senior management, internal auditors and, where appropriate, external auditors also attended to provide useful information and assist the AC to carry out its duties and responsibilities under the AC Charter as well as to address matters specifically assigned by the Board. The following is a summary of significant matters addressed during the year.

01 Review of Financial Statements.

The AC reviewed the Quarterly and Year End financial statements of the Company, both on a standalone and consolidated basis, together with the auditors and management for integrity and accounting standards as defined in the Accounting Act before proposing them to the Board for approval. The review focused on material accounts, changes, adjustments, provisions, estimates as well as significant information disclosures to ensure that they were properly stated, clear, adequate, timely and meaningful for the shareholders and other users of the published financial statements.

Following its review and satisfactory response to inquiries, the AC had concurred to the financial statements of 2013 as certified by the external auditor to be presented to the Board for further considerations before they were reported to the SEC, public investors and AGM.

02 Internal Control of the Company.

The AC reviewed the adequacy of internal control of the Company on a regular basis from the reports of both internal and external auditors. The AC would bring major items of concern to the attention of the Board together with the remedial action to be taken. This approach encouraged management of the Company to have in place adequate and effective internal control in achieving operations efficiency and timely and accurate accounting of business transactions. In 2013, AC also initiated the control self assessment process within the Company to strengthen the preventive control environment.

Overall, the AC was of the opinion that the Company had appropriate internal control and compliance.



03 Compliance with the SEC and SET laws and regulation and other laws relevant to the Company's business.

The Company has a Legal & Compliance Unit that monitors, analyses and reports changes in laws, rules and regulations relevant to the Company, as well as ensures compliance. The AC, in its reviews, also monitored to ensure the Company was in compliance with relevant laws and regulations of the SEC and SET, as well as other laws relevant to the business of the Company. The AC was of the opinion that the Company was in compliance with the relevant laws, rules, and regulations applicable to the Company.

04 Appointment the external auditor.

The AC considered the suitability of the external auditor by reference to legal requirements, qualifications, experience and auditor independence in the quarterly and yearly financial statements review. In 2013, the AC met independently with the external auditor and his audit team 3 times. Overall, the AC was of the opinion that the auditor had performed suitably in 2013.

In the meeting to recommend auditor and the audit fee to the Board, the AC took into account the scope of audit work and auditor performance. For 2013, the AC recommended the retention of KPMG Phoomchai Audit Ltd. (KPMG) as the auditor of the Company for the 6th year at a fee of Baht 1.65 million, unchanged from year 2012.

05 Transactions which may cause conflicts of interest.

The Company has a policy on conflict of interest and related party transactions that is in compliance with existing laws and regulations, and clearly communicated company wide. As permitted by law, a limited authority to sanction connected transactions has been delegated to the Managing Director of the Company. Connected transactions above the delegated authority level are presented to the Board for approval beforehand. All connected transactions are identified and submitted quarterly to the AC for review. The AC was of the opinion that connected transactions in 2013 were in line with the business of the Company, on arm's length basis, and under normal commercial terms.

06 Risk Management Assessment.

The AC reviewed the quarterly meeting results of the Risk Management Committees of the Company and its subsidiary, paying particular attention to risk factors identified, impact and their treatment or mitigation, and provided constructive suggestions on ways identified risks could be more effectively managed. The AC was of the opinion that the Company had managed risks identified in annual report 2013 in a prudent way.

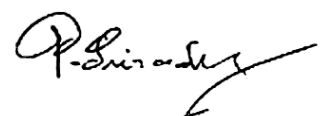
07 Overseeing Company Internal Audit Function.

The Office of Internal Audit of the Company reports directly to the AC on a functional basis. In 2013, the AC met independently with the internal auditor 2 times for setting vision and effective audit policy and has reviewed and approved the internal audit annual work plan covering both the Company and its subsidiaries. In the review, the AC took into account sufficiency of risk based focus, headcount, budget, effectiveness of the underlying internal audit risk evaluation, its independence, and provided constructive suggestions to Internal Auditor on improvements.

08 Self-assessment of the AC.

The AC performed an assessment of its actual work covered in 2013 by reference to the AC Charter and established best practices. The results indicated, on a pragmatic basis, the scope of work covered by the AC in 2013 was in line with both the AC Charter and established good practices.

In conclusion, in 2013, the AC was of the opinion that it had fulfilled its duties in line with the AC Charter and that the business of the Company and its subsidiaries was conducted with good governance, adequate internal control and risk management, and the reported financial statements were accurately prepared using accounting standards as defined in the Accounting Act and in compliance with relevant laws and regulations effectively.



(Mr. Prathueng Srirodbang)

Chairman of the Audit Committee

27 January 2014



INTERNAL CONTROL AND AUDIT



The Board is responsible for the Company's system of internal control to safeguard shareholders' investment and the Company's assets. Internal control facilitates the effectiveness and efficiency of operations, helps ensure the reliability of internal and external reporting, assist compliance with laws and regulations, and strengthens overall risk management of the environment within which the business operates. To this end, the Board has empowered the Audit Committee (AC), as part of its charter, to monitor the working of the internal control system within the Company and report its findings to the Board on a regular basis.

The AC is assisted by the external and internal auditors in its review and supervision of internal control operations within the Company. Both the external and internal auditors are independent of Management. The Internal Audit Office of the Company reports functionally and directly to the AC. The annual work plan of the Internal Audit Office forms the basis upon which the systems within the Company relating to internal control, risk management and corporate governance are reviewed and reported to the AC and Board of Directors.

On an annual basis, the AC also evaluates the adequacy and efficient operation of the internal control system of the Company by reference to the following eight factors:

01 Internal environment

The Company encourages and promotes a good working environment by setting policy, plan, execution, control and monitor appropriately, establishing an appropriate organizational structure, adhering to Business's philosophies and ethic which are written in the Code of Business Ethics. In addition, Reporting and Investigation of Misconduct and or Fraud and Whistleblower Protection Policy were set up and implemented, also provides an appropriate whistle blower

channel for staff to inform the misconduct and illegality to prevent and discourage the misconduct and/or fraud which may occur in the organization, and help to detect and to reduce damage from them.

In 2013, Anti-Bribery and Corruption Policy was set up and the company became a signatory to 'Thailand's Private Sector Collective Action Coalition against Corruption' to foster cleaner business practices.



02 Objective Setting

The Company provides each department with clearly written stated objectives and goals, including strategies and operations. These objective and goals align with the overall Company's mission at its risk appetite level. Furthermore, the Company's updates business plan and strategies according to the current situation and changing risk factors.

03 Event Identification

The Company properly and systematically identifies events and risk factors by considering both internal and external sources which may significantly affect the Company's business operations and monitoring the results to ensure that the Company has identified risk factors according to any change in the events, and regularly reports to management.

04 Risk Assessment

The Company deploys systematic risk assessment methods and provides the risk management policy in written for working guideline and sets varying levels of appropriate risk assessment criteria. The Company also assesses the quality and quantity of risk factors and has treatment plans to reduce the risk level until meet the Company's risk appetite.

In 2013, the company took into consideration risks associated with changing of business direction from ISP to offer brand new products and services integrating ICT for network, computer, internet communication, Computer Data Center and Cloud Computing to bolster confidence that such businesses are viable and achieve goals.

05 Risk Response

The Company has in place a continuous and systematic risk management process. The Company plan strategic responses to risk by considering either avoiding, reducing, sharing, or accepting the risk as appropriate to the Company's interests. Equally, the Company always considers the most cost efficient and most effective method to manage high risk, thereby reducing the overall likelihood and impact of that particular risk.

06 Control Activity

The Company has clearly policies, regulations and procedures and defines the key control activities at each operation. The Company's executives have periodically reviewed the policies, procedures, and control activities in order to be consistent with the current situations and changing risks and to ensure they achieve the Company's objectives.

In 2013, the Company has implemented the control self assessment (CSA) in collection and plan to continue expansion into other operation process in next year to develop and promote the internal control of the company. In addition, the business process of Teleinfo Media Plc and AD Venture Plc were reviewed. The company's duly stringent measure are applied to work when it is engaged in transaction with the majority shareholder, director and so on. These included the need to disclose information about such transactions under the rule of the Securities and Exchange Commission and the disclosure of information about related parties or business required by accounting standards.

07 Information and Communication

The Company has information systems and communication channels that are communicated organizationally. Important information, such as good corporate governance, policies and regulations, procedures and practice can be transferred to employees for working guidelines.

08 Monitoring

The Company has tracking up and monitoring performance process by having a committee regularly compare performance results against targets or key performance indicators (KPI) defined at each level, having performance reviewed by internal audit and following up the findings that have the acceptable improvement to be efficient.

The findings of this evaluation are then reported to the Board. In the Board Meeting No. 2/2013, 12 February 2014 based on the report of the AC, the Board concluded that the Company had adequate internal control and risk management system that was operating effectively.

Chief Internal Auditor

Ms. Nusra Vimanana was appointed the Head of Internal Audit and secretary of the Audit Committee by the Audit Committee Meeting no 4/2011, 9 June 2011. The AC was of opinion that she had adequate knowledge and experience to perform internal audit work effectively.

Chief of Compliance Unit

The Company has established the Compliance unit to examine the Company work flow in order to comply with rules, regulations and guidelines of Capital Market Supervisory Board, the SEC, the SET and other relevant unit. Mr. Anuwat Sanguansappayakorn, Chief Financial Officer, as the head of Compliance unit who had adequate knowledge and experience to perform Compliance work effectively.



RELATED PARTY TRANSACTIONS

In 2012 and 2013, the Company and its subsidiaries entered into a number of transactions with related parties that may have conflicts of interest with the Company and its subsidiaries. These connected transactions arose in the ordinary course of doing business and according to normal trade conditions. Significant related transactions between the Company, its subsidiaries, and related companies are as follows:

Related Party Transactions that may lead to Conflicts of Interest

Summary of Transactions

Amount (Million Baht)

Transaction Description	Amount Dec 31, 2013			Amount Dec 31, 2012		
	INTOUCH Group	SINGTEL and TEMASEK Group	Total	INTOUCH Group	SINGTEL and TEMASEK Group	Total
Total sales and services income	570.32	2.03	572.35	564.89	1.39	566.28
Total other income	0.03	-	0.03	0.30	-	0.30
Total expenses	104.77	8.76	113.53	120.97	6.00	126.97
Total trade accounts receivable and others	99.56	1.06	100.62	108.11	0.82	108.93
Total satellite uplink equipments	32.32	-	32.32	-	-	-
Total trade accounts payable and others	30.05	1.05	31.10	45.09	0.57	45.66
Total finance lease liabilities	33.21	-	33.21	-	-	-



INTOUCH GROUP

Amount (Million Baht)

Related Company	Relationship	Description	Amount as at		Reasons
			Dec 31, 2013	Dec 31, 2012	
Thaicom Public Co.,Ltd. (THAICOM) Telecommunication satellite services operator	INTOUCH holds 41.14% shares in this company with shared directors	<ul style="list-style-type: none"> Sales and services income Expenses Trade accounts receivable and others Satellite uplink equipments Trade accounts payable and others Finance lease liabilities 	28.26 31.25 6.47 32.32 5.33 33.21	24.17 31.08 6.25 - 15.49 -	The Company rented transponders on Thaicom satellites, which is the only operator in Thailand. <ul style="list-style-type: none"> Uplink and internet leased line services charges IPSTAR technical services charges Uplink and internet leased line services charges Satellite uplink equipments IPSTAR technical services charges Satellite uplink equipments
MIMO Tech Company Limited (MMT) Development and providing information for mobile phone	AIS holds 99.99% shares in this company with shared directors	<ul style="list-style-type: none"> Sales and services income Expenses Trade accounts receivable and others Trade accounts payable and others 	507.01 1.86 85.27 1.24	513.79 0.52 90.83 0.09	MMT is a company in the group that development and providing information for mobile phone (Mobile Content). <ul style="list-style-type: none"> Revenue sharing on mobile Revenue sharing on mobile Revenue sharing on mobile Call center cancellation charge

INTOUCH GROUP

Amount (Million Baht)

Related Company	Relationship	Description	Amount as at		Reasons
			Dec 31, 2013	Dec 31, 2012	
Advanced Info Services Plc. (AIS)	INTOUCH holds 40.45% shares in this company with shared directors				The Company used mobile phone services from AIS and provide mobile content services via mobile phone.
Mobile phone operator		● Sales and services income	16.49	19.40	● Monthly internet and revenue sharing on mobile
		● Other income	0.03	0.06	● Other services charges
		● Expenses	21.08	17.41	● Airtime of mobile phone and SMS broadcast
		● Trade accounts receivable and others	1.77	6.13	● Monthly internet services charges and revenue sharing on mobile
		● Trade accounts payable and others	4.01	3.06	● Airtime of mobile phone and SMS broadcast
Advanced Data Network Communications Co., Ltd. (ADC)	AIS holds 51% shares in this company with shared directors				The transactions were for the Company to rent and connect telephone lines in domestic of internet connection services.
Telephone line rental for internet connection services provider		● Sales and services income	0.41	0.51	● Monthly internet services charges
		● Expenses	28.34	43.99	● Domestic connectivity for provisioning of internet connection services
		● Trade accounts receivable and others	0.03	0.04	● Monthly internet services charges
		● Trade accounts payable and others	13.33	14.25	● Domestic connectivity for provisioning of internet connection services



INTOUCH GROUP

Amount (Million Baht)

Related Company	Relationship	Description	Amount as at		Reasons
			Dec 31, 2013	Dec 31, 2012	
Super Broadband Network Co.,Ltd. (SBN) Telephone line rental for internet connection services provider	AIS holds 99.99% shares in this company with shared directors	<ul style="list-style-type: none"> Sales and services income Other income Expenses Trade accounts receivable and others Trade accounts payable and others 	1.16 - 13.59 1.21 5.21	- 0.24 14.04 - 9.89	The transactions were for the Company to rent and connect telephone lines in domestic of internet connection services. <ul style="list-style-type: none"> Computer hardware Other services charges Domestic connectivity for provisioning of internet connection services Computer hardware Domestic connectivity for provisioning of internet connection services
Matchbox Co.,Ltd. (SMB) Advertising agency	INTOUCH holds 99.96% shares in this company with shared directors	<ul style="list-style-type: none"> Sales and services income Expenses Trade accounts receivable and others Trade accounts payable and others 	1.14 4.20 0.09 0.43	1.17 3.31 0.10 0.59	SMB is a company in the Group that we use it as our agent in having advertisement in various media for the customers to use our services. The fees were at the market rate. <ul style="list-style-type: none"> Monthly internet services charges Advertising expenses Internet services charges Advertising expenses

INTOUCH GROUP

Amount (Million Baht)

Related Company	Relationship	Description	Amount as at		Reasons
			Dec 31, 2013	Dec 31, 2012	
Other related companies	The affiliates in INTOUCH Group with shared directors	<ul style="list-style-type: none"> Sales and services income 	15.85	5.85	<ul style="list-style-type: none"> Monthly internet services charges, call centre service and revenue sharing on mobile
		<ul style="list-style-type: none"> Expenses 	4.45	10.62	<ul style="list-style-type: none"> Expenses for services charges and others
		<ul style="list-style-type: none"> Trade accounts receivable and others 	4.72	4.76	<ul style="list-style-type: none"> Monthly internet services charges, call centre service and revenue sharing on mobile
		<ul style="list-style-type: none"> Trade accounts payable and others 	0.50	1.72	<ul style="list-style-type: none"> Services charges and others



SINGTEL and TEMASEK Group

Amount (Million Baht)

Related Company	Relationship	Description	Amount as at		Reasons
			Dec 31, 2013	Dec 31, 2012	
Singapore Telecommunications Limited (STC)	SINGTEL own 14.14% of the Company's share capital	<ul style="list-style-type: none"> Sales and services income Expenses Trade accounts receivable and others Trade accounts payable and others 	2.03	1.39	<p>The Company provides internet services and has a monthly based services charge. It also operates the international connectivity.</p> <ul style="list-style-type: none"> Monthly internet services charges and server co-location International connectivity Monthly internet services charges and server co-location International connectivity
Equinix Singapore Pte. Ltd. (EQX)	Subsidiary of TEMASEK group	<ul style="list-style-type: none"> Expenses Trade accounts payable and others 	2.69	2.69	<p>The Company provides internet services and has a monthly based services charge. It also operates the international connectivity.</p> <ul style="list-style-type: none"> International connectivity International connectivity

The Necessity and Reasonableness of Transactions

Transaction Description	Price Policy
Revenues from monthly internet services fees	At market price
Revenues from transponder services, internet subscriber line fees, and broadband link services fees and broadband link services fees	Cost plus appropriated profits
Receivable and payable interest	At market price
Revenues and cost of agency and other commission fees	Cost plus appropriated profits
Technical services fees for IPSTAR and operating costs	At market price
Cost of server maintenance and operating costs	At market price
Telephone line rental fees for provision of internet connection	At market price
Advertising fees, telephone charges, computer program fees, accounting program fees and office rental fees	At market price
Space rental fees and server co-location, and domain name registration fees	At market price
Communication equipment maintenance fees and communication equipment rental fees	At market price

The above transactions have already been considered and approved by the Company's audit committee at the 2/2014 meeting held on February 11, 2014 with the opinion that such related transactions at present are part of normal business operations which support the group's business and are in its best interests. Consequently, the said transactions as per details above are necessary and reasonable and the return thereof is determined in consideration of appropriate market price or cost plus profit (Cost Plus).



Connected Transaction Approval Procedure

In the connected transaction approval procedure, for the transactions that are normal business operations, such as Internet services and telephone line rental and etc., the Company will set up conditions according to normal business practice using the market price normally charged to general customers or a determined price taking into account the actual cost incurred plus reasonable profit which is the rate charged to general customers. The Company will have its audit committee, or its auditor, or a specialist provide an opinion on the reasonableness of the transaction and price suitability.

As for other connected transactions, the Company will set up conditions according to normal business practice and the market price applicable to general customers will be used. If the market price is not available, the Company will cause an independent expert to obtain appropriate price and condition for the best benefits of the Company and its shareholders. Before taking such action, the Company has to obtain approval from the Board of Directors or shareholders as appropriate. The Company will have its audit committee, or its auditor, or a specialist provide an opinion on the reasonableness of the transaction and price suitability in approving the connected transaction to support the decision of the Company's Board of Directors or shareholders as the case may be.

The Company complies with the regulations of the SEC and SET on information disclosure of connected transactions, acquisition of major assets of the Company and its affiliates, and the accounting standards established by Federation of Accounting Profession.

Policies and Future Trend of Connected Transactions

It is projected that connected transactions in the future will still consist of normal business operations. Future connected transactions shall be in accordance with the above approval procedure.



MANAGEMENT'S DISCUSSION AND ANALYSIS : CSL

Executive Summary and Overview for year 2013

CS Loxinfo ("CSL") reported revenue from sales and services for 2013 of Baht 3,014 million, an increase of Baht 110 million or 4%, and reported net profit of Baht 462 million or Baht 0.78 per share, an increase of Baht 72 million or 18% over last year. This resulted from better performance of YellowPages Business, due to CSL had recognized some of the profit contributed from the sale of advertising space in the 2012 Thailand YellowPages Books, which was resulted from the change in distribution period from January to May, thus, only 8 mths had been recognized in 2012, compared to a full year recognition in 2013 (Please see more detail in "the Clarification" at the end of this document).

Moreover, CSL reported revenue from sales and services in separated financial statement for 2013 of Baht 2,056 million, an increase of Baht 109 million or 6%, and reported net profit of Baht 503 million or Baht 0.85 per share, an increase by 15% over last year. This was due to the continuous growth from core products, especially in ICT & Cloud Services due to an emphasis and expansion in ICT integrated services and ICT solution services to meet the needs of our current corporate customers, and a subsidiary declared higher dividend paid to CSL, as compared to last year (2013 = 310 MB vs 2012 = 260 MB).

At the CSL Board of Directors' meeting held on 12 February 2014, the Board of Directors passed a resolution to recommend to the Shareholders' Annual General Meeting, for the payment of dividends for the 2nd half performance of year 2013 Baht 0.35 per share. The proposed dividend must be approved by the shareholders at their meeting which will be held on 27 March 2014.

Business Summary

ICT Business

ICT Business continuously grew during 2013, especially in ICT & Cloud Services. This was due to CSL changing its business direction from an ISP (Internet Service Provider) to being an ICT (Internet/Computer/Telecom Service Provider) conforming to new customers' demands. This includes the need to provide a complete solution service, for internet, computer and communication.

As at the end of the end of 2013, CSL had corporate client subscribers (small, medium and large) as follows:

Number of Subscribers	4Q2013	3Q2013	4Q2012
Leased Line (sub)	4,905	4,779	4,509
Internet Data Center: IDC (rack)	364	348	304
Broadband (sub)	1,996	2,681	3,564



The number of subscribers for Leased line and Internet Data Center (IDC) services continuously increased by 3% and 5% over the previous quarter. This was a result from the growth of new customers and bandwidth usage for our corporate customers. However, the number of subscribers for Broadband services had continued to decrease due to intense price completion and CSL has putting more focus on providing ICT Solution Services in order to conform with current customers' demands.

YellowPages Business

In 2013, YellowPages had a better performance compared to last year. This was due to CSL had recognized some of the profit contributed from the sale of advertising space in the 2012 Thailand YellowPages Books, which was resulted from the change of distribution period (From January to May, thus, only 8 mths had been recognized in 2012, compared to a full year recognition in 2013). Moreover, the Company has been putting more effort into focusing on publishing various new vertical books in order to compensate for a decline in the sale of advertising space in the Thailand YellowPages (Bangkok & Upcountry), such as "Aroi for Bangkok area" which was published during 1Q2013 – 3Q2013, or "Aroi for Thailand", "Factory & Builder Guide", "Fashion & Accessories Guide", "Fixed Gang" which was published in 4Q2013. This enabled YellowPages Business to have positive performance compared to 3Q2013.

Voice and Mobile Content Business

The main revenue streams of this business come from SMS subscriptions and Audiotex services for news, entertainment news, horoscope content through all mobile phone networks, and outsource call center services. Moreover, the Company is currently developing additional new online applications.

During 2nd HF 2013, revenue from mobile subscription services slightly grew compared to the 1st HF 2013. This was due to a problem with system migration from 2G platform to 3G platform for mobile network operators in 3Q2013 and soften consumer sentiment in 4Q2013, while outsource call center services continuously grew. As a result of this, the overall total revenue from Voice and Mobile Content Business still increased 6% over last year.

Operating Results

The consolidated financial statement for the year ending 31 December 2013 compared to the consolidated financial statement for the year ending 31 December 2012.

Unit : MB

	Period		Change (%)
	2012	2013	
Revenues from sales and services	2,904	3,014	4
Other incomes	40	28	(30)
Total revenue	2,944	3,042	3
Cost of sales and services	1,625	1,729	6
SG&A expenses	768	748	(3)
Operating profit	551	565	3
Financial cost	13	10	(23)
Income tax	157	116	(26)
Net profit before extra. items	381	439	15
Extra. Items	9	23	n.a.
Net profit	390	462	18
EPS	0.66	0.78	18

Total Revenue from sales and services

In 2013, CSL earned Baht 3,014 million in total revenue from sales and services. The main revenue streams were, firstly, ICT business; secondly, publishing of the Thailand YellowPages business; and lastly, Voice Info Services & Mobile Content Services business. The details are as below:

1. Revenue from ICT Business

Revenue from ICT Business for 2013 was Baht 2,049 million, an increase of Baht 114 million or 6% over last year (Baht 1,935). The details are as below:

Revenue from ICT Business	2012 (MB)	2013 (MB)	Change (%)
Leased Line Services	1,277	1,302	2
Internet Data Center Services (IDC)	156	185	19
ICT Services (Internet, Computer and Telecom)	379	456	20
Broadband Services	82	64	(22)
Other value added services	41	42	2
Total	1,935	2,049	6

Revenue from core products and services, Leased line, Internet Data Center (IDC) and ICT & Cloud services, had grown, especially in revenue from ICT & Cloud services grew up 20% over last year. While revenue from broadband services had continued to decrease due to intense price competition and CSL has putting more effort to focus on providing ICT Solution Service in order to conform to current customers' demands.

2. Revenue from publishing the Thailand YellowPages

Revenue from the publishing of the Thailand YellowPages for 2013 was Baht 336 million, an increase of Baht 62 million or 23% over last year (Baht 274 million). This was due to the Company had recognized some of the profit contributed from the sale of advertising space in the 2012 Thailand YellowPages Books, which was resulted from the change of distribution period from January to May, thus, only 8 mths had been recognized in 2012, compared to a full year recognition in 2013.

3. Revenue from Voice Info Services & Mobile Content Services

Revenue from Voice Info Services and Mobile Content Services for 2013 was Baht 628 million, an increase of Baht 34 million or 6% over last year (Baht 594 million). This was due to the expanding in Outsource Call Center Services.

4. Revenue from Print Classified Business

Revenue from Print Classified Business in amount of Baht 101 million, which had been included as a part of the consolidated revenues from sales and services for 2012, was revenue for the nine months period ended 30 September 2012 recognition, before CSL has disposed the investment in Watta Classifieds Company Limited on 16 October 2012.



Cost of sales and services

Costs for sales and services for 2013 was Baht 1,729 million, an increase of Baht 104 million or 6% over last year (Baht 1,625 million). The details are given below:

1. Cost of ICT Business

Cost associated with ICT Business for 2013 was Baht 1,391 million, increased of Baht 106 million or 8% over last year (Baht 1,285 million). This mainly resulted from an increase of cost associated with ICT & Cloud project sales, which rely on its revenue.

2. Cost of publishing the Thailand YellowPages

Cost of publishing the Thailand YellowPages for 2013 was Baht 142 million, an increase of Baht 15 million or 12% over last year (Baht 127 million). This was resulted from the postponing of recognition of some variable cost of 2012 Thailand YellowPages Books in order to comply with its revenue recognition.

3. Cost of Voice Info Services & Mobile Content Services

Cost of Voice Info Services & Mobile Content Services for 2013 was Baht 195 million, an increase of Baht 42 million or 27% over last year (Baht 153 million). This resulted from an increase of cost of content and an expanding in Outsource Call Center services.

4. Cost of Print Classified Business

Cost from Print Classified Business in amount of Baht 60 million, which had been included as a part of the consolidated cost of sales and services for 2012, was cost for the nine months period ended 30 September 2012 recognition, before CSL has disposed the investment in Watta Classifieds Company Limited on 16 October 2012.

Selling and Administrative Expenses

Selling and administrative expenses for 2013 was Baht 748 million, a decrease of Baht 20 million or 3% from last year (Baht 768 million). The details are given below:

1. Selling and administrative expenses of ICT Business

Selling and administrative expenses of ICT Business for 2013 was Baht 443 million, an increase of Baht 26 million or 6% over last year (Baht 417 million), mainly increased from selling and marketing expenses to boost its sales and staff expenses (higher number of employees and merit increased).

2. Selling and administrative expenses of the publishing of the Thailand YellowPages

Selling and administrative expenses of the publishing of the Thailand YellowPages for 2013 was Baht 240 million, roughly equivalent to that in last year (Baht 238 million) due to SG&A control in order to compensate the decline of its revenue.

3. Selling and administrative expenses of Voice Info Services & Mobile Content Service

Selling and administrative expenses of Voice Info Services & Mobile Content Services for 2013 was Baht 64 million, slightly increased from last year (Baht 62 million). This was resulted from staff expenses due to an expanding of Outsource Call Center services.

4. Selling and administrative expenses of Print Classified Business

Selling and administrative expenses from Print Classified Business in amount of Baht 51 million, which had been included as a part of the consolidated selling and administrative expenses for 2012, was SG&A for the nine months period ended 30 September 2012 recognition, before CSL has disposed the investment in Watta Classifieds Company Limited on 16 October 2012.



Extraordinary item

2013: The extraordinary item (net off income tax expense) of Baht 23 million was represented gain from getting discount for the internet network rental fee from our supplier, which had been recognition in 1Q2013.

2012: The extraordinary item (net off income tax expense) totaling Baht 9 million was represented the transaction related to the disposal of an investment in Watta Classifieds Company Limited in order to manage the total profits of the Company's group and prevent the future risk from operation, since Watta has been loss continuously.

Income Tax expense

Income tax expense for 2013 was Baht 116 million, a decrease of Baht 41 million or 26% from last year (Baht 157 million). This was due to the impact of the reduction in the corporate income tax rate to 20% in 2013, under Royal Decree No. 530 B.E. 2554 dated 21 December 2011. (The corporate tax rate for the year 2012 was 23%)

Gross profit and net profit from the operation

In 2013, CSL had gross profit of Baht 1,285 million, slightly increased from last year (Baht 1,279 million). Moreover, net profit from operation (excluded the extraordinary items) for 2013 was Baht 565 million, an increase of Baht 14 million or 3% over last year (Baht 551 million). This mainly resulted from better performance of YellowPages Business, due to CSL had recognized some of the profit contributed from the sale of advertising space in the 2012 Thailand YellowPages Books, which was resulted from the change of distribution period from January to May, thus, only 8 mths had been recognized in 2012, compared to a full year recognition in 2013. Moreover, this year, CSL did not recognize negative performance from Print Classifieds Business due to CSL has already disposed the investment in Watta Classifieds Company Limited on 16 October 2012.



Financial Position

The major asset components comprise of the following:

	31 December 2012		31 December 2013	
	MB	% of total assets	MB	% of total assets
Cash and cash equivalents	468	22	282	13
Trade accounts receivable, accrued income and other receivable	453	21	539	23
Inventories	53	2	68	3
Other current assets	6	1	9	1
Total current assets	980	46	898	40
Property, plant and equipment - net	426	20	597	27
Goodwill	550	26	550	25
Other non-current assets	178	8	173	8
Total assets	2,134	100	2,218	100
Trade and other accounts payable	474	22	406	18
Current portion of long-term loans	78	4	60	3
Unearned income and advances received	243	11	260	12
Other current liabilities	52	3	47	2
Total current liabilities	847	40	773	35
Loan term loan	-	-	60	2
Employee benefit obligations	121	6	123	6
Other non-current liabilities	28	1	48	2
Total liabilities	996	47	1,004	45
Total equity	1,138	53	1,214	55



Assets

As at 31 December 2013, CSL had total assets of Baht 2,218 million, an increase of Baht 84 million or 4% from 2012. This was due to the following:

- Cash and cash equivalents decreased Baht 186 million or 40%, mainly from YellowPages Business and ICT Business due to long term loan repayment, 1HF2013 interim dividend payment (Baht 0.65 per share) and the expanding in new Internet Data Center
- Trade accounts receivable, accrued income and other receivable – net increased Baht 86 million from ICT & Cloud project sales which had been delivered to customers at the end of this year, withholding refunded from the Revenue Department of ICT Business and YellowPages Business and advance to suppliers for the construction of new Internet Data Center Building (ICT Business)
- Property, plant and equipment increased Baht 171 million or 40% mainly from decommissioning cost and leasing agreement with a major shareholders (THAICOM), for providing satellite uplink equipment of ICT Business and the expanding of new Internet Data Center Building (ICT Business)

Liabilities and equity

Liabilities

As of 31 December 2013, CSL had total liabilities of Baht 1,004 million, roughly equivalent to that in the end of 2012. This was due to the following:

- Trade and other accounts payable decreased Baht 68 million or 14% from A/P internet equipment and accrued expenses
- Loans from financial institutions represented:

Current portion	60	MB
Long term loan	<u>60</u>	MB
Net	<u>120</u>	MB

Net increase of Baht 42 million from settlement during year 2013

Total Equity

As of 31 December 2013, CSL had total equity of Baht 1,214 million, an increase of Baht 76 million or 3% over the end of year 2012. This was due to the following:

- Net profit for Y2013 of Baht 462 million or Baht 0.78 per share
- Total Dividend payment of Baht 386 million (2HF2012 dividend payment of Baht 178 million (Baht 0.30 per share) and 1HF2013 interim dividend payment of Baht 208 million (Baht 0.35 per share))

Assets Quality

Accounts Receivable Analysis

As of 31 December 2013, CSL had trade accounts receivable and accrued net income – net of Baht 413 million or 19% of total assets. The trade accounts receivable comprised of third parties and related parties, representing 79% and 21% of total trade accounts receivable, respectively. The average collection period was 46 days (normal collection period of the Company was 15 – 120 days).

Trade Accounts receivable, based on business segments, are as follows:

1. ICT Business

Trade accounts receivable consists of two types of customer:

- 1) Individual customers equal to 3% of total trade accounts receivable, provided with a credit term of 30 days. Average collection period was 25 days in 2013, which roughly equivalent to that in 2012 (27 days)
- 2) Corporate customers and government agencies equal to 97% of total trade accounts receivable provided with a credit term of 30 – 90 days. Average collection period was 36 days, which roughly equivalent to that in 2012 (38 days)



2. Publishing the Thailand YellowPages Business

Average collection period for 2013 was 79 days (2012 = 70 days). The Company's credit term policies are based on the billing of each advertiser.

1) Full payment with a credit term of 30 days

2) For advertisers of YellowPages – BKK books shall pay as follows:-

- Full amount with a credit term of 30 days for advertisers which has an amount of less than Baht 35,000
- Four installments within 120 days for advertisers which has an amount of equal or more than Baht 35,000

3. Voice Info Services & Mobile Content

Average collection period for 2013 was 30 days, decreased from 2012 (33 days). (Normal credit term is 30 days)

Aging analyses for trade accounts receivable were as follows:

Over – Due period	2012		2013	
	MB	%	MB	%
Current	230	58	262	58
Less than 90 days	96	24	119	27
91 – 180 days	26	7	19	4
180 – 360 days	15	4	21	5
เกินกว่า 360 วันขึ้นไป	30	7	27	6
Total account receivable	397	100	448	100
Less Allowance for doubtful a/c	(61)	(15)	(57)	(13)
Net trade accounts receivable	336	85	391	87

Based on the table above, CSL had total trade accounts receivable as at 31 December 2013 of Baht 448 million. In addition, CSL had an allowance for doubtful accounts of Baht 57 million or 13% of total trade accounts receivable. The allowance covered the trade accounts receivable over 360 days, which stands at Baht 27 million as of 31 December 2013.

Liquidity

The liquidity of CSL remained a healthy status. As at 31 December 2013, the Company's current ratio was 1.16 times, roughly equivalent to that in last year, while the Company's quick ratio was improved from 0.97 times in last year to 1.06 time at the end of this year.

CSL had cash flow from operations for 2013 of Baht 468 million, a decrease of Baht 211 million or 31% from the same period of last year, which was stood at Baht 679 million. Furthermore, CSL also had cash flow from investment for 2013 of the Company was Baht 296 million, an increase of Baht 119 million from 2012, which was stood at Baht 177 million. This was due to an additional expanding in new Internet Data Center Building for ICT Business.

During the year ended 2013, CSL also paid dividends to our shareholders totaling Baht 386 million, which comprised of:

- 2012 Dividend of Baht 178 million (Baht 0.30 per share)
- 2013 Interim Dividend of Baht 208 million (Baht 0.35 per share)

At the CSL Board of Directors' meeting held on 12 February 2014, the Board of Directors passed a resolution to recommend to the Shareholders' Annual General Meeting, for the payment of dividends for the 2nd half performance of year 2013 Baht 0.35 per share. The proposed dividend must be approved by the shareholders at their meeting which will be held on 27 March 2014.

As at 31 December 2013, CSL had ending cash of Baht 282 million in consolidated financial statement and had outstanding loan of Baht 120 million (Y2012 = 138 MB).

Clarification

Due to the impact of flood crisis at the end of year 2011, the Company has postponed delivery and recognition of 2012 BKK-YP Book from January 2012 to May 2012. Thus, the periods of recognition has also been postponed as follows:

Revenue recognition

Book	Useful life	Started	Ended
2011	12 mths	16 January 2011	15 January 2012
2012	12 mths	1 May 2012	30 April 2013*
2013	12 mths	1 May 2013	30 April 2014

* The consolidated financial statement for the period ending 31 December 2012 will be recognized revenue of 2012 BKK-YP Book of 8 months (from 1 May 2012 to 31 December 2012) in order to comply with useful life of the Book

Cost Recognition of TMC

The Costs of TMC are mainly derived from direct variable costs, such as cost of paper used for printing the Yellow Pages. This cost was recognized by the same method of revenue recognition as mentioned above. Fixed costs are recognized when they occur.



BOARD OF DIRECTORS'

RESPONSIBILITY FOR FINANCIAL REPORTING

The Board of Directors is responsible for CS LoxInfo Public Company Limited's financial statements and CS LoxInfo Public Company Limited and its subsidiaries' consolidated financial statements, including the financial information presented in this annual report. The aforementioned financial statements are prepared in accordance with Thai Financial Reporting Standards, using careful judgment and the best estimations. Important information is adequately and transparently disclosed in the notes to financial statements to the Company's shareholders and investors.

The Board of Directors has provided and maintained a risk management system and appropriate and efficient internal controls to ensure that accounting records are accurate, reliable and adequate to protect its assets and uncover any weaknesses that may be presented in order to prevent fraud or materially irregular operations.

In this regard, the Board of Directors has appointed an Audit Committee to be responsible for reviewing the accounting policy and financial reports, internal controls, internal audit and risk management system. The Audit Committee has also reviewed a disclosure of related party transactions. All their comments on these issues have been included in the Audit Committee Report which is presented in this annual report.

The financial statements of the Company and the consolidated financial statements of Company and its subsidiaries have been examined by an external auditor, Mr. Supot Singhasaneh (CPA No. 2826) of KPMG Phoomchai Audit Limited. To conduct the audits and express an opinion in accordance with generally accepted auditing standards, the auditor was provided with all of the Company's records and related data as requested. The auditor's opinion is presented in the auditor's report as part of this annual report.

The Board of Directors believes that the Company's overall internal control system is sufficiently effective to ensure the integrity and reliability of CS LoxInfo Public Company Limited's financial statements and CS LoxInfo Public Company Limited and its subsidiaries' consolidated financial statements for the year ended December 31, 2013. The Board of Directors also believes that all these financial statements have been prepared in accordance with Thai Financial Reporting Standards and related regulations.



Professor Wongkulpat Snidvongs na Ayudyha
Chairman of the Board of Directors



Ms. Suphajee Suthumpun
Chairman of the Executive Committee



INDEPENDENT AUDITOR'S REPORT

To the Shareholders of CS Loxinfo Public Company Limited

I have audited the accompanying consolidated and separate financial statements of CS Loxinfo Public Company Limited and its subsidiaries (the "Group") and of CS Loxinfo 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 of 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 present fairly, in all material respects, the financial position of the Group and the Company, respectively, as at 31 December 2013 and their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

P. Singhasaneh

(Supot Singhasaneh)

Certified Public Accountant

Registration No. 2826

KPMG Phoomchai Audit Ltd.

Bangkok

12 February 2014



STATEMENT OF FINANCIAL POSITION

CS Loxinfo Public Company Limited and its Subsidiaries

		Consolidated financial statements		Separate financial statements	
		31 December		31 December	
Assets	Note	2013	2012	2013	2012
(in Baht)					
<i>Current assets</i>					
Cash and cash equivalents	6	281,991,496	468,256,860	108,362,631	214,821,929
Trade accounts receivable and accrued income	7	412,895,590	354,790,641	239,988,627	201,877,713
Other receivables	8	125,843,423	98,079,588	60,857,228	37,980,041
Inventories	9	68,005,994	52,628,202	62,308,815	39,577,637
Other current assets		8,387,223	6,452,770	4,632,597	3,721,965
Total current assets		897,123,726	980,208,061	476,149,898	497,979,285
<i>Non-current assets</i>					
Investments in subsidiaries	10	-	-	598,658,388	598,658,388
Property, plant and equipment	11	597,487,869	426,329,879	525,229,355	352,751,833
Goodwill	12	550,013,793	550,013,793	-	-
Other intangible assets	13	95,384,287	97,464,897	63,327,894	64,745,248
Deferred tax assets	14	53,764,629	57,294,722	25,799,915	25,764,402
Other non-current assets		23,823,535	23,111,306	15,141,249	14,816,049
Total non-current assets		1,320,474,113	1,154,214,597	1,228,156,801	1,056,735,920
Total assets		2,217,597,839	2,134,422,658	1,704,306,699	1,554,715,205

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



STATEMENT OF FINANCIAL POSITION

CS Loxinfo Public Company Limited and its Subsidiaries

		Consolidated financial statements		Separate financial statements	
		31 December		31 December	
Liabilities and equity	Note	2013	2012	2013	2012
(in Baht)					
<i>Current liabilities</i>					
Trade accounts payable	16	274,063,792	329,182,937	234,300,226	290,568,647
Other payables	17	131,730,007	144,357,768	88,809,048	93,362,061
Current portion of long-term loans from financial institution	15	60,000,000	78,300,000	60,000,000	78,300,000
Current portion of finance lease liabilities	15	13,811,878	1,343,837	12,625,348	328,309
Unearned income and advance receipts		259,626,481	243,224,321	103,386,464	89,600,117
Income tax payable		21,611,696	33,890,073	-	-
Other current liabilities		11,685,533	16,439,740	8,316,912	10,688,330
Total current liabilities		772,529,387	846,738,676	507,437,998	562,847,464
<i>Non-current liabilities</i>					
Long-term loans from financial institution	15	60,000,000	-	60,000,000	-
Finance lease liabilities	15	25,541,439	5,631,376	21,697,526	1,113,776
Employee benefit obligations	18	123,012,100	121,188,927	69,979,991	62,108,919
Other non-current liabilities		22,874,521	23,132,285	18,925,304	19,183,070
Total non-current liabilities		231,428,060	149,952,588	170,602,821	82,405,765
Total liabilities		1,003,957,447	996,691,264	678,040,819	645,253,229

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

STATEMENT OF FINANCIAL POSITION

CS Loxinfo Public Company Limited and its Subsidiaries

		Consolidated financial statements		Separate financial statements	
		31 December		31 December	
Liabilities and equity	Note	2013	2012	2013	2012
(in Baht)					
<i>Equity</i>					
Share capital	19				
Authorised share capital		148,628,692	149,252,286	148,628,692	149,252,286
Issued and paid-up share capital		148,628,692	148,628,692	148,628,692	148,628,692
Additional paid-in capital					
Premium on ordinary shares	19	462,211,565	462,211,565	462,211,565	462,211,565
Retained earnings					
Appropriated					
Legal reserve	20	31,364,288	31,364,288	31,364,288	31,364,288
Unappropriated		571,435,847	495,526,849	384,061,335	267,257,431
Total equity		1,213,640,392	1,137,731,394	1,026,265,880	909,461,976
Total liabilities and equity		2,217,597,839	2,134,422,658	1,704,306,699	1,554,715,205

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



STATEMENT OF COMPREHENSIVE INCOME

CS Loxinfo Public Company Limited and its Subsidiaries

		Consolidated financial statements		Separate financial statements	
		For the year ended 31 December		For the year ended 31 December	
	Note	2013	2012	2013	2012
(in Baht)					
Continuing operations					
Income					
Revenue from sale of goods and rendering of services		3,013,648,227	2,903,908,873	2,055,932,237	1,946,639,153
Investment income	22	5,631,329	6,882,914	311,530,523	261,533,657
Other income	23	31,572,756	33,569,129	15,409,459	6,560,375
Total income		3,050,852,312	2,944,360,916	2,382,872,219	2,214,733,185
Expenses					
Cost of sale of goods and rendering of services		1,708,593,609	1,624,898,753	1,374,391,621	1,291,140,970
Selling expenses		168,446,355	168,275,686	96,758,693	87,482,182
Administrative expenses		552,128,607	594,679,621	323,212,993	330,962,370
Management benefit expenses	5	27,151,502	22,872,528	27,151,502	22,872,528
Finance costs		9,998,087	13,015,514	8,792,212	9,973,374
Total expenses		2,466,318,160	2,423,742,102	1,830,307,021	1,742,431,424
Profit before income tax expense		584,534,152	520,618,814	552,565,198	472,301,761
Income tax expense	26	122,187,379	137,555,115	49,327,559	34,342,416
Profit for the year		462,346,773	383,063,699	503,237,639	437,959,345

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

STATEMENT OF COMPREHENSIVE INCOME

CS Loxinfo Public Company Limited and its Subsidiaries

		Consolidated financial statements		Separate financial statements	
		For the year ended 31 December		For the year ended 31 December	
	Note	2013	2012	2013	2012
(in Baht)					
Other comprehensive income					
Defined benefit plan actuarial losses	18	-	(52,127,367)	-	(28,073,222)
Income tax on other comprehensive income	26	-	10,425,473	-	5,614,644
Other comprehensive income for the year, net of income tax		-	(41,701,894)	-	(22,458,578)
Total comprehensive income for the year		462,346,773	341,361,805	503,237,639	415,500,767
Profit (loss) attributable to:					
Owners of the Company		462,346,773	390,071,401	503,237,639	437,959,345
Non-controlling interests		-	(7,007,702)	-	-
Profit for the year		462,346,773	383,063,699	503,237,639	437,959,345
Total comprehensive income attributable to:					
Owners of the Company		462,346,773	348,369,507	503,237,639	415,500,767
Non-controlling interests		-	(7,007,702)	-	-
Total comprehensive income for the year		462,346,773	341,361,805	503,237,639	415,500,767
Earnings per share	27				
Basic earnings per share		0.78	0.66	0.85	0.74

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



STATEMENT OF CHANGES IN EQUITY

CS Loxinfo Public Company Limited and its Subsidiaries

		Consolidated financial statements						
		Issued and paid-up share capital	Share premium	Retained earnings		Equity attributable to owners of the Company	Non-controlling interests	Total equity
				Legal reserve	Unappropriated			
	Note	(in Baht)						
Year ended 31 December 2012								
Balance at 1 January 2012		148,604,951	462,020,222	31,364,288	486,034,048	1,128,023,509	7,007,702	1,135,031,211
Transactions with owners, recorded directly in equity								
Issue of ordinary shares	19	23,741	191,343	-	-	215,084	-	215,084
Dividends to owners of the Company	28	-	-	-	(338,876,706)	(338,876,706)	-	(338,876,706)
Total transactions with owners, recorded directly in equity		23,741	191,343	-	(338,876,706)	(338,661,622)	-	(338,661,622)
Comprehensive income for the year								
Profit or loss		-	-	-	390,071,401	390,071,401	(7,007,702)	383,063,699
Other comprehensive income		-	-	-	(41,701,894)	(41,701,894)	-	(41,701,894)
Total comprehensive income for the year		-	-	-	348,369,507	348,369,507	(7,007,702)	341,361,805
Balance at 31 December 2012		148,628,692	462,211,565	31,364,288	495,526,849	1,137,731,394	-	1,137,731,394

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

STATEMENT OF CHANGES IN EQUITY

CS Loxinfo Public Company Limited and its Subsidiaries

	Note	Consolidated financial statements					Total equity
		Issued and paid-up share capital	Share premium	Retained earnings		Unappropriated	
				Legal reserve			
(in Bhd)							
Year ended 31 December 2013							
Balance at 1 January 2013		148,628,692	462,211,565	31,364,288		495,526,849	1,137,731,394
Transactions with owners, recorded directly in equity							
Dividends to owners of the Company	28	-	-	-		(386,437,775)	(386,437,775)
Total transactions with owners, recorded directly in equity		-	-	-		(386,437,775)	(386,437,775)
Comprehensive income for the year							
Profit or loss		-	-	-		462,346,773	462,346,773
Other comprehensive income		-	-	-		-	-
Total comprehensive income for the year		-	-	-		462,346,773	462,346,773
Balance at 31 December 2013		148,628,692	462,211,565	31,364,288		571,435,847	1,213,640,392

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

STATEMENT OF CHANGES IN EQUITY

CS Loxinfo Public Company Limited and its Subsidiaries

		Separate financial statements				
		Issued and paid-up share capital	Share premium	Retained earnings		Total equity
				Legal reserve	Unappropriated	
	Note	(in Baht)				
Year ended 31 December 2012						
Balance at 1 January 2012		148,604,951	462,020,222	31,364,288	190,629,981	832,619,442
Transactions with owners, recorded directly in equity						
Issue of ordinary shares	19	23,741	191,343	-	-	215,084
Dividends to owners of the Company	28	-	-	-	(338,873,317)	(338,873,317)
Total transactions with owners, recorded directly in equity		23,741	191,343	-	(338,873,317)	(338,658,233)
Comprehensive income for the year						
Profit or loss		-	-	-	437,959,345	437,959,345
Other comprehensive income		-	-	-	(22,458,578)	(22,458,578)
Total comprehensive income for the year		-	-	-	415,500,767	415,500,767
Balance at 31 December 2012		148,628,692	462,211,565	31,364,288	267,257,431	909,461,976

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

STATEMENT OF CHANGES IN EQUITY

CS Loxinfo Public Company Limited and its Subsidiaries

		Separate financial statements				
		Issued and paid-up share capital	Share premium	Retained earnings		Total equity
				Legal reserve	Unappropriated	
	Note	(in Baht)				
Year ended 31 December 2013						
Balance at 1 January 2013		148,628,692	462,211,565	31,364,288	267,257,431	909,461,976
Transactions with owners, recorded directly in equity						
Dividends to owners of the Company	28	-	-	-	(386,433,735)	(386,433,735)
Total transactions with owners, recorded directly in equity		-	-	-	(386,433,735)	(386,433,735)
Comprehensive income for the year						
Profit or loss		-	-	-	503,237,639	503,237,639
Other comprehensive income		-	-	-	-	-
Total comprehensive income for the year		-	-	-	503,237,639	503,237,639
Balance at 31 December 2013		148,628,692	462,211,565	31,364,288	384,061,335	1,026,265,880

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

STATEMENT OF CASH FLOWS

CS Loxinfo Public Company Limited and its Subsidiaries

		Consolidated financial statements		Separate financial statements	
		For the year ended 31 December		For the year ended 31 December	
	Note	2013	2012	2013	2012
(in Baht)					
<i>Cash flows from operating activities</i>					
Profit for the year		462,346,773	383,063,699	503,237,639	437,959,345
<i>Adjustments for</i>					
Depreciation	11	137,679,791	130,792,166	112,795,252	106,638,537
Amortisation of intangible assets	13	21,713,993	20,318,752	12,355,152	11,241,781
Impairment losses on goodwill and investments in subsidiaries	10, 12	-	7,807,108	-	16,607,085
Loss on disposal of subsidiary	10	-	9,483,597	-	-
Investment income	22	(5,631,329)	(6,882,914)	(311,530,523)	(261,533,657)
Finance costs		9,998,087	13,015,514	8,792,212	9,973,374
Unrealised (gain) loss on exchange		49,741	(32,835)	49,741	(32,835)
Doubtful debts expense		17,544,081	(5,588,130)	3,685,783	4,977,068
Allowance for decline in value of inventories		5,764,777	4,543,517	-	516,108
Gain on disposal of property, plant and equipment		(307,652)	(2,963,515)	(258,370)	(1,521,178)
Loss on disposal of intangible assets		5,642,504	175,864	1,865,710	175,864
Employee benefit expenses		15,053,199	10,445,489	6,070,524	4,512,172
Write-off of withholding tax		72,367	99,833	-	-
Income tax expense	26	122,187,379	137,555,115	49,327,559	34,342,416
		792,113,711	701,833,260	386,390,679	363,856,080

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

STATEMENT OF CASH FLOWS

CS Loxinfo Public Company Limited and its Subsidiaries

		Consolidated financial statements		Separate financial statements	
		For the year ended 31 December		For the year ended 31 December	
	Note	2013	2012	2013	2012
(in Baht)					
<i>Changes in operating assets and liabilities</i>					
Trade accounts receivable and accrued income		(75,649,030)	(44,093,059)	(41,796,697)	1,647,098
Other receivables		(3,045,353)	(15,635,602)	(9,381,641)	1,698,068
Inventories		(27,073,940)	29,965,061	(28,662,549)	14,418,772
Other current assets		(1,934,453)	(2,624,287)	(910,633)	(2,845,262)
Other non-current assets		(712,229)	1,647,591	(325,200)	1,912,575
Trade accounts payable		(55,119,145)	34,699,750	(56,268,420)	38,266,050
Other payables		(4,842,411)	28,530,667	(1,574,422)	20,039,964
Unearned income and advance receipts		16,402,160	82,641,291	13,786,348	(9,770,549)
Other current liabilities		(4,754,207)	(1,639,146)	(2,371,418)	891,781
Other non-current liabilities		(257,764)	105,692	(257,767)	(3,288,396)
Cash generated from operating activities		635,127,339	815,431,218	258,628,280	426,826,181
Employee benefits paid		(17,735,455)	(2,681,666)	(620,620)	(76,810)
Refundable withholding tax		-	11,070,220	-	8,132,262
Income tax paid		(149,847,186)	(144,813,021)	(56,927,247)	(57,314,186)
Net cash from operating activities		467,544,698	679,006,751	201,080,413	377,567,447
<i>Cash flows from investing activities</i>					
Interest received		5,683,375	7,143,926	1,451,011	1,432,299
Dividends received		-	-	310,079,512	260,101,358
Purchase of property, plant and equipment		(273,063,061)	(156,496,731)	(247,904,134)	(101,798,450)
Sale of property, plant and equipment		567,444	4,376,189	515,165	2,117,982
Increase in other long-term investments		-	(25,050)	-	-
Purchase of intangible assets		(29,523,399)	(22,290,692)	(14,377,394)	(15,219,375)
Disposal of subsidiary, net of cash disposed of		-	(9,240,741)	-	-
Net cash from (used in) investing activities		(296,335,641)	(176,533,099)	49,764,160	146,633,814

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

STATEMENT OF CASH FLOWS

CS Loxinfo Public Company Limited and its Subsidiaries

		Consolidated financial statements		Separate financial statements	
		For the year ended 31 December		For the year ended 31 December	
	Note	2013	2012	2013	2012
(in Baht)					
Cash flows from financing activities					
Interest paid		(5,492,657)	(9,237,012)	(6,371,044)	(8,441,718)
Dividends paid to owners of the Company	28	(386,437,775)	(338,876,706)	(386,433,735)	(338,873,317)
Finance lease payments		(7,194,248)	(2,273,185)	(6,149,351)	(565,797)
Proceeds from loans from financial institution		160,000,000	80,000,000	160,000,000	60,000,000
Proceeds from loan from related party		-	-	140,000,000	-
Repayment of loans from financial institution		(118,300,000)	(141,680,000)	(118,300,000)	(136,680,000)
Repayment of loans from related party		-	-	(140,000,000)	-
Proceeds from issue of ordinary shares	19	-	215,085	-	215,085
Net cash used in financing activities		(357,424,680)	(411,851,818)	(357,254,130)	(424,345,747)
Net increase (decrease) in cash and cash equivalents		(186,215,623)	90,621,834	(106,409,557)	99,855,514
Cash and cash equivalents at 1 January		468,256,860	377,602,191	214,821,929	114,933,580
Effect of exchange rate changes on balances held in foreign currencies		(49,741)	32,835	(49,741)	32,835
Cash and cash equivalents at 31 December	6	281,991,496	468,256,860	108,362,631	214,821,929
Non-cash transactions					
Acquisitions of equipment through credit		5,118,854	8,656,705	4,583,331	5,988,047
Acquisitions of intangible assets through credit		-	4,247,499	-	1,573,875

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

NOTES TO THE FINANCIAL STATEMENTS

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NOTES TO THE FINANCIAL STATEMENTS

These notes form an integral part of the financial statements.

The financial statements issued for Thai statutory and regulatory reporting purposes are prepared in the Thai language. These English language financial statements have been prepared from the Thai language statutory financial statements, and were approved and authorised for issue by the Board of Directors on 12 February 2014.

1 General information

CS Loxinfo Public Company Limited, the “Company”, is incorporated in Thailand and has its registered office at 414 Phaholyothin Road, Samsen Nai, Phayathai, Bangkok 10400.

The Company was listed on the Stock Exchange of Thailand in April 2004.

The Company’s major shareholders during the financial year were DTV Service Co., Ltd., a subsidiary of Thaicom Public Company Limited, incorporated in Thailand (42.07% shareholding) and Singapore Telecommunications Limited, incorporated in Singapore (14.14% shareholding).

The principal activities of the Company are the provision of internet data centre services, internet and satellite uplink-downlink services for domestic and international communications. The principal activities of the Group also include printing and publishing of telephone directories businesses and providing mobile contents. Details of the Company’s subsidiaries as at 31 December 2013 and 2012 are given in notes 5 and 10.

The Company entered into concession agreements with CAT Telecom Public Company Limited (“CAT”) for a period of 22 years from 9 August 1994 to 8 August 2016 to provide satellite uplinkdownlink and satellite internet services.

The National Broadcasting and Telecommunications Commission (“NBTC”) has current responsibility for granting licenses to provide internet access services in Thailand. The Company operates the business to provide internet and telecommunication services under licenses granted by NBTC as follows:

Type of license	Issue date	Period	Total revenue used in calculation of fees payable to NBTC	
			2013	2012
			(in thousand Baht)	
Internet Operation License Type I	8 September 2009	5 years	714,231	425,263
Telecom Operation License Type I	11 October 2009	5 years	1,075	644
Internet Operation License Type II	26 April 2012	5 years	114,027	62,381
Telecom Operation License Type III	20 December 2007	15 years	13,030	8,164

The fees payable to NBTC consist of the annual license fees and the USO fees. The Notification of the NBTC dated 29 May 2012 “The Criteria and Procedures for the Payment of the Universal Service Obligation (USO)” prescribes that the authorised licensee shall pay for the USO fees at a rate of 3.75% per annum of the net income (total telecommunications business and internet service revenues after deduction of expenses as specified by the NBTC). The Notification becomes effective on the day following the date of its publication in the Government Gazette (Date of Publication: 30 May 2012).

According to the conditions specified by NBTC, if the authorised licensee is not in significant violation of the conditions specified in the license, NBTC will consider renewing the license as normal procedure.

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”); guidelines promulgated by the Federation of Accounting Professions (“FAP”); and 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 operations and effective for accounting periods beginning on or after 1 January 2013:

TFRS	Topic
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 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 operations are disclosed in note 33.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis.

(c) Functional and presentation currency

The financial statements are 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 judgements

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.

Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements is included in the following notes:

Note 4(r)	Current and deferred taxation
Note 7	Allowance for doubtful accounts
Note 9	Allowance for decline in value of inventories
Note 10 & 12	Key assumptions used in discounted cash flow projections
Note 11	Utilisation of plant and equipment

Note 13	Utilisation of intangible assets
Note 14	Utilisation of tax losses
Note 18	Measurement of defined benefit obligations
Note 29	Valuation of financial instruments
Note 31	Contingent liabilities

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 has changed its accounting policies in the following areas:

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

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

From 1 January 2013, the Group has adopted TAS 21 (revised 2009) *Accounting for the effects of changes in foreign exchange rates*.

The principal change introduced by TAS 21 (revised 2009) 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 (revised 2009) 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 (revised 2009). Foreign currencies are defined by TAS 21 (revised 2009) 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 (revised 2009) from 1 January 2013 has not had a significant impact on the Group's reported assets, liabilities or retained earnings.

(c) Presentation of information on operating segments

From 1 January 2013, the Group has adopted TFRS 8 *Operating Segments*. The new policy for presentation of information on operating segments, together with information on the previous policy, is given below. The new policy has been applied retrospectively and segment information included in the financial statements for the year ended 31 December 2012, which are included in the Group's 2013 financial statements for comparative purposes, has been re-presented accordingly. The change in policy only impacts presentational aspects and has no impact on the Group's reported assets, liabilities, results or earnings per share.

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 Chief Operating Decision Maker in order to assess each segment's performance and to allocate resources to those segments. Previously the Group presented segment information in respect of its business and geographical segments in accordance with TAS 14 *Segment Reporting*.

The change in basis of presentation and disclosure of segment information has had no significant effect on the segment information reported in the Group's financial statements.

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.

(n) Basis of consolidation

The consolidated financial statements relate to the Company and its subsidiaries (together referred to as the “Group”).

Business combinations

The Group 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 takes into consideration potential voting rights that currently are exercisable. The acquisition date is the date on which control is transferred to the acquirer. Judgement is applied in determining the acquisition date and determining whether control is transferred from one party to another.

The Group measures goodwill at the acquisition date as:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interest in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

When the above result is negative, a bargain purchase gain is recognised immediately in profit or loss.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

Any contingent consideration payable is recognised at fair value at the acquisition date. If the contingent consideration is classified as equity, it is not remeasured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in profit or loss.

Acquisitions from entities under common control

Business combinations of entities or businesses under common control are accounted for using a method similar to the pooling of interest method and in accordance with the Guideline issued in 2009 by the FAP.

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.



Loss of control

Upon the loss of control, the Group derecognises the assets and liabilities of the subsidiary, any noncontrolling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity-accounted investee or as an available-for-sale financial asset depending on the level of influence retained.

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.

(b) Foreign currencies

Foreign currency transactions

Transactions in foreign currencies are translated to Thai Baht 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 Thai Baht at the foreign exchange rates ruling at that date. Foreign exchange differences arising on translation are recognised in profit or loss.

(c) Derivative financial instruments

The Group uses financial instruments to manage exposure to fluctuations in foreign exchange rate. These instruments, which mainly comprise forward foreign currency contracts, are recorded in the financial statements on the contract date. The purpose of these instruments is to manage risk.

Forward foreign exchange contracts protect the Group from fluctuations in exchange rates by establishing the rate at which a foreign currency asset or liability will be settled. Forward contracts are recorded as forward contracts receivable and payable on inception, and are translated at the year end exchange rate. Unrealised gains or losses on transactions are recognised in profit or loss. Premiums or discounts are amortised on a straight-line basis over the contract period.

(d) Cash and cash equivalents

Cash and cash equivalents comprise cash balances, call deposits 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) Inventories

Inventories are measured at the lower of cost and net realisable value.

Cost is calculated using the first in first out principle, and comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. In the case of finished goods and work-in-progress, cost includes an appropriate share of production overheads based on normal operations.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs to complete and to make the sale.

An allowance is made for all deteriorated, damaged, obsolete and slow-moving inventories.



(g) Investments

Investments in subsidiaries

Investments in subsidiaries in the separate financial statements of the Company using the cost method.

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.

(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 selfconstructed 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. 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.

Leased assets

Leases in terms of which the Group substantially assumes all the risk and rewards of ownership are classified as finance leases. Property, plant and 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, 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.

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:



Building and leasehold improvements	5-10 years
Internet and printing equipment	3-5 years
Furniture, fixtures and office equipment	5-18 years
Vehicles	5 years

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

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.

Equipment under concession agreements

Equipment under concession agreements represents internet networks, servers, fiber optic networks and other operating equipment, which has been transferred to CAT Telecom Public Company Limited under concession agreements. Concession assets are stated at the historical cost less accumulated amortisation. They are amortised on a straight-line basis over the shorter of the estimated useful lives of these assets, ranging from five to ten years, or the remaining concession period. Concession assets are not revalued. The carrying amount of concession assets is reviewed annually and adjusted for impairment where it is considered necessary.

Other intangible assets

Other intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation 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.

Amortisation

Amortisation is based on 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. Computer software is amortised over its useful life, which is estimated by management, of 3-10 years. Fiber optics license is amortised over the remaining concession period (end of the contract on 14 June 2021).

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

(j) *Impairment*

The carrying amounts of the Group'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 unless it reverses a previous revaluation credited to equity, in which case it is charged to equity.

Calculation of recoverable amount

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.

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.

(k) 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.

(l) Trade and other accounts payable

Trade and other accounts payable are stated at cost.

(m) 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.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit pension plans is calculated separately for each plan by estimating 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. Any unrecognised past service costs and the fair value of any plan assets are deducted. The discount rate is the yield at the reporting date on government bonds that have maturity dates approximating the terms of the Group's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The calculation is performed by a qualified actuary using the projected unit credit method.

When the benefits of a plan are improved, the portion of the increased benefit relating to past service by employees is recognised in profit or loss on a straight-line basis over the average period until the benefits become vested. To the extent that the benefits vest immediately, the expense is recognised immediately in profit or loss.

The Group recognises all actuarial gains and losses arising from defined benefit plans in other comprehensive income and all expenses related to defined benefit plans in profit or loss.



Other long-term employee benefits

The Group's net obligation in respect of long-term employee benefits other than pension plans 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, and the fair value of any related assets is deducted. The discount rate is the yield at the reporting date on government bonds that have maturity dates approximating the terms of the Group's obligations. The calculation is performed using the projected unit credit method. Any actuarial gains and losses are recognised in profit or loss in the period in which they arise.

Termination benefits

Termination benefits are recognised as an expense when the Group is committed demonstrably, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognised as an expense if the Group has made an offer of voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptance can be estimated reliably. If benefits are payable more than 12 months after the reporting period, then they are discounted to their present value.

Short-term employee benefits

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

A liability is recognised for the amount expected to be paid under short-term cash bonus or profitsharing plan if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Share-based payments

The grant-date fair value of share-based payment awards granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees become unconditionally entitled to the awards. The amount recognised as an expense is adjusted to reflect the actual number of awards for which the related service and non-market vesting conditions are expected to be met.

The fair value of the amount payable to employees in respect of share appreciation rights, which are settled in cash, is recognised as an expense with a corresponding increase in liabilities, over the period that the employees become unconditionally entitled to payment. The liability is remeasured at each reporting date and at settlement date. Any changes in the fair value of the liability are recognised as personnel expenses in profit or loss.

(n) Provisions

A provision is recognised if, as a result of a past event, the Group 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.

(o) Revenue

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

Sale of goods and services rendered

Revenue is recognised in profit or loss when the significant risks and rewards of ownership have been transferred to the buyer. No revenue is recognised if there is continuing management involvement with the goods or there are significant uncertainties regarding recovery of the consideration due, associated costs or the probable return of goods.



Revenue from rendering of internet services and services related to the satellite business is recognised when services are provided to customers. Revenue from sale of advertising space in telephone directories is recognised on a monthly basis over the useful life of the telephone directory. Other service income is recognised as services are provided.

Advances from customers will be released to income when services are provided.

Investments

Revenue from investments comprises dividend and interest income from investments and bank deposits.

Dividend income

Dividend income is recognised in profit or loss on the date the Group's right to receive payments is established.

Interest income

Interest income is recognised in profit or loss as it accrues.

(p) Finance costs

Finance costs comprise interest expense on borrowings, unwinding of the discount on provisions and contingent consideration, 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.

(q) Lease payments

Payments made under operating leases are recognised in profit or loss 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 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 the right to control the use of the underlying asset.

At inception or upon reassessment of the arrangement, the Group 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 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 incremental borrowing rate.

(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 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 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 takes into account the impact of uncertain tax position and whether additional taxes and interest may be due. The Group believes that its accrual 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 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.

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) Earnings per share

The Group presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS 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 period.

(t) Segment reporting

Segment results that are reported to the Group's CEO (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

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with the Group, including holding companies, subsidiaries and fellow subsidiaries are related parties of the Group. Individuals owning, directly or indirectly, an interest in the voting power of the Group that gives them significant influence over the enterprise, key management personnel of the Group and close members of the family of these individuals and companies associated with these individuals also constitute related parties. In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

Relationships with subsidiaries are described in note 10. Relationship with other related parties were as follows:

Name of entities	Country of incorporation	Nature of relationships
DTV Service Co., Ltd. ("DTV")	Thailand	Major shareholder, 42.07% shareholding
Singapore Telecommunications Limited	Singapore	Major shareholder, 14.14% shareholding
Thaicom Public Company Limited ("THAICOM")	Thailand	Hold 99.99% in DTV and shared directors
Shin Corporation Public Company Limited ("INTOUCH") and its related parties	Thailand	The Company is within the group companies of INTOUCH Group

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

Transactions	Pricing policies
Sales of goods and services	Market price
Purchases of goods and services	Market price
Interest expense	Average rate of return plus 0.25%
Management fee	Mutually agreed basis as a fixed monthly fee

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

Year ended 31 December	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Major shareholders				
Sales of goods and rendering of services	29,246	24,901	29,246	24,781
Purchases of goods and services	28,955	31,080	28,926	31,080
Interest expense	2,024	-	2,024	-
Other expenses	658	61	301	61
Subsidiaries				
Sales of goods and rendering of services	-	-	5,144	10,995
Dividend income	-	-	310,080	260,101
Other income	-	-	388	425
Purchases of goods and services	-	-	11,580	8,937
Interest expense	-	-	1,125	-
Other expenses	-	-	238	191
Other related parties				
Sales of goods and rendering of services	543,103	541,380	8,942	7,149
Other income	25	300	-	270
Purchases of goods and services	54,283	71,341	51,022	68,229
Other expenses	27,605	24,489	4,387	4,507
Key management personnel				
Key management personnel compensation	27,152	22,873	27,152	22,873



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

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Trade accounts receivable				
Major shareholders	3,771	5,234	3,771	5,234
Subsidiaries	-	-	574	2,504
Other related parties	94,060	102,628	2,743	1,329
	97,831	107,862	7,088	9,067
Accrued income				
Major shareholders	2,793	1,071	2,793	1,071
	2,793	1,071	2,793	1,071
Total trade accounts receivable and accrued income	100,624	108,933	9,881	10,138
Property, plant and equipment				
Major shareholders	32,321	-	32,321	-
Total	32,321	-	32,321	-
Trade accounts payable				
Major shareholders	5,343	15,066	5,331	15,066
Subsidiaries	-	-	3,424	1,794
Other related parties	25,284	29,855	19,668	25,232
Total	30,627	44,921	28,423	42,092
Other payables				
Major shareholders	-	433	-	433
Other related parties	474	306	77	70
Total	474	739	77	503

Movements during the years ended 31 December of short-term loan from related party were as follows:

Year ended 31 December	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Subsidiary				
At 1 January	-	-	-	-
Increase	-	-	140,000	-
Decrease	-	-	(140,000)	-
At 31 December	-	-	-	-

Short-term loan from a related party of Baht 140 million bore interest at 2.69% per annum and was fully repaid on 13 December 2013.

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Finance lease liabilities				
Major shareholders				
Current	12,281	-	12,281	-
Non-current	20,927	-	20,927	-
Total	33,208	-	33,208	-

Significant agreements with related parties

- The Group has entered into agreements with I.T. Applications and Services Company Limited, a related party, to receive computer system maintenance services. The agreement has a 1-year period and is renewable on an annual basis. The contract parties have a right to terminate the agreement by giving advance written notice of 3 months.
- The Company entered into a lease agreement with THAICOM to rent satellite uplink equipment for a period of approximately 32-42 months. The contract parties have a right to terminate the agreement by giving advance written notice of 30 days.
- A subsidiary has entered into a service agreement with MIMO Tech Co., Ltd. ("MMT"), a related party, to provide mobile content services for its network, by sharing the revenue as agreed in each service. The agreement is renewable annually unless there is a cancellation in writing with a 30 day notice period.
- A subsidiary has entered into a call center service agreement with Advanced Contact Center Co., Ltd. ("ACC"), a related party, to arrange the agents and provide call centre operation to execute each of incoming call service. The contract parties have a right to terminate the agreement by giving advance written notice of 30 days.

6 Cash and cash equivalents

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Cash on hand	130	103	77	63
Cash at banks - current accounts and saving accounts	172,791	288,516	108,286	164,759
Highly liquid short-term investments	109,070	179,638	-	50,000
Total	281,991	468,257	108,363	214,822

Cash and cash equivalents of the Group and the Company as at 31 December 2013 and 2012 were denominated entirely in Thai Baht.

7 Trade accounts receivable and accrued income

		Consolidated financial statements		Separate financial statements	
	Note	2013	2012	2013	2012
		(in thousand Baht)			
Trade accounts receivable	5				
Related parties		97,831	107,862	7,088	9,067
Other parties		349,749	289,439	226,598	193,713
		447,580	397,301	233,686	202,780
Accrued income	5				
Related parties		2,793	1,071	2,793	1,071
Other parties		20,015	17,714	9,702	6,258
		22,808	18,785	12,495	7,329
Total trade accounts receivable and accrued income		470,388	416,086	246,181	210,109
Less allowance for doubtful accounts		(57,492)	(61,295)	(6,192)	(8,231)
Net		412,896	354,791	239,989	201,878
Bad and doubtful debts expense for the year		17,544	27,307	3,686	6,551

Aging analyses for trade accounts receivable were as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
(in thousand Baht)				
Related parties				
Within credit terms	78,774	89,075	3,176	5,095
Overdue:				
Less than 3 months	15,974	13,511	1,877	2,087
3-6 months	1,002	3,509	-	349
6-12 months	434	306	388	75
Over 12 months	1,647	1,461	1,647	1,461
	97,831	107,862	7,088	9,067
Other parties				
Within credit terms	183,050	140,806	138,510	124,381
Overdue:				
Less than 3 months	103,225	82,651	72,369	57,306
3-6 months	18,078	22,729	2,182	5,145
6-12 months	20,084	14,883	9,356	3,698
Over 12 months	25,312	28,370	4,181	3,183
	349,749	289,439	226,598	193,713
Less allowance for doubtful accounts	(57,492)	(61,295)	(6,192)	(8,231)
	292,257	228,144	220,406	185,482
Net	390,088	336,006	227,494	194,549

The normal credit term granted by the Group ranges from 15 days to 120 days.

The currency denomination of trade accounts receivable as at 31 December was as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Thai Baht (THB)	446,050	395,761	232,156	201,240
United States Dollars (USD)	1,530	1,540	1,530	1,540
Total	447,580	397,301	233,686	202,780

8 Other receivables

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Other parties				
Prepaid expenses	18,554	28,873	14,668	13,883
Deferred costs	37,020	34,462	-	-
Tax refundable	49,644	30,805	28,835	21,271
Advance payments	17,398	1,029	17,354	1,029
Others	3,227	2,911	-	1,797
Total	125,843	98,080	60,857	37,980

9 Inventories

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Finished goods	34,877	28,580	32,833	19,498
Projects in progress	28,920	20,352	28,920	20,353
Raw materials	4,282	6,025	-	-
Supplies	585	463	585	463
	68,664	55,420	62,338	40,314
Less allowance for decline in value	(658)	(2,792)	(29)	(736)
Net	68,006	52,628	62,309	39,578
Inventories recognised as an expense in 'cost of sales of goods'	230,080	186,020	230,080	186,020



10 Investments in subsidiaries

		Separate financial statements	
		2013	2012
		(in thousand Baht)	
At 1 January		598,658	615,265
Allowance for impairment		-	(16,607)
At 31 December		598,658	598,658

AD Venture Public Company Limited ("ADV")

At the annual general meeting of the shareholders of ADV held on 25 March 2013, the shareholders approved the appropriation of dividend of Baht 93.10 per share, amounting to Baht 100 million. ADV paid the dividend to shareholders on 5 April 2013.

At the meeting of the Board of Directors of ADV held on 18 November 2013, the directors approved the appropriation of interim dividends of Baht 195.40 per share, amounting to Baht 210 million. ADV paid the dividend to shareholders on 13 December 2013.

Watta Classifieds Company Limited ("Watta")

At the meeting of the Board of Directors of the Company held on 10 August 2012, the directors approved the sale of its interest in Watta free of charge to an individual, due to continuing losses and poor future prospect from the operations of the subsidiary. A loss of Baht 9.5 million on disposal of Watta was recognised in administrative expenses in the consolidated statement of comprehensive income for the year ended 31 December 2012. The disposal was completed on 16 October 2012, and accordingly Watta has ceased to be a subsidiary of the Company.

Investments in subsidiaries as at 31 December 2013 and 2012, and dividend income from those investments for the years then ended, were as follows:

Name of subsidiary		Separate financial statements											
		Ownership interest		Paid-up capital		Cost		Impairment		At cost - net		Dividend income	
		2013	2012	2013	2012	2013	2012	2013	2012	2013	2012	2013	2012
		(%)		(in thousand Baht)									
Teleinfo Media Public Company Limited	Publishing telephone directories and advertising	99.99	99.99	156,544	156,544	562,694	562,694	-	-	562,694	562,694	-	-
AD Venture Public Company Limited	Providing mobile contents	99.99	99.99	10,748	10,748	35,964	35,964	-	-	35,964	35,964	310,080	260,101
Total						598,658	598,658	-	-	598,658	598,658	310,080	260,101

All subsidiaries were incorporated in Thailand.

11 Property, plant and equipment

	Consolidated financial statements						
	Land	Building and leasehold improvements	Internet and printing equipment	Furniture, fixtures and office equipment	Vehicles	Assets under construction and installation	Total
	(in thousand Baht)						
Cost							
At 1 January 2012	4,130	6,508	1,280,747	415,691	15,312	23,389	1,745,777
Additions	-	16,738	44,025	61,809	4,390	47,891	174,853
Transfers	-	-	898	43,341	-	(44,239)	-
Disposals	(3,500)	(1,745)	(156,340)	(43,135)	(3,911)	(979)	(209,610)
At 31 December 2012 and 1 January 2013	630	21,501	1,169,330	477,706	15,791	26,062	1,711,020
Additions	101,046	-	69,836	54,042	5,716	78,458	309,098
Transfers	-	-	-	61,545	-	(61,545)	-
Disposals	-	-	(3,158)	(68,612)	(2,576)	-	(74,346)
At 31 December 2013	101,676	21,501	1,236,008	524,681	18,931	42,975	1,945,772
Depreciation							
At 1 January 2012	-	3,595	1,096,757	239,104	7,153	-	1,346,609
Depreciation charge for the year	-	1,572	70,003	56,327	2,890	-	130,792
Disposals	-	(491)	(156,298)	(34,742)	(1,180)	-	(192,711)
At 31 December 2012 and 1 January 2013	-	4,676	1,010,462	260,689	8,863	-	1,284,690
Depreciation charge for the year	-	4,338	61,064	69,762	2,516	-	137,680
Disposals	-	-	(3,156)	(68,581)	(2,349)	-	(74,086)
At 31 December 2013	-	9,014	1,068,370	261,870	9,030	-	1,348,284
Net book value							
At 1 January 2012							
Owned assets	4,130	2,913	183,990	176,587	1,078	23,389	392,087
Assets under finance leases	-	-	-	-	7,081	-	7,081
	4,130	2,913	183,990	176,587	8,159	23,389	399,168
At 31 December 2012 and 1 January 2013							
Owned assets	630	16,825	158,868	217,017	1,883	26,062	421,285
Assets under finance leases	-	-	-	-	5,045	-	5,045
	630	16,825	158,868	217,017	6,928	26,062	426,330
At 31 December 2013							
Owned assets	101,676	12,487	135,317	262,288	5,391	42,975	560,134
Assets under finance leases	-	-	32,321	523	4,510	-	37,354
	101,676	12,487	167,638	262,811	9,901	42,975	597,488

	Separate financial statements						
	Land	Building and leasehold improvements	Internet and printing equipment	Furniture, fixtures and office equipment	Vehicles	Assets under construction and installation	Total
	(in thousand Baht)						
Cost							
At 1 January 2012	630	4,813	987,849	343,112	8,269	22,446	1,367,119
Additions	-	12,769	36,824	23,908	-	39,937	113,438
Transfers	-	-	898	43,341	-	(44,239)	-
Disposals	-	(30)	(156,340)	(8,609)	(659)	-	(165,638)
At 31 December 2012 and 1 January 2013	630	17,552	869,231	401,752	7,610	18,144	1,314,919
Additions	101,046	-	69,836	36,928	3,626	74,093	285,529
Transfers	-	-	-	50,077	-	(50,077)	-
Disposals	-	-	(3,158)	(15,380)	(2,576)	-	(21,114)
At 31 December 2013	101,676	17,552	935,909	473,377	8,660	42,160	1,579,334
Depreciation							
At 1 January 2012	-	3,230	838,429	174,032	4,878	-	1,020,569
Depreciation charge for the year	-	291	66,291	38,823	1,234	-	106,639
Disposals	-	(30)	(156,299)	(8,327)	(385)	-	(165,041)
At 31 December 2012 and 1 January 2013	-	3,491	748,421	204,528	5,727	-	962,167
Depreciation charge for the year	-	3,899	61,064	46,645	1,187	-	112,795
Disposals	-	-	(3,156)	(15,352)	(2,349)	-	(20,857)
At 31 December 2013	-	7,390	806,329	235,821	4,565	-	1,054,105
Net book value							
At 1 January 2012							
Owned assets	630	1,583	149,420	169,080	-	22,446	343,159
Assets under finance leases	-	-	-	-	3,391	-	3,391
	630	1,583	149,420	169,080	3,391	22,446	346,550
At 31 December 2012 and 1 January 2013							
Owned assets	630	14,061	120,810	197,224	-	18,144	350,869
Assets under finance leases	-	-	-	-	1,883	-	1,883
	630	14,061	120,810	197,224	1,883	18,144	352,752
At 31 December 2013							
Owned assets	101,676	10,162	97,259	237,556	3,307	42,160	492,120
Assets under finance leases	-	-	32,321	-	788	-	33,109
	101,676	10,162	129,580	237,556	4,095	42,160	525,229



The gross amount of the Group's and the Company's fully depreciated plant and equipment that was still in use as at 31 December 2013 amounted to Baht 1,176 million and Baht 899 million, respectively (2012: Baht 1,164 million and Baht 847 million, respectively).

12 Goodwill

	Consolidated financial statements	
	2013	2012
	(in thousand Baht)	
<i>Cost</i>		
At 1 January	550,014	624,921
Disposals	-	(74,907)
At 31 December	550,014	550,014
<i>Impairment losses</i>		
At 1 January	-	67,100
Impairment loss	-	7,807
Reversal on disposal	-	(74,907)
At 31 December	-	-
<i>Net book value</i>		
At 1 January	550,014	557,821
At 31 December	550,014	550,014

13 Other intangible assets

	Consolidated financial statements			
	Fiber optics licences	Software licences	Equipment under concession agreement	Total
	(in thousand Baht)			
<i>Cost</i>				
At 1 January 2012	54,079	130,381	212,062	396,522
Additions	10,137	10,669	-	20,806
Disposals	-	(324)	-	(324)
At 31 December 2012 and 1 January 2013	64,216	140,726	212,062	417,004
Additions	9,829	15,447	-	25,276
Disposals	-	(8,446)	-	(8,446)
At 31 December 2013	74,045	147,727	212,062	433,834



	Consolidated financial statements			
	Fiber optics licences	Software licences	Equipment under concession agreement	Total
	(in thousand Baht)			
<i>Amortisation</i>				
At 1 January 2012	9,003	78,305	212,062	299,370
Amortisation for the year	5,261	15,057	-	20,318
Disposals	-	(149)	-	(149)
At 31 December 2012 and 1 January 2013	14,264	93,213	212,062	319,539
Amortisation for the year	6,343	15,371	-	21,714
Disposals	-	(2,803)	-	(2,803)
At 31 December 2013	20,607	105,781	212,062	338,450
<i>Net book value</i>				
At 1 January 2012	45,076	52,076	-	97,152
At 31 December 2012 and 1 January 2013	49,952	47,513	-	97,465
At 31 December 2013	53,438	41,946	-	95,384

	Separate financial statements			
	Fiber optics licences	Software licences	Equipment under concession agreement	Total
	(in thousand Baht)			
<i>Cost</i>				
At 1 January 2012	54,079	44,545	212,062	310,686
Additions	10,137	6,395	-	16,532
Disposals	-	(324)	-	(324)
At 31 December 2012 and 1 January 2013	64,216	50,616	212,062	326,894
Additions	9,829	2,975	-	12,804
Disposals	-	(4,669)	-	(4,669)
At 31 December 2013	74,045	48,922	212,062	335,029
<i>Amortisation</i>				
At 1 January 2012	9,003	29,991	212,062	251,056
Amortisation for the year	5,261	5,981	-	11,242
Disposals	-	(149)	-	(149)
At 31 December 2012 and 1 January 2013	14,264	35,823	212,062	262,149
Amortisation for the year	6,343	6,012	-	12,355
Disposals	-	(2,803)	-	(2,803)
At 31 December 2013	20,607	39,032	212,062	271,701



	Separate financial statements			
	Fiber optics licences	Software licences	Equipment under concession agreement	Total
	(in thousand Baht)			
<i>Net book value</i>				
At 1 January 2012	45,076	14,554	-	59,630
At 31 December 2012 and 1 January 2013	49,952	14,793	-	64,745
At 31 December 2013	53,438	9,890	-	63,328

14 Deferred tax

Movements in deferred tax assets during the year were as follows:

	Consolidated financial statements			
	At 1 January 2013	Recognised in:		At 31 December 2013
		Profit or loss	Other comprehensive income	
	(in thousand Baht)			
<i>Deferred tax assets</i>				
Accounts receivable	12,251	(2,718)	-	9,533
Inventories	503	(427)	-	76
Property, plant and equipment	525	(29)	-	496
Intangible assets	1,948	(466)	-	1,482
Other payables	383	289	-	672
Unearned income and advance receipts	9,025	(1,369)	-	7,656
Employee benefit obligations	24,237	1,298	-	25,535
Tax loss carry-forwards	8,423	(108)	-	8,315
Total	57,295	(3,530)	-	53,765



	Consolidated financial statements				
	At 1 January 2012	Recognised in:		Disposal of subsidiary	At 31 December 2012
		Profit or loss	Other comprehensive income		
	(in thousand Baht)				
<i>Deferred tax assets</i>					
Accounts receivable	18,835	(6,519)	-	(65)	12,251
Inventories	159	767	-	(423)	503
Property, plant and equipment	-	525	-	-	525
Intangible assets	2,704	(756)	-	-	1,948
Other payables	622	(239)	-	-	383
Unearned income and advance receipts	24,203	(14,889)	-	(289)	9,025
Employee benefit obligations	12,811	2,308	10,425	(1,307)	24,237
Tax loss carry-forwards	-	8,423	-	-	8,423
Total	59,334	(10,380)	10,425	(2,084)	57,295

	Separate financial statements			
	At 1 January 2013	Recognised in:		At 31 December 2013
		Profit or loss	Other comprehensive income	
	(in thousand Baht)			
<i>Deferred tax assets</i>				
Accounts receivable	1,646	(408)	-	1,238
Inventories	147	(141)	-	6
Property, plant and equipment	287	(29)	-	258
Intangible assets	1,948	(466)	-	1,482
Other payables	352	30	-	382
Unearned income and advance receipts	8,963	(1,370)	-	7,593
Employee benefit obligations	12,421	2,420	-	14,841
Total	25,764	36	-	25,800



	Separate financial statements			
	At 1 January 2012	Recognised in:		At 31 December 2012
		Profit or loss	Other comprehensive income	
	(in thousand Baht)			
<i>Deferred tax assets</i>				
Accounts receivable	1,110	536	-	1,646
Inventories	50	97	-	147
Property, plant and equipment	-	287	-	287
Intangible assets	2,484	(536)	-	1,948
Other payables	386	(34)	-	352
Unearned income and advance receipts	11,534	(2,571)	-	8,963
Employee benefit obligations	5,614	1,192	5,615	12,421
Total	21,178	(1,029)	5,615	25,764

As at 31 December 2013 the Group recognised deferred tax assets of Baht 8 million for unused tax losses of a subsidiary as management considered it is probable that future taxable profits will be available against which they can be utilised. The tax losses expire in 2017.

15 Interest-bearing liabilities

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
<i>Current</i>				
Current portion of long-term loans from financial institution				
Unsecured	60,000	78,300	60,000	78,300
Current portion of finance lease liabilities	13,812	1,344	12,625	328
	73,812	79,644	72,625	78,628
<i>Non-current</i>				
Long-term loans from financial institution				
Unsecured	60,000	-	60,000	-
Finance lease liabilities	25,541	5,631	21,698	1,114
	85,541	5,631	81,698	1,114
Total	159,353	85,275	154,323	79,742



The periods to maturity of interest-bearing liabilities, excluding finance lease liabilities, as at 31 December were as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Within one year	60,000	78,300	60,000	78,300
After one year but within five years	60,000	-	60,000	-
Total	120,000	78,300	120,000	78,300

Long-term loans from financial institution

In December 2008, the Company had entered into a loan agreement with a financial institution in the amount of Baht 270 million with an interest rate of MLR minus 0.80% per annum. This loan is due within 60 months after the first drawdown (December 2008), payable every 3 months, totally 14 installments in the amount of 7.1% of balance of loans of each due date. The first installment commenced on the 21st month after the first drawdown. This loan has no collateral but it has the condition that the Company has to maintain the ratio of liabilities to shareholders' equity at not exceeding 2:1 through the period of the agreement. The Company has fully repaid this loan during 2013.

On 2 April 2013 the Company entered into a loan agreement with a financial institution amounting to Baht 300 million. The loan bears interest for the first to the second year at the rate of MLR minus 2.25% per annum and subsequently at the rate of MLR minus 2.00% per annum. The loan is repayable in 66 months after the first drawdown (April 2013). The first installment is due 12 months after the first drawdown and every 6 months for the remaining installments. The loan has no collateral but the Company is required to maintain the debt to equity ratio at not exceeding 2:1 through the period of the agreement.

Credit facilities

As at 31 December 2013 the Group and the Company had unutilised credit facilities totalling Baht 890 million and Baht 765 million, respectively (2012: Baht 685 million and Baht 585 million, respectively).

Finance lease liabilities

Finance lease liabilities as at 31 December were payable as follows:

	Consolidated financial statements					
	2013			2012		
	Future minimum lease payments	Interest	Present value of minimum lease payments	Future minimum lease payments	Interest	Present value of minimum lease payments
	(in thousand Baht)					
Within one year	16,900	3,088	13,812	1,639	295	1,344
After one year but within five years	30,425	4,884	25,541	6,167	536	5,631
Total	47,325	7,972	39,353	7,806	831	6,975



	Separate financial statements					
	2013			2012		
	Future minimum lease payments	Interest	Present value of minimum lease payments	Future minimum lease payments	Interest	Present value of minimum lease payments
	(in thousand Baht)					
Within one year	15,491	2,866	12,625	386	58	328
After one year but within five years	26,320	4,622	21,698	1,243	129	1,114
Total	41,811	7,488	34,323	1,629	187	1,442

Interest-bearing liabilities of the Group and the Company as at 31 December 2013 and 2012 were denominated entirely in Thai Baht.

16 Trade accounts payable

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
		(in thousand Baht)			
Related parties	5	30,627	44,921	28,423	42,092
Other parties		243,437	284,262	205,877	248,477
Total		274,064	329,183	234,300	290,569

The currency denomination of trade accounts payable as at 31 December was as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Thai Baht (THB)	272,459	323,385	232,695	284,771
United States Dollars (USD)	1,605	5,798	1,605	5,798
Total	274,064	329,183	234,300	290,569



17 OTHER PAYABLES

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
		(in thousand Baht)			
Related parties	5	474	739	77	503
Other parties					
Accrued bonus		53,978	74,394	39,762	54,396
Accrued commission		14,276	11,084	14,034	10,771
Accrued license and USO fees		12,080	8,878	12,080	8,878
Other accrued expenses		42,624	30,194	16,366	9,563
Other accounts payable		5,119	15,863	4,583	7,492
Others		3,179	3,206	1,907	1,759
		131,256	143,619	88,732	92,859
Total		131,730	144,358	88,809	93,362

The Group's and the Company's other payables as at 31 December 2013 and 2012 were denominated entirely in Thai Baht.

18 Employee benefit obligations

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Statement of financial position obligations for:				
Post-employment benefits	119,223	117,708	67,713	60,132
Other long-term employee benefits	3,789	3,481	2,267	1,977
Total	123,012	121,189	69,980	62,109
Statement of comprehensive income:				
Recognised in profit or loss:				
Post-employment benefits	19,142	9,437	8,202	3,990
Other long-term employee benefits	416	4,787	290	2,054
Total	19,558	14,224	8,492	6,044
Recognised in other comprehensive income:				
Actuarial losses recognised in the year	-	52,127	-	28,073
Cumulative actuarial losses recognised	52,127	52,127	28,073	28,073

The Group and the Company operate a defined benefit pension plan based on the requirement of Thai Labour Protection Act B.E. 2541 (1998) to provide retirement benefits to employees based on pensionable remuneration and length of service.

The statement of financial position obligation was determined as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Present value of unfunded obligations	123,012	121,189	69,980	62,109
Statement of financial position obligation	123,012	121,189	69,980	62,109

Movement in the present value of the defined benefit obligations

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Defined benefit obligations at 1 January	121,189	64,056	62,109	28,069
Employee benefits paid	(17,735)	(2,682)	(621)	(77)
Current service costs and interest	15,159	14,224	8,492	6,044
Curtailment loss	4,399	-	-	-
Disposal of subsidiary	-	(6,536)	-	-
Actuarial losses in other comprehensive income	-	52,127	-	28,073
Defined benefit obligations at 31 December	123,012	121,189	69,980	62,109

Expense recognised in profit or loss (note 24)

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Current service costs	10,654	10,446	6,070	4,512
Interest on obligation	4,505	3,778	2,422	1,532
Curtailment loss	4,399	-	-	-
Total	19,558	14,224	8,492	6,044

The expense is recognised in the following line items in the statement of comprehensive income:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Cost of sales	2,379	1,585	1,036	441
Administrative expenses	12,674	8,861	5,034	4,071
Finance costs	4,505	3,778	2,422	1,532
Total	19,558	14,224	8,492	6,044



Actuarial losses recognised in other comprehensive income:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
Included in retained earnings:				
At 1 January	52,127	-	28,073	-
Recognised during the year	-	52,127	-	28,073
At 31 December	52,127	52,127	28,073	28,073

Principal actuarial assumptions at the reporting date (expressed as weighted averages):

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	%			
Discount rate	3.9	3.9	3.9	3.9
Future salary increases	7.0	7.0	7.0	7.0

Assumptions regarding future mortality are based on Thailand published statistics and mortality tables.

19 Share capital

	Par value per share	2013		2012	
		Number	Baht	Number	Baht
	(in Baht)	(thousand shares / thousand Baht)			
<i>Authorised</i>					
At 1 January					
- ordinary shares	0.25	597,009	149,252	599,146	149,786
Reduction of shares	0.25	(2,494)	(623)	(2,312)	(578)
Issue of new shares	0.25	-	-	175	44
At 31 December					
- ordinary shares	0.25	594,515	148,629	597,009	149,252
<i>Issued and paid-up</i>					
At 1 January					
- ordinary shares	0.25	594,515	148,629	594,420	148,605
Issue of new shares	0.25	-	-	95	24
At 31 December					
- ordinary shares	0.25	594,515	148,629	594,515	148,629

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company.

Reduction of authorised share capital

At the annual general meeting of the shareholders of the Company held on 28 March 2013, the shareholders approved the reduction of 2,494,374 authorised ordinary shares, equivalent to 0.42% of the total authorised ordinary shares of the Company, because the warrant of the Company for ESOP-Grant V expired on 30 May 2012. The Company registered the decreased share capital with the Ministry of Commerce on 11 April 2013.

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.

20 Legal reserve

Section 116 of the Public Companies Act B.E. 2535 requires that a public 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.

21 Segment reporting

The Group has three reportable segments, as described below, which are the Group's strategic divisions. The strategic divisions offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic divisions, the chief operating decision maker (CODM) reviews internal management reports on at least a quarterly basis. The following summary describes the operations in each of the Group's reportable segments.

Segment 1 Sales and services relating to the internet business

Segment 2 Media and advertising

Segment 3 Voice info service and mobile contents

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 CODM. 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.

Geographical segments

The Group is managed and operates principally in Thailand. There are no material revenues derived from, or assets located in, foreign countries.

Information about reportable segments

	Segment 1		Segment 2		Segment 3		Total	
	2013	2012	2013	2012	2013	2012	2013	2012
	(in thousand Baht)							
External revenue	2,050,788	1,935,644	336,294	373,997	626,566	594,268	3,013,648	2,903,909
Inter-segment revenue	5,144	10,995	-	967	150,953	113,028	156,097	124,990
Total segment revenue	2,055,932	1,946,639	336,294	374,964	777,519	707,296	3,169,745	3,028,899
Interest income	1,451	1,432	2,027	3,776	3,278	1,675	6,756	6,883
Interest expense	8,792	9,973	2,160	2,966	171	77	11,123	13,016
Depreciation and amortisation	125,150	117,880	17,395	21,104	16,849	12,126	159,394	151,110
Segment profit (loss) before income tax	552,565	472,302	(46,005)	(100,365)	362,534	382,828	869,094	754,765

	Segment 1		Segment 2		Segment 3		Total	
	2013	2012	2013	2012	2013	2012	2013	2012
	(in thousand Baht)							
Segment assets	1,704,307	1,554,715	147,900	110,760	288,745	332,859	2,140,952	1,998,334
Capital expenditure	312,863	129,970	26,348	56,169	9,693	9,520	348,904	195,659

Reconciliations of reportable segment revenues, profit or loss and assets

	2013	2012
	(in thousand Baht)	
Revenues		
Total revenue for reportable segments	3,169,745	3,028,899
Investment income	6,756	6,883
Other revenue	31,573	33,569
	3,208,074	3,069,351
Elimination of inter-segment revenue	(156,097)	(124,990)
Elimination of interest income	(1,125)	-
Consolidated revenue	3,050,852	2,944,361
Profit or loss		
Total profit for reportable segments	869,094	754,765
Elimination of inter-segment profits	(310,080)	(261,110)
	559,014	493,655
Unallocated amounts:		
- Other income	27,680	29,156
- Other corporate expenses	(2,160)	(2,192)
Consolidated profit before income tax	584,534	520,619
Assets		
Total assets for reportable segments	2,140,952	1,998,334
Elimination of inter-segment assets	(678,176)	(672,021)
	1,462,776	1,326,313
Unallocated amounts:		
- Goodwill	550,014	550,014
- Other unallocated amounts	204,808	258,096
Consolidated total assets	2,217,598	2,134,423



22 Investment income

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
		(in thousand Baht)			
<i>Dividend income</i>	5				
Subsidiaries		-	-	310,080	260,101
<i>Interest income</i>					
Other parties		5,631	6,883	1,451	1,433
Total		5,631	6,883	311,531	261,534

23 Other income

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
(in thousand Baht)				
Bad debt refunded	11,030	15,535	-	-
Income from credit note of suppliers	9,478	-	9,478	-
Reversal of accrued expenses	1,165	8,000	-	1,000
Income from scrap sales	-	454	-	-
Net gain on foreign exchange	57	335	143	-
Others	9,843	9,245	5,788	5,560
Total	31,573	33,569	15,409	6,560

24 Employee benefit expenses

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
		(in thousand Baht)			
Wages, salaries and bonus	18	572,112	487,777	306,954	285,028
Defined benefit plans		15,053	10,446	6,070	4,512
Defined contribution plans		18,919	17,712	12,218	10,746
Others		69,163	97,088	37,605	34,618
Total		675,247	613,023	362,847	334,904

Defined benefit plans

Details of the defined benefit plans are given in note 18.

Defined contribution plans

The defined contribution plans comprise provident funds established by the Group for its employees. Membership to the funds is on a voluntary basis. Contributions are made monthly by the employees at rates ranging from 3% to 7% of their basic salaries and by the Group at rates ranging from 3% to 7% of the employees' basic salaries. The provident funds are registered with the Ministry of Finance as juristic entities and are managed by a licensed Fund Manager.



25 Expenses by nature

The statements of comprehensive income include an analysis of expenses by function. Expenses by nature disclosed in accordance with the requirements of various TFRS were as follows:

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
		(in thousand Baht)			
Employee benefits expenses	24	675,247	613,023	362,847	334,904
Depreciation of property, plant and equipment	11	137,680	130,792	112,795	106,639
Amortisation of intangible assets	13	21,714	20,318	12,355	11,242
Operating lease expense		178,768	190,812	143,008	157,242

26 Income tax expense

Income tax recognised in profit or loss

	Note	Consolidated financial statements		Separate financial statements	
		2013	2012	2013	2012
		(in thousand Baht)			
Current tax expense	14				
Current year		116,557	119,107	49,364	33,313
Adjustment for prior years		2,100	8,068	-	-
		118,657	127,175	49,364	33,313
Deferred tax expense					
Movements in temporary differences		3,530	16,451	(36)	707
Income tax reduction		-	2,352	-	322
Recognition of unused tax losses		-	(8,423)	-	-
		3,530	10,380	(36)	1,029
Total		122,187	137,555	49,328	34,342

Income tax recognised in other comprehensive income

	Consolidated financial statements					
	2013			2012		
	Before tax	Tax benefit	Net of tax	Before tax	Tax benefit	Net of tax
(in thousand Baht)						
Defined benefit plan actuarial losses	-	-	-	(52,127)	10,425	(41,702)
Total	-	-	-	(52,127)	10,425	(41,702)

	Separate financial statements					
	2013			2012		
	Before tax	Tax benefit	Net of tax	Before tax	Tax benefit	Net of tax
	(in thousand Baht)					
Defined benefit plan actuarial losses	-	-	-	(28,073)	5,615	(22,458)
Total	-	-	-	(28,073)	5,615	(22,458)

Reconciliation of effective tax rate

	Consolidated financial statements			
	2013		2012	
	Rate		Rate	
	(%)	(in thousand Baht)	(%)	(in thousand Baht)
Profit before income tax expense		584,534		520,619
Income tax using the Thai corporation tax rate	20	116,907	23	119,742
Income tax reduction		-		2,352
Expenses not deductible for tax purposes		3,180		7,393
Under provided in prior years		2,100		8,068
Total	21	122,187	26	137,555

	Separate financial statements			
	2013		2012	
	Rate		Rate	
	(%)	(in thousand Baht)	(%)	(in thousand Baht)
Profit before income tax expense		552,565		472,302
Income tax using the Thai corporation tax rate	20	110,513	23	108,629
Income tax reduction		-		322
Income not subject to tax		(62,016)		(76,636)
Expenses not deductible for tax purposes		831		2,027
Total	9	49,328	7	34,342

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 2015 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.



27 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 profit for the years attributable to ordinary shareholders of the Company and the weighted average number of ordinary shares outstanding during the years as follows:

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht / thousand shares)			
Profit attributable to ordinary shareholders of the Company (basic)	462,347	390,071	503,238	437,959
Number of ordinary shares outstanding at 1 January	594,515	594,420	594,515	594,420
Effect of shares issued during the year	-	78	-	78
Weighted average number of ordinary shares outstanding (basic)	594,515	594,498	594,515	594,498
Earnings per share (basic) (in Baht)	0.78	0.66	0.85	0.74

28 Dividends

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 0.30 per share, amounting to Baht 178 million. The dividend was paid to shareholders on 23 April 2013.

At the meeting of the Board of Directors of the Company held on 8 August 2013, the directors approved the appropriation of interim dividend of Baht 0.35 per share, amounting to Baht 208 million. The dividend was paid to shareholders on 5 September 2013.

At the annual general meeting of the shareholders of the Company held on 29 March 2012, the shareholders approved the appropriation of dividend of Baht 0.27 per share, amounting to Baht 161 million. The dividend was paid to shareholders on 24 April 2012.

At the meeting of the Board of Directors of the Company held on 10 August 2012, the directors approved the appropriation of interim dividend of Baht 0.30 per share, amounting to Baht 178 million. The dividend was paid to shareholders on 6 September 2012.

29 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 primary objective of the Company's capital management is to provide good returns to shareholders and benefits to other stake holders and to maintain an optimal capital structure in order to support an asset management plan and new investment opportunities which will create value and strengthen the financial position for the whole group.

Interest rate risk

Interest rate risk is the risk that future movements in market interest rates will affect the results of the Group's operations and its cash flows because loan interest rates are mainly fixed. The Group is primarily exposed to interest rate risk from its borrowings (note 15).

The effective interest rates of interest-bearing financial liabilities as at 31 December and the periods in which those liabilities mature or re-price were as follows:

	Effective interest rate	Consolidated financial statements		
		Within 1 year	After 1 year but within 5 years	Total
2013	(% per annum)	(in thousand Baht)		
Current				
Loans payable - financial institutions	5.24	60,000	-	60,000
Non - current				
Loans payable - financial institutions	5.24	-	60,000	60,000
Total		60,000	60,000	120,000
2012				
Current				
Loans payable - financial institutions	4.28	78,300	-	78,300
Total		78,300	-	78,300

	Effective interest rate	Separate financial statements		
		Within 1 year	After 1 year but within 5 years	Total
2013	(% per annum)	(in thousand Baht)		
Current				
Loans payable - financial institutions	5.24	60,000	-	60,000
Non - current				
Loans payable - financial institutions	5.24	-	60,000	60,000
Total		60,000	60,000	120,000
2012				
Current				
Loans payable - financial institutions	4.28	78,300	-	78,300
Total		78,300	-	78,300

Foreign currency risk

The Group is exposed to foreign currency risk relating to purchases and sales which are denominated in foreign currencies. The Group primarily utilises forward exchange contracts with maturities of less than one year to hedge such financial assets and liabilities denominated in foreign currencies.



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 no significant concentrations of credit risks. The Group has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history. Derivative counterparties and cash transactions are limited to high quality financial institutions.

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 carrying amount of cash and cash equivalents, accounts receivable, accounts payable and short-term borrowings approximate the fair value due to the short maturities of these instruments. The value of non-current borrowings is estimated using discounted cash flows based on the Group's incremental borrowing rates for similar types of borrowings, as follows:

	Consolidated financial statements		Separate financial statements	
	Book value	Fair value	Book value	Fair value
	(in thousand Baht)			
At 31 December 2013				
Long-term loan	120,000	113,386	120,000	113,386

The fair value of investments in equity and debt securities, which are held for trading, held to maturity and available for sales, 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 forward exchange contracts is based on their listed market price, if available. If a listed market price is not available, then fair value is estimated by discounting the difference between the contractual forward price and the current forward price at the reporting date for the residual maturity of the contract using a risk-free interest rate (based on government bonds).

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.

30 Commitments with non-related parties

	Consolidated financial statements		Separate financial statements	
	2013	2012	2013	2012
	(in thousand Baht)			
<i>Capital commitments</i>				
Contracted but not provided for:				
Buildings and other constructions	53,359	-	53,359	-
Total	53,359	-	53,359	-
<i>Non-cancellable operating lease commitments</i>				
Within one year	50,610	72,816	32,440	32,440
After one year but within five years	36,892	64,049	16,220	48,661
Total	87,502	136,865	48,660	81,101
<i>Other commitments</i>				
Bank guarantees	17,007	17,007	14,007	14,007
Total	17,007	17,007	14,007	14,007

31 Contingent liabilities

A customer filed a lawsuit against the Company in respect of an alleged service default on an agreement seeking damages amounting to Baht 8 million (2012: Baht 8 million). The claim is currently being considered by the relevant court. Based on appropriate legal advice, it is management's opinion that the resolution of this claim will not give rise to any significant loss.

32 Events after the reporting period

At the meeting of the Board of Directors of the Company held on 12 February 2014, the directors approved the appropriation of dividend of Baht 0.35 per share, amounting to Baht 208 million. The proposed dividend must be approved by the shareholders at their meeting.

33 Thai Financial Reporting Standards (TFRS) not yet adopted

The Group 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 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

TFRS	Topic	Year effective
TAS 21 (revised 2012)	The Effects of Changes in Foreign Exchange Rates	2014
TAS 24 (revised 2012)	Related Party Disclosures	2014
TAS 34 (revised 2012)	Interim Financial Reports	2014
TFRS 8 (revised 2012)	Operating Segments	2014
TRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities	2014
TRIC 4	Determining whether an Arrangement contains a Lease	2014
TRIC 10	Interim Financial Reporting and Impairment	2014
TIC 27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease	2014
TIC 32	Intangible Assets - Web Site Costs	2014

Management expects to adopt and apply these new and revised TFRS in accordance with the FAP's announcement and has made a preliminary assessment of the potential initial impact on the consolidated and separate financial statements of these new and revised TFRS and expects that there will be no material impact on the financial statements in the period of initial application.

34 Reclassification of accounts

Certain accounts in the 2012 financial statement have been reclassified to conform to the presentation in the 2013 financial statements. These reclassifications were as follows:

	2012		
	Consolidated financial statements		
	Before reclass.	Reclass.	After reclass.
	(in thousand Baht)		
<i>Statement of financial position</i>			
Other receivables	94,477	3,603	98,080
Inventories	46,697	5,931	52,628
Other current assets	15,987	(9,534)	6,453
		-	
	2012		
	Separate financial statements		
	Before reclass.	Reclass.	After reclass.
	(in thousand Baht)		
<i>Statement of financial position</i>			
Other receivables	43,911	(5,931)	37,980
Inventories	33,646	5,931	39,577
		-	

DIVIDEND POLICY AND ANNUAL AUDIT FEE

The Company's dividend policy

- The Company's dividend policy is to pay dividend no less than 40 percent of net profit after deduction of all taxes, legal reserves and other reserves specified by law and the Company regulations of the stand alone profit and loss statement, if the fund is not required elsewhere and subject to the economic and future project of the Company and the subsidiaries and the payment would have no significant effect on the running of the Company.

The subsidiaries of the Company's dividend policy

- Teleinfo Media Public Company Limited and AD Venture Company Limited its subsidiaries of the Company have the dividend policy is to pay dividend no less than 40 percent of net profit after deduction of all taxes, legal reserves and other reserves specified by law and the subsidiaries regulations of the stand alone profit and loss statement, if the fund is not required elsewhere and subject to the economic and future project of the subsidiaries and the payment would have no significant effect on the running of the subsidiaries.

Annual Audit Fee for 2013

- (Audit fee)
In 2013, the Company and its subsidiaries paid auditor fee as follows:
The Company paid audit fee to the auditor's firm in the amount of Baht 1,650,000 (excluded out of pocket expenses).
The Subsidiaries paid audit fees to the auditor's firm in the amount of Baht 880,000 (excluded out of pocket expenses).
- (Non-audit fee)
In 2013, the Company and its subsidiaries had paid the professional service for stock destruction observation in the amount of 15,000 Baht. The Company and its subsidiaries had neither additional fee nor additional fee from uncompleted services from previous year.



GENERAL INFORMATION ON REFERENCE PERSONS

Security Registrar

- Thailand Securities Depository Company Limited
62 The Stock Exchange of Thailand Building,
Ratchadapisek Road, Klongtoey, Klongtoey, Bangkok 10110
Tel: (66) 2229 2800
Fax: (66) 2359 1259
Website: www.tsd.co.th

Auditor

- Mr. Supot Singhasaneh
Certified Public Accountant Registration Number 2826
KPMG Phoomchai Audit Limited
Empire Tower, 50th- 51st Floors
195 South Sathorn Road, Bangkok 10120
Tel: (66) 2677 2000
Fax: (66) 2677 2222
Website: www.kpmg.co.th

KPMG Phoomchai Audit Limited (KPMG) and the auditor are independent and have no conflict of interest with the Company, the management, the major shareholders or any related person.



INVESTOR INFORMATION

Investors should contact the Investor Relations Department to request information about CS LOXINFO or its subsidiaries and associate companies :

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CS LOXINFO is listed on the Stock Exchange of Thailand (SET)

SET ticker

Reuters

Bloomberg

CSL

CSL.BK

CSL TB

Foreign limit :

49%

Fiscal year ends :

December 31

External Auditor :

KPMG Phoomchai Audit Ltd.





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