

ANNUAL REPORT
2016



Pico (Thailand) Public Company Limited



In Remembrance of His Majesty the Late
King Bhumibol Adulyadej
With Eternal Respect and Gratitude



The Board of Directors, Management and Employee of
Pico (Thailand) Public Company Limited and Affiliated Companies

Creative Productions in Tribute to His Majesty King Bhumibol Adulyadej

The company's determination to pursue the royal
wish to build a sustainable Thai society

“Pico (Thailand) would like
to express our eternal gratitude for
His Majesty's immeasurable benevolence
and we are very determined
to continue using the royal guidelines for
conducting business in order to create a sustainable
Thai society, in keeping with the royal wish.”

Throughout 35 years, at Pico (Thailand), we conduct business by “creating shared values” and incorporating the company's potentials to help the society advance both in economic and social terms. This approach is consistent with the direction given by His Majesty King Bhumibol Adulyadej on the issue of sustainability and social benefit of Thailand.

We, Pico (Thailand), are extremely proud that we have been entrusted from both the government agencies and the private sectors to take part in creatively producing media, performances, activities, temporary exhibitions and permanent exhibitions in museums and other learning centers, publishing the biography of His Majesty the late King, His talents, Royal duties, Royal initiatives and projects, as well as the principles that His Majesty the late King had given to all his Thai subjects to use as guidelines in order to live lives sufficiently which in turn leads to stability and sustainability. Therefore, the company would like to present here our related portfolio to our valuable shareholders, as the following:

The Sixtieth Anniversary Celebrations of His Majesty King Bhumibol Adulyadej's Accession to the Throne

Creatively Communicate “the Philosophy” through inventive and easily-understood media.

As the year 2549 B.E. was an auspicious occasion in which His Majesty King Bhumibol Adulyadej's Accession to the Throne was celebrated for its sixtieth anniversary, the government and private sectors therefore organized a magnificent exhibition to honor His Majesty by presenting the principles and Royal initiatives of how to live life sufficiently and how to sustainably co-exist with nature.

Prioritizing the harmonization and synchronization with nature and natural environment, the principles place primary importance and focus on the development that helps the poor to be sufficient—not going hungry and being able to truly help themselves. Not only limiting to the development on agriculture, the King's guidelines include a wide spectrum of development ranging from rural community development, production structure, ways of life, cultural traditions, to the mindset and conscience of the entire nation—all factors contributing to the stability of the country. As always addressed by His Majesty the King,

“...the most important thing is to understand sufficiency -a state that one can live and survive, with no greed. Once there is greed, the fundamental of sufficiency then disappears...”

Nevertheless, the organizing committee, realizing that during the time not many people fully grasped the Royal concept, thus chose to present the late King's biography, H.M. royal duties and principles in various ways that were intriguing and captivating for general audience. For that, the company produced inspiring concepts and exhibited various sections: namely, “Water of Life” exhibition, the “Royal Succession” section, “the Philosophy of Sufficiency Economy” section, the “New Theory” for agriculture section, the “Royal Pavilion” section, and other decoration of the surrounding area of the exhibition.

To commemorate the divine grace on water management which H.M. King Bhumibol Adulyadej had suggested to the Thai people, the company exhibited “**Water of Life**” using the highly sophisticated technology, called “**Graphic Waterfall**”. In fact, this display in the form of a waterfall was considered the biggest in the Asia-Pacific region.

The “**Royal Succession**” section was regarded as the opening of the celebrating exhibition by simulating the environment as if turning back time to the beginning of Rattanakosin kingdom. By showcasing the royal portraits of King Rama I to King Rama VIII and distinctively and elegantly placing each on a wall along with extolling writing pieces, the royal biographies, and royal duties of each King in grand details, it was particularly inviting to calmly recollect and appreciate the royal grace of all late kings who had helped Thailand to be peaceful until the reign of King Rama IX.

The concept and the execution of “the Philosophy of Sufficiency Economy” and the “New Theory” for agriculture sections started with contemporary sculptures, reflecting and showing the “no contentment” value as obviously seen through the adoption of materialism by those in the society nowadays. This “no contentment” concept is conveyed through the sculptures depicting several people bearing “something” such as “no-limit credit card” and “Limited-Edition snakeskin bag”, with captions beneath the sculptures stating “too lavishing?”, “too superfluous?”, or “Enough yet?”. This was intended to show the burden that most people face, when not truly understanding how to be “sufficient”. The next section simulated the Philosophy of Sufficiency Economy, combined with the “New Theory”, presented through the images of houses, permaculture farming, and ponds of those happy farmers who had been successful, both financially and emotionally, from upholding H.M. the late Kings’ guidelines for their livings. The last section was arranged into a stage, presenting the concept of “the Philosophy of Sufficiency Economy” and the “New Theory” through a musical theatrical performance, called “Self-sufficient Life”. It was a story of a man and his friend in two different circumstances. One was in a very materialistic world where prosperity was given high priority whereas the other lived a simple life guided by “the Philosophy of Sufficiency Economy” and earned a living by employing the “New Theory” for his living. The story of the play laid out the failure of the first man’s life. However, when he met the second man, he received valuable advice and practice guidelines derived from “the Philosophy of Sufficiency Economy” and the “New Theory”. This musical was a summary of H.M. King Bhumibol Adulyadej’s principles and guidelines which were deeply integrated in the series of exhibition, from the beginning all through to the end.



Permanent Exhibition at the Rama IX Museum

(Scheduled for completion and to be open in 2561 B.E.)

The museum is a center for learning about ecosystems and humans. It aims to communicate that “man” whose brain has evolved beyond those of other creatures can create economic systems for their betterment, ranging from cultivation and rearing livestock for personal consumption to technology development for industry use. However, the effects of human activities have triggered enormous changes in ecosystems of the world and have been the important factors that are causing the “new ecological balance” which might be no longer suitable for human existence. This may resemble a phenomenon in the past, millions of years ago, where a newer ecosystem led to the extinction of the dinosaurs. It is indicated that the new ecological balance is being formed and can be observed from the natural fluctuations that occur throughout the world, whether it is a storm, flood, greenhouse effect, global warming, and etc.

His Majesty King Bhumibol Adulyadej was very visionary. He had evidently been aware of the manmade impact on the ecosystem all along. For issues like “global warming”, H.M. the late King had publicly addressed it since 2532 B.E. Regarding “soil”, His Majesty the late King expertly led an example in using Vetiver Grass for soil and water conservation since 2535 B.E. Being very insightful and scientific, H.M. the late King used scientific method to analyze and synthesize a body of knowledge, known as “the Philosophy of Sufficiency Economy” to make mankind realize the importance of being able to harmoniously and sustainably live with the nature. “the Philosophy of Sufficiency Economy” is the economic system aimed at making “man”-a part of the ecosystem-realize and understand the cause and consequence of their own actions and the effects of their actions on other beings and the environment as a whole. The philosophy also focuses on moderation and prudence in order to be able to handle any impact of future changes. Therefore, “the Philosophy of Sufficiency Economy” is at the heart or is the key concept for the exhibition at the Rama IX museum.

In addition, the permanent exhibition at the Rama IX museum dedicatedly communicates the “scientific method” that His Majesty King Bhumibol Adulyadej used for work so as to build on knowledge and develop innovations. This would encouragingly inspire the viewers and visitors, encouraging them to learn to ask questions and to solve problems through scientific means, to follow the footsteps of H.M. the late King who created tremendous knowledge and numerous innovations for peaceful co-existence for all communities, societies, and countries.

It is considered a pride for the company that we have been trusted by the National Science Museum to undertake the construction and installation of the permanent exhibition on 30,000 square meters at the Rama IX museum, the National Science Museum Thailand, Technopolis, Pathum Thani Province. The museum will be a learning center for the ecology of the planet earth and Thailand. Also, it will be the only one museum in Southeast Asia that bears the presentation of data on water resources of the Asia Pacific region. Now, the museum is in the process of construction and decoration and is scheduled for completion in the year 2561 B.E.



“...problems regarding the environment, caused by pollution or degradation of natural resources, no matter where it happens, will have consequential impacts on others. Therefore, each and everyone in every nation in this world is responsible for resolving and reducing problems, improving and restoring the environment and nature to the state and conditions whereby it is suitable for peaceful existence for oneself and for fellow human beings...”

Royal Address by H.M. King Bhumibol Adulyadej Published in a Commemorative Book on the Occasion of a Dedication Ceremony of Oil Removal Vessels Presented by the Government of Denmark

Wednesday 20 November 1996
(unofficial translation)



Apart from the works mentioned above, the company has won the trust of the public and private sectors to contribute in creating other exhibitions and learning centers to showcase His Majesty King Bhumibol Adulyadej's royal initiatives. The examples include the following:

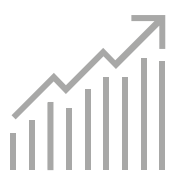
- 1) **Tea garden exhibition in honor of His Majesty King Bhumibol Adulyadej**, a part of International Horticulture Exposition for His Majesty the King; Royal Flora Ratchapruek.
- 2) **Travelling exhibitions celebrating His Majesty the King's "80 Years of Peace and Prosperity"**, by the Office of the Royal Development Projects Board (ORDPB)
- 3) **The permanent exhibition at the Information Center**, the Office of H.M. Principal Private Secretary
- 4) **The exhibition in honor of His Majesty King Bhumibol Adulyadej as "the Father of the Technology of Thailand and the Father of the Innovation of Thailand"**, at the National Science and Technology Fair, by the Ministry of Science and Technology
- 5) **The exhibition in honor of His Majesty King Bhumibol Adulyadej**, at the ICT Expo 2007 and 2012, and at ITU Telecom Asia 2008 and ITU Telecom World 2013 and 2016, by the Ministry of Information and Communication Technology (now changed to the Ministry of Digital Economy and Society)
- 6) **The exhibition in honor of His Majesty King Bhumibol Adulyadej**, at the Thailand Industry Expo, by the Ministry of Industry.

His Majesty King Bhumibol Adulyadej granted to Thai people the knowledge and wisdom which is considered an important foundation in building a sustainable society. Using the “scientific method” to develop the knowledge and innovative contributions, His Majesty the late King bestowed on the Thai people the wisdom that would benefit both the people of Thailand and the world. With His Majesty the late King’s expertise on soil science, the International Union of Soil Sciences (IUSS) presented the “Humanitarian Soil Scientist” award to His Majesty. Moreover, in 2556 B.E., the United Nations General Assembly designated 5 December-the same date as His Majesty King Bhumibol Adulyadej’s birthday-as World Soil Day, to commemorate His Majesty for His perseverance and for His Majesty’s royal duties regarding promotion of soil resource conservation. The result can be apparently and extensively seen at both national and international levels.

“Land is the cradle of civilization and fertility that nourish mankind since the ancient time”.

His Majesty King Bhumibol Adulyadej was the first and the only one king who, all through His reign, used the time to restore fertility and return abundance to the land, laying down the foundation for uprooting the poverty problem for His people, echoed in His Majesty’s name

“BHUMIBOL THE STRENGTH OF THE LAND”



Financial Highlight

A summary of financial information for last three years from year 2014 to 2016 is as follows:

Unit : Baht Million	Separate Financial Statements			Consolidated Financial Statements		
	2014	2015	2016	2014	2015	2016
Cash and cash equivalents	194	57	56	239	165	192
Total current assets	513	531	542	556	753	707
Total assets	694	753	759	723	956	901
Total current liabilities	232	277	286	247	456	403
Total liabilities	271	316	328	292	501	453
Total shareholders' equity	422	438	431	431	455	448
Revenues from the rendering of services	849	1,032	1,221	972	1,251	1,404
Gross profit	201	253	251	248	351	326
Net income (loss)	30	58	35	(5)	69	36
Current ratio (times)	2.2	1.9	1.9	2.2	1.7	1.8
Gross profit (%)	24	25	21	25	28	23
Net profit (%)	4	6	3	(1)	5	3
Return on equity (%)	7	13	8	(1)	15	8
Return on assets (%)	4	8	5	(1)	7	4
Assets turnover (times)	1.3	1.4	1.6	1.3	1.5	1.5
Total debts to equity ratio (times)	0.6	0.7	0.8	0.7	1.1	1.0
Book value per share (Baht)	1.961	2.032	2.004	1.981	2.091	2.059
Earnings per share* (Baht)	0.139	0.272	0.164	(0.023)	0.310	0.161
Dividend per share (Baht)	-	0.20	0.22	-	0.20	0.22

* Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the company excluding other comprehensive income by the weighted average number of ordinary shares issued during the year.

** The figures in consolidated financial statement of the year 2015, as presented for the comparison purpose, have been restated according to the adoption of the revised and new financial reporting standards issued by the Federation of Accounting Professions which become effective for fiscal years beginning on or after January 1, 2015. Please see further detail in Note 2.5 and 4 to financial statements.

Table of Contents

Board of Directors	1
Message from Chairman	2
Message from Chief Executive Officer	3
Report of Audit Committee.....	5
Report on the Board of Directors' Responsibilities for Financial Statements.....	6

■ Part 1

Business Operations

Business Policies & Overviews	8
Business Operations	12
Risk Factors.....	17
Assets Used in Business Operations	19
Legal Disputes.....	20
General Information & Other Significant Information.....	21

■ Part 2

Management & Corporate Governance

Information of Securities & Shareholders	28
Management.....	30
Corporate Governance.....	36
Corporate Social Responsibility	52
Internal Control & Risk Management	61
Intercompany Transactions	62

■ Part 3

Financial Position & Results of Operation

Financial Highlight	64
Management Discussion & Analysis	67

Information Certification.....	73
--------------------------------	----

■ Appendix

Appendix 1 Details of Directors, Executives, Authorized Persons, & Company Secretary.....	76
Appendix 2 Details of Directors of the Subsidiaries	81
Appendix 3 Details of Internal Audit Manager	82
Appendix 4 Report of Auditor & Financial Statements.....	83



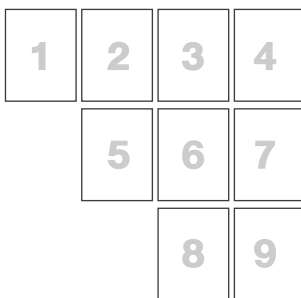
This annual report, together with trading statements, news releases, presentation and previous annual reports, is available online at <http://www.picothai.com>



You can sign up to receive Pico (Thailand) Public Company Limited public monthly online news by email at <http://pico.listedcompany.com>



Board of Directors



1 Mr. Chia Song Heng

Chairman of the Board of Directors,
Chairman of the Nomination Committee,
Chairman of the remuneration
Committee & Vice Chairman of
the Executive Committee

2 Mr. Pised Chungyampin

Vice Chairman of the Board of Directors,
Nomination Committee Member,
Chairman of the Executive
Committee & Executive Chairman

3 Mr. Silchai Kiatpapan

Director,
Nomination Committee Member,
Executive Committee Member &
Chief Executive Officer

4 Mr. Viriya Pholpoke

Director,
Nomination Committee Member,
Remuneration Committee
Member & Advisor

5 Mr. Chaigyod Bunyagidj

Independent Director,
Chairman of the Audit Committee,
Nomination Committee Member &
Remuneration Committee Member

6 Mr. Sern Vithespongse

Independent Director,
Audit Committee Member,
Nomination Committee Member &
Remuneration Committee Member

7 Mrs. Sasitorn Phongsathorn

Independent Director,
Audit Committee Member,
Nomination Committee Member &
Remuneration Committee Member

8 Mr. Yong Choon Kong

Director

9 Ms. Chia Yuan Jiun

Director



Message from Chairman

Dear Shareholders,

Pico (Thailand) was established in 1981, during the reign of His Majesty King Bhumibol Adulyadej (King Rama IX). The business philosophy that the Company has always upheld is **“Creating Shared Value”** which is believed to bring out the Company’s best potentials and its strengths to induce positive changes both economically and socially. Such philosophy is essentially in accordance with the royal initiatives by His Majesty King Bhumibol Adulyadej, particularly on the subject of sustainable development and the gratification of Thai society. In the year of a great loss for Thai people, the Company would wish, in remembrance of His Majesty King Bhumibol Adulyadej, to commemorate the immeasurable royal grace. With this in mind, the Company will, of course, ceaselessly apply the royal concepts on sustainability to our business.

The past year of 2016 was a year of many challenges, be it political uncertainties or economic instabilities. Coupled with the rapid technological changes, this inevitably affected the businesses of our customers, business partners and other counterparts. Nevertheless, Pico (Thailand) envisions itself to be a continuously and consistently adaptive entity which will be able to maintain its strength businesswise and to be able to cope with changes in all circumstances.

In 2017, Pico Group visions to be driving changes by implementing strategies on 4 key issues: **(1) creating values and producing better margins in our core business;**

(2) going digital and effectively utilizing the digital platform; (3) improving the cost-benefit efficiency, and; (4) maintaining a focus on disruptive strategies which enable the Company to be both a leader and an innovator in providing superior services to our customers, when compared to our competitors. Also, Pico (Thailand) has a set of visions that are in line with Pico Group, with its short-term emphasis on its Core Competency and its strong potentials, especially on Event Marketing and MICE Management and Service. Additionally, it envisages its long-term goals aiming to create new business models that will create sustainable business opportunities for the Company in the future.

I would wish to thank our invaluable shareholders, customers and business partners for their ongoing supports and trusts, and I would also like to show my deepest appreciations to the executive committee, the management team, and all the staff for your dedication to create the best and most innovative work for all of our customers and clients, while, at the same time, bring out the best possible potentials to create shared values for the Thai society. Indeed, Pico (Thailand) will strive to steer forward our business based on the principles and the philosophy of sustainability, given by His Majesty the late King, to generate the best results for all parties alike. Without doubt, Pico (Thailand) will constantly be prepared to face with any complex challenge that may possibly arise in the future.

Mr. Chia Song Heng
Chairman of the Board

Mr. Pised Chungyampin
Executive Chairman



Message from Chief Executive Officer

Dear Shareholders,

The year 2016 was a year of profound sorrow and bereavement for all Thais as His Majesty King Bhumibol Adulyadej peacefully passed away. On behalf of the Board of Directors, the management and the staff of Pico (Thailand) Public Company Limited, I would like to express our eternal gratitude for His Majesty's immeasurable benevolence.

For the past year, I would like to thank our shareholders, customers, business partners who have supported the operation of Pico (Thailand) Public Company Limited. I would also like to thank the Board, the management team, and all employees for all creative work and for your help in together driving both the Company and Thai society forward.

In 2016, the Company set the **strategies for both management and risk-management by implementing a "Product Mix" business model, reducing dependence on one revenue stream which was heavily reliant on just one industry and/or on one form or format of service.** With the implementation of such strategies, the Company, accordingly, saw a revenue growth, from 1,251 million Baht (in 2015) to 1,404 million Baht (in 2016), equal to a 12 percent increase. However, the global economic recession has affected the economy as a whole. The recession also has an impact on marketing activities of our customers. As a consequence, this has caused a decrease in the proportions of activities and/or service of the industries that typically generates high gross profit for the Company, resulting in a fall of the Company's gross profit margin from 28 percent (in 2015) to 23 percent (in 2016).

Importantly, the Company still strategically focuses on 2 important business issues: our **Core Competency and Knowledge Communication.**

As for our **Core Competency**, the Company is proud to be a part in supporting the success of our customers in various industries such as

1) the automobile industry, with the Company's revenue totaling 546 million Baht, growing 29 percent from the previous year,

2) the food and beverage industry, with the Company's revenue of 87 million Baht, falling 22 percent from the previous year,

3) the industry of scientific knowledge, technology and innovation, with the Company's total revenue of 337 million Baht, increasing 53 percent from the previous year,

4) the fundamental economy industry, with the Company's revenue totaling 45 million Baht, the number of which is very similar to that of the previous year.

The outstanding examples of our Core Competency include creative booth designs and event organization for leading carmakers at the 32nd Thailand International Motor Expo 2016 and the 37th Bangkok International Motor show, creative booth designs and activities management of the STARTUP THAILAND 2016 and National Science and Technology Fair 2016, the management of "Mahidol Channel" project for the 4th consecutive year, and the creation of permanent exhibition at the Rama IX Museum.

We are extremely proud that we have been entrusted from both the government agencies and the private sectors to take part in organizing, managing, and creating work that is valuable to the development of economy, industry, and the bodies of knowledge for the country.

As for **Knowledge Communication**, the Company is continuously committed and determined in creating shared values in the Thai society, especially on education. Nearly a decade, the Company has been crafting and organizing the largest education congress for teacher professional development, known as EDUCA, and has been creating digital media for education. This year, the Company produced a remarkable work in helping improve the quality of education in Thailand including (1) the “Distance Learning Information Technology: DLIT” project, (2) the “Eng 24” project, a developmental project of English language teaching materials, (3) the “Books for Teachers, the life-long learning exemplars”

project, and (4) the organization and support of “Thailand Principal Forum: TPF” which is an assembly of many Thai Principals who are very dedicated to school reforms.

In 2017, the Company will continue to strive for sales growth and optimum profit and return on equity. Furthermore, we are very resolute in embracing the royal guidelines, royal remarks, and royal initiatives of His Majesty King Bhumibol Adulyadej, using them as the guiding principles for work and for business conducts in order to create values, both socially and economically, for the benefits of our society and country as a whole.



Mr. Silchai Kiatpapan
Chief Executive Officer



Report of Audit Committee

To Shareholders of Pico (Thailand) PCL

The audit committee of Pico (Thailand) Public Company Limited consists of Mr. Chaigyod Bunyagidj as a Chairman, Mr. Sern Vithespongse and Mrs. Sasitorn Phongsatorn as members of the committee.

The audit committee performs its duty and responsibility pursuant to the delegation of the board of directors. In 2016, there are four meetings held with the executive management and the independent auditor for all related agenda. The summary of operating results of the audit committee are as follows :

Financial report preparation

The committee reviewed the quarterly and annual financial reports for 2016 with the executive management and the independent auditor to ensure that the separated and consolidated financial statements are fairly presented in accordance with the generally accepted accounting principles and disclosures are accuracy and adequacy. The committee reviewed inter-company transactions to be a normal course of business and to be complied with the rules and regulations of the Stock Exchange of Thailand.

Internal control

The committee reviewed an internal control with the executive management and the independent auditor to ensure that the company has a reliable internal control. In addition, the committee provided observations and constructive comments on material matters according to the internal audit report for improvement of operations to be more effective and efficient and each operational department to have an adequate control process in place.

Risk management

The board of directors and the executive management realized the importance of risk management. They have determined risk management system to protect, detect and reduce risks that may affect the company's performance.

Related transactions

The committee reviewed all related transactions to ensure that they were conducted at arm's length and is strictly normal trade transactions that the company closely abides by its commitment to good governance.

Compliance

The committee reviewed transactions for compliance to the rules and regulations of the Stock Exchange of Thailand and other related business laws. Complete compliance is noted.

Good governance

The company is found to abide by its commitment to the concept of good governance. Its operation is conducted in a transparent and accountable manner with all stakeholders' interest in mind. The committee also reviewed the selection of the independent auditor for the board of directors to present to the shareholders for ratification. Miss Suphaphorn Mangjit, certified public accountant No. 8125 and/or Mr. Nopparoeck Pissanu Wong, certified public accountant No. 7764 and/or Mrs. Suvimol Krittayakiern, certified public accountant No. 2982 of D I A International Audit Co., Ltd. are recommended to be elected as the company's independent auditor for 2017 with a stipend of Baht 2,040,000.

On behalf of the audit committee

Mr. Chaigyod Bunyagidj
Chairman of the audit committee



Report on the Board of Directors' Responsibilities for Financial Statements

The Board of Directors of Pico (Thailand) Public Company Limited is responsible for the financial statements of the Company and its subsidiaries, which have been prepared in accordance with financial reporting standards under the Accounting Act B.E. 2543, and the financial reporting requirements of the Securities and Exchange Commission under the Securities and Exchange Act B.E. 2535. The Board considers the accounting policies pursued to be appropriate, and that they have been applied consistently with adequate disclosure of important information in the notes to the financial statements. The Company's external auditor has reviewed and audited the financial statements and expressed an unqualified opinion in the auditor's report.

The Board oversees and reviews corporate governance as well as establishes and maintains a proactive risk management system and internal control system to ensure that accounting records are accurate, complete and timely, and that the Company's assets are properly safeguarded against fraud, operational irregularities

and other risks. The Board has appointed an Audit Committee consisting of independent directors to provide effective and efficient oversight of the financial statements, internal control system and internal audit. The Audit Committee's views are reported in its report in the Company's annual report.

The Board is confident that the internal control system and the internal audit of Pico (Thailand) Public Company Limited and its subsidiaries represent the financial position, results of operations, and cash flows that give a true and fair view in accordance with Thai Financial Reporting Standards.

On behalf of the Board of Directors

Mr. Chia Song Heng

Chairman of the Board of Directors

Part
1

Business Operations

- Business Policies & Overviews
- Business Operations
- Risk Factors
- Assets Used in Business Operations
- Legal Disputes
- General Information & Other Significant Information



Business Policies & Overviews

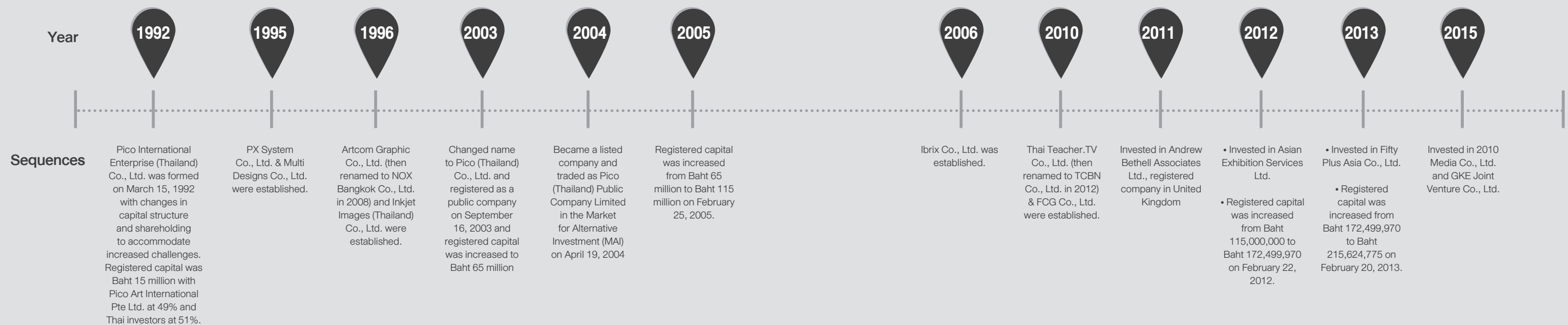
History

Pico (Thailand) Public Company Limited was formed in 1981 as a joint venture named Pico Thai Exhibition Contractor Co. Ltd. between Thai investors led by Mr. Pised Chungyampin and Singapore investors by Pico Art International Pte Ltd., which is a world class leader in the design and fabrication of the trade show and exhibition business.

Subsequently, Pico Far East Holding Limited, a parent company of Pico Art International Pte Ltd. became a listed company on the Stock Exchange of Hong Kong and expanded business covering the entire value chain as well as invested in other businesses such as real estate and construction materials. Currently, Pico Far East Holding Limited operates around the world with 39 offices in 25 countries.

Significant Changes & Development

Pico (Thailand) Public Company Limited has continually developed its organizational structure in order to accommodate changes in the business environment and its corporate strategic and business objectives. Major significant changes and developments are as follows:



Vision

We are constantly striving to be a financial successful company, the first company that clients think of for the Professional Experiential Communication service partner as well as to be a top-of-mind company for talents to choose as a workplace.

Mission

To pursue the vision, our missions are to bring clients the service by creating the disciplines of various face-to-face communication approaches by combining creativity, knowledge and innovation in order to achieve best effective solutions that always exceed our clients' expectations.

Business Objectives

The company has four business objectives as follows:

1. Maximum returns to shareholders

We have continually adjusted our strategy to ensure a smooth and maximum-yielding business operation. The key support here is the strength of our local partners and extensive overseas network.

2. Committed customer focus on uncompromised quality & continual services improvement

Our work must meet or exceeds customer's expectation. This involves our continuing skills improvement while maintaining our market leadership position.

3. Continued building of corporate stability & progressive development

We believe in the concept of “Quality Work Quality Life” and actively promote personnel development and employee engagement attitude through good working environment, innovation encouragement and equitable compensation system. We believe that quality work can only come as a result of quality life of our employees.

4. Creating Shared Value

The business philosophy of the company is “we believe that what is good for the community is good for the business”. Therefore, the company always creates works that support the social quality development through services of the company focusing on knowledge communication service i.e. Educa, the annual education event for teacher professionals development aiming for a better quality of teachings in society, and education channel aiming to broadcast variety of knowledge relating to teaching activities.

Business Overview

The company’s business has continually expanded in the scope of products and services as a result of the experience and expertise gained. Products and services are designed to match customers’ needs and new business opportunities are continually explored. Currently, our principal businesses are as follows:



Additionally, we also conduct other businesses and services that complement our main products thus making us a full service provider. For instance, some of these services are design and supply of construction equipment including decorative materials. We stress an all-inclusive or turnkey approach to our service starting from the design concept, planning, constructing, and arranging exhibition, media selection and event management. The scope of services is mainly subject to the customer need.

The overall approach in each of our business segments is to understand the customers’ orders by studying and researching their business information and identify the communication target. After that, such information will be used in planning activities including selection and implementation of the efficient and effective communication process to deliver the specific information from customers to target audiences.

As for the individual business direction, the company targets to expand the operation including increasing market share in various industries both domestic and international market.

Structure of Company

To effectively and completely meet customers' needs we have invested in businesses, enhancing our products and services delivery capabilities. Our subsidiaries and associated companies are operated by experts in their individual fields with ready and distinct solutions to meet our clients' demanding needs. For the description of businesses and services of the subsidiaries and associated companies please see details at the topic of "General Information and Other Significant Information".

Subsidiary Companies



Registered Capital 11 MB
% of Ownership 89.99%



Registered Capital 4 MB
% of Ownership 59.99%



Registered Capital 10 MB
% of Ownership 99.99%



Registered Capital 10 MB
% of Ownership 99.99%



Registered Capital 3 MB
% of Ownership 99.99%



Registered Capital 100 GBP
% of Ownership 75.00%

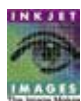


Registered Capital 5 MB
% of Ownership 99.99%



Registered Capital 5 MB
% of Ownership 98.98%
(held through 2010 Media Co., Ltd.)

Associated Companies



Registered Capital 6 MB
% of Ownership 22.22%



Registered Capital 5 MB
% of Ownership 40.00%



Registered Capital 15 MB
% of Ownership 45.00%

Relationship with Major Shareholder

Pico Far East Holding Limited (hereinafter referred as "Pico Far East"), Hong Kong Special Administrative Region of the People's Republic of China, is the major shareholder of Pico Art International Pte Ltd (hereinafter referred as "Pico Art"), Republic of Singapore. Pico Art holds 40% of the company's shares. This would be implied that the company is the associated company of Pico Art and Pico Far East.

The company pays an annual royalty equals to 2.53% of total revenue to Pico Art International Pte Ltd This is in connection with the opic of "General Information and Other Signiual Property License Agreement" dated July 10, 1992 and its amendment dated November 3, 2003. Under these agreements, the company is entitled to use the logo, trade name, technology and new innovation of Pico Art International Pte Ltd in its conduct of business. These privileges will continue, irrespective of Pico Art International Pte Ltd's shareholding in the company, provided that the royalty payment is paid until the company terminates the agreements. Additionally, Pico Art International Pte Ltd agrees not to compete for business in Thailand directly or indirectly. The agreements do not preclude the company to serve foreign clients in a foreign country provided that it is a direct request by the clients.

The privileges of using logo and trade name of Pico Art International Pte Ltd allows the company to create good image and clients' aconfidence in using our services since such logo is well-known and is accepted worldwide as the leading company in designing and trade exhibition. Moreover, the company would have network all around the world in order to serve both domestic and foreign clients.



Business Operations

The company has four principal services as follows:



All above principal services are where we have experiences and expertise in communication especially Face-to-Face Communication that is the essential core competencies to continue running all four main businesses.

1. Meeting, Incentive, Convention, and Exhibition (MICE) Management & Services

Is drawing on the inner strength of the company's specialist personnel and latest technology while simultaneously leveraging on Pico's worldwide network and resources. These have given us great productive advantages to serve clients who need to expand markets internationally. For this, we have continually gained the trust from our clients.

2. Event Marketing and Branding

Is the event marketing where we have over 35 years of experience especially in field marketing or Face-to-face marketing. By adopting a strategic partnership approach with clients, our product delivery is always distinct and different from competitors being tailored specifically to the customers' needs. This business has become another principal income generator for the company.

3. Knowledge Communication

Is a relative new comer and comes as a result of our intent on creating businesses that are socially rewarding which is in line with our business philosophy. It draws on our expertise in communication and event marketing skills, which are further refined and molded into an effective communication tool. In addition to the social benefits, we believe that this business has definite growth potentials as reflected in the importance given to it by the various sectors. Today, this kind of business of the company covers temporary exhibition, permanent exhibition in museums and learning centers and the development and broadcasting of digital content & media.

4. Others

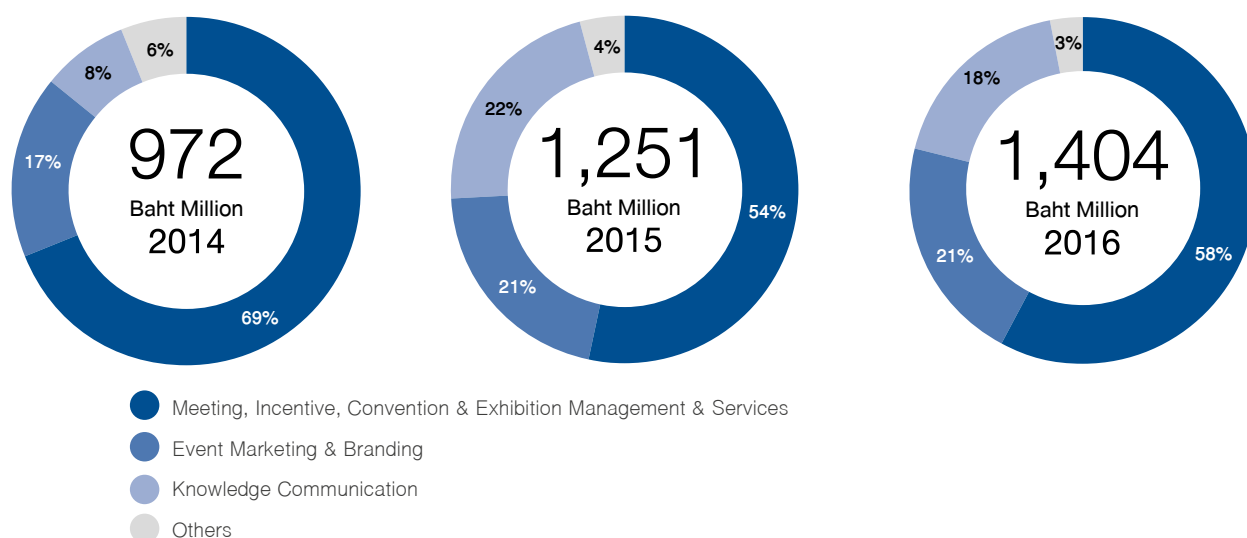
Besides the services mentioned above, we have other services that support and facilitate the customer's business.

- Rental of large air-conditioned tents from 1,000 sqm. up to more than 20,000 sqm. This serves to provide additional temporary space to exhibition organizers or large projects requiring significant covered space.
- Graphic design for signage and banner projects used in advertising and/or public relation work
- Furnishings to complement the counter display as product point of purchase. These are eye catching units placed in the exhibition booth or department store to increase sale in accordance with the target's marketing plan.
- Interior design of offices and corporate identity

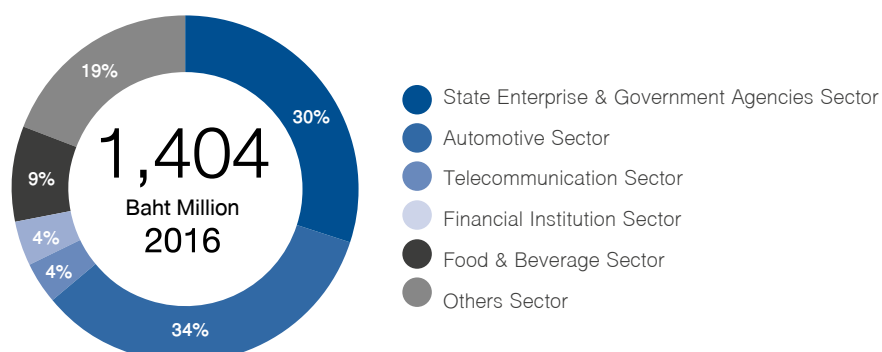
For all businesses, we offer an integrated or turnkey service starting with getting involved in the marketing plan with customer starting from concept developing, designing, constructing, implementing, to show organizing. As an event turnkey service provider, we also provide logistics and supportive needs of the customer such as transportation and installation services.

Revenue Structure

Revenue by business segments for the last 3 years is detailed as follows:



Revenue segmented by customer profiles for year 2016 is summarized as follows:



Market & Competition

Overview of the Market & Marketing Policy

The company's business is one of the businesses in the service industry. This industry is growing continuously in Thailand with increment of needs from both public and private sectors. As a market leader, we are determined to continually develop our organization to accommodate the changing environment to serve clients' requirements effectively. We are committed to the following improvements and development:

Develop a close relationship with customer

Our focus is to be a client strategic partner. For this, we need to understand clients' industries and to clearly understand clients' needs in order to provide the best and most effective solutions that exceed clients' expectation. Additionally, we also focus on the expansion of our customer base throughout the various industrial segments both inside and outside of Thailand.

Using the latest and state of the art technology

We continually challenge and support our people to explore and update new innovations and technologies as well as to equip themselves with new knowledge. Additionally, we also promote a knowledge sharing culture within a Pico global network.

Improvement in quality of services rendered

We focus on the delivery of an integrated service package where the customer can conveniently avail of our one-stop service and save cost. Apart from the comprehensive service package, strict quality control at each step of service delivery is always assured.

Service quality improvement on design, creativity and innovation

Our strategic objective is uncompromised service and customer's complete satisfaction. The company focuses on the quality of services by continuously developing and employing design, creativity and innovation into our services, which is one of key factors to upgrade qualities of our services beyond customers' satisfaction.

For 2017, our policy direction is not only to keep and expand core businesses but also to grow the knowledge communication business in order to maintain and strengthen our leadership in providing this service. Additionally, we will expand our services in niche industries.

Customer Profile

Our customers are those with a track record of consistent growth with an international aspiration. These are state and/or state supported companies and private operation, which need to increase market awareness/penetration and turnover. They are divided into two categories as follows:



State Enterprise and Other Government Agencies

The public sector regularly conducts events to publicize the workings of its units in order to increase public awareness and understanding. This also includes the promotional activities for government supported industries aimed at sustaining the economic growth. The agencies that are responsible for such activities are the Ministry of Culture, the Ministry of Science and Technology, the Ministry of Digital Economy and Society, Ministry of Education and the Department of Export Promotion etc.



The Private Sector



The Automobile Sector

This group emphasizes event marketing as it provides a venue for the consumer to make the decision immediately



The Telecommunication Sector

This is a business characterized by high growth and intense competition and pays a significant interest in the event marketing/communication.

Our Project Management Process

Direct Customer Contact

Our marketing team constantly tracks customers' business and needs. Specific product/service package is then tailored and presented to customers to match their objectives and budget. If the company is selected, the marketing team will pass on the package to the production department, which will carry on with the customers.

Customer Relationship Management

We are committed to an international standard of excellence. Customer's trust and complete satisfaction are foremost on our agenda. This assures us of repeat business.

Business Alliances

Business alliances with the trade organizers and other players in the event marketing industry are a marketing channel to promote the company to customer.

Customer's Recommendation

With over 35-year experience with international standard operation, we often receive referral business from our satisfied clients.

Pico Far East Holding Limited and the Extensive Worldwide Network

With cooperation among our group, 39 offices in 25 countries, we have direct access to various institutional names when they come to incorporate or arrange events in Thailand.



The Food & Beverage Sector

This group has a record of consistent growth. It emphasizes on event marketing to retain brand awareness and gain direct access to consumers.



The Financial Institution Sector

The retail banking business is characterized by intense competition with constantly changing marketing strategy to meet customer's demand. Event marketing is therefore the preferred choice of communication for this industry.



Other Sectors

With the continued economic growth, businesses need to communicate more to meet the challenges of greater competition especially in industries of consumer products e.g. the apparel, food and jewelry industry. Event marketing, branding, and knowledge communication, are marketing tools that serve needs of these industries.

Product Sourcing

The key steps of our products sourcing process are as follows:

Marketing

- Study customers' background/ information
- Contact customers to determine their marketing objective & requirements
- Conceptual design and operational plan

Design

- Research on specific requirements of customers
- Realization of conceptual design, structure or exhibition with support from subsidiaries
- Budget and breakdown presented to customers

Fabrication

We will either do the fabrication or subcontract out to outside specialists with tracking on quality. We will perform the supervision and final survey before handing over to customers.

Project Management

Once production is completed, we will commence to build a stand by team to manage all aspects of the project to ensure of success e.g. publicity, cleaning and security. We will be in charge of these services until the end of the project.

Works in Progress

As of October 31, 2016, the company has work in progress totaling Baht 986 million of which is Meeting, Incentive, Convention, and Exhibition (MICE) Management & Services and Event Marketing of Baht 172 million and Knowledge Communication of Baht 814 million.



Risk Factors

The board of directors, executive management, internal auditor and others realized the importance of risk management by determining risk factors, risk management system to protect, detect and reduce risks that may affect the company's operations as well as to support good governance and integrate risk management in all participant levels.

Risk factors that may affect the company's operations are as follows:

The Ever Increasing in Market Competitiveness

Due to recent emergence of several entrepreneurs in the market, the company needs to always revise its strategy to make sure that it can stay competitive in this industry. Not only the company has extended its services to cover all functions of event marketing, but it also created a different by becoming the market leader in knowledge communication. This has become the new strength of the company that allows the company to keep its customer-based while reaching out to new market.

Economic Downturn Situation both Local & International and Currency Fluctuation

According to political uncertainty and fluctuations in currency, the company has been closely keeping its eyes on in order to always be prepared to adjust company's strategy accordingly. In addition, the company has adjusted its operation to make the most benefits to our customers by providing total solution service from generate to organize. It also offers strategic consulting service through strategic partner solution to ensure that the services provided by the company will match the needs of the customers and to make sure that all the costs are well spent.

Unpredictability of Customers

There are many factors that can affect customer's business decisions or marketing strategy, the company cannot depend on proving services to only a specific group of customers. In order to face the unpredictability of the customers, the company has adopted a strategy to expand its customer-base to various industries in both domestic and international. By doing so, the company will become more flexible in doing its business.

Political Effect

The political instability is another important factor that affects our industry due to the fact that our business relies so much on number of attendees at each event. For the company, our target customers and partners are both domestic and international. Therefore, the overall country's image will reflect the decision of the attendees when foreign customers make a decision to participate in an event or work with the company. In order to soften the situation, the company is working closely with Pico Group international network to improve the image of the country.

Natural Disasters Risk

The natural disasters risk such as Thailand flood crisis a few years ago is likely to recur in the future and create significant damage, which affects the business operation of the company such as the postponement or cancellation of the events. However, the company has closely monitored and analyzed situations to find out all possible outcomes for safety of event setting up and attendances. In addition, the company has insurance policies to cover such risks.

Human Resources Risk

Our business relies on professional staffs that possess a great deal of skills and creativity to move forward and stay competitive in the market. Therefore, the company gives high priority in recruiting high potential candidates to join the company. It also continues to give high importance in employee engagement by providing a good working environment and providing trainings to staffs for necessary skills. The company also gives competitive benefits to our staffs to make sure that the company can keep the risk in losing talents under control.

Information Technology Risk

Technology plays an important role for the company in providing its services from designing to organizing. Therefore, if the company does not have necessary technology and professional staffs that are capable of using the technology, it may lose the trust from customers and business partners. The company gives high important in investment for technology that required for event marketing industry. To reduce the risks that may come with such high investment, the company will only invest in the "must-have" technology and consider outsourcing for other specific needs from local and international vendors.



Assets Used in Business Operations

Property, Plant & Equipment

The property, plant & equipment as of October 31, 2016 are as follows:

Details of Land & Building

	Areas	Types of Rights	Baht Million	Commitment
Title Deeds No. 216194-7 Soi Sukhumvit 105 (Lasalle 56) Sukhumvit Road, Bangna District, Bangna Sub-district Bangkok 10260	2 Rai 200 Square Wah	Outright Owner	55.0*	None
Office Building 10 Soi Sukhumvit 105 (Lasalle 56) Sukhumvit Road, Bangna District, Bangna Sub-district Bangkok 10260	4,555 Sq.m.	Outright Owner	58.3	None

Land is stated at the appraised value. If a revaluation results in an increase in value, the revaluation increase is recognized to other comprehensive income and accumulated in equity under the heading “revaluation surplus”. However, the revaluation increase would be recognized in profit or loss not greater than the amount of expense previously recognized.

The company has a policy for revaluation of land used in operations every 3 years by the independent appraisers.

* On October 31, 2016, the above land was revalued by the independent appraiser using replacement cost approach. The revalued amount was Baht 55 million, increased by Baht 7.5 million.

Details of Other Assets

Assets	Types of Ownership	Baht Million	Commitment	Note
Vehicles	On hire purchase	6.0	Whole amount	with leasing companies
Office equipment	Outright owner	4.6	None	
Computer	Outright owner	7.6	None	
Equipment & machinery	Outright owner	0.01	None	
Office decoration	Outright owner	3.3	None	
Operating accessories	Outright owner	15.1	None	

Plant and equipment are stated at cost, net of accumulated depreciation and allowance for loss on impairment of assets (If any).

Investment Policy in Subsidiaries & Associated Companies

The company has a policy to invest in a business operation that will complement and enhance its ability to deliver an integrated product offering e.g. a design company.

In 1995, the company invested in PX System Co., Ltd. and Multi Designs Co., Ltd., in 1996 Artcom Graphic Co., Ltd. (then renamed to NOX Bangkok Co., Ltd. in 2008) and Inkjet Images (Thailand) Co., Ltd., in 2006 Ibrix Co., Ltd., and DesignLab MISC Co., Ltd.¹, in 2010 Thai Teacher.tv Co., Ltd. (then renamed to TCBN Co., Ltd. in 2012) and FCG Co., Ltd., in 2011 Andrew Bethell Associates Ltd., in 2013 Fifty Plus Asia Co., Ltd., and in 2015 2010 Media Co., Ltd. and GKE Joint Venture Co., Ltd. These investments enhance the company's capability to offer comprehensive and integrated products/services to clients.



Legal Disputes

For the last three years, the company has one legal dispute in the labor court. On February 23, 2016, such dispute was ended with detail described as follows:

Court Case :

Central Labor Court

Court Case No. :

Black No. 2312/2551

Starting Case Date :

June 9, 2008

Plaintiff :

Miss Nitida Thamasoontra

Defendant :

Pico (Thailand) Public Company Limited

Factual Basis :

Initial approximately Baht 50 million and then decreased to approximately Baht 18 million

Final Judgment of Supreme Court :

On January 26, 2011, the Central Labor Court ruled that the Company to pay Baht 2.62 million and the interest of 7.5% per annum calculated from March 27, 2008. The Company has recorded such liability in the financial statements. Subsequently, the Company and the plaintiff have appealed against the Supreme Court. On February 23, 2016, the Supreme Court affirmed the sentence of the Labor Court ordering the Company to pay such compensation together with the interest to the plaintiff within 15 days. The Company paid such compensation together with the interest on March 7, 2016.

¹ On January 6, 2012, the Board of Directors meeting resolved to approve divesting all ordinary shares held by the company in DesignLab MISC Co., Ltd.



General Information & Other Significant Information

Security Issuing Company



Pico (Thailand) Public Company Limited

Principal Business :

Management organizing of meeting, incentive, convention, and exhibition (MICE), event marketing, brand image building, and knowledge communication, as well as production and distribution in form of digital content and media

Address :

10 Soi Lasalle 56, Sukhumvit Road, Bangna Sub-district, Bangna District, Bangkok 10260

Corporate Registration :

Bor Mor Jor 0107546000296

Share Capital :

Registered capital of Baht 215,624,775 with Baht 215,624,559 fully paid up, divided into 330,000 preferred shares with the par value of Baht 1 and 215,294,559 ordinary shares with the par value of Baht 1

Telephone :

+662 748 7007

Facsimile :

+662 745 8521-2

Website :

www.picothai.com

Subsidiary Companies



PX System Co., Ltd.

Nox Bangkok Co., Ltd.

(formerly named Artcom Graphic Co., Ltd.)

Multi Design Co., Ltd.

Principal Business :

Exhibition booths assembly for trade and merchandise shows as well as sourcing services for marketing activities i.e. booth and other assets rental

Specialized public relations, focusing mainly on public relation activities and related activities on corporate communication

The design for trade and merchandise show and interior design including print media design

Address :

12 Soi Lasalle 56, Sukhumvit Road, Bangna Sub-district, Bangna District, Bangkok 10260

10 Soi Lasalle 56, Sukhumvit Road, Bangna Sub-district, Bangna District, Bangkok 10260

10 Soi Lasalle 56, Sukhumvit Road, Bangna Sub-district, Bangna District, Bangkok 10260

Share Capital :

Registered and paid up capital of Baht 11 million divided into 110,000 ordinary shares with par value of Baht 100

Registered and paid up capital of Baht 10 million divided into 100,000 ordinary shares with par value of Baht 100

Registered and paid up capital of Baht 4 million divided into 40,000 ordinary shares with par value of Baht 100

Telephone :

+662 748 7625-9

+662 745 8058

+662 361 7835-6

Facsimile :

+662 748 7630

+662 745 8059

+662 748 7593

% of Ownership :

89.99%

99.99%

59.99%



TCBN Co., Ltd.

(formerly named Thai Teacher.TV Co., Ltd.)

FCG Co., Ltd.

Andrew Bethell Associates Ltd.

Principal Business :

Knowledge communication including production and distribution of digital content and media

Knowledge communication including production and distribution of digital content and media

Business of distribution of education content

Address :

10 Soi Lasalle 56, Sukhumvit Road, Bangna Sub-district, Bangna District, Bangkok 10260

10 Soi Lasalle 56, Sukhumvit Road, Bangna Sub-district, Bangna District, Bangkok 10260

1st Floor Bristol & West House, 100 Cross Brook Street, Cheshunt, Hurts EN8 8JJ

Share Capital :

Registered and paid up capital of Baht 10 million divided into 100,000 ordinary shares with par value of Baht 100

Registered and paid up capital of Baht 3 million divided into 30,000 ordinary shares with par value of Baht 100

Registered & paid up capital of GBP 100 divided into 100 ordinary shares with par value of GBP 1

Telephone :

+662 745 8112-3

+662 745 8112-3

+440 208 800 1047

Facsimile :

+662 748 7910

+662 748 7910

-

% of Ownership :

99.99%

99.99%

75.00%

Subsidiary Companies



2010 Media Co., Ltd.

GKE Joint Venture Co., Ltd.

Principal Business :

Museum design and decoration services including all kinds of exhibition design and fabrication and other related business

Museum design and decoration services including all kinds of exhibition design and fabrication and other related business

Address :

18 Soi Lasalle 56, Sukhumvit Road, Bangna Sub-district, Bangna District, Bangkok 10260

18 Soi Lasalle 56, Sukhumvit Road, Bangna Sub-district, Bangna District, Bangkok 10260

Share Capital :

Registered and paid up capital of Baht 5 million divided into 50,000 ordinary shares with par value of Baht 100

Registered and paid up capital of Baht 5 million divided into 50,000 ordinary shares with par value of Baht 100

Telephone :

+662 748 7007

+662 7487007

Facsimile :

+662 748 7591

+662 748 7591

% of Ownership :

99.99%

98.98%

Associated Companies



Inkjet Images (Thailand) Co., Ltd.

Ibrix Co., Ltd.

Fifty Plus Asia Ltd.

Principal Business :

The graphic design and inkjet print

The organizer of trade exhibition and related businesses

Exhibition, event marketing, organizer, publication, media and other related businesses

Address :

28/43-45 Vibhavadi Rangsit Road,
Ladyao Sub-district, Chatuchak District,
Bangkok 10900

111/1 Moo 6 Banmai
Sub-district Pakkred District
Nontaburi 11120

10 Soi Lasalle 56, Sukhumvit Road,
Bangna Sub-district, Bangna District,
Bangkok 10260

Share Capital :

Registered and paid up capital of Baht 6 million divided into 600,000 ordinary shares with par value of Baht 10

Registered and paid up capital of Baht 5 million divided into 50,000 ordinary shares with par value of Baht 100

Registered and paid up capital of Baht 15 million divided into 150,000 ordinary shares with par value of Baht 100

Telephone :

+662 936 3366-68

+662 574 6511

+662 748 7007

Facsimile :

+662 936 3636

-

+662 745 8521-2

% of Ownership :

22.22%

40.00%

45.00%

Other Reference Information



Thailand Securities Depository Co., Ltd.

Registrars

Dharmniti Law Office Co., Ltd.

Corporate Lawyer

D I A International Audit Co., Ltd.

Ms. Suphaphorn Mangjit,
Certified Public Accountant (Thailand)
Registration No. 8125

Address :

The Stock Exchange of Thailand
93 Rachadapisek Road, Dindaeng,
Dindaeng, Bangkok 10400

4th Floor, Nai Lert Tower,
2/4 Wireless Road, Lumpini,
Pathumwan, Bangkok, 10330

316/32 Soi Sukhumvit 22, Klongtoey
District, Bangkok 10110

Telephone :

+662 009 9000

+662 252 1260 and +662 655 0711

+662 259 5300-2

Facsimile :

+662 009 9991

+662 252 1104 and +662 655 0708

+662 260 1553 and +662 259 8956

Part
2

Management & Corporate Governance

- Information of Securities & Shareholders
- Management
- Corporate Governance
- Corporate Social Responsibility
- Internal Control & Risk Management
- Intercompany Transactions



Information of Securities & Shareholders

Share Capital

As of October 31, 2015, the company has a registered capital of Baht 215,624,775 consisting of 215,294,775 ordinary shares with par value of Baht 1 and 330,000 preferred shares with par value of Baht 1. The paid up capital of Baht 215,624,559 consists of 215,294,559 ordinary shares with par value of Baht 1 and 330,000 preferred shares with par value of Baht 1.

Rights of Ordinary and Preferred Shares

Share capital of the company consists of two types of share which are ordinary share and preferred share.

The preferred shares have the right to receive dividends equal to ordinary shares. The dividend will be calculated from profit earned after the issuance of preferred shares. However, any profit on the appraisal of land, buildings and other assets, which existed before the issuance of the preferred shares, will be allocated solely to the ordinary shares.

The preferred shareholders have the right to vote in the shareholder meeting, a ten thousand preferred shares are equivalent to one voting right of an ordinary share. The preferred shares have the right to receive the proportion of their return on investments upon liquidation equal to ordinary shares.

Shareholders of Ordinary Shares

Name list and portion of top ten shareholders shown as book registered as of January 4, 2017 are as follows:

#	Name	Shares	%
1	Pico Art International Pte. Ltd.*	86,250,187	40.06
2	Mr. Pised Chungyampin** & close relatives	55,809,897	25.92
3	Mr. Surin Banyongpongler	21,732,900	10.09
4	Mr. Vichean Srimuninnimit	5,707,643	2.65
5	DBS Vickers Securities (Singapore) Pte. Ltd.	5,065,400	2.35
6	Ms. Anchana Pinijkusoljit	2,550,000	1.18
7	Miss. Natthakarn Banyongpongler	2,500,000	1.16
8	Master Manasakarn Banyongpongler	2,500,000	1.16
9	Mr. Supawit Wattanaphant	2,467,450	1.15
10	Mr. Chavin Roongwattanapak	1,810,000	0.84
		186,393,477	86.58

* Pico Far East Holding Limited holds 100% of Pico Art International Pte. Ltd.'s shares. Chairman of the Board of Director is a director of Pico Art International Pte. Ltd.

** A director of the company

Dividend Policy

Provided that there are no other needs such as major business expansion, the company and subsidiaries have the policy to pay out the dividend at the rate of approximately 40% of net profit after taxes.

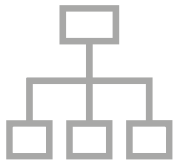
On February 19, 2016, the Company's 2016 Annual General Meeting of Shareholders resolved to pay the dividend from the operating result of the year ended October 31, 2015 at the amount of Baht 0.22 per share for the total eligible shares of 215,624,559 shares totaling Baht 47,437,403 to the shareholders whose names were listed in the Company's registrar book as at February 2, 2016. The company paid such dividend on March 18, 2016.

Detail of Dividend Distribution in the past 5 years

Year	Interim dividend (Baht/share)	Final dividend (Baht/share)	Annual dividend (Baht/share)	Dividend pay-out ratio on net profit (%)
2012	0.1	0.28*	0.38	108
2013	0.1	-	0.10	70
2014	0.2	-	0.20	144
2015	-	0.22	0.22	81
2016	-	0.15**	0.15	92

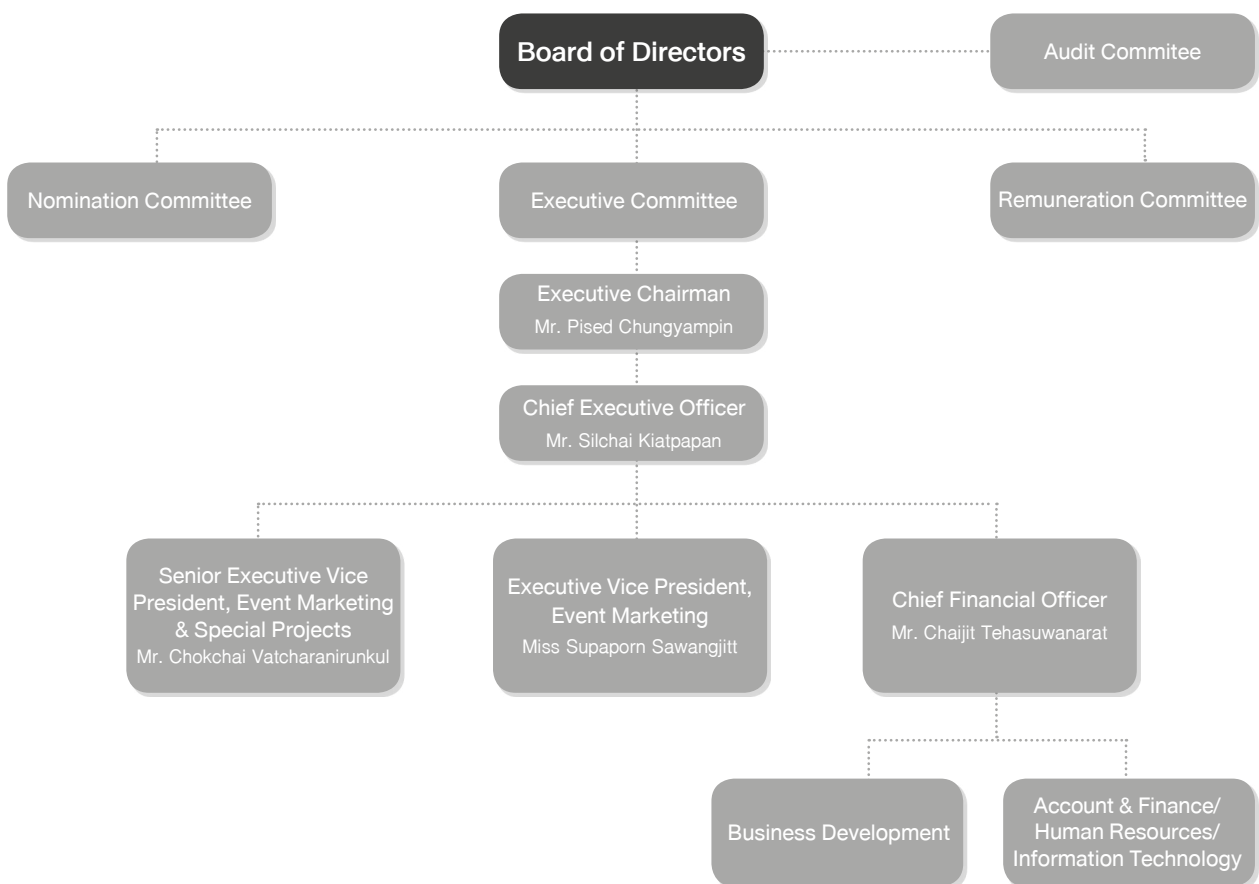
* Share dividend

** The Board of Director resolved to propose the annual general meeting of shareholders on February 17, 2017, to approve the final dividend distribution at Baht 0.15 per share.



Management

The structure of management of the company as of October 31, 2016 is as follows:



The organizational structure of directors of the company consists of five boards.

1. The Board of Directors

As of October 31, 2016, the company has nine members consisting of six non-management directors of which three are independent directors as follows:

Name/Position	Attendances /Meeting
Mr. Chia Song Heng Chairman	5/5
Mr. Pised Chungyampin Vice Chairman	5/5
Mr. Silchai Kiatpapan Director	5/5
Mr. Yong Choon Kong Director	5/5
Ms. Chia Yuan Jiun Director	4/5
Mr. Viriya Pholpoke Director and Executive Advisor	5/5
Mr. Chaigyod Bunyagidj Independent Director	5/5
Mr. Sern Vithespongse Independent Director	4/5
Mrs. Sasitorn Phongsathorn Independent Director	5/5

Mr. Chaijit Tehasuwanarat services as secretary to the board of directors.

Directors Authorized to Sign & Bind the Company

Directors authorized to sign and bind the company are Mr. Pised Chungyampin together with Mr. Chia Song Heng or Mr. Silchai Kiatpapan or Mr. Yong Choon Kong, constituting 2 signatures with the company's seal affixed.

2. The Executive Committee

As of October 31, 2016, the company has six executive committee members as follows:

Name/Position	Attendances /Meeting
Mr. Pised Chungyampin Chairman	5/5
Mr. Chia Song Heng Vice Chairman	5/5
Mr. Silchai Kiatpapan Executive Committee Member	5/5
Mr. Chokchai Vatcharanirunkul Executive Committee Member	5/5
Ms. Supaporn Sawangjitt Executive Committee Member	4/5
Mr. Chaijit Tehasuwanarat Executive Committee Member	5/5

3. The Audit Committee

As of October 31, 2016, the company has three audit committee members who are independent directors as follows:

Name/Position	Attendances /Meeting
Mr. Chaigyod Bunyagidj Chairman of the Audit Committee	4/4
Mr. Sern Vithespongse Audit Committee Member	3/4
Mrs. Sasitorn Phongsathorn Audit Committee Member	4/4

Mr. Chaijit Tehasuwanarat services as secretary to the committee

4. The Nomination Committee

As of October 31, 2016, the company has seven nomination committee members as follows:

Name/Position
Mr. Chia Song Heng Chairman
Mr. Pised Chungyampin Director
Mr. Silchai Kiatpapan Director
Mr. Viriya Pholpoke Director
Mr. Chaiyod Bunyagidj Director
Mr. Sern Vithespongse Director
Mrs. Sasitorn Phongsathorn Director

5. The Remuneration Committee

As of October 31, 2016, the company has five remuneration committee members as follows:

Name/Position
Mr. Chia Song Heng Chairman
Mr. Viriya Pholpoke Director
Mr. Chaiyod Bunyagidj Director
Mr. Sern Vithespongse Director
Mrs. Sasitorn Phongsathorn Director

Company Secretary

The board of directors appointed Mr. Chaijit Tehasuwanarat, Chief Financial Officer, to be company secretary.

The details of directors and company secretary are in the appendix 1

Director Remuneration

Monetary Compensation

Directors

The 2016 annual general meeting of shareholders held on February 19, 2016 approved directors' remuneration 2016 in the amount not exceeding Baht 6,000,000 with the disbursement to be decided by the board of directors in accordance with the detail below. This is effective from the date of the annual general meeting of shareholders until otherwise changed by another shareholders' resolution.

The detail of the payment of director's fee is as follow:

Monthly Compensation (Per Month Per Person) Baht 10,000
Meeting Attendance (Per Attendance Per Person) Baht 20,000 for Chairman of Board of Directors and Chairman of Audit Committee and Baht 15,000 for directors
Annual Compensation (Per Year Per Person) Baht 200,000 for audit committee member, payable quarterly
Bonus The board of directors has approved a bonus payment to the three independent directors and one advisor totaling four persons with payment to be considered from individual responsibility.

Monetary compensation to directors in 2016 according to the resolution of the board of directors is as follows:

Name	Monthly Compensation (Whole year)	Meeting Attendance	Annual Compensation	Bonus	Total
Mr. Chia Song Heng	120,000	100,000	-	-	220,000
Mr. Pised Chungyampin	120,000	75,000	-	-	195,000
Mr. Silchai Kiatpapan	120,000	75,000	-	-	195,000
Mr. Yong Choon Kong	120,000	75,000	-	-	195,000
Ms. Chia Yuan Jiun	120,000	60,000	-	-	180,000
Mr. Viriya Pholpoke	120,000	75,000	-	900,000	1,095,000
Mr. Chaiyod Bunyagidj	120,000	100,000	200,000	915,000	1,335,000
Mr. Sern Vithespongse	120,000	60,000	200,000	905,000	1,285,000
Mrs. Sasitorn Phongsathorn	120,000	75,000	200,000	905,000	1,300,000
Total	1,080,000	695,000	600,000	3,625,000	6,000,000

Management

In 2015 and 2016 the company paid monetary compensation, which is salary and bonus to management in the amount of Baht 28.26 million and Baht 28.61 million respectively.

Other Compensation

The company has provided provident funds by contributing 5% of salary. In 2015 and 2016, the company paid provident funds for management at the amount of Baht 1.02 million and Baht 1.05 million respectively.

*The above-mentioned management of the company are "Management" in accordance with the Securities and Exchange Commission Notification No. Tor Jor 23/2551 which include managing director, the next four executive levels immediately after the managing director and all persons in positions equivalent to these fourth executive levels including chief financial and accounting officer.

Personnel

Employees

As of October 31, 2016, the Company has staff as follows:

	Person
Pico (Thailand) Public Company Limited	125
Subsidiaries	74
	199

Breakdown of Pico (Thailand) Public Company Limited's employee of 125 persons is as follows:

	Person
Management	9
Business Development	4
Human Resources and General Affairs	14
Finance & Accounting	17
Marketing (Event Marketing)	75
Procurement & Information Technology	6

Employee Compensation

Monetary Compensation

In 2015 and 2016 total monetary compensation which is salary and bonus to employees of the company and subsidiaries is Baht 133.40 million and Baht 135.10 million respectively.

Other Compensation

Employees of the company and subsidiaries contribute either 3% or 5% of monthly salary to the provident fund plan, which is matched by equal contribution from the companies. Employees are entitled to the benefits based upon their length of service with 2, 3 and 5 years of service drawing 30%, 50% and 100% from the fund on leaving, respectively.

Unit: Baht Million	2015	2016
Provident Fund Contribution	4.65	5.23

Changes in Number of Employee

Unit: Person	2014	2015	2016
Resigned employees	26	31	26
New hired employees	36	29	31

Significant Legal Disputes

For the last three years, the company has one legal dispute in the labor court. On February 23, 2016, such dispute was ended.

Personnel Development Policy

To ensure continued corporate growth human resource development is an integral part of our policy. We are committed to develop our human resources and improve our human resource administration by focusing on the employee recruitment, accompanying with continuous supporting skills, knowledge and capability development, and promoting PICO values as Learning Organization so that quality work goes hand in hand with quality life. Staff members are encouraged to build on their strengths in accordance with our business approach and to be ready for the competition and continual changes.

Our human resource administration goes hand in hand with job satisfaction along the following guidelines:

Recruitment & Selection Process

We have a guideline for the recruitment of high caliber staff members. A selection committee utilizes standardized tests based on capability in recruiting required personnel for the corporate assignment. Consideration is also given to the assessment of manpower requirement commensurate with the responsibility and business operation. Also, we prepare our human resources ready to support the growth of business in the future.

Staff Training

Our most important resource is our employees. We are committed to the development of each and every staff member to develop to his/her highest potential. Training courses are provided both in and outside of the company. They are also extended to overseas training and observation visits. We promote learning and cognitive development creatively in many ways for employees to show their full potential in individual and teamwork level in order to create knowledge sharing network. This is a long term fundamental for corporate success today and in the future. We support the learning and capability of employees in accordance with the company's growth, leadership in competition and value-added creator.

Employee Relations

We have continuously established an ongoing employee relations and engagement program to ensure that employees are well bonded. Staff members are encouraged to participate in the various aspects of corporate activities such as Merit Activity and New Year party. Additionally, core activities with social contribution are also encouraged such as donation drive for needy students, visits to orphanages and similar foundations, raising disaster relief funds, and building the libraries for the schools in remote areas.

We encourage employees to adhere to the corporate culture by having accountability, integrity and dignity for supporting employees to work on morality. We also provide a good quality of working life such as appropriate welfare, safe working conditions, health care and awareness in collaboration.

Welfare Benefits

We emphasize on offering suitable compensation and welfare benefits for employees by having welfare committees. We have an equitable compensation system in place. A provident fund, health, disability and life insurance program are in place. Additionally, staff has an access channel to air grievances to management for due consideration and further mutually beneficial resolution.

Security and Occupational Hazards

A safety committee is established to ensure of work place safety. Regular inspections on safety and security of premises are conducted. Adequate safety equipment is provided and staff are well advised on fire safety and the appropriate use of fire-fighting equipment.

The company held a public forum to educate employees. Various experts were invited to give insight to employees e.g. knowledge of exercise at work. The company also focuses on quality of life for employees to be coupled with the growth of the business and focuses on health of employees, both physical and psychological health, by providing an annual health check.



Corporate Governance

The company's policy is for its members of the board to comply with the regulations of listed companies with respect to the duty and responsibility of directors. Subsequent to the company's transformation to a public company, the board of directors and the audit committee together established supervisory guidelines in overseeing the company's operation and to clearly define the scope of authority of directors and management. This covers compliance to the law, memorandum of the association, bylaws and the resolutions of the shareholders with honesty, integrity and utmost care to ensure maximum benefits to the company. The directors are also charged with establishing the company's policy and business direction and to ensure that the set policy is followed by management.

Pursuant to the guidelines established by the SET for listed companies, the company summarized the practices of corporate governance in 2016 as follows:

I. Rights of Shareholders

Shareholders are the rightful owners of the company whose rights and privileges are recognized and respected. These rights are: shares buy/sell, shares transfer, profit sharing, rights to attend meetings, participate in agenda deliberation and voting.

Shareholders' Meeting

The board of directors shall arrange a shareholders' meeting with a 7 day advance notice to all shareholders. Shareholders will be informed in writing of all agenda together with the directors' opinion and recommendation for each of the agenda presented. Such information will be posted on company's website in advance both in Thai and English prior to the date of the meeting for voting decision. The notice will also be announced in the newspaper for three consecutive days and at least three days prior to a shareholders' meeting for the shareholders to prepare themselves in joining the meeting.

In 2016, the Annual General Meeting of Shareholders was held on February 19, 2016, whereby 8 directors attended the meeting and a director could not attend. The company deemed it appropriate to organize the meeting at Round Room, Phothalai Leisure Park, which was sufficient to support all attending shareholders. In addition, the company facilitated all shareholders at the meeting date by arranging adequate number of staffs to welcome and check registration documents. The company made registration process available one hour prior to the meeting by using bar code system to shorten the registration process.

Before the meeting, the chairman of the board of directors assigned company secretary to clarify rules and criteria to the meeting such as the opening, voting procedures, counting of shareholders' vote for each agenda. The legal advisors from Dharmniti Law Office and independent auditors from DIA International Audit Co., Ltd. are the moderators to check the vote for transparency in all sessions. For the issue of voting on the election of directors, the company allowed shareholders to vote by person. For the issue on the appointment and remuneration of

auditors, auditors' names, company's name, the independence of auditors, and audit fee are specified in the notice for consideration of the suitability of auditors.

During the meeting the shareholders will have the rights to freely question and express their opinion during the deliberation of each issue. The company used a bar code system to count the vote for accuracy and more convenience. At the meeting, the order of agenda was not changed, and there was no request to add other agenda.

After the meeting, the company disclosed the resolutions of the meeting including the vote in the evening of the meeting date by sending news through the Stock Exchange of Thailand (SET) and posted on company's website. The company also prepared the minutes of the meeting that will be recorded accurately and in full covering of questions, answers and vote count for shareholders' later perusal. The company submitted such minutes to SET within 14 days after the meeting, in accordance with the SET regulations, and posted the video recording of the meeting for shareholders' acknowledgement on company's website.

II. Equal Treatment to All Shareholders

Each shareholder or group of shareholders is treated equally whether they are management or non-management, majority or minority shareholders or foreign shareholders:

- The company distributes the notices to shareholders at least 7 days prior to the shareholders' meeting and provides the notices and relevant documents in English for foreign shareholders.
- The company posts the notices in both Thai and English on the company's website 14 days in advance prior to the shareholders' meeting.
- The company delivers proxy form B which is attached with the notices to shareholders. It clearly explains the procedure and related documents for shareholders to prepare documents properly and do not cause problems in the attendance of proxy holders. This is to allow shareholders who are unable to attend meeting may appoint proxy holders or independent directors to attend and vote on their behalf. The independent directors' profile and report of conflict of interests in each agenda are attached completely.
- To ensure transparency and accountability, the company supports to use ballot for the important agenda such as the related transaction and the acquisition and disposition of assets.
- The shareholders' meeting shall be conducted according to the agenda notified in the notice and it is our policy not to add items to the agenda without advance notice to shareholders

Inside Information

The company has the policy to control and monitor the use of inside information by directors and management for their personal gain. Please see more details in the inside information supervision section.

Conflict of Interest

In order to avoid conflict of interests, the company specifies the criteria with regard to the conflict of interest as follows:

- Any director or executive who may have conflict of interests in any agenda item under consideration must not attend the meeting or must abstain from voting on such agenda item. This is to ensure that the Board and executives make decisions in a fair manner for the utmost benefit of shareholders.

- In case of the normal business transactions or the transactions to support the normal business with general terms and conditions and compensations that can be calculated from assets or reference prices, the procedure to undertake those transactions shall be in accordance with the regulations of SEC and SET with regard to the connected transaction. The undertaken transactions shall be reported to the audit committee on a quarterly basis.
- In case of other related transactions apart from the above mention, the audit committee shall provide their opinions with regard to the necessity of the transaction and the reasonableness of the transaction's price by considering the normal business practice of the industry and comparing the undertaken price with the price of others or the market price. In case that the audit committee has no expertise on any transaction, the company would hire an independent specialist or an auditor to provide their opinion on such transaction for the consideration of the audit committee, the board of directors or the shareholders as the case may be. The directors who may have any conflict of interest of the transaction will not be able to vote on such transaction.

III. Stakeholders

All stakeholders are equally treated to foster a harmonious relationship leading to the growth and prosperity of the company in the long run.

Stakeholder engagement guidelines are summarized as follows :

Shareholders :

The company's business operation is always full with the honesty, integrity, and transparency to ensure the sustainable growth for increasing the shareholders' value and ultimate returns. The company is also considerate of shareholders' rights and equality as disclosed in section 1 "Rights of Shareholders" and section 2 "Equal Treatment to All Shareholders".

Employees :

The company is fully cognizant that employees are its most valuable asset and the key factor for growth. The company thus focuses on the quality policy "Quality Life, Quality Work" with the belief that quality work only comes from quality life (staff). Therefore, PICO (Thailand) encourages the continuing knowledge development of all employees and gives them fair treatment at work and competitive compensation and benefit package such as provident fund, life and health insurance. The Company also creates the channel for all employees to give feedbacks and recommendations to their peers or management. So these feedbacks and recommendations can be analyzed and brainstormed to become a mutually acceptable solution which will benefit all employees and the Company's operation and also make a good relationship among the entire Company.

Trading partners :

Honor the market practice while ensuring that all parties receive appropriate returns for both parties. This includes avoiding situations leading to the conflict of interest together with strictly abiding by the terms of contracts.

Customers :

We offer maximum benefits to the customers through the best and highest service quality, product standard, responsive to needs and respect of customer's privileged information.

Evident from being one of the first MICE and Events organizations who are certified of ISO 9001: 2008 on Project Management for Event Marketing, Exhibition, Museum and Special Project, the services provided by PICO are clearly up to a very high international standard.

Such certification is a proof of our professional services with the good standard of safety, efficient working processes, systematic data collection, and punctual delivery of projects.

Competitors :

We believe that competition induces creative development and we abide by the rules of a good competition. We will not resort to predatory practices on our competitors.

Creditors :

The Company strictly complies with the terms and conditions agreed upon with respect to amortizing, collateral care, and commitment and contingent liabilities. In addition, the Company strives to maintain sustainable relations with creditors and mutual trust.

Community, Society and Environment :

We are aware of our duty and responsibility to the community, society and environment and strive to ensure that the rights of all stakeholders are protected through strict compliance to the law and regulations. Additionally, the Company is always considerate of environment impact when offering a service and conducts the business with the philosophy that "What is good to the community is good to the business", the Company has thus always been focusing in offering the innovative services that create value to the society as a whole (Creating Shared Value). Further detail on the Company's creating shared value and environmental management can be found under "Corporate Social Responsibility".

Fair Business Conduct

The company believes in and always promotes fair business conducts and ethical standards, with its goals in providing services that are valuable to clients' businesses while at the same time socially beneficial.

With this in mind, the company gives highest priority to ensure the protection of intellectual property and takes extra care in our operations.

Respecting Human Rights

PICO (Thailand) actively promotes respect for human rights and is committed to complying with all applicable laws and regulations. Also, the company is strongly against any workplace discrimination.

In the recruitment process, the company is also committed to the principles of equality and non-discrimination, which guarantees that every person is treated by the company with equal treatment and not subject to any distinction, exclusion or preference made on the basis of race, color, sex, religion, political opinion, national extraction or social origin.

Moreover, we support the community to be able to generate income and be self-sufficient. To this end, the company allowed the setting up of food stalls by the local community to sell to the company's staff in the canteen. This, in turn, provides convenience to both the company's staff and our neighboring offices.

Anti-Corruption Policy

The company has zero tolerance regarding corruption. To prevent corruption at work, rigorous precautions and guidelines on working processes are laid down and are strictly followed. In addition, frequent notices regarding honesty at work are repeatedly sent out to remind the employees. The company continuously emphasizes the 3 characteristics of desirable employee:

1. Accountability, meaning that each employee shall be responsible, trustworthy and can be able to account for his or her own actions.
2. Integrity, meaning that each employee shall be honest, practice transparency at work, and not support any wrong-doing or corruption.
3. Dignity, meaning that each employee shall have self-respect and shall treat others with the same respect and dignity.

Whistle-Blowing Policy and Whistler-Blower Protection

We have set up the channels for complaints, suggestions, or recommendations indicating impacts or risks of impacts on stakeholders arising from its business or from wrongful action by directly contact:

Chairman of Audit Committee

Pico (Thailand) Public Company Limited

10 Soi Lasalle 56, Sukhumvit Road, Bangna, Bangkok 10260

Tel. +662-748-7007 Fax +662-745-8521-2

The company will proceed with its investigations as specified in its procedures and record the outcomes in writing without naming whistle-blowers, and will also keep their information confidential

IV. Disclosure & Transparency

We recognize the significance of disclosures, financial or otherwise to the public. These disclosures are made through the channels prescribed by the Securities and Exchange Commission and the Stock Exchange of Thailand and laws in many channels such as its annual information disclosure form (form 56-1) and annual report (form 56-2), our website at www.picothai.com, Opportunity Day and the regular meeting with securities analysts. This year, the company gave the opportunity for investors and analysts both domestic and abroad to meet and discuss with management in order to strengthen their knowledge and understanding of the company's business operations.

The company has disclosed details of directors' remuneration in the management structure section. In addition, the company set policies for directors to make quarterly reports on the purchases-sales of shares/holding in company stocks and change on their conflict of interest to the board of directors meeting.

We are confident that shareholders can have access to the necessary information from these channels. Moreover, shareholders and the general public can readily reach our investor relations officer for additional information.

Mr. Chaijit Tehasuwanarat, chief financial officer, serves as the investor relations officer and may be reached at 02-748-7007 or email address chaijit@picothai.com

V. Responsibility of Directors

Structure of the Board of Directors

- The company's board of directors consists of nine directors with three being independent directors. The ratio of independent directors is 1/3, which is in compliance with the standard established by the Stock Exchange of Thailand.
- Members of the board serve for a period of three years. The longest serving director will take turn in retiring in the proportion of one third of total.
- Three directors are appointed as executive committee members tasked with the implementation of the company's direction, business plan and established annual budget. The division of duty and responsibility of directors and executive committee members is clearly divided.
- The audit committee members consist exclusively of independent directors to assist in the oversight of operation. The audit committee holds quarterly meeting and reports to the board of directors.
- The nomination and remuneration committees are appointed by the board of directors for screening and selecting the appropriate person (s) as member(s) of the board of directors and determining the remuneration package and other benefits, duty and responsibility of executive chairman and chief executive officer.
- The chief financial officer is appointed as the secretary to the board of directors, the audit committee with the duty to advise on legal aspects and other pertinent regulations that the directors need to be cognizant of. He also coordinates that the resolution made the board of directors meeting be implemented.

Term of Office

Members of the board serve a period of three years.

Directors are elected by the shareholders' meeting in the annual general meeting of shareholders. At the annual general meeting of shareholders, one-third of directors shall retire by rotation. If the number of directors is not a multiple of three, the number of directors closest to one-third shall retire with the longest serving directors retiring first. A director who vacates office under this Section may be re-elected.

If directorship vacancy exist other from the rotational retirement, the board of directors may select a qualified person to become a replacement and to attend the following scheduled board meeting.

Checks and Balances of Directors

The board of directors is tasked with the oversight of the executive committee members in its implementation of the established policy. The chairman of the board of directors, the chairman of the executive committee, and chief executive officer are different persons so as to provide a check and balance by clearly determining roles and responsibilities

Furthermore, an audit committee is appointed comprising of 3 independent directors. It is charged with the oversight of the company's operation and to ensure that the planning and business making decisions are appropriately taken and that the decision is not dominated by the executive committee or a single group of persons.

Checks and balances of non management directors

By design the committees and boards are appointed so that no person or group of persons can dominate the decision making process to ensure of operational efficiency an established check and balance mechanism.

- Director who are member of executive committee 3 persons
- Director who are not member of executive committee 6 persons
- Independent directors 3 persons

Limitation of the Number of Listed Companies in which a Director may hold Directorship

The board of directors set a policy to limit the number of listed companies in which each director may hold a directorship. This policy aims to ensure that directors have time sufficient to handle their duties. The board of directors has limited 5 board seats in listed companies including its unlisted subsidiaries.

There is no independent director holding a directorship more than 5 board seats in listed companies. There is no executive director holding a directorship more than 2 board seats in listed companies.

Board of Directors Meeting

The board supports regular attendance and encourages the participation of the members at meetings which are scheduled quarterly at the minimum. Meetings are held to inform of events with members encouraged in the business deliberations and participate in the decision making processes. Every year, directors are informed in advance of the meeting date and venue for board members to manage their time to attend the meetings and send agenda and pertinent material supplied at least 5 working days before the meetings. During each meeting, Chairman and Chief Executive Officer jointly determine which agenda items are relevant to the meeting and directors may introduce additional agenda for discussion. Open and meaningful discussions are encouraged with the secretary to the board responsible for the recording of the minutes.

In 2016, there are 5 board of directors meetings. Attendance record of board members is disclosed on "Management" section.

Company Secretary

The board appointed Mr. Chajit Tehasuwanarat as Company Secretary. The board deemed that he is appropriate because he is knowledgeable in Accounting and passed training program relevant to the duties of company secretary. The details are disclosed on Appendix 1: Details of Directors, Executives, Authorized Persons & Company Secretary.

Company Secretary is in charged with the following duties :

- Responsible for organizing the shareholders and board meetings according to laws, company's article of association, and relevant standard practices
- Keep and maintain notices, meeting documents, minutes of the meetings, and monitor the implementation of the resolutions of shareholders and board
- Prepare and file board registry

- Serve as consultant and secretary to the board
- Ensure legal compliance and compliance of the company's internal guideline
- Coordinate between legal advisor and auditor
- Provide advice to the board regarding legal issues and the company rules and regulations and ensure compliance with such rules and regulations. Report changes of amendments of such rules and regulations to the board of directors
- Responsible for filing annual reports (Form 56-2) and annual registration statement (Form 56-1)

The Development of Skills for Directors and Management

The company set the policy to support the development of skills for directors, management, and corporate secretary by requiring their attendance of seminars which offers by professional institutions such as Thai Institute of Directors (IOD), Listed Companies Association and others. The purpose is to build confidence in the boards' ability to monitor the company's performance effectively. The corporate secretary has been assigned to prepare the history of training program for board members and propose proper training programs for consideration.

List of training programs, which were held by Thai Institution of Directors (IOD), taken by the company's directors and management is as follows:

Directors and Management	Training Program	No.
Mr. Pised Chungyampin	Director Accreditation Program	DAP 7/2004
	Director Certification Program	DCP 51/2004
	Finance for Non - Finance Directors	FND 9/2004
	Role of the Chairman Program	RCP 20/2008
Mr. Silchai Kiatpapan	Director Accreditation Program	DAP 7/2004
	Director Certification Program	DCP 48/2004
	Finance for Non - Finance Directors	FND 9/2004
Mr. Viriya Pholpoke	Director Accreditation Program	DAP 7/2004
Mr. Chaiyod Bunyagidj	Director Accreditation Program	DAP 7/2004
	Audit Committee Program	ACP 3/2004
	Finance for Non - Finance Directors	FND 10/2004
	Monitoring the System of Internal Control and Risk Management	MIR 6/2009
	Improving the Quality of Financial Reporting	QFR 1/2006
Mr. Sern Vithespongse	Director Accreditation Program	DAP 7/2004
Mrs. Sasitorn Phongsathorn	Director Accreditation Program	DAP 28/2004
	Director Certification Program	DCP 58/2005
	Financial Institutions Governance Program	FGP 3/2011
	Corporate Governance for Capital Market Intermediaries	CGI 17/2016
Mr. Chokchai Vatcharanirunkul	Director Accreditation Program	DAP 93/2011
Miss Supaporn Sawangjitt	Director Accreditation Program	DAP 93/2011
Mr. Chaijit Tehasuwanarat	Company Secretary Program	CSP 31/2009
	Effective Minute Taking	EMT 14/2009
	Successful Formulation and Execution of Strategy	SFE 15/2012
	How to Measure the Success of Corporate Strategy	HMS 1/2012
	How to Develop a Risk Management Plan	HRP 1/2012
	Corporate Governance for Executive	CGE 1/2014

During the year, directors and management of the Company have attended the seminar or taken the training courses as follows :

Directors and Management	Training Program
Mr. Viriya Pholpoke	<ul style="list-style-type: none"> • The Power of Culture: From Performance Culture to Winning Culture by Thai Institution of Directors (IOD)
Mr. Chaiyod Bunyagidj	<ul style="list-style-type: none"> • The Power of Culture: From Performance Culture to Winning Culture by Thai Institution of Directors (IOD) • IOD Dinner Talk 2/2016 “Ten practical guidelines to improving board communication” by Thai Institution of Directors (IOD)
Mrs. Sasitorn Phongsathorn	<ul style="list-style-type: none"> • Corporate Governance for Capital Market Intermediaries (CGI 17/2016) by Thai Institution of Directors (IOD)
Miss Supaporn Sawangjitt	<ul style="list-style-type: none"> • The Power of Culture: From Performance Culture to Winning Culture by Thai Institution of Directors (IOD)
Mr. Chaijit Tehasuwanarat	<ul style="list-style-type: none"> • Business Challenge of Merger & Acquisition by Federation of Accounting Professions

Orientation for New Director

In case of having new director, the company has a policy to arrange an orientation including documents and information for better understanding in company’s business and its operations. Moreover, the company encourages new directors to attend IOD training courses to assist in better fulfilling their role as a board member.

The Organizational Structure of Directors

The organizational structure of directors of the company consists of five boards as follows :

1. The Board of Directors

Scope of Duty & Authority

1. The Board of Director's Functions

The board of directors shall act to ensure maximum benefits from the conduct of the company's business by using its knowledge and experience to the fullest capability. It shall conduct its role according to the company's memorandum of association and by laws with due care and discretion to protect the rights of and be responsible to the shareholders

2. Establishing the Company's Objectives, Business Direction & Policy

The board is charged with the setting of appropriate policy and business direction of the company except the policy or business direction, which requires shareholders' approval.

3. Appointment & Supervision of the Executive Committee

The board is empowered to appoint a committee consisting of directors as it deems appropriate to act as an executive committee to manage on its behalf. In this respect the board of directors at its meeting 1/2003 held on August 29, 2003 resolved to appoint an executive committee and clearly established its scope, power and duties. The board of directors will be responsible for the supervision to ensure that the executive committee effectively carries out the approved policies

4. Appointments & Delegation of Authority to Other Persons

The board of directors may appoint any other person to conduct the company's business under its supervision or it may delegate authority to said person as it deems appropriate. The time period of this authority delegation shall be set as the board deems appropriate and the board may rescind, remove, alter or modify such delegation. Such appointment or delegation shall fall under the following rules :

- Any appointment and authority delegation shall not be bestowed on person(s) with a vested interest in or is in conflict with the company or its subsidiaries.
- Person(s) so appointed and delegated shall not be able to approve transactions that involve themselves or persons that may be in conflict with, possessing vested interest in or having any other potential conflict of interest against the company or its subsidiaries.

Appointment and delegation must be accompanied by a clear establishment of scope of authority, duty, and responsibility and must be in accordance with the resolution of the board of directors meeting attended by independent directors or members of the audit committee. In the case that such delegation of power is objected to by a member of the independent director or an audit committee member such objection shall be clearly recorded in the minutes of the meeting.

Scope of Duty & Authority of Chairman of the Board of Directors

1. Act as the leader of the board of directors to oversee, supervise, and monitor the operations of executive committees and other committees to make them achieve the objectives, policies, and specified plans
2. To be the Chairman of the board of directors' meetings and shareholders' meetings
3. To have a casting vote in case the board of directors' meeting has a tie vote

2. The Executive Committee

Scope of Duty & Authority

1. To propose for the Approval by the board of directors the followings :
 - Business objectives and direction
 - Business strategy and policy
 - Annual business plan and budget
 - Organizational structure and management including details on selection, training, recruitment and termination of employees
2. Supervision and overseeing that the company's business operation follows the board's approved business strategy, policy and plan.
3. Screening of business contractual obligations of the company, acquisition of assets or rights to be used to the benefit of the company. This includes the setting up of negotiating processes in the closing of the said contracts.
4. Screening of fiduciary contracts, lending, borrowing and undertaking of guarantee by the company.
5. Acting on contract amendment and termination in accordance with the executive committee's discretion.
6. To consider the profit and loss account of the company and the proposal of an interim or annual dividend payment to the board of directors for approval.
7. To engage in any other action in order to support the above or as may be delegated by the board of directors from time to time.

The foregoing duties and powers of the executive committee shall be under the law and the company's bylaws. The executive committee shall not have the authority to approve transaction that its members or others may be in conflict with or possess a vested interest in or having any conflict of interest against the company or its subsidiaries. Should such a case arise, the executive committee shall refer the case for consideration by the board of directors.

Scope of Duty & Authority of Executive Chairman

1. Act as the leader of the executive committee by supervising, guiding, and evaluating the implementation of the management and Chief Executive Officer
2. Sign together with Chief Executive Officer to approve the budgets, costs of operation, and agreements
3. Call the executive committee meeting as appropriate
4. Scrutinize the agenda prior submit to the board of directors for approval

Scope of Duty & Authority of Chief Executive Officer

1. To ensure that the company's business operation is in line with the policies issued by the Board of Directors or the Board of Executive Committee, and to provide performance updates to both boards.
2. To prepare and review the annual budget prior to submitting to the Board of Directors for approval as well as to control the spending of each business unit,
3. To determine the conditions of employment of staff and employees, to order or announce the procedure of administration and operation which does not obstruct the company's regulations, the committee's agreement or other related laws.

4. To hire, position, appoint, and punish staff and discontinue employment of staff and employees, including the promotion, or salary adjustment. This directive excludes staff and employees who are employed, positioned, and punished and dismissed by a committee, or procedural regulations.
5. To control operating, selling and administrative expenses and approve business transactions including investment expenditures to ensure the adherence to the budget approved by the Board of Directors or the Board of Executive Committee.
6. The approval of over-budget item beyond what has earlier been agreed upon by the Board of Directors must be presented in the meeting of Board of Directors for considerations and approvals according the company's regulation or stipulated by laws.
7. To review all transactions relating to the company's assets and rights for which the company may use to enter binding contracts with individuals, companies or financial institutions and to submit such transactions for review and approval by the Board of Executive Committee
8. To review the company's financial performance and to determine and submit for approval by the Board of Directors any interim and annual dividend.
9. To perform on execute any task or duty as assigned by the Board of Directors

3. The Audit Committee

Qualifications of the Audit Committee & Independent Directors

1. Holding less than 1% of the outstanding shares with voting rights in the company, parent company, subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent director (including such persons described in code 258 of the Securities and Exchange Act B.E. 2535).
2. Neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the company, parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than 2 years prior to the date of appointment. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of the company.
3. Not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, executive, major shareholder, controlling person, or person to be nominated as executive or controlling person of the company or subsidiary company.
4. Neither having nor used to have a business relationship with the company, parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interface with his independent judgment, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the company, parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than 2 years prior to the date of appointment.

The business relationship according to clause 1, including normal trade transactions for business operation, rental or properties rental, assets or service transactions, financial assistant givers or receivers through loan, collateral, performance bond guarantee and other similar behaviors which cause the company or parties debts burden to the other party from 3% of the company's net tangible asset or from Baht 20 million, considering the lowest. The debts must be calculated according to transaction values of the Exchange Commission's notice on deferral associated transaction rules. The debts consideration must be counted from 1 year before the business relationship occurred with the same person.

5. Neither being nor used to be an auditor of the company, parent company, subsidiary company, associate company, major shareholder, or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the company, parent company, subsidiary company, associate company, major shareholder, or controlling person, unless the foregoing relationship has ended not less than 2 years prior to the date of appointment.
6. Neither being nor used to be a provider of any professional services, including those as legal advisor or financial advisor who receives service fees exceeding Baht 2 million per year from the company, parent company, subsidiary company, associate company, major shareholder, or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than 2 years prior to the date of appointment.
7. Not being a director appointed as representative of directors of the company, major shareholders or shareholder who is related to major shareholder.
8. Not undertaking any business in the same nature and in competition to the business of the company or subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1% of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the company or subsidiary company.
9. Not having any other characteristic which cause the inability to express independent opinions with regard to the company's business operations.
10. Independent director processing the quality as outline in 1-9 above may be assigned by the board of directors to carry on the operation of the company, parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, provided that such decision shall be in the form of collective decision.

Scope of Duty and Authority

The audit committee has the duties as delegated by the company's board of directors, as follows :

1. To review the company's financial reporting process to ensure that it is accurate and adequate by coordinating with external auditors and executives responsible for financial reports quarterly and annually.
2. To review the company's internal control system and internal audit system to ensure that they are suitable and efficient.
3. To ensure that the company has duly complied with the laws on Securities and Exchange Act, the Stock Exchange of Thailand regulations, and the laws relating to the company's business.

4. To consider, select and nominate an independent person to be the company's auditor, and to propose such person's remuneration, as well as to request the appointment of the annual general meeting of shareholders.
5. To review the connected transactions, or the transaction that may lead to conflicts of interests that are accurate and complete
6. To prepare and disclose the company's annual report, and audit committee's report which must be signed by the chairman of the audit committee and consist of at least the following information:
 - 1) an opinion on the accuracy, completeness and creditability of the company's financial report,
 - 2) an opinion on the adequacy of the company's internal control system,
 - 3) an opinion on the compliance with the law on securities and exchange act, the Stock Exchange of Thailand regulations, or the laws relating to the company's business,
 - 4) an opinion on the suitability of an auditor,
 - 5) an opinion on the transactions that may lead to conflicts of interests,
 - 6) the number of the audit committee meetings, and the attendance of such meetings by each committee member,
 - 7) an opinion or overview comment received by the audit committee from its performance of duties in accordance with the charter, and
 - 8) other transactions which, according to the audit committee's opinion, should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the company's board of directors.
7. To perform any other as assigned by the board of directors with the approval of the audit committee.

Mrs. Sasitorn Phongsathorn, a member of audit committee, with her extensive knowledge and experience, is responsible for reviewing the reliability of the financial statements.

4. The Nomination Committee

Scope of Duty & Authority

To screen and select the appropriate person (s) as member (s) of the board of directors and to propose the selected individual to the board of directors who then submit to the shareholders' meeting for approval.

5. The Remuneration Committee

Scope of Duty & Authority

To determine the remuneration package and other benefits, duty and responsibility of executive chairman and chief executive officer, along with procedure and performance evaluation, will be for consideration of yearly compensation.

Selection of Directors & Management Executives

In the selection process for directors the chairman will appoints the nomination committee to assist in the consideration of persons with appropriate qualifications, which do not run contrary to the laws governing public companies. Criteria used will be vision, basic qualifications and extensive experience, which will be beneficial to the company. Such person must be of highest moral value and unquestioned ethics in accordance with code 68 of the Public Company Act 2535 and the relevant announcements of the SEC and the SET. The selected person is then submitted to the board for election during its meeting.

In the case that a directorship becomes vacant for reasons other than the rotational retirement the remaining directors at its subsequent meeting may elect a suitably qualified person to fulfill the vacated position. No shareholder's meeting is needed for this election. The replacement director may only serve out the remaining tenure of the vacated director.

In case a board seat is vacated because of a completion of term of the retiring directors as required by law where a one-third of directors must retire, candidates could be the same persons who have retired by rotation. The majority vote at the annual general meeting of shareholders is to determine appointment of directors in accordance with the principles and procedures as follows :

1. One share counts a one vote and 10,000 preferred shares count as one vote
2. Each shareholder may exercise the voting rights according to the absolute number of shares held in item 1. Above in favor of one or more persons as directors but may not divide the voting rights by allocating more votes to one candidate and fewer to others.
3. Candidates receiving the most number of votes in descending order are considered as directors elect to the company's minimum number of directors or the number of directors being votes for at that time. In case of a tie which results in the minimum number of directors or the number of directors being sought at the time being exceeded the chairman of the meeting shall cast the deciding vote.

Directors & Management's Compensation

Directors' compensation :

Compensation is based upon responsibility, duty, and role, which is clearly defined. The compensation is in line with industry's norm.

Management's compensation :

The compensation of the management member is in accordance with the corporate performance and the individual performance of each member of management. The review process will be in line with peer companies in the same industry or similar sized companies. Corporate and individual performance will also be used in the review.

Control on the Operations of Subsidiaries and Associated Companies

In the management of these companies, the company appointed the representatives to be executive board in subsidiaries and associated companies in order to participate in the setting of policy and the implementation thereof. The subsidiary and associated companies are encouraged to seek outside businesses to lessen dependence on the company with no greater than 30% of turnover being “captive” business. This will encourage independent growth and reduce the overall operating risks. For subsidiaries, the representatives are responsible for monitoring the filling and accounting system to be able to check and gather into consolidated financial statements of the company.

Internal control

The company has an established an adequate control process on operation. This process is constantly updated and developed to accommodate the changing conditions. Management regularly audits to ensure that rules and regulations are strictly adhered to. Regular appraisal of the process is made to ensure that changes in organization are recognized. Outside internal auditors are commissioned to regularly review operation with report submitted directly to the chairman of the audit committee.

Insider information supervision

A policy is established so that inside information is not to be used for personal gain. This covers spouses and minor children of employees. The details are as follows :

- All members of management in every department must be informed of their responsibility to report their stockholding and the penalties for failure to comply in accordance with section 59, Securities and Exchange Act B.E. 2535 and the regulations of the SET.
- Members of management and staffs who receive inside information are prohibited from disclosing such information to any third parties or not involved parties.
- All members of management are prohibited from trading company stocks for 30 days prior to release of the company’s quarterly and annual financial statements, and for 24 hours after the release.
- In case the members of management have knowledge of confidential information that could have any impact on the company’s stock price, they are prohibited from trading company stocks until 24 hours after the public disclosure.

Auditors’ Compensation

Audit Fee

The company and subsidiaries paid audit fee of year 2016 for DIA International Audit Co., Ltd. at the amount of Baht 2,435,000.



Corporate Social Responsibility

PICO's Involvement in Social Development and Community Advancement

PICO and the concept of Creating Shared Value (CSV) with community

PICO (Thailand) Public Company Limited recognizes that when any business is operating within a sustainable society and a fostering environment, such business can thrive much more easily and sustainably. Hence, with its stated philosophy, **"What is good to the community is good to the business"**, PICO has always been focusing its practices on creating innovative services that are useful for social betterment as a whole.

Incorporating social development to innovative creativity

Strategically, PICO has incorporated pressing social concerns to be a part of its corporate philosophy. Since 2005, the company has strengthened its capability by blending in better-quality content, gathered from its worldwide network, to its various creative services and then eagerly offering to the Thai society. PICO is the pioneer in the creation of Knowledge Communication as it is known that "knowledge" is not only deemed necessary by the society but also by the market. This may be because a lack of quality in education inevitably has a fundamental impact and leads to problems in other aspects of the society.

PICO designed and later activated a new department, called "Education Communications" whose main responsibilities are to research and study innovations on education, and then convey or communicate these ideas to the Thai public. Hence, the company has started this initiative since 2007 and the issue of teacher professional development has become the key focus of Education Communications. However, only after 2011, the subject has become interwoven with the company's business and organization strategies. This integration is in line with the idea of "CSV or Creating Shared Value", stipulated by Prof. Michael E. Potter who argues that when businesses develop deep links between their corporate strategies and the society, they can generate economic value in a sustainable manner and are able to reconnect company financial success with long-term social progress.

Innovation and Its Diffusion

Innovative services and PICO's CSV programs on education

Innovative services and the company's CSV programs, specifically Education Communications, have been outlined as a blueprint for business strategy. The company provides 3 approaches of Education Communications : core business activities, other educational content services, and CSV activities on education.

1. Core Business Activities

EDUCA : the Annual Congress for Teacher Professional Development

“Innovative Public and Private Partnership (PPP) on Ongoing Teacher Professional Development”

Since 2007, EDUCA is a part of the company’s CSV initiative on education, operated under the Public and Private Partnership (PPP) model. The event has been well-received from not only the governmental body, but also from public interest, particularly from teachers nationwide. With increasing participation from teachers all over the country, EDUCA has been a crucial part in helping Thai teachers develop professionally and sustainably.

In 2016, the 9th EDUCA 2016 was organized under the theme “School as Learning Community,” in which more than 30,000 teachers and educators participated. As a network for educators and teachers, EDUCA has 200,729 registered members, as well as 25,488 followers on Facebook (a significant increase of 76.3% from that of 2015). This year EDUCA provided new media options to communicate with teachers such as EDUCA on Line official and Instagram. This shows that EDUCA responds effectively to the change of customer communication platform.

Importantly, EDUCA initiated 3 innovative projects (1) Book for Teacher, the Life-long Learning Exemplars, (2) EDUCA Talk and (3) EDUCA Go Green. These projects focused on teacher as a life-long learning exemplar, a thought leader and a role model of environmental-friendly person.

Book for Teacher : the Life-Long Learning Exemplars

EDUCA 2016 believes that cultivating the reading habit in teachers will lead to a sustainable reading culture among students. As a result, the “Book for Teacher, the Life-Long Learning Exemplars” was launched this year. With the support from several public and private sectors that recognize the importance of reading and learning, EDUCA has selected 40 renowned books for teacher professional development and distributed to EDUCA 2016 registered members. Additionally, four more books linked to the theme “School as Learning Community” were published especially for this year congress. Each teacher can collect one book, depending on his/her interest. This is the first time focusing on our teacher as a life-long learning exemplar.

EDUCA Talk : The Platform of Ideas and Inspirations

The EDUCA Talk was held for the first time in EDUCA 2016. This program was initiated by the company, aimed to share valuable experience of 6 aspiring teachers under the theme “Straight to the Heart”. EDUCA Talk is not only the means to inspire teachers, but also position teacher as a thought leader of society. The talks were also broadcasted through digital platform, YouTube channel. Currently, the number of the views has exceeded 15,000.

EDUCA GO GREEN

Pico (Thailand) exceedingly realized the importance of the responsibility to the society, particularly the interconnectedness between education and the environment. Therefore, EDUCA 2016 was implemented with the idea, EDUCA GO GREEN. To reduce the use of papers, this was the first time that the participants could download handouts and certificates online. Raising the environmental awareness and sustainable public responsibility, the company aspires that teachers will be the role models of this environmental-friendly practice by taking action.

The contents from EDUCA 2016 were also expanded and presented in other forms such as news scoop and keynote speaker interviews. Apart from gaining interest from participants, the contents were also broadcasted through digital platform like YouTube in order that other teachers who could not join the event are able to take part.

2. Other educational content services

Besides the core business activities, the company also provides other educational content services which have been trusted by key clients from both public and private sectors/bodies. Not surprisingly, the demand for these services is continuously growing.

The best example of these educational content services, provided by the company, is “**Mahidol Channel**,” a university channel which broadcasts the bodies of knowledge in arts and science. It works under the concept “education that entertains.” As the fourth year of Mahidol Channel, It has become a source of knowledge in health and society, a reliable university channel with the most viewed on YouTube and website.

Furthermore, the company served many educational projects for Thai government sectors including **(1) DLIT (Distance Learning Information Technology)** The company worked for the Faculty of Education, Chulalongkorn University. The Office of the Basic Commission (OBEC) is a project’s owner. DLIT is designed to utilize advancing communicative technology to transform teaching and learning process, close the gap, and make it easy for everyone to access the knowledge and teaching resources .As a tool to support effective teaching for teachers, DLIT is divided into 5 categories: DLIT Classroom, DLIT Resources, DLIT Digital Library, DLIT PLC or Professional Learning Community, and DLIT Assessment. It has received good feedback from all users including teachers and educators countrywide.

(2) Eng24, an online learning tool to improve English skills. Eng24 is another project which the company served to Mahidol University. The project is also owned by OBEC. It is designed to be an effective online learning tool for teachers, students and general public. Eng24 consists of many types of programs such as Eng hour, Eng for Daily life and Eng for Occupation. This program doesn’t merely show how to improve the viewers’ English skills, but also inspires them to use English as much as they could. It is utilized in many schools through website and YouTube and has received praise from Thai teachers.

Certainly, the company is very delighted to produce valuable digital contents for our clients, and at the same time, is exceedingly proud to be a crucial part in helping the society grow sustainably and proficiently.

3. CSV activities on education

From November 2015 – October 2016, the company organized and took part in 12 CSV activities on education, which are:

1) A provision of financial support on travelling and registration cost to 25 school administrators and the faculty members participating in the “World Association of Lesson Studies International Conference: WALIS 2015,” at Khon Kaen University.

The central theme of the conference was “Lesson Study for Improvement of Classroom Quality.” The company supported a group of school principals and the faculty members to develop their competence and leadership. This activity was to offer an opportunity for educators and school administrators to learn global knowledge, to exchange their learning experiences and to utilize Lesson Study in developing their school and creating the sustainable learning culture.

2) The organization of a workshop and a public lecture on the topic “Lesson Study: School as Learning Community Approach,” in collaboration with Chulalongkorn University Demonstration School and the Faculty of Education, Chulalongkorn University.

This event was organized in order to raise awareness, shared vision to bring lesson study (SLC approach) in reforming school. For this purpose, the company was responsible for the invitation of Prof. Manabu Sato, Ph.D., a well-known education expert from Japan to be a speaker for the event, and for his travelling and accommodation cost. The company also supported the costs of taping the workshop and the lecture so that the footage can be broadcasted on EDUCA website for other teachers and educators.

3) A provision of academic support to Faculty of Education, Phranakorn Si Ayutthaya Rajabhat University at the 4th Teacher Education Academic Fair.

Pico (Thailand) backed the 4th Teacher Education Academic Fair, Faculty of Education, Phranakorn Si Ayutthaya Rajabhat University by supporting an education specialist to be a moderator at an academic seminar on “Teach Less, Learn More Practice”. The seminar aimed to be a platform for knowledge and experiences sharing, as well as to broaden education perspectives among faculty members, teachers, parents, students, and the public. The contents of the seminar received immense attention from the mass media.

4) A provision of financial support on travelling and registration cost to 4 leading educators participating in Teach for America 25th Anniversary Summit.

The main theme of the summit was “Together We Rise”. The company supported 3 faculty members and a leading school administrator to learn about the Teach for All network’s progress of making an impact on education. Beside exchanging knowledge and practices with education leaders in New York City, the participants brought a number of stories, instructional practices and inspirations home to share with the Thailand Principal Forum members in order to develop a more efficient Principal Forum at EDUCA.

5) A provision of financial support on travelling and registration cost to 3 young leading teacher educators participating in American Educational Research Association (AERA) 2016 Summit at Washington D.C., USA.

This summit was under the theme “Public Scholarship to Educate Diverse Democracies.” Three young Thai teacher educators from three leading universities joined knowledge sharing sessions and attended to a number of interesting lectures from experts around the globe. This activity aimed to offer an opportunity for young educators to learn global knowledge and to share their learning experiences to the 4th Suksa Forum under the theme “Time for Teacher Education Reform.” (as detailed in the list no. 11 below)

6) A provision of financial support on travelling and registration cost to a senior leading teacher educator to attend the “Teacher Education Policy in Europe Network 2016 (TEPE 2016)” at the University of Malta, Malta.

The company believes that “Teacher Education,” play an extremely vital role in developing the educational system of the country. Wishing to set example regarding its CSV roles on education to other businesses, the company continues to fund any program contributing to the development of educational personnel’s leadership skills, required in steering the progress of education for Thailand. Consequently, the body of knowledge gained from the said conference was then used to drive several later activities in order to further improve teacher education in Thailand.

7) The provision of secretariat and administrative support to Thailand Principal Forum (TPF).

Moved by a number of conferences the company has sponsored the educators to attend such as Principal Forum at EDUCA 2013 and 2014, the International Confederation of Principal (ICP) 2011, 2012, and 2015, and World Association of Lesson Studies International Conference (WALS) 2012 and 2014, the educators whom were sponsored shared their lessons learned and introduced effective practices to improve schools. As a result, Thailand Principal Forum was formed with a mission to reform Thai schools by the collaborations among principals from schools of different subordinations. The group aims to share knowledge in developing themselves, teachers, and their schools. The company has continually provided secretariat and administrative supports to the TPF. Currently, the group consists of 168 principals and educators from 44 different schools.

8) A provision of financial support on travelling and registration cost to a young leading teacher educator, to attend the 12th International Conference of the Learning Science (ICLS) 2016.

The conference was held at the National Institute of Education, Nanyang University, Singapore under the theme “Transforming Teacher, Empowering Learner” aimed to encourage knowledge sharing, curriculum design research, development of teaching technology, and also learning innovation for teachers and international education. The supported participant is expected to share her learning experiences to the 4th Suksa Forum under the theme “Time for Teacher Education Reform.” (as detailed in the list no. 11 below)

9) A provision of academic support to the 6th National Academic Symposium on Special Education Research, Srinakharinwirot University.

The company supported our education specialist to be a speaker at the 6th National Academic Symposium on Special Education Research, Srinakharinwirot University on the topic “School as Learning Community: A New Alternative to Classroom Development”. The conference aimed to encourage researches regarding special children in 21st century by opening a platform for knowledge sharing and informative discussion.

10) A provision of secretariat support to the special education institutions.

Realizing the importance of special education development, the company provides secretariat support to The Foundation for Promotion of Gifted Children. The foundation has publicized information regarding special education development and also networked with other special education institutions, both public and private. In the past year, five meetings has been held and the foundation together with its network co-hosted workshops and exhibitions at EDUCA 2016, in which special education activities received tremendous attention from teachers, educators and the public.

11) Hosting of “4th Suksa Forum,” under the theme “Time for Teacher Education Reform”.

With its objectives to “cooperatively re-design and innovate Thai educational system of the future”, Suksa Forum was a get-together for leading educators, senior advisors, and other education experts to exchange ideas. The 4th Suksa Forum was held under the theme “Time for Teacher Education Reform”. This forum invited faculty members who were sponsored to attend international summits to present and share their lessons learned. Aiming to discuss and to emphasize on the working practices to improve teacher education. There were altogether a number of 40 participants including the mass media. Subsequently, the contents of the seminar received an expansive coverage from the media.

12) A provision of financial support on travelling and accommodation cost for 4 leading educational experts from Thailand to participate in the Fourth International Conference for School as Learning Community (SLC), conducted by the International Network for School as Learning Community, Beijing University.

A Thai scholar representative joined the conference as a speaker, presenting a case study of SLC in Thailand. Furthermore, there were other faculty members sharing knowledge and participating in the conference. SLC approach has become the key theme of EDUCA 2016 because of its successful stories in classrooms and school reforms around Asia. By attending the conference, the participants had an opportunity to exchange ideas on “SLC”. Moreover, the approach was adopted to practice in the TPF network.

Creating Shared Value (CSV) on education through Education Communications remains a business strategy in which the company strongly believes. PICO (Thailand) is confident that by creating the shared value on sustainable education development will eventually give the company a better leverage in the growing competitive business world. The company also anticipates that, by setting a positive example on CSV, other businesses will appreciate the importance of CSV to the development of society as a whole. Meanwhile, it also hopes to see the growing movement of CSV from other corporations to help making the development of our society lasting and sustainable.

Environmental Management

Guided by the environmental policy of the PICO Group (PICO Eco), PICO (Thailand) puts its emphasis on 3R: reduce, reuse, and recycle. This 3R measures are the following:

REDUCE: Reducing the Usage of Company Resources

- “Think before You Print” project campaigns for the reduction of paper used in printing, especially emails and other information sent through emails. As part of the campaign, the symbol “PICO Eco”, along with the text “Think before You Print,” appears at the end of each email, acting as a constant reminder not to overuse paper for printing.

To reinforce the campaign, the printers are also set to require personal printing codes prior to printing. With this scheme in place, the company has successfully reduced the number of paper and ink used that may have previously been caused by unintentional printing.

- Use of CD (soft file) in the submission of reports to Clients promotes the reduction in the use of paper and other materials. This practice has already been done with several big Clients.
- An “energy-saving campaign in the workplace” is to cultivate a long-term awareness and social responsibilities regarding the environment to all staff.
- A campaign to reduce waste and to conserve water is also promoted at the company. Several measures are introduced as a result. For example, at the office coffee shop, the employees are encouraged not to use paper coffee cup. To achieve this, the company gives a discount for beverages to those who bring their own cups. Moreover, the company also provides drinking water dispenser for staff. This certainly helps reduce the number of plastic bottles and the amount of water discarded by the use of pitchers.

REUSE: Reusing Materials

- The company has promoted the re-use of materials, structures, supplies, accessories and tool, when working for clients. For instance, PICO Dome, a large ready-made structure, is part of the company’s service that does not merely effectively employ the use of space and efficiently save the transportation and assembly costs, but also competently reduce the amount of waste from construction and demolition. Additionally, the company also trusts that it is necessary to recommend and advise clients on considering the re-use of materials or any modular structures and decorative items for their exhibits. This, in turns, help reduce costs for both the company and the customers.
- A campaign “Give Me a Second Chance,” encouraging the staff to use both sides of paper in order to reduce waste in the office. During the campaign, the staff, particularly those who regularly use paper such as the departments of accounting, finance, and secretary, has been very cooperative. By placing the used paper close to the photocopiers, the campaign has undeniably been successful in reducing the amount of paper used in the office.

- The company has also promoted re-using of materials by donating the used materials from creating clients' work and exhibits to relevant bodies and agencies. This effectively reduces the amount of waste at the company while, at the same time, maximizing the use of the materials and resources. For example, the company has previously donated the rice paddy used as decoration at the exhibition to the needy dog shelters. Furthermore, the company has also donated materials such as bamboo used to decorate exhibit booth to other foundations for other beneficial usages such as building dams and water dikes. However, it is important to note that as this campaign is an internal environmental policy, the success of the policy very much relies on the mutual consent from clients.

RECYCLE : Recycling to Reuse

At present, the company categorizes office and operational waste into 3 groups:

1. Recyclable waste such as glass, plastic, carton box paper, and shredded document,
2. Paper used on both sides and not containing confidential information of the company, and
3. General Waste.

In general, the company sells the first group of waste to professional recycler. As for the second group of waste, the paper is delivered to relevant organization to properly reuse it e.g. making books for the blind. Finally, the last group of waste is dealt with like any other general garbage and is collected by the local concerned authority.

Fair Business Conduct

The company believes in and always promotes fair business conducts and ethical standards, with its goals in providing services that are valuable to clients' businesses while at the same time socially beneficial.

With this in mind, the company gives highest priority to ensure the protection of intellectual property and takes extra care in our operations.

Anti-Corruption Policy

The company has zero tolerance regarding corruption. To prevent corruption at work, rigorous precautions and guidelines on working processed are laid down and are strictly followed. In addition, frequent notices regarding honesty at work are repeatedly sent out to remind the employees. The company continuously emphasizes the 3 characteristics of desirable employee:

1. Accountability, meaning that each employee shall be responsible, trustworthy and can be able to account for his or her own actions.
2. Integrity, meaning that each employee shall be honest, practice transparency at work, and not support any wrong-doing or corruption.
3. Dignity, meaning that each employee shall have self-respect and shall treat others with the same respect and dignity.

Respecting Human Rights

PICO (Thailand) actively promotes respect for human rights and is committed to complying with all applicable laws and regulations. Also, the company is strongly against any workplace discrimination.

In the recruitment process, the company is also committed to the principles of equality and non-discrimination, which guarantees that every person is treated by the company with equal treatment and not subject to any distinction, exclusion or preference made on the basis of race, color, sex, religion, political opinion, national extraction or social origin.

Moreover, we support the community to be able to generate income and be self-sufficient. To this end, the company allowed the setting up of food stalls by the local community to sell to the company's staff in the canteen. This, in turn, provides convenience to both the company's staff and our neighboring offices.

Responsibilities towards Customers

Evident from being one of the first receivers of ISO 9001: 2008 on Project Management for Event Marketing, Exhibition, Museum and Special Project, the services provided by PICO are clearly up to a very high international standard.

Clearly, the certification acts as a proof of our professional services with good workplace health and safety, efficient working process, systematic data collection, and punctual delivery of projects.

Employee Welfare and Fair Treatment at Work

Truly, the company believes that quality work only comes from quality staff, as reflected in the quality policy "Quality Life, Quality Work". As a result, PICO (Thailand) regards very highly of employee rights, compensations, and benefits, as well as a fair treatment at work.



Internal Control & Risk Management

The board of directors has appointed an audit committee consisting of three independent directors, none of whom holds any position in the company.

The audit committee is responsible for the oversight of the financial report preparation for accuracy, adequate disclosure, compliance to the governing rules and regulations and effective internal control process. The company has engaged Mr. Sompoch Sae-Cheunge as a consultant to supervise the internal audit process with a report done on a quarterly basis. Please see details under “Appendix 3: Details of Internal Audit Manager”. The appointment and dismissal of such position must be approved by audit committee.

In 2016, the consultant quarterly meets with the audit committee to review the audit results and the adequacy of the internal control process. The audit committee, external auditor, and management jointly considered such audit results and internal control system. After that, the audit committee considered such audit results together with the board of directors on the quarterly basis. The boards of directors and audit committee have agreed that the internal control system of the company and subsidiaries is efficient and appropriate to the nature of business without errors of the internal control system which would have significant impact on the accuracy and reliability of the financial statements including the company’s goals.



Intercompany Transactions

Various intercompany transactions were conducted and recorded during the year. Merchandise costs and services charges involved in transactions with subsidiaries and associated companies or entities that may be deemed as having conflict of interest are recorded at market price with the transactions conducted under prevailing terms and conditions of the trade.

Regulation & Approval Process for Intercompany Transactions

The independent directors have oversight of intercompany transactions and review all such transactions deemed to be potentially conflict of interest. The board of directors then approved all such transactions given that directors involved in such transactions abstain from participating in the decision-making.

Need & Reasons of Intercompany Transactions

The Intercompany transactions for the year ended October 31, 2016 are necessary and reasonable to provide the company and shareholders with maximum benefit. The terms and conditions of such transactions are on the normal business practice. The prices are appropriately calculated on the same basis as transactions with other individuals or businesses. There is no interest transfer between the company, subsidiaries, associated companies, and other related companies and individuals.

Future Intercompany Transactions

Intercompany transactions with shareholders or related companies are in line with general business practice and gives the company access to share the intellectual property rights of the joint ventures. The executive management, in approving such transactions, places maximum benefits to the company as the foremost criterion.

It is expected that related transactions such as sales and trade receivables and purchases and trade payables will continue as normal trade engagements. Related transactions will be reviewed by independent directors to ensure that they are normal trade transactions and in compliance with the announcements of the Stock Exchange of Thailand. The persons with vested interest are prohibited from the decision making process.

Detail of related parties transactions is shown in Note 24 to financial statement in Appendix 4.

Part
3

Financial Position & Results of Operation

- Financial Highlight
- Management Discussion & Analysis
- Information Certification



Financial Highlight

Summary of Report of Certified Public Accountant

The report of certified public accountants for last three fiscal years from years 2014 to 2016 are an unqualified opinion on the consolidated and separate financial statements, which present fairly, in all material respects, the financial position, the results of operations, and its cash flows in accordance with generally accepted accounting principles.

Year	Certified Public Accountant	Office	No.	Opinion
2014	Mrs. Vilairat Rojnuckarin	D I A International Audit Co., Ltd.	3104	Unqualified
2015	Ms. Suphaphorn Mangjit	D I A International Audit Co., Ltd.	8125	Unqualified
2016	Ms. Suphaphorn Mangjit	D I A International Audit Co., Ltd.	8125	Unqualified

Summary of Operating Results & Financial Position

A summary of operating results and financial position for last three fiscal years from years 2014 to 2016 is as follows:

Unit : Baht Million	Separate Financial Statements			Consolidated Financial Statements		
	2014	2015	2016	2014	2015	2016
Cash and cash equivalents	194	57	56	239	165	192
Trade & other accounts receivable	191	254	293	192	218	302
Total current assets	513	531	542	556	753	707
Investments	53	58	58	15	19	17
Property, plant and equipment	107	148	141	121	159	150
Total assets	694	753	759	723	956	901
Bank overdrafts & short-term loans	-	-	20	-	8	23
Trade & other accounts payable	230	275	264	245	445	378
Total current liabilities	232	277	286	247	456	403
Total liabilities	271	316	328	292	501	453
Total shareholders' equity	422	438	431	431	455	448

	Separate Financial Statements			Consolidated Financial Statements		
Unit : Baht Million	2014	2015	2016	2014	2015	2016
Issued & paid up share capital	216	216	216	216	216	216
Premium on ordinary shares	101	101	101	101	101	101
Legal reserve	17	20	22	17	20	22
Retained earnings	62	76	62	67	88	74
Other components of shareholders' equity	25	25	31	25	25	31
Equity attributable to the parents ' shareholders	422	438	431	427	450	443
Non-controlling interests of the subsidiaries	-	-	-	4	5	4
Total shareholders' equity	422	438	431	431	455	448

	Separate Financial Statements			Consolidated Financial Statements		
Unit : Baht Million	2014	2015	2016	2014	2015	2016
Revenues from the rendering of services	849	1,032	1,221	972	1,251	1,404
Other income	33	29	16	7	9	6
Gross profit	201	253	251	248	351	326
Total expenses before financial costs & income tax	198	212	221	246	275	281
Net income (loss)	30	58	35	(5)	69	36

	Separate Financial Statements			Consolidated Financial Statements		
Unit : Baht Million	2014	2015	2016	2014	2015	2016
Net cash provided by (used in)						
Operating activities	37	(40)	19	63	40	78
Investing activities	(22)	(52)	9	(24)	(70)	(16)
Financing activities	(2)	(45)	(30)	(13)	(39)	(36)
Cash & cash equivalents balance						
Increase (decrease), net	13	(137)	(1)	26	(69)	27
As at beginning	181	194	57	213	235	165
As at ending	194	57	56	239	165	192

	Separate Financial Statements			Consolidated Financial Statements		
	2014	2015	2016	2014	2015	2016
Liquidity Ratios						
Current ratio (times)	2.2	1.9	1.9	2.2	1.7	1.8
Receivable turnover (times)	8.4	7.8	6.9	8.0	10.2	8.6
Collection (days)	43	47	53	46	36	43
Trade payable turnover (times)	5.4	5.5	6.1	5.5	5.8	6.3
Payment (days)	46	66	60	45	62	58
Profitability Ratios						
Gross profit (%)	24	25	21	25	28	23
Net profit (%)	4	6	3	(1)	5	3
Return on equity (%)	7	13	8	(1)	15	8
Operating Efficiency						
Return on assets (%)	4	8	5	(1)	7	4
Assets turnover (times)	1.3	1.4	1.6	1.3	1.5	1.5
Key Financial Indicators						
Total debts to equity ratio (times)	0.6	0.7	0.8	0.7	1.1	1.0
Book value per share (Baht)	1.961	2.032	2.004	1.981	2.091	2.059
Earnings per share* (Baht)	0.139	0.272	0.164	(0.023)	0.310	0.161
Dividend per share (Baht)	-	0.20	0.22	-	0.20	0.22

* Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the company excluding other comprehensive income by the weighted average number of ordinary shares issued during the year.

** The figures in consolidated financial statement of the year 2015, as presented for the comparison purpose, have been restated according to the adoption of the revised and new financial reporting standards issued by the Federation of Accounting Professions which become effective for fiscal years beginning on or after January 1, 2015. Please see further detail in Note 2.5 and 4 to financial statements.



Management Discussion & Analysis

Operation Overview

In 2016, amidst the greater political stability and gradually-recovered economy, higher consumer confidence and spending, Pico (Thailand) continued to keep sales growth at the rate of 12%, resulting in total revenue of Baht 1,404 million in 2016, up from Baht 1,251 million last year. Businesses with highest growth rate were Meeting, Incentive, Convention and Exhibition (MICE) business and Event Marketing business of which revenue growth was mainly from customers in government and automobile sectors.

In respect of Knowledge Communication business, the business the Company has targeted to expand to become one of its core businesses in the future, the revenue in 2016 was maintained at the level of Baht 247 million, accounted for 18% of total revenue.

In term of operating efficiency, gross profit margin of the Company in 2016 was reported at 23%, dropped from 28% last year mainly resulted from the increase in cost of rendering services in Meeting, Incentive, Convention and Exhibition (MICE) business and Knowledge Communication business. In addition, total selling and administrative expenses for the year 2016 were slightly increased from prior year. Accordingly, the company had net profit for the year 2016 amounting to Baht 36 million.

The outstanding projects of the company in 2016 included the booth design and construction of the well-known car brands in the 37th Bangkok International Motor Show and the 32nd Thailand International Motor Expo, managing the event marketing for many well-known car brands, booth and exhibition design and construction in National Science and Technology Fair 2016, organized by National Science Museum (“NSM”) and the 3-year project of exhibition fabrication of Rama IX Museum with National Science Museum (“NSM”). The company has also participated in the significant projects e.g. STARTUP THAILAND 2016 hosted by Ministry of Science and Technology and co-hosted by many state and private organizations, THAILAND INDUSTRY EXPO 2016 hosted by Ministry of Industry, Mahidol Channel which is the fourth year of project coordination between the company and Mahidol University to produce education-plus-entertainment (“Edutainment”) programs and control broadcast management, and Distance Learning Information Technology (DLIT) project. In addition, EDUCA 2016, the 9th Congress for Teachers’ Professional Development, initiated and organized by the Company with the objective to support and develop Thailand education through teacher professional development, attracted more attendants and participants including teachers, professors and other related organizations from all parts of Thailand.

Revenue Growth & Segment



The Company's revenue can be divided into 4 main segments which are Meeting, Incentive, Convention and Exhibition (MICE) business, Event Marketing business, Knowledge Communication business and Other business. For the year ended October 31, 2016, the Company had total revenue of Baht 1,404 million, increased by Baht 153 million from the prior year. The businesses with significant growth included Meeting, Incentive, Convention and Exhibition (MICE) business, Event Marketing business of which revenue increase was from new customers and more marketing-budget spending from the existing customers.

Meeting, Incentive, Convention and Exhibition (MICE) business, representing 58% of total revenue (54% in 2015), generated the revenue of Baht 818 million, increased by more than 21% or Baht 141 million from the prior year. The big projects of the Company in this business included the 37th Bangkok International Motor Show, the 32nd Thailand International Motor Expo, STARTUP THAILAND 2016 and National Science & Technology Fair 2016.

Event Marketing business, representing 21% of total revenue (21% in 2015), generated the revenue of Baht 301 million, increased from last year by Baht 41 million. The big projects of the Company in this business included well-known automobile roadshows.

Knowledge Communication business, representing 18% of total revenue (21% in 2015), generated the revenue of Baht 247 million, slightly decreased from the prior year. The big projects of the company in this business included the exhibition fabrication in museum and learning center including Rama IX Museum, Distance Learning Information Technology (DLIT) and the extension of the contract of Mahidol Channel Year 4 with Mahidol University.

Total Expenses before Financial Costs & Income Tax

Total expenses before financial costs and income tax were Baht 281 million, slightly increased by 2% when comparing to the prior year.

Total expenses before financial costs and income tax consisted of the following:

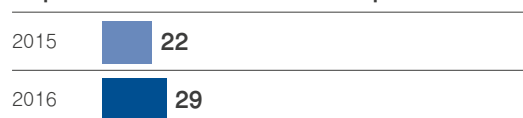
Staff Expenses



Staff expenses of Baht 168 million, representing 60% of total expenses, slightly increased by 3% year on year.

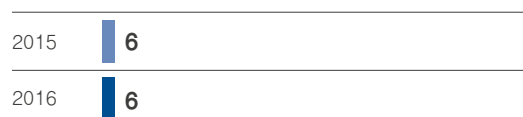
As at October 31, 2016, the number of headcount was 199 persons, up from 194 persons in 2015. An average staff expense per person remained at the same level as last year.

Depreciation and Amortization Expenses



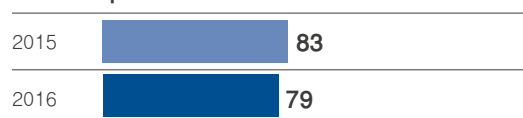
Depreciation and amortization expenses were Baht 29 million, up 27% from last year mainly due to the office building renovation in 2015.

Directors' remuneration



Directors' remuneration was Baht 6 million in accordance with the approval of shareholders in the annual general meeting held on February 19, 2016.

Other Expenses



Other expenses e.g. selling and administrative expenses were Baht 79 million slightly decreased from prior year.

Net Profit & Profitability

Since Thailand political stability and economy in the past year has improved in the slow pace, cost of rendering service of the Company has increased in the larger proportion than revenue. This resulted in the significant decrease in gross profit margin around 5% to be 23% in 2016. In addition, selling and administrative expenses has slightly increased by 2% from prior year. As a result, the company had net profit for the year 2016 of Baht 36 million, earning per share of Baht 0.161, return on equity of 8%, and assets turnover at 1.5 times.

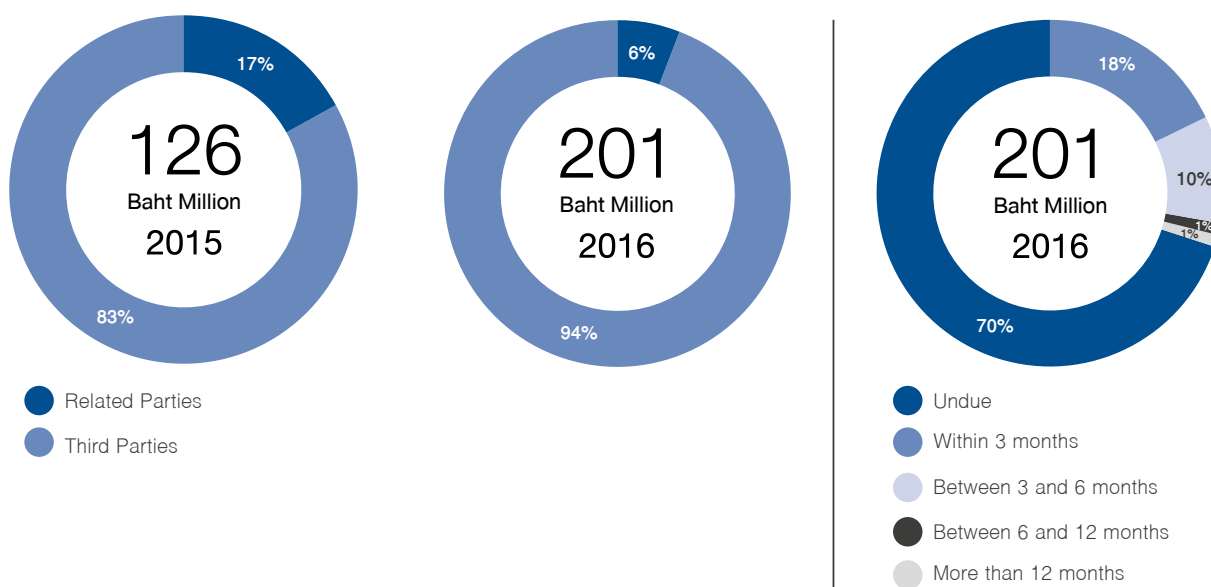
Overview of Financial Position

As at October 31, 2016, the company had total assets of Baht 901 million, decreased by 6% from last year. Key components of total assets were total current assets of Baht 707 million and property, plant and equipment of Baht 150 million. Total liabilities as at October 31, 2016 were Baht 453 million, down 10% when comparing to the prior year. Current liabilities were accounted for around 89% of total liabilities. And shareholders' equity slightly decreased to close at Baht 448 million with net book value per share (NBV) at Baht 2.059.

Cash & Cash Equivalent

As at October 31, 2016, the company had cash and cash equivalent of Baht 192 million, increased by 16% year on year as a result of net cash received from operating activities amounting to Baht 78 million net of net cash used in investing and financing activities amounting to Baht 16 million and Baht 36 million respectively. The company considers that such remaining cash balance is sufficient both for using in the normal course of business and for new business investment or acquisition when the opportunity arises.

Trade Accounts Receivable & Other Receivables



Net trade accounts receivable as at October 31, 2016 were Baht 201 million, up 60% year on year. Third party trade accounts receivable were accounted for 94% of net trade accounts receivable. Majority of trade accounts receivable were aged not over 3 months.

Other receivables as at October 31, 2016 were Baht 101 million, increased by 9% from prior year mainly from the increase in withholding tax deducted at source. Withholding tax deducted at source was the key component of other receivables, representing 62% of other receivables. The company is under the process of such tax refund with Revenue Department.

The Gross Amount due from Customers for Contract Works

The gross amount due from customers for contract works is the contract cost incurred and recognized in profit or loss to date less billing amount, advance from customers and allowance for doubtful accounts. The balance as of October 31, 2016 was Baht 131 million.

Investment

As at October 31, 2016, the investment amounted to Baht 17 million, decreased by 9% from last year. This primarily resulted from the dividend received from the investment in associates using equity method.

Property, Plant & Equipment

Property, plant and equipment as at October 31, 2016 amounted to Baht 150 million, slightly decreased from the prior year.

The major components of property, plant and equipment were land, building and improvement and operating equipments.

On October 31, 2016, the Company's land was revalued by independent appraiser in accordance with the accounting policy which determine the land used in operations to be revaluated every 3 year by independent appraiser. The revalued amount of land was Baht 55 million, increased by Baht 7.5 million.



Trade Accounts Payable and Other Payables

As at October 31, 2016, the company had trade accounts payable of Baht 109 million and accrued cost of Baht 55 million, totaling Baht 164 million, decreased by 9% from the prior year. 94% of trade accounts payable and accrued cost are the balance with third parties.

Other payables as at October 31, 2016 amounted to Baht 214 million, significantly decreased by 20% from the prior year mainly due to the repayment of the deposit received from customers of exhibition fabrication of museum and learning center projects in accordance with the contract condition and the progress of the project.

Other key components of other payables were management fee payable to major shareholder, Pico Art International Pte Ltd., amounting to Baht 27 million and accrued expenses of Baht 26 million.



Management Fee

2015		24
2016		27



Desposit from Customers

2015		150
2016		118

Accrued Expenses

2015		40
2016		26

Others

2015		51
2016		42

Employee Benefit Obligation

Employee benefits obligation consisted of post-employment benefit and other long-term benefit. Post-employment benefit is the obligation that the company has to pay the employees upon retirement. Other long-term benefit is, for example, jubilee awards paid to employees upon completion of a certain number of years of service. As at October 31, 2016, the company had employee benefits obligation of Baht 39 million.

Liquidity

The Company continued to retain high liquidity as the current ratio as at October 31, 2016 was 1.8 times, a slight increase from prior year. The company had a large amount of cash and cash equivalent and the unused line of credit of Baht 347 million. With such high liquidity, the Company would have sufficient fund to make a new investment or merger and acquisition when the opportunities arise.

Capital

The Company's registered share capital comprises ordinary shares and preferred shares.

The preferred shares have the right to receive dividends equal to ordinary shares. The dividend will be calculated from profit earned after the issuance of preferred shares. However, any profit on the appraisal of land, buildings and other assets which existed before the issuance of the preferred shares, will be allocated solely to the ordinary shares.

The preferred shareholders have the right to vote in the shareholder meeting, a ten thousand preferred shares are equivalent to one voting right of an ordinary share. The preferred shares have the right to receive the proportion of their return on investments upon liquidation equal to ordinary shares.

As at October 31, 2016, the company had registered capital of Baht 215,624,775 with Baht 215,624,559 fully paid up, divided into 330,000 preferred shares with the par value of Baht 1 and 215,294,559 ordinary shares with the par value of Baht 1.

Dividend

On February 19, 2016, the Company's 2016 Annual General Meeting of Shareholders resolved to pay the dividend from the operating result of the year ended October 31, 2015 at the amount of Baht 0.22 per share for the total eligible shares of 215,624,559 shares totaling Baht 47,437,403 to the shareholders whose names were listed in the Company's registrar book as at February 2, 2016. The company paid such dividend on March 18, 2016.

Market Financial Information

	SET	MAI	PICO
P/E (times)	18.55	63.27	22.17
P/BV (times)	1.96	3.82	1.73
Market Yield (%)	3.04	1.24	6.18

According to the statistic data of SETTRADE as of December 30, 2016, it can be seen that market share price of the Company was greater than book value and the company's market yield was above the average market dividend yield of SET and MAI.

Factors Impacting to Business Operation in the Future

During the year 2016, the political stability has continued to improve while Thailand economy has gradually been recovered. The government has continued to launch a lot of stimulus policies and boost its budget spending. This will lead to Thailand macro economic growth which would also drive growth of all businesses of the Company.

Knowledge Communication business of the company has potential to continually grow, partly from the current government policy regarding Thailand education revolution and development. In addition, the company has brought the technology in developing digital media and content to create the TV program and digital media and contents for knowledge communication which is consistent to the growing need of digital world.

Besides, the company has long-term strategy to expand into the upstream business "the event owner" which would create the business opportunity and increase revenue of the company including its subsidiaries and associates which provide the fully-integrated services for the event organization.


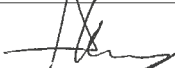
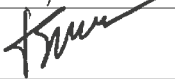


Information Certification

"We have carefully reviewed the annual information disclosure format with due care and attention, as executive directors of the company or as the senior-most office-holder in accounting. We certify that the said information is complete, factual and containing no untruths or lacking in material information that should be disclosed. Furthermore, we certify that:

1. The financial statements and related financial information are part of the annual information disclosure. The information so presented displays complete and material information related to the financial condition, operating results and cash flows of the company.
2. We are responsible to ensure that the company adopted an effective information disclosure and that pertinent and material information of the company be disclosed correctly and completely. This also covers the supervision of the implementation of the said disclosure process.
3. We are responsible to ensure that the company implemented a good internal control system and to supervise that the said system is adhered to. We have informed the auditors and the audit committee of our assessment of the internal control system on December 9, 2016. This covers the deficiencies and material changes to the internal control system including the misdeeds which may affect the preparation of the company's financial report.

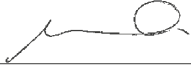

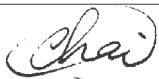

Therefore, as evidence that all of the documents presented are the same documents that we have certified, we have delegated Mr. Chaijit Tehasuwanarat to sign on each page of these documents on our behalf. Should Mr. Chaijit Tehasuwanarat's signature be missing from any page, we shall consider that it is not the information that we have certified.

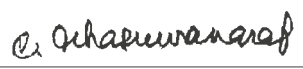
Name	Position	Signature
Mr. Chia Song Heng	Director and Chairman of Board of Directors	
Mr. Pised Chungyampin	Director and Executive Chairman	
Mr. Silchai Kiatpapan	Director and Chief Executive Officer	

Authorized Person	Position	Signature
Mr. Chaijit Tehasuwanarat	Chief Financial Officer	

“We have reviewed the information contained in this annual report. With due care and diligence as directors of the company, we have no reason to believe that the stated information is not complete or containing untruths which may falsely lead others to believing, or lacking in material information that should be disclosed.

Therefore, to signify that all documents hereby presented, are the same as what we have certified we delegate Mr. Chaijit Tehasuwanarat to sign on all pages on our behalf. Should Mr. Chaijit Tehasuwanarat’s signature be missing from any page, we shall consider that it is not the information that we have certified.”

Name	Position	Signature
Mr. Yong Choon Kong	Director	
Ms. CHIA Yuan Jiun	Director	
Mr. Viriya Pholpoke	Director and Advisor	
Mr. Chaiyod Bunyagidj	Chairman of Audit Committee and Independent Director	
Mr. Sern Vithespongse	Audit Committee Member and Independent Director	
Mrs. Sasitorn Phongsathorn	Audit Committee Member and Independent Director	

Authorized Person	Position	Signature
Mr. Chaijit Tehasuwanarat	Chief Financial Officer	

Appendix

- Appendix 1 Details of Directors, Executives, Authorized Persons, & Company Secretary
- Appendix 2 Details of Directors of the Subsidiaries
- Appendix 3 Details of Internal Audit Manager
- Appendix 4 Report of Auditor & Financial Statements

Details of Directors, Executives, Authorized Persons & Company Secretary

Name	Age (Yrs)	Appointment Date	Education	% of Holding	5-Year Working Experiences		
					Period	Position	Companies
Mr. Chia Song Heng	64	September 16, 2003	Executive Program, Stanford University - National University of Singapore	-	2003 - Present	Chairman of Board of Directors, Chairman of Nomination ommittee, Chairman of Remuneration Committee and Vice Chairman of Executive Committee	Pico (Thailand) PCL
Mr. Pised Chungyampin	62	September 16, 2003	Bachelor's Degree, the Faculty of Architecture, King Mongkut's Institute of Technology Mini MBA, Thammasart University Directors Accreditation Program, Directors Certification Program, Finance for Non-Finance Directors and Role of Chairman Program from Thai Institute of Directors	25.92% (including shares held by close relatives and minor children)	2002 - Present November 1, 2006 - Present	Director Vice Chairman of Board of Directors, Nomination Committee Member, Chairman of Executive Committee, and Executive Chairman	Pico Far East Holding Pte Ltd. Pico (Thailand) PCL
Mr. Silchai Kiatpapan	60	September 16, 2003	Bachelor's Degree in Public Health, Mahidol University Directors Accreditation Program, Directors Certification Program and Finance for Non-Finance Directors from Thai Institute of Directors	0.02% (including shares held by close relatives and minor children)	November 1, 2006 - Present	Director, Nomination Committee Member, Executive Committee Member and Chief Executive Officer	Pico (Thailand) PCL
Mr. Yong Choon Kong	63	November 4, 2013	Bachelor's Degree in Economics, Leeds University, England	-	November 4, 2013 - Present 2010 - Present	Director Executive Vice President	Pico (Thailand) PCL Pico Far East Holding Pte Ltd.

Name	Age (Yrs)	Appointment Date	Education	% of Holding	5-Year Working Experiences		
					Period	Position	Companies
Ms. Chia Yuan Jiun	43	February 27, 2015	Bachelor of Science in Economics, London School of Economics	-	February 27, 2015 - Present	Director	Pico (Thailand) PCL
					November 1, 2015 - Present	President, Southeast Asia	Pico Art International Pte Ltd.
					November 1, 2008 - October 31, 2015	Managing Director	Pico Art International Pte Ltd.
Mr. Viriya Pholpake	63	September 16, 2003	Bachelor's Degree in Science (Accounting), Kasetsart University BS. (Computer) University of Central Oklahoma, Oklahoma, USA. Directors Accreditation Program from Thai Institute of Directors	-	September 2, 2005 - Present	Director, Nomination Committee Member, Remuneration Committee Member and Advisor	Pico (Thailand) PCL
Mr. Chaivod Bunyagidj	62	September 16, 2003	Ph.D. in Chemistry, The American University, Washington D.C., USA. Directors Accreditation Program, Audit Committee Program, Improving Board Decision, Improving the Quality of Financial Report, Finance for Non-Finance Directors and Monitoring the System of Internal Control and Risk Management from Thai Institute of Directors	-	2003 - Present 2013 - Present 2012 - 2013 1997 - 2012	Independent Director, Chairman of Audit Committee, Nomination Committee Member, and Remuneration Committee Member Advisor to Chief Executive Officer Specialist Vice President	Pico (Thailand) PCL United Analyst and Engineering Consultant Co., Ltd. Thailand Environment Institute Thailand Environment Institute

Name	Age (Yrs)	Appointment Date	Education	% of Holding	5-Year Working Experiences		
					Period	Position	Companies
Mr. Sem Vitthespongse	62	September 16, 2003	Bachelor's Degree in Architecture, Silpakorn University	-	2003 - Present	Independent Director, Audit Committee Member, Nomination Committee Member, and Remuneration Committee Member	Pico (Thailand) PCL
			Directors Accreditation Program from Thai Institute of Directors				
Mrs. Sasitorn Phongsathorn	59	September 28, 2005	Bachelor's Degree in Science in Chemical Engineer, Chulalongkorn University	-	November 17, 2005 - Present	Independent Director, Audit Committee Member, Nomination Committee Member, and Remuneration Committee Member	Pico (Thailand) PCL
			Master Degree in Business Administration, Notre Dame de Namur University, California, U.S.A				
			Capital Market Academy, Leader Program, CMA Class 12			Executive Director and President	
						April 22, 2009 - Present	
						December 19, 2005 - present	
						January 7, 2014 - present	
						January 7, 2014 - present	
						February 25, 2015 - present	
						August 2012 - August 2014	
						Director, Sub - Committee of Building construction Committee, Sub - Committee of Nomination and Corporate Governance Committee and Sub - Committee of Remuneration Committee	
					1992 - Present	Director	Palmer and Turner (Thailand) Co., Ltd.
							Land and Houses Bank PCL
							Land and Houses Securities PCL
							Land and Houses Advisory Co., Ltd.
							Land and Houses Fund Management Co., Ltd.
							The Stock Exchange of Thailand

Name	Age (Yrs)	Appointment Date	Education	% of Holding	5-Year Working Experiences		
					Period	Position	Companies
Mr. Chokchai Vatcharanirunkul	57	August 29, 2003	Bachelor's Degree in Political Science, Ramkhamheang University Master Degree in Arts in Political Science, Ramkhamheang University Directors Accreditation Program from Thai Institute of Directors	0.00%	2001 - Present	Executive Committee Member and Senior Executive Vice President - Event Marketing & Special Projects	Pico (Thailand) PCL
Miss Supaporn Sawangjitt	48	August 29, 2003	Bachelor's Degree in Fine Arts and Applied Art, Chulalongkorn University Directors Accreditation Program from Thai Institute of Directors Stanford - NUS Executive Program in International Management, National University of Singapore	0.00%	2003 - Present	Executive Committee Member and Executive Vice President - Event Marketing	Pico (Thailand) PCL
Mr. Chajit Tehasuwanarat	50	May 1, 2008	Bachelor's Degree in Accounting, University of the Thai Chamber of Commerce International Banking and Finance, University of Birmingham, U.K. Certified Public Accountant Company Secretary Program, Effective Minutes Taking, How to Develop a Risk Management Plan, Successful Formulation & Execution of Strategy and How to Measure the Success of Corporate Strategy from Thai Institute of Directors, Strategic CFO in Capital Markets from Stock Exchange of Thailand	-	May 1, 2008 - Present	Executive Committee Member, Company Secretary* and Chief Financial Officer	Pico (Thailand) PCL

* Please see more details of the responsibilities of company secretary in section of "Corporate Governance"

Details of Directors of the Company, Subsidiaries & Associated Companies

Name	Pico (Thailand) PCL	Subsidiaries							Associated Companies			
		PX System Co., Ltd.	Nox Bangkok Co., Ltd.	Multi Design Co., Ltd.	TCBN Co., Ltd.	FCG Co., Ltd.	2010 Media Co., Ltd.	GKE Joint Venture Co., Ltd.	Andrew Bethell Associates Ltd.	Inkjet Images (Thailand) Co., Ltd.	Ibrix Co., Ltd.	FiftyPlus Co., Ltd.
Mr. Chia Song Heng	X, /, //	-	-	-	-	-	-	-	-	-	-	-
Mr. Pised Chungyampin	X, /, //	-	-	-	-	-	-	-	-	-	-	/
Mr. Silchai Kiatpapan	/, //	-	-	-	-	-	-	/	/	-	-	-
Mr. Yong Choon Kong	/	-	-	-	-	-	-	-	-	-	-	-
Miss Chia Yuan Jiun	/	-	-	-	-	-	-	-	-	-	-	-
Mr. Viriya Pholpoke	/	-	-	-	-	-	-	-	-	-	-	-
Mr. Chaiyod Bunyagidj	/	-	-	-	-	-	-	-	-	-	-	-
Mr. Sern Vithespongse	/	-	-	-	-	-	-	-	-	-	-	-
Mrs. SasitornPhongsathorn	/	-	-	-	-	-	-	-	-	-	-	-
Mr. Chokchai Vatharanirunkul	//	/	/	-	-	-	-	/	-	/	-	-
Miss Supaporn Sawangjitt	//	-	/	/	-	-	/	-	-	-	-	-
Mr. Chaijit Tehasuanarat	//	/	/	/	/	/	/	/	/	-	/	/

X : Chairman / : Director // : Executive Committee Member

Details of Directors of the Subsidiaries*

Name list	PX System Co., Ltd.	GKE Joint Venture Co., Ltd
Mr. Silchai Kiatpapan		/
Mr. Choochai Kasemsuk	/	
Mr. Chokchai Vatcharanirunkul	/	/
Mr. Chaijit Tehasuwanarat	/	/
Mr. Pornchai Tangsunawan		/

*Significant subsidiaries which have revenues exceeding 10% of total revenues in consolidated financial statements during the last three fiscal years.

/ : Director

Details of Internal Audit Manager

Name	Age (Yrs)	Appointment Date	Education	Period	Position	Companies	Responsibilities
Mr. Sompoch Sae-Cheunge	47	January 1, 2005	MBA, National Institute of Development Administration BBA in Accounting, Kasetsart University	January 1, 2005 - Present	Internal Audit Manager	Pico (Thailand) PCL	Internal Audit Charter Establish the statement of objectives, authorities, role and responsibilities of internal audit function and acceptance by Audit Committee
			Certified Public Accountant Operation Audit and Risk Based Audit Certification Program, Institute of Internal Audit of Thailand	August 1, 1993 - May 31, 2004	Audit Manager	KPMG Phoomchai Audit Ltd.	Annual Audit Plan : Perform risk assessment by discussion with department managers, management, Chief Executive Officer to understand current operation and management concerns and Development of strategic internal audit plan and acceptance by Audit Committee
			Member of Federation of Accounting Professions under the Royal Patronage of his Majesty the King Training courses held by Federation of Accounting Professions attended during 2016 : - Financial Model 1 - Fundamentals of Finance - Financial Model 2 - Feasibility Study - Financial Ratio for Accountants - Accounting for Financial Instrument - Budgeting for Planning and Profitability				Internal Audit Execution : Detailed work to evaluate internal controls of each area as agreed by management and issuance of report on results of findings and recommendations for improvement and Perform ad-hoc project based on Audit Committee's requirement or business issues Administrative Works : Prepare performances review to Audit Committee meeting on a quarterly basis and Prepare progress of internal audit work to be presented to Audit Committee in the meeting



AUDITOR'S REPORT

To the Shareholders of PICO (THAILAND) PUBLIC COMPANY LIMITED

I have audited the accompanying consolidated and separate financial statements of PICO (THAILAND) PUBLIC COMPANY LIMITED, ITS SUBSIDIARIES AND JOINTLY CONTROLLED ENTITIES, and of PICO (THAILAND) PUBLIC COMPANY LIMITED., which comprise consolidated and separate statements of financial position as at October 31, 2016, consolidated and separate statements of comprehensive income, consolidated and separate statements of changes in shareholders' equity, and consolidated and separate statements of cash flows for the year then ended, including notes of summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with standards on auditing. Those standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

In my opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of PICO (THAILAND) PUBLIC COMPANY LIMITED, ITS SUBSIDIARIES AND JOINTLY CONTROLLED ENTITIES, and of PICO (THAILAND) PUBLIC COMPANY LIMITED., as at October 31, 2016, and their financial performance and cash flows for the year then ended in accordance with Thai financial reporting standards.

D I A INTERNATIONAL AUDIT CO., LTD.

(Ms. Suphaphorn Mangjit)
C.P.A. (Thailand)
Registration No. 8125

December 9, 2016

PICO (THAILAND) PUBLIC COMPANY LIMITED , ITS SUBSIDIARIES AND JOINTLY CONTROLLED ENTITIES

STATEMENTS OF FINANCIAL POSITION

AS AT OCTOBER 31, 2016

UNIT : BAHT

	Notes	CONSOLIDATED		SEPARATE	
		2016	2015	2016	2015
(Restated)					
ASSETS					
CURRENT ASSETS					
Cash and cash equivalents	5.1	192,137,857	165,416,760	55,549,005	57,031,111
Current Investments	6	320,084	316,627	-	-
Trade accounts receivable and other receivables	7, 24	302,237,410	218,387,857	292,990,320	253,506,869
The gross amount due from customers for contract work	8, 24	130,762,507	332,757,150	125,993,869	183,930,482
Deferred cost of the rendering of services	9, 24	82,031,288	36,274,143	67,585,630	36,505,575
Total Current Assets		707,489,146	753,152,537	542,118,824	530,974,037
NON-CURRENT ASSETS					
Investments in subsidiaries, associated companies and Joint Ventures	10, 24	17,028,414	18,724,521	58,131,047	58,131,047
Other long-term investments	11	3,971,951	4,082,151	2,398,800	2,398,800
Property, plant and equipment	12	150,369,426	158,977,714	140,928,839	147,621,729
Intangible assets	14	11,376,842	11,770,086	7,650,400	7,980,591
Deferred tax assets	25	8,676,677	7,485,160	7,205,396	6,173,090
Other non-current assets		1,853,419	1,968,246	687,900	15,400
Total Non-Current Assets		193,276,729	203,007,878	217,002,382	222,320,657
TOTAL ASSETS		900,765,875	956,160,415	759,121,206	753,294,694

Notes to the financial statements form an integral part of these statements

PICO (THAILAND) PUBLIC COMPANY LIMITED , ITS SUBSIDIARIES AND JOINTLY CONTROLLED ENTITIES

STATEMENTS OF FINANCIAL POSITION (CONTINUED)

AS AT OCTOBER 31, 2016

UNIT : BAHT					
	Notes	CONSOLIDATED		SEPARATE	
		2016	2015	2016	2015
(Restated)					
LIABILITIES AND SHAREHOLDERS' EQUITY					
CURRENT LIABILITIES					
Bank overdrafts and shot-term loans from financial institutions	15	23,000,000	8,000,000	20,000,000	-
Trade accounts payable and other payables	16, 24	377,711,272	445,196,126	263,536,184	275,301,946
Current portion of liabilities under finance lease	17	2,050,687	1,988,722	2,050,687	1,988,722
Accrued corporate income tax		-	906,510	-	-
Total Current Liabilities		402,761,959	456,091,358	285,586,871	277,290,668
NON-CURRENT LIABILITIES					
Liabilities under finance lease	17	2,898,848	2,642,829	2,898,848	2,642,829
Employee benefit obligations	18	39,439,836	35,779,896	31,403,916	28,909,630
Deferred tax liabilities	25	7,843,476	6,879,891	7,843,476	6,879,891
Total Non-Current Liabilities		50,182,160	45,302,616	42,146,240	38,432,350
TOTAL LIABILITIES		452,944,119	501,393,974	327,733,111	315,723,018

Notes to the financial statements form an integral part of these statements

PICO (THAILAND) PUBLIC COMPANY LIMITED , ITS SUBSIDIARIES AND JOINTLY CONTROLLED ENTITIES

STATEMENTS OF FINANCIAL POSITION (CONTINUED)

AS AT OCTOBER 31, 2016

UNIT : BAHT					
	Notes	CONSOLIDATED		SEPARATE	
		2016	2015	2016	2015
(Restated)					
LIABILITIES AND SHAREHOLDERS' EQUITY (CONTINUED)					
SHAREHOLDERS' EQUITY					
SHARE CAPITAL	19				
Authorized share capital					
330,000 preferred shares of Baht 1 each		330,000	330,000	330,000	330,000
215,294,775 ordinary shares of Baht 1 each,		215,294,775	215,294,775	215,294,775	215,294,775
		215,624,775	215,624,775	215,624,775	215,624,775
Issued and paid-up share capital					
330,000 preferred shares of Baht 1 each, fully paid		330,000	330,000	330,000	330,000
215,294,559 ordinary shares of Baht 1 each, fully paid		215,294,559	215,294,559	215,294,559	215,294,559
		215,624,559	215,624,559	215,624,559	215,624,559
PREMIUM ON SHARE					
Premium on ordinary shares		101,250,000	101,250,000	101,250,000	101,250,000
RETAINED EARNINGS					
Appropriated					
Legal reserve	20	21,562,478	19,521,517	21,562,478	19,521,517
Unappropriated		73,508,189	88,359,201	61,577,155	75,801,697
Other components of shareholders' equity		31,382,564	25,379,270	31,373,903	25,373,903
Equity attributable to owners of the parent		443,327,790	450,134,547	431,388,095	437,571,676
Non-controlling interests		4,493,966	4,631,894	-	-
TOTAL SHAREHOLDERS' EQUITY		447,821,756	454,766,441	431,388,095	437,571,676
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		900,765,875	956,160,415	759,121,206	753,294,694

Notes to the financial statements form an integral part of these statements

PICO (THAILAND) PUBLIC COMPANY LIMITED , ITS SUBSIDIARIES AND JOINTLY CONTROLLED ENTITIES

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED OCTOBER 31, 2016

UNIT : BAHT					
	Notes	CONSOLIDATED		SEPARATE	
		2016	2015	2016	2015
		(Restated)			
Revenues from the rendering of services	24	1,403,912,250	1,251,010,116	1,220,527,208	1,032,336,137
Costs of the rendering of services	24	(1,078,151,371)	(900,356,009)	(969,281,489)	(779,042,109)
Gross profit		325,760,879	350,654,107	251,245,719	253,294,028
Dividend income	24	-	-	9,686,527	20,013,496
Other income	24	5,925,527	8,731,603	5,944,528	8,934,906
Profit before expenses		331,686,406	359,385,710	266,876,774	282,242,430
Selling expenses	24	(16,984,539)	(16,824,101)	(17,500,276)	(16,526,383)
Administrative expenses	24	(264,336,292)	(258,403,029)	(203,309,499)	(195,259,786)
Total expenses		(281,320,831)	(275,227,130)	(220,809,775)	(211,786,169)
Profit (Loss) before financial costs and income tax expense		50,365,575	84,158,580	46,066,999	70,456,261
Financial costs		(2,305,935)	(1,158,351)	(1,556,149)	(1,074,297)
Share of profit (loss) from investments using the equity method		(129,442)	3,378,272	-	-
Profit (Loss) before income tax		47,930,198	86,378,501	44,510,850	69,381,964
Income tax (expenses) revenue	25	(12,260,237)	(17,818,258)	(9,257,028)	(10,898,999)
PROFIT (LOSS) FOR THE PERIOD		35,669,961	68,560,243	35,253,822	58,482,965
Other comprehensive income					
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods:</i>					
Exchange differences on translation of financial statements in foreign currency - net of income tax		3,294	2,379	-	-
<i>Other comprehensive income that not to be reclassified to profit or loss in subsequent periods:</i>					
Changes in asset revaluation surplus - net of income tax		6,000,000	-	6,000,000	-
TOTAL OTHER COMPREHENSIVE INCOME (LOSS)		6,003,294	2,379	6,000,000	-
TOTAL COMPREHENSIVE INCOME (LOSS)		41,673,255	68,562,622	41,253,822	58,482,965
PROFIT (LOSS) ATTRIBUTABLE TO					
Equity holders of the parent		34,627,351	66,735,486	35,253,822	58,482,965
Non-controlling interests		1,042,610	1,824,757	-	-
		35,669,961	68,560,243	35,253,822	58,482,965
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO					
Equity holders of the parent		40,630,645	66,737,865	41,253,822	58,482,965
Non-controlling interests		1,042,610	1,824,757	-	-
		41,673,255	68,562,622	41,253,822	58,482,965
BASIC EARNINGS (LOSSES) PER SHARE (BAHT)	23	0.161	0.310	0.164	0.272
WEIGHTED AVERAGE NUMBER OF ORDINARY SHARES (SHARES)		215,294,559	215,294,559	215,294,559	215,294,559

Notes to the financial statements form an integral part of these statements



CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEAR ENDED OCTOBER 31, 2016

Notes to the financial statements form an integral part of these statements

PICO (THAILAND) PUBLIC COMPANY LIMITED , ITS SUBSIDIARIES AND JOINTLY CONTROLLED ENTITIES

SEPARATE STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEAR ENDED OCTOBER 31, 2016

UNIT : BAHT									
	Notes	Issued and paid-up share capital		Premium on share capital	Retained Earnings		Land revaluation surplus	Total other components of shareholders' equity	Total shareholders' equity
		Preferred shares	Ordinary shares		Appropriated Legal reserve	Unappropriated			
						Ordinary shares			
Balance as at November 1, 2014		330,000	215,294,559	101,250,000	17,489,717	62,475,444	25,373,903	25,373,903	422,213,623
Dividend paid	22,24	-	-	-	-	(43,124,912)	-	-	(43,124,912)
Total comprehensive income (loss) for the year		-	-	-	-	58,482,965	-	-	58,482,965
Legal reserve	20	-	-	-	2,031,800	(2,031,800)	-	-	-
Ending balance, October 31, 2015		330,000	215,294,559	101,250,000	19,521,517	75,801,697	25,373,903	25,373,903	437,571,676
Balance as at November 1, 2015		330,000	215,294,559	101,250,000	19,521,517	75,801,697	25,373,903	25,373,903	437,571,676
Dividend paid	22,24	-	-	-	-	(47,437,403)	-	-	(47,437,403)
Total comprehensive income (loss) for the year		-	-	-	-	35,253,822	6,000,000	6,000,000	41,253,822
Legal reserve	20	-	-	-	2,040,961	(2,040,961)	-	-	-
Ending balance, October 31, 2016		330,000	215,294,559	101,250,000	21,562,478	61,577,155	31,373,903	31,373,903	431,388,095

Notes to the financial statements form an integral part of these statements

PICO (THAILAND) PUBLIC COMPANY LIMITED , ITS SUBSIDIARIES AND JOINTLY CONTROLLED ENTITIES

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED OCTOBER 31, 2016

UNIT : BAHT

Notes	CONSOLIDATED		SEPARATE	
	2016	2015	2016	2015
(Restated)				
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit (Loss) before income tax expenses	47,930,198	86,378,501	44,510,850	69,381,964
Adjustments for:				
Employee benefit obligations	3,914,740	3,601,044	2,729,486	2,520,339
Depreciation and amortization	33,654,215	27,684,895	26,971,291	20,869,477
Doubtful accounts and bad debt	2,953,638	1,002,000	2,953,638	1,002,000
Withholding tax deducted at source	351,558	-	131,927	-
Impairment of investment	234,185	1,161,795	-	-
Loss on discontinued operation of Joint Ventures	-	-	-	160,000
(Profits) losses on sale of fixed assets	(654,569)	(2,392)	(654,569)	(2,393)
(Gain) Loss on disposal of fixed assets	128	709,709	21	708,516
Unrealized (gain) loss on exchange rate	(52,617)	169,436	(52,617)	200,109
Loss from sale of investment	-	1,229,878	-	-
Dividend income	-	-	(9,686,527)	(19,513,497)
Share of losses (profits) from investments				
using the equity method	129,442	(3,378,272)	-	-
Interest expenses	2,305,935	1,158,351	1,556,149	1,074,297
Profit from operations before changes in operating assets and liabilities	90,766,853	119,714,945	68,459,649	76,400,812
Operating assets (increase) decrease				
Current investments	(3,457)	(4,023)	-	-
Trade accounts receivable and other receivables	(78,013,651)	(14,992,864)	(46,000,536)	(52,230,044)
The gross amount due from customers for contract work	199,041,005	(264,356,702)	54,982,975	(117,022,816)
Deferred cost of the rendering of services	(45,757,145)	20,132,532	(31,080,054)	22,970,580
Other non-current assets	114,827	(526,952)	(672,500)	-
Operating liabilities increase (decrease)				
Trade accounts payable and other payables	(64,038,527)	211,148,421	(9,854,775)	54,928,263
Employee benefit obligations	(254,800)	(449,608)	(235,200)	(129,759)
Cash received (paid for) from operations	101,855,105	70,665,749	35,599,559	(15,082,964)

Notes to the financial statements form an integral part of these statements

PICO (THAILAND) PUBLIC COMPANY LIMITED , ITS SUBSIDIARIES AND JOINTLY CONTROLLED ENTITIES

STATEMENTS OF CASH FLOWS (CONTINUED)

FOR THE YEAR ENDED OCTOBER 31, 2016

UNIT : BAHT					
	Notes	CONSOLIDATED		SEPARATE	
		2016	2015	2016	2015
(Restated)					
CASH FLOWS FROM OPERATING ACTIVITIES (CONTINUED)					
Interest paid		(2,305,935)	(1,158,351)	(1,556,149)	(1,074,297)
Tax refund from withholding tax deducted at source		15,305,611	126,765	13,462,786	-
Income tax paid		(36,369,409)	(29,722,604)	(28,378,673)	(23,416,629)
Net cash provided by (used in) operating activities		78,485,372	39,911,559	19,127,523	(39,573,890)
CASH FLOWS FROM INVESTING ACTIVITIES					
Cash payment for purchase of fixed assets		(15,697,755)	(68,186,257)	(10,228,111)	(65,706,962)
Cash payment for purchase of intangible assets		(2,167,115)	(3,255,632)	(1,396,840)	(1,814,753)
Cash received from sale of fixed assets		654,579	107,067	654,579	48,037
Cash received from sale of investments		65,815	247,100	-	-
Purchase of investments in subsidiaries		-	-	-	(4,999,800)
Purchase of investments in associates		(189,800)	-	-	-
Purchase of other investments		-	(247,100)	-	-
Dividend received		-	-	20,180,163	20,598,906
Dividend received from investments using the equity method		1,566,665	949,999	-	-
Net cash provided by (used in) investing activities		(15,767,611)	(70,384,823)	9,209,791	(51,874,572)
CASH FLOWS FROM FINANCING ACTIVITIES					
Cash received (paid) for bank overdrafts and short-term loan from financial institutions		15,000,000	8,000,000	20,000,000	-
Cash payment for liabilities under finance lease		(2,382,017)	(2,378,002)	(2,382,017)	(2,378,002)
Dividend paid		(47,437,403)	(43,124,912)	(47,437,403)	(43,124,912)
Dividend paid non-controlling interests of the subsidiaries		(1,180,538)	(1,502,302)	-	-
Net cash provided by (used in) financing activities		(35,999,958)	(39,005,216)	(29,819,420)	(45,502,914)
Increase (Decrease) in cash and cash equivalents		26,717,803	(69,478,480)	(1,482,106)	(136,951,376)
Translation adjustments		3,294	2,379	-	-
Net increase (decrease) in cash and cash equivalents		26,721,097	(69,476,101)	(1,482,106)	(136,951,376)
Cash and cash equivalents as at the beginning of period		165,416,760	234,892,861	57,031,111	193,982,487
Cash and cash equivalents as at the end of period	5.1	192,137,857	165,416,760	55,549,005	57,031,111

Notes to the financial statements form an integral part of these statements

PICO (THAILAND) PUBLIC COMPANY LIMITED , ITS SUBSIDIARIES AND JOINTLY CONTROLLED ENTITIES

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED OCTOBER 31, 2016

1. OPERATIONS OF THE COMPANY AND ITS SUBSIDIARIES

Pico (Thailand) Public Company Limited is a public company incorporated and domiciled in Thailand. The information of business and locations of the Company and its subsidiaries are as follows:

Name	Registered date	Business type	Location
Pico (Thailand) Public Company Limited	March 27, 1992	Design and fabrication of exhibition booths for trade exhibition organizers, company showrooms and shop counters, interiors for museums, theme park and visitor centers	10 Soi Lasalle 56 Sukhumvit Rd., Kwang Bangna, Khet Bangna, Bangkok
Direct subsidiaries			
PX System Company Limited	February 23, 1995	Rental of equipment and contractor on the trade exhibition standard booths	12 Soi Lasalle 56 Sukhumvit Rd., Kwang Bangna, Khet Bangna, Bangkok
Nox Bangkok Company Limited	March 12, 1996	Specialized event marketing management for clients with exclusive and/or specific target market audience	10 Soi Lasalle 56 Sukhumvit Rd., Kwang Bangna, Khet Bangna, Bangkok
Multi Designs Company Limited	April 19, 1995	Trade exhibition and interior design	10 Soi Lasalle 56 Sukhumvit Rd., Kwang Bangna, Khet Bangna, Bangkok
TCBN Company Limited	February 25, 2010	Production and distribution of TV programs, Cable TV programs, Satellite TV programs, TV programs on internet in the education area	10 Soi Lasalle 56 Sukhumvit Rd., Kwang Bangna, Khet Bangna, Bangkok
FCG Company Limited	June 10, 2010	Production and distribution of TV programs, Cable TV programs, Satellite TV programs, TV programs on internet in the education area	10 Soi Lasalle 56 Sukhumvit Rd., Kwang Bangna, Khet Bangna, Bangkok
Andrew Bethell Associates Limited.	February 4, 2011	Educational media distribution	1 st Floor Bristol & West House, 100 Crossbrook Street, Cheshunt, Herts EN8 8JJ
2010 Media Company Limited *	March 16, 2010	Providing Museum design and decoration services including all kinds of exhibition design and fabrication and other related business	18 Soi Lasalle 56 Sukhumvit Rd., Kwang Bangna, Khet Bangna, Bangkok
Indirect subsidiaries			
GKE Joint Venture Company Limited *	November 2, 2012	Providing Museum design and decoration services including all kinds of exhibition design and fabrication and other related business	18 Soi Lasalle 56 Sukhumvit Rd., Kwang Bangna, Khet Bangna, Bangkok

* The Company invested in common shares of 2010 Media Company Limited on August 3, 2015. As a result, 2010 Media Company Limited and GKE Joint Venture Company Limited, subsidiary of 2010 Media, have become subsidiaries of the Company since then. (See Note 10 for further detail)

1. OPERATIONS OF THE COMPANY AND ITS SUBSIDIARIES (CONTINUED)

The major shareholder of Pico (Thailand) Public Company Limited is Pico Art International Pte Ltd. which was incorporated in Singapore. The Company became listed on the Market for Alternative Investment on April 20, 2004.

2. BASIS OF PREPARATION AND PRESENTATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the notification of the Department of Business Development, the Ministry of Commerce dated September 28, 2011, regarding the condensed form which should be included in the financial statements B.E. 2554 and the regulation of the Securities and Exchange Commission regarding preparation and presentation the financial report under the Securities and Exchange Act B.E. 2535.

The financial statements in Thai language are the official statutory financial statements of the Company. The financial statements in English language have been translated from the Thai language financial statements.

The financial statements have been prepared on a historical cost basis for measuring the components of financial statements except where otherwise disclosed in the accounting policies.

2.2 Basis of consolidation

a) The consolidated financial statements incorporate the financial statements of Pico (Thailand) Public Company Limited, its subsidiary companies and the jointly-controlled entities as follows:

	Country of incorporation	Currency	Paid-up share capital		Percentage of shareholding by the group	
			2016	2015	2016	2015
					Percent	Percent
Direct subsidiaries						
PX System Company Limited	Thailand	Baht	11,000,000	11,000,000	90.00	90.00
Nox Bangkok Company Limited	Thailand	Baht	10,000,000	10,000,000	99.99	99.99
Multi Designs Company Limited	Thailand	Baht	4,000,000	4,000,000	59.99	59.99
TCBN Company Limited	Thailand	Baht	10,000,000	10,000,000	99.99	99.99
FCG Company Limited	Thailand	Baht	3,000,000	3,000,000	99.99	99.99
Andrew Bethell Associates Limited.	British	Pound sterling	100	100	75.00	75.00
2010 Media Company Limited.	Thailand	Baht	5,000,000	5,000,000	99.99	99.99
Indirect subsidiaries						
GKE Joint Venture Company Limited.	Thailand	Baht	5,000,000	5,000,000	98.99	98.99

The subsidiaries are those companies in which the Company and its subsidiaries holds both directly and indirectly the voting rights and has effective control of their activities.

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

2. BASIS OF PREPARATION AND PRESENTATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

2.2 Basis of consolidation (Continued)

- b) Subsidiaries are fully consolidated as from the date of acquisition, being the date on which the Company obtains control, and continue to be consolidated until the effective date when such control ceases.
- c) The financial statements of the subsidiaries and the joint ventures are prepared for the same reporting period as the Company, using consistent significant accounting policies.
- d) The financial statements of overseas subsidiaries are translated into Thai Baht at the exchange rate ruling at the statements of financial position date as to assets and liabilities and at the average exchange rate for the year as to revenues and expenses. The resultant differences are shown under the caption of "Exchange differences on translation of financial statements in foreign currency" in other comprehensive income.
- e) Material balances and transactions between the Company and its subsidiaries, investment in subsidiaries and shareholder & equity of subsidiaries have been eliminated from the consolidated financial statements.
- f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

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

2.4 The financial statements of the overseas subsidiaries for the year ended October 31, 2016 included in the consolidated financial statements were prepared by the management of those subsidiaries and have not been audited by their auditors. Their aggregate assets were approximately Baht 0.29 million or 0.03% of the consolidated assets as at October 31, 2016.

2.5 New and revised financial reporting standard

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

TAS 1 (revised 2014) Presentation of Financial Statements

The main change is that a requirement for entities to group items presented in 'other comprehensive income' (OCI) on the basis of whether they are potentially reclassifiable to profit or loss subsequently (reclassification adjustments).

TAS 19 (revised 2014) Employee Benefits

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

2. BASIS OF PREPARATION AND PRESENTATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

2.5 New and revised financial reporting standard (Continued)

TAS 19 (revised 2014) Employee Benefits (Continued)

As a result of the adoption of this standard, the Company has had to change the accounting policy for the recognition of actuarial gains and losses from immediate recognition in profit or loss to immediate recognition in other comprehensive income. However, this change in accounting policy does not have an impact on these financial statements as the Company has not recognized any actuarial gains and losses in the current and prior fiscal years.

TFRS 10 Consolidated Financial Statements

TFRS 10 prescribes requirements for the preparation of consolidated financial statements and replaces the content of TAS 27 Consolidated and Separate Financial Statements dealing with consolidated financial statements. This standard changes the principles used in considering whether control exists. Under this standard, an investor is deemed to have control over an investee if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns, even if it holds less than half of the shares or voting rights.

This important change requires the management to exercise a lot of judgement when reviewing whether the Company has control over investees and determining which entities have to be included in preparation of the consolidated financial statements.

This standard has no impact on the financial statements of the Company, subsidiaries and jointly controlled entities.

TFRS 11 Joint Arrangements

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

As a result of the adoption of this standard, the Company has had to change the method used to account for its investments in a joint venture from the proportionate consolidation method to the equity method. The Company has restated the prior period's financial statements, presented as comparative information, to reflect the effect of the change. The cumulative effect of change in accounting policies is presented in Note 4 to the financial statements.

TFRS 12 Disclosure of Interests in Other Entities

This standard stipulates disclosures relating to an entity's interests in subsidiaries, joint arrangements and associates, including structured entities.

This standard, therefore, has no financial impact on the financial statements of the Company, subsidiaries and jointly controlled entities.

2. BASIS OF PREPARATION AND PRESENTATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

2.5 New and revised financial reporting standard (Continued)

TFRS 13 Fair Value Measurement

This standard provides guidance on how to measure fair value and stipulates disclosures related to fair value measurement. Entities are to apply the guidance under this standard if they are required by other financial reporting standards to measure their assets or liabilities at fair value. The effects of the adoption of this standard are to be recognized prospectively.

This standard does not have any significant impact on the financial statements of the Company, subsidiaries and jointly controlled entities.

2.6 Thai Accounting standards that will become effective in the future

The Federation of Accounting Professions issued a number of the revised (revised 2015) and new financial reporting standards and accounting treatment guidance which is effective for fiscal years beginning on or after 1 January 2016. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards. The management of the Company believes that the revised and new financial reporting standards and accounting treatment guidance will not have any significant impact on the financial statements when they are initially applied.

Thai Accounting Standards	Contents
TAS 1 (revised 2015)	Presentation of Financial Statements
TAS 2 (revised 2015)	Inventories
TAS 7 (revised 2015)	Statement of Cash Flows
TAS 8 (revised 2015)	Accounting Policies, Changes in Accounting Estimates and Errors
TAS 10 (revised 2015)	Events After the Reporting Period
TAS 11 (revised 2015)	Construction Contracts
TAS 12 (revised 2015)	Income Taxes
TAS 16 (revised 2015)	Property, Plant and Equipment
TAS 17 (revised 2015)	Leases
TAS 18 (revised 2015)	Revenue
TAS 19 (revised 2015)	Employee Benefits
TAS 20 (revised 2015)	Accounting for Government Grants and Disclosure of Government Assistance
TAS 21 (revised 2015)	The Effects of Changes in Foreign Exchange Rates
TAS 23 (revised 2015)	Borrowing Costs
TAS 24 (revised 2015)	Related Party Disclosures
TAS 26 (revised 2015)	Accounting and Reporting by Retirement Benefit Plans
TAS 27 (revised 2015)	Separate Financial Statements
TAS 28 (revised 2015)	Investments in Associates and Joint Venture
TAS 29 (revised 2015)	Financial Reporting in Hyperinflationary Economics
TAS 33 (revised 2015)	Earnings per Share
TAS 34 (revised 2015)	Interim Financial Reporting
TAS 36 (revised 2015)	Impairment of Assets
TAS 37 (revised 2015)	Provisions, Contingent Liabilities and Contingent Assets
TAS 38 (revised 2015)	Intangible Assets
TAS 40 (revised 2015)	Investment Property
TAS 41	Agriculture

2. BASIS OF PREPARATION AND PRESENTATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

2.6 Thai Accounting standards that will become effective in the future (Continued)

Thai Financial Reporting Standards	Contents
TFRS 2 (Revised 2015)	Share-Based Payments
TFRS 3 (Revised 2015)	Business Combinations
TFRS 4 (Revised 2015)	Insurance Contracts
TFRS 5 (Revised 2015)	Non-current Assets Held for Sale and Discontinued Operations
TFRS 6 (Revised 2015)	Exploration for and Evaluation of Mineral Resources
TFRS 8 (Revised 2015)	Operating Segments
TFRS 10 (Revised 2015)	Consolidated Financial Statements
TFRS 11 (Revised 2015)	Joint Arrangements
TFRS 12 (Revised 2015)	Disclosure of Interests in Other Entities
TFRS 13 (Revised 2015)	Fair Value Measurement
Thai Accounting Standard Interpretations	Contents
TSIC 10 (Revised 2015)	Government Assistance - No Specific Relation to Operating Activities
TSIC 15 (Revised 2015)	Operating Leases - Incentives
TSIC 25 (Revised 2015)	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders
TSIC 27 (Revised 2015)	Evaluating the Substance of Transactions Involving the Legal Form of a Lease
TSIC 29 (Revised 2015)	Service Concession Arrangements: Disclosures
TSIC 31 (Revised 2015)	Revenue - Barter Transactions Involving Advertising Services
TSIC 32 (Revised 2015)	Intangible Assets - Web Site Costs
Thai Financial Reporting Standard Interpretations	Contents
TFRIC 1 (Revised 2015)	Changes in Existing Decommissioning, Restoration and Similar Liabilities
TFRIC 4 (Revised 2015)	Determining Whether an Arrangement Contains a Lease
TFRIC 5 (Revised 2015)	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
TFRIC 7 (Revised 2015)	Applying the Restatement Approach under TAS 29 (Revised 2015) Financial Reporting in Hyperinflationary Economies
TFRIC 10 (Revised 2015)	Interim Financial Reporting and Impairment
TFRIC 12 (Revised 2015)	Service Concession Arrangements
TFRIC 13 (Revised 2015)	Customer Loyalty Programmers
TFRIC 14 (Revised 2015)	TAS 19 (Revised 2015) Employee Benefits - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction

2. BASIS OF PREPARATION AND PRESENTATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (CONTINUED)

2.6 Thai Accounting standards that will become effective in the future (Continued)

Thai Financial Reporting Standard Interpretations	Contents
TFRIC 15 (Revised 2015)	Agreements for the Construction of Real Estate
TFRIC 17 (Revised 2015)	Distributions of Non - cash Assets to Owners
TFRIC 18 (Revised 2015)	Transfers of Assets from Customers
TFRIC 20 (Revised 2015)	Stripping Costs in the Production Phase of a Surface Mine
TFRIC 21 (Revised 2015)	Levies

The management expects that the Company will apply and adopt the issued and revised financial reporting standards in accordance with the notification of the Federation of Accounting Professions and is being evaluated the effect of those issued and revised financial reporting standards on the Company's and its subsidiaries and jointly controlled entities financial statements which expected that they will have no significantly impacts on the financial statements in the year in which they are initially applied.

2.7 The preparation of financial statements in conformity with Thai Financial Reporting Standards also requires the Company's management to exercise judgments in order to determine the accounting policies, estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expense during the reporting period. Although, these estimates are based on management's reasonable consideration of current events, actual results may differ from these estimates.

3. SIGNIFICANT ACCOUNTING POLICIES

The summary of significant accounting policies

3.1 Revenues and expenses recognition

Service income is recognized by the percentage of completion method. The percentage of completion is measured by the proportion of actual costs incurred up to the end of the year and total anticipated contract cost.

Revenues from organizing trade shows, exhibitions and entertainment events are recognized on the opening date of the events.

Revenues from rendering of services relating to knowledge communication business are recognized according to works delivered to customers and presented by net amount of directly related transactions from subsidiaries.

Rental income recognized according to the duration of the lease and the rate determined in the contract.

Dividend income is recognized as income when the dividends are declared.

Other income and expenses are recognized on an accrual basis.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.2 Cash and cash equivalents

Cash and cash equivalents consist of cash on hand and deposits at banks and all highly liquid investments with an original maturity of 3 months or less and not subject to withdrawal restrictions.

3.3 Investments in debt securities

Investments in debt securities expected to be held to maturity are recorded at amortized cost. The difference between the acquisition cost and redemption value of such debt securities is amortized using the effective interest rate method over the period to maturity.

3.4 Allowance for doubtful accounts

Allowance for doubtful accounts is provided at the estimated collection losses on receivables based on the Company's collection experience together with a review of the financial position of each debtor.

3.5 Deferred cost of the rendering of services

Deferred cost of the rendering of services represents costs incurred relating to services and presents as invoice amount.

Deferred cost of the rendering of other services, which are not organizing trade shows, exhibitions and entertainment events, is recognized as cost of the rendering of services when service is rendered following the agreement made with customers.

Deferred cost of the rendering for organizing trade shows, exhibitions and entertainment events is recognized on opening date of the events.

3.6 Investments in subsidiaries, associates, joint ventures and other companies

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

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

Investments in other companies are general investments stated at cost.

3.7 Property, plant and equipment

Land is stated at the revalued amount.

The Company and its subsidiaries have a policy of carrying the revaluation of land used in operations every 3 years by the independent appraisers.

If a revaluation results in an increase in value, the revaluation increase is recognized to other comprehensive income and accumulated in equity under the heading "revaluation surplus". In case it represents the reversal of a revaluation decrease of the same asset previously recognized as an expense, the revaluation increase would be recognized in profit or loss not greater than the amount of expense previously recognized.

A decrease arising as a result of a revaluation is recognized in profit or loss to the extent that it exceeds any amount previously credited to the revaluation surplus relating to the same asset.

Building and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any).

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.7 Property, plant and equipment (Continued)

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

Buildings and building improvement	6 - 20 years
Operating equipment	3 - 5 years
Others	3 - 5 years

Depreciation is included in profit or loss.

No depreciation is provided for land, construction in progress and equipment under installation.

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

3.8 Intangible assets

Intangible assets, consisting of computer software and copyright, are stated at cost less accumulated amortization and impairment loss (if any).

Amortization is calculated on the straight-line basis over the estimated useful life of 3 - 10 years.

3.9 Related party transactions

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

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

3.10 Long-term leases

Finance lease

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

Operating lease

Leases of assets which do not transfer substantially all the risks and rewards of ownership are classified as operating leases. Operating lease payments are recognized as an expense in profit or loss on a straight-line basis over the lease term. When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognized as an expense in the period in which termination takes place.

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.11 Foreign currency transactions

Transactions denominated in foreign currencies during the year are translated into Thai Baht at the rates of exchange prevailing at the transaction dates. All balances of monetary assets and liabilities denominated in foreign currencies at the statements of financial position date are translated into Thai Baht at the exchange rates announced by the Bank of Thailand at that date.

Gains or losses on foreign exchange are recognized as income or expense in profit or loss.

3.12 Impairment of assets

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

An impairment loss is recognized in profit or loss. However, in cases where assets were previously revalued and the revaluation increase was taken to equity under "revaluation surplus", a part of such impairment would be recognized in equity up to the amount of the previously recognized revaluation surplus. Any excess amount is recognized as an expense in profit or loss.

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

3.13 Employee benefits

Short-term employee benefits

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

Post-employment benefits

Defined contribution plans

The Company and its subsidiaries and their employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The fund is monthly contributed by employees and by the Company and subsidiaries. The fund's assets are held in a separate trust fund and the Company and its subsidiaries' contributions are recognized as expenses as incurred.

Defined benefit plans

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

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

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.13 Employee benefits (Continued)

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

Other long-term employee benefits

Certain employees of the Company and its subsidiaries are entitled to jubilee awards. Jubilee awards are paid to employees upon completion of a certain number of years of service.

The obligation of other long-term employee benefits is determined by a professionally qualified independent actuary based on actuarial techniques, using the projected unit credit method.

Actuarial gains and losses arising from other long-term employee benefits are recognized immediately in other comprehensive income.

3.14 Provisions

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

3.15 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between buyer and seller (market participants) at the measurement date. The Company and its subsidiaries apply a quoted market price in an active market to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards. Except in case of no active market of an identical asset or liability or when a quoted market price is not available, the Company and its subsidiaries measure fair value using valuation technique that are appropriate in the circumstances and maximises the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

3.16 Significant accounting judgments and estimates

The preparation of financial statements in conformity with Financial Reporting Standard also requires the Company's and subsidiaries' management to exercise judgments in order to determine the accounting policies, estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expense during the reporting year. Although, these estimates are based on management's reasonable consideration of current events, actual results may differ from these estimates.

Significant judgments and estimates are allowance for doubtful accounts, depreciation, amortization, deferred tax assets and post-employment benefits under defined benefit plans.

3.17 Income tax

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

Current income tax

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

3. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

3.17 Income tax (Continued)

Deferred income tax

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

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

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

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

3.18 Basic earnings per share

Basic earnings per share are calculated by dividing income for the year attributable to the parent company after cash dividend or dividend, which has been declared for preferred shares, by the weighted average number of ordinary shares outstanding during the year.

4. CUMULATIVE EFFECTS OF CHANGES IN ACCOUNTING POLICIES DUE TO THE ADOPTION OF NEW FINANCIAL REPORTING STANDARDS

As described in Note 2.5 to the financial statements, during the current period, the Company and its subsidiaries and jointly controlled entities has changed some of its accounting policies, as a result of the adoption of new and revised financial reporting standards. The cumulative effect of the change has been separately presented in the statements of changes in shareholders' equity.

The amounts of adjustments affecting the statements of financial position and the statements of comprehensive income are summarised below.

(Unit : Baht)	
As at October 31, 2015	
Consolidated Financial Statement	
Statements of Financial Position	
Total assets decrease	(2,277,052)
Total liabilities decrease	(2,277,052)
For the year ended October 31, 2015	
Consolidated Financial Statement	
Statement of Comprehensive Income	
Total comprehensive income for the period	-

5. SUPPLEMENTARY DISCLOSURE OF CASH FLOWS INFORMATION AND CASH EQUIVALENTS

5.1 Cash and cash equivalents consist of cash on hand and all types of deposits at financial institutions with original maturities of three months or less and current investments with original maturities of three months or less but exclude deposits at financial institutions used as collateral. Cash and cash equivalents as at October 31, 2016 and 2015 are as follows:

Unit : Baht				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
	(Restated)			
Cash and deposits at financial institutions	192,137,857	165,416,760	55,549,005	57,031,111
Total	192,137,857	165,416,760	55,549,005	57,031,111

5.2 Non-cash transactions

Fixed assets and intangible assets payable are as follows:

Unit : Baht				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Fixed assets and intangible assets payable brought forward	3,810,837	11,895,112	2,275,498	11,895,112
Purchases of fixed assets and intangible assets	17,152,821	63,357,614	12,448,241	57,902,101
Less Cash payments for purchase of fixed assets and intangible assets	(17,864,870)	(71,441,889)	(11,624,951)	(67,521,715)
Purchases of fixed assets by hire-purchasing agreement	(2,700,000)	-	(2,700,000)	-
Fixed assets and intangible assets payable carried forward	398,788	3,810,837	398,788	2,275,498

5.3 Land revaluation surplus

Unit : Baht				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Land revaluation surplus brought forward	31,717,379	31,717,379	31,717,379	31,717,379
Increasing in land valuation for the year	7,500,000	-	7,500,000	-
Land revaluation surplus carried forward	39,217,379	31,717,379	39,217,379	31,717,379

6. CURRENT INVESTMENTS

As at October 31, 2016 and 2015, the subsidiaries have current deposits due on maturity date as follows:

Unit : Baht				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Current deposits due on maturity date	320,084	316,627	-	-

7. TRADE ACCOUNTS RECEIVABLE AND OTHER RECEIVABLES

7.1 Trade accounts receivable and other receivables as at October 31, 2016 and 2015 are as follows:

Unit : Baht

	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Trade accounts receivable				
- Related parties (See Note 24)	12,859,743	21,663,016	25,516,268	68,513,584
- Others	193,756,073	109,150,089	177,796,793	92,447,618
Total trade accounts receivable	206,615,816	130,813,105	203,313,061	160,961,202
Less Allowance for doubtful accounts	(5,243,000)	(5,243,000)	(5,243,000)	(5,243,000)
Total trade accounts receivable - net	201,372,816	125,570,105	198,070,061	155,718,202
Assets receivable				
- Related parties (See Note 24)	-	-	-	182,617
Total assets receivable	-	-	-	182,617
Other receivables				
- Other receivable related parties (See Note 24)	42,666	41,095	5,436,075	7,517,257
- Prepaid expenses	4,389,672	3,670,240	3,502,199	2,823,924
- Advance payment	3,829,323	9,397,092	2,126,299	4,378,493
- Dividend receivable	-	-	9,019,862	19,513,497
- Withholding tax deducted at source	62,759,660	56,942,099	53,520,200	49,561,989
- Deferred input vat	8,124,725	11,461,649	6,508,855	7,199,253
- Others	21,718,548	11,305,577	14,806,769	6,611,637
Total other receivables	100,864,594	92,817,752	94,920,259	97,606,050
Total trade accounts receivable and other receivables - net	302,237,410	218,387,857	292,990,320	253,506,869

7.2 Analysis of trade accounts receivable aging is as follows:

Unit : Baht

	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Related parties				
Undue	8,512,417	13,615,606	21,168,942	60,466,174
Overdue				
Within 3 months	1,975,726	3,333,860	1,975,726	3,333,860
Between 3 and 6 months	171,600	1,074,000	171,600	1,074,000
Between 6 and 12 months	-	1,439,550	-	1,439,550
More than 12 months	2,200,000	2,200,000	2,200,000	2,200,000
Total Trade accounts receivable related parties	12,859,743	21,663,016	25,516,268	68,513,584

7. TRADE ACCOUNTS RECEIVABLE AND OTHER RECEIVABLES (CONTINUED)

7.2 Analysis of trade accounts receivable aging is as follows: (Continued)

Unit : Baht				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Others				
Undue	132,609,093	90,522,966	128,921,902	75,995,403
Overdue				
Within 3 months	34,886,970	12,956,123	24,139,247	10,781,215
Between 3 and 6 months	19,362,400	428,000	19,362,400	428,000
Between 6 and 12 months	1,524,366	-	-	-
More than 12 months	5,373,244	5,243,000	5,373,244	5,243,000
	193,756,073	109,150,089	177,796,793	92,447,618
Less Allowance for doubtful accounts	(5,243,000)	(5,243,000)	(5,243,000)	(5,243,000)
Total trade accounts receivable others - net	188,513,073	103,907,089	172,553,793	87,204,618
Total trade accounts receivable - net	201,372,816	125,570,105	198,070,061	155,718,202

8. THE GROSS AMOUNT DUE FROM CUSTOMERS FOR CONTRACT WORK

The gross amount due from customers for contract work is as follows:

Unit : Baht				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
	(Restated)			
The gross amount due from customers for contract work				
- Related parties (See Note 24)	3,270,206	2,276,566	3,270,206	6,267,621
- Others	127,492,301	330,480,584	122,723,663	177,662,861
Total	130,762,507	332,757,150	125,993,869	183,930,482

9. DEFERRED COST OF THE RENDERING OF SERVICE

Deferred cost of the rendering of services consists of cost of services related to event marketing, exhibition, museum exhibits, knowledge communication, and others. Deferred cost of the rendering of service as at October 31, 2016 and 2015 is as follows:

Unit : Baht				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Deferred cost of the rendering of services				
- Related parties (See Note 24)	52,100	33,558	17,663,758	20,136,204
- Others	81,979,188	36,240,585	49,921,872	16,369,371
Total	82,031,288	36,274,143	67,585,630	36,505,575

10. INVESTMENTS IN SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURE

Investments in associated companies using the equity method for the consolidated financial statements and investments in subsidiaries, associated companies and joint venture using cost method for the separate financial statements (See Note 24) are as follows:

COMPANY'S NAME	BUSINESS TYPE	Unit : Baht								
		PAID-UP CAPITAL		PORTION OF INVESTMENTS		CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS		
		Currency	2016	2015	2016	2015	2016	2015	2016	2015
Direct subsidiaries										
PX System Company Limited	Rental of equipment and contractor on the trade exhibition standard booths	Baht	11,000,000	11,000,000	90.00	90.00	-	-	12,750,714	12,750,714
Nox Bangkok Company Limited	Specialized event marketing management for clients with exclusive and/or specific target market audience	Baht	10,000,000	10,000,000	99.99	99.99	-	-	10,298,600	10,298,600
Multi Designs Company Limited	Trade exhibition and interior design	Baht	4,000,000	4,000,000	59.99	59.99	-	-	2,520,000	2,520,000
TCBN Company Limited	Production and distribution of TV programs, Cable TV programs, Satellite TV programs, TV programs on internet in the education area	Baht	10,000,000	10,000,000	99.99	99.99	-	-	9,999,700	9,999,700
FCG Company Limited	Production and distribution of TV programs, Cable TV programs, Satellite TV programs, TV programs on internet in the education area	Baht	3,000,000	3,000,000	99.99	99.99	-	-	2,999,700	2,999,700
Andrew Bethell Associates Limited	Dissemination of educational media	GBP	100	100	75.00	75.00	-	-	971,000	971,000
2010 Media Company Limited *	Providing Museum design and decoration services including all kinds of exhibition design and fabrication	Baht	5,000,000	5,000,000	99.99	99.99	-	-	4,999,800	4,999,800

10. INVESTMENTS IN SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURE (CONTINUED)

COMPANY'S NAME	BUSINESS TYPE	Unit : Baht					
		PAID-UP CAPITAL		PORTION OF INVESTMENTS		CONSOLIDATED FINANCIAL STATEMENTS	
		2016	2015	2016	2015	2016	2015
		EQUITY METHOD		COST METHOD			
		2016	2015	2016	2015	2016	2015
(Restated)							
Indirect subsidiaries							
(held by 2010 Media Company Limited)							
GKE Joint Venture Company Limited *	Providing Museum design and decoration services including all kinds of exhibition design and fabrication	Baht	5,000,000	5,000,000	98.99	98.99	-
Associated companies - Direct							
Inkjet Images (Thailand) Company Limited	Design and printing of advertising banner	Baht	6,000,000	6,000,000	22.22	22.22	5,583,518
Ibrix Company Limited	Trade exhibition and interior design	Baht	5,000,000	5,000,000	40.00	40.00	809,531
FiftyPlus Asia Co., Ltd.	Exhibition, event marketing, Organizer, publication, media and Other related businesses	Baht	15,000,000	15,000,000	45.00	45.00	-
Associated company - Indirect							
(Equity held by PX System Company Limited)							
U-Rent Company Limited	Furniture and equipment rental	Baht	2,000,000	2,000,000	22.50	22.50	10,225,014
Joint Ventures							
Joint Venture of group of consultant project A-Seven Pico	Design for museum	Baht	2,300,000	2,300,000	40.00	40.00	818,946
Total investments in subsidiaries, associated companies and Joint Ventures						17,028,414	18,724,521

* On June 5, 2015, board of directors of the Company approved the Company to invest in common share of 2010 Media Company Limited. The Company has completed such investment on August 3, 2015, acquiring 49,998 common shares of 2010 Media Company Limited at Baht 100 per share, totaling Baht 4,999,800. Accordingly, 2010 Media Company Limited and GKE Joint Venture Company Limited, 98.99% owned by 2010 Media Company Limited, has become the subsidiaries of the Company since August 3, 2015.

11. OTHER LONG-TERM INVESTMENTS

Other long-term investments are as follows:

COMPANY'S NAME	BUSINESS TYPE	Currency	PAID-UP CAPITAL		PORTION OF INVESTMENTS %		CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS		Unit : Baht
			2016	2015	2016	2015	COST METHOD		COST METHOD		
							2016	2015	2016	2015	
Other company											
Asia Exhibition Services Co., Ltd.	Service and coordination	Baht	12,000,000	12,000,000	19.99	19.99	2,398,800	2,398,800	2,398,800	2,398,800	
Other company - Indirect (Equity held by PX System Company Limited)											
UTEX Services Co., Ltd.	Electricity system installation	Baht	5,000,000	5,000,000	4.23	4.23	1,265,384	1,265,384	-	-	
A Plus Utility Management Co., Ltd.	Electricity system installation	Baht	5,000,000	5,000,000	19.73	19.73	1,279,762	1,279,762	-	-	
Lanna exhibit & event agency Co., Ltd.*	Design and fabrication of exhibition booths for trade exhibition organizers, company showrooms and shop counters	Baht	-	1,000,000	-	16.00	-	160,000	-	-	
UTEX North Co., Ltd.**	Electricity system installation	Baht	1,100,000	1,100,000	12.73	12.73	140,000	140,000	-	-	
(Equity held by Multi Designs Company Limited)											
MET Joint Venture Co., Ltd. ***	Providing Museum design and decoration services including all kinds of exhibition design and fabrication	Baht	1,000,000	-	18.98	-	189,800	-	-	-	
Total long term investments											
Less Allowance for impairment loss - UTEX Services Co., Ltd.							5,273,746	5,243,946	2,398,800	2,398,800	
Allowance for impairment loss - UTEX North Co., Ltd. **							(1,161,795)	(1,161,795)	-	-	
Total long term investments - net											
							3,971,951	4,082,151	2,398,800	2,398,800	

* On December 16, 2015 Extraordinary General Meeting of Lanna exhibit & event agency Co., Ltd. approved to close the company. The request for the liquidation was submitted to Department of Business Development, Ministry of Commerce on December 24, 2015. Now the liquidation is under process. As a result, the Company considered to write-off the whole amount of such investment.

** On March 31, 2016, UTEX North Co., Ltd. has stopped its operation. As a result, the Company considered to record the allowance for impairment loss for the full amount of the investment.

*** On November 9, 2015, Multi Design Co., Ltd. invested in common share of MET Joint Venture Co., Ltd. acquired 1,898 common shares of MET Joint Venture Co., Ltd., accounted for 18.98% of total registered and paid-up capital, at Baht 100 per share, totaling Baht 189,800.

12. PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment consist of the following:

Unit : Baht

CONSOLIDATED FINANCIAL STATEMENTS					
	Balance as at November 1, 2015	Additions	Disposals	Transfer in (out)	Balance as at October 31, 2016
Cost and appraisal value:					
Land - at cost	15,782,621	-	-	-	15,782,621
Land - appraisal increase	31,717,379	7,500,000	-	-	39,217,379
Land improvement	445,025	-	-	-	445,025
Improvements from the lease of land	727,602	-	-	-	727,602
Buildings and improvement	121,542,370	20,350	-	1,800,000	123,362,720
Vehicles	20,087,842	2,700,000	(2,349,000)	-	20,438,842
Office equipments	17,904,154	3,256,369	(1,533,885)	-	19,626,638
Computers	38,721,393	3,467,867	(1,645,900)	-	40,543,360
Tools and machineries	3,039,344	4,009	-	-	3,043,353
Office furniture	14,409,141	574,099	-	-	14,983,240
Operating equipments	70,423,075	2,885,511	-	-	73,308,586
Total cost and appraisal value	334,799,946	20,408,205	(5,528,785)	1,800,000	351,479,366
Accumulated depreciation:					
Land improvement	(445,024)	-	-	-	(445,024)
Improvements from the lease of land	(716,939)	(10,656)	-	-	(727,595)
Buildings and improvement	(54,665,048)	(10,397,037)	-	-	(65,062,085)
Vehicles	(13,652,997)	(3,082,809)	2,348,999	-	(14,386,807)
Office equipments	(14,462,939)	(2,054,160)	1,533,828	-	(14,983,271)
Computers	(28,722,034)	(5,914,281)	1,645,820	-	(32,990,495)
Tools and machineries	(3,029,091)	(6,998)	-	-	(3,036,089)
Office furniture	(10,167,637)	(1,486,561)	-	-	(11,654,198)
Operating equipments	(49,960,523)	(8,236,853)	-	-	(58,197,376)
Total accumulated depreciation	(175,822,232)	(31,189,355)	5,528,647	-	(201,482,940)
Assets under construction	-	2,173,000	-	(1,800,000)	373,000
Property, plant and equipment - net	158,977,714				150,369,426

12. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Unit : Baht

CONSOLIDATED FINANCIAL STATEMENTS					
	Balance as at November 1, 2015	Additions	Disposals	Transfer in (out)	Balance as at October 31, 2016
Cost and appraisal value:					
Land - at cost	15,782,621	-	-	-	15,782,621
Land - appraisal increase	31,717,379	-	-	-	31,717,379
Land improvement	445,025	-	-	-	445,025
Improvements from the lease of land	727,602	-	-	-	727,602
Buildings and improvement	63,460,561	453,576	(6,542,987)	64,171,220	121,542,370
Vehicles	20,087,842	-	-	-	20,087,842
Office equipments	15,576,990	2,729,470	(402,306)	-	17,904,154
Computers	35,134,767	3,083,319	(2,340,893)	2,844,200	38,721,393
Tools and machineries	3,039,344	-	-	-	3,039,344
Office furniture	10,552,992	2,494,519	(575,335)	1,936,965	14,409,141
Operating equipments	69,224,229	1,198,846	-	-	70,423,075
Total cost and appraisal value	265,749,352	9,959,730	(9,861,521)	68,952,385	334,799,946
Accumulated depreciation:					
Land improvement	(445,024)	-	-	-	(445,024)
Improvements from the lease of land	(573,337)	(143,602)	-	-	(716,939)
Buildings and improvement	(54,491,509)	(6,255,512)	-	-	(54,665,048)
Vehicles	(10,597,397)	(3,055,600)	6,081,973	-	(13,652,997)
Office equipments	(12,607,407)	(1,927,237)	-	-	(14,462,939)
Computers	(26,441,542)	(4,621,339)	71,705	-	(28,722,034)
Tools and machineries	(2,991,090)	(38,001)	2,340,847	-	(3,029,091)
Office furniture	(9,979,123)	(414,484)	-	-	(10,167,637)
Operating equipments	(41,552,729)	(8,983,118)	225,970	-	(49,960,523)
Total accumulated depreciation	(159,679,158)	(25,438,893)	575,324	-	(175,822,232)
Assets under construction	14,803,090	51,526,485	9,295,819	(66,329,575)	-
Property, plant and equipment - net	120,873,284		-		158,977,714

Depreciation for the year:

2016	31,189,355
2015	25,438,893

Cost of fully depreciated fixed assets still in use:

2016 Gross amount (before deducting accumulated depreciation)	139,189,987
2015 Gross amount (before deducting accumulated depreciation)	73,246,118

12. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Unit : Baht

SEPARATE FINANCIAL STATEMENTS					
	Balance as at November 1, 2015	Additions	Disposals	Transfer in (out)	Balance as at October 31, 2016
Cost and appraisal value:					
Land - at cost	15,782,621	-	-	-	15,782,621
Land - appraisal increase	31,717,379	7,500,000	-	-	39,217,379
Land improvement	445,025	-	-	-	445,025
Improvements from the lease of land	727,602	-	-	-	727,602
Buildings and improvement	117,867,899	20,350	-	1,800,000	119,688,249
Vehicles	19,464,843	2,700,000	2,349,000)	-	19,815,843
Office equipments	15,083,197	3,074,974	(1,011,546)	-	17,146,625
Computers	29,507,657	2,676,588	(304,817)	-	31,879,428
Tools and machineries	217,936	-	-	-	217,936
Office furniture	12,788,230	501,990	-	-	13,290,220
Operating equipments	23,012,131	-	-	-	23,012,131
Total cost and appraisal value	266,614,520	16,473,902	(3,665,363)	1,800,000	281,223,059
Accumulated depreciation:					
Land improvement	(445,024)	-	-	-	(445,024)
Land appraisal increase	(716,939)	(10,656)	-	-	(727,595)
Buildings and improvement	(50,990,590)	(10,397,037)	-	-	(61,387,627)
Vehicles	(13,101,670)	(3,018,293)	2,348,999	-	(13,770,964)
Office equipments	(11,851,430)	(1,937,552)	1,011,527	-	(12,777,455)
Computers	(21,244,098)	(4,818,018)	304,805	-	(25,757,311)
Tools and machineries	(210,017)	(4,660)	-	-	(214,677)
Office furniture	(9,555,179)	(802,940)	-	-	(10,358,119)
Operating equipments	(10,877,844)	(4,350,604)	-	-	(15,228,448)
Total accumulated depreciation	(118,992,791)	(25,339,760)	3,665,331	-	(140,667,220)
Assets under construction	-	2,173,000	-	(1,800,000)	373,000
Property, plant and equipment - net	147,621,729				140,928,839

12. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Unit : Baht

SEPARATE FINANCIAL STATEMENTS					
	Balance as at November, 1 2014	Additions	Disposals	Transfer in (out)	Balance as at October 31, 2015
Cost and appraisal value:					
Land - at cost	15,782,621	-	-	-	15,782,621
Land - appraisal increase	31,717,379	-	-	-	31,717,379
Land improvement	445,025	-	-	-	445,025
Improvements from the lease of land	727,602	-	-	-	727,602
Buildings and improvement	59,786,090	453,576	(6,542,987)	64,171,220	117,867,899
Vehicles	19,464,843	-	-	-	19,464,843
Office equipments	12,828,141	2,372,361	(117,305)	-	15,083,197
Computers	27,258,654	1,745,696	(2,340,893)	2,844,200	29,507,657
Tools and machineries	217,936	-	-	-	217,936
Office furniture	9,471,747	1,379,518	-	1,936,965	12,788,230
Operating equipments	23,012,131	-	-	-	23,012,131
Total cost and appraisal value	200,712,169	5,951,151	(9,001,185)	68,952,385	266,614,520
Accumulated depreciation:					
Land improvement	(445,024)	-	-	-	(445,024)
Land appraisal increase	(573,337)	(143,602)	-	-	(716,939)
Buildings and improvement	(50,817,051)	(6,255,512)	6,081,973	-	(50,990,590)
Vehicles	(10,130,870)	(2,970,800)	-	-	(13,101,670)
Office equipments	(10,131,077)	(1,792,058)	71,705	-	(11,851,430)
Computers	(20,004,034)	(3,580,911)	2,340,847	-	(21,244,098)
Tools and machineries	(178,828)	(31,189)	-	-	(210,017)
Office furniture	(9,232,359)	(322,820)	-	-	(9,555,179)
Operating equipments	(6,539,127)	(4,338,717)	-	-	(10,877,844)
Total accumulated depreciation	(108,051,707)	(19,435,609)	8,494,525	-	(118,992,791)
Assets under construction	14,803,089	51,526,486	-	(66,329,575)	-
Property, plant and equipment - net	107,463,551				147,621,729

Depreciation for the year:

2016	25,339,760
2015	19,435,609

Cost of fully depreciated fixed assets still in use:

2016 Gross amount (before deducting accumulated depreciation)	98,976,739
2015 Gross amount (before deducting accumulated depreciation)	39,446,860

13. ASSET REVALUATION

Land of the Company is stated at the revalued amount.

During the year ended October 31, 1994, land was appraised by independent appraiser and the revaluation increase was shown as land revaluation surplus under shareholders' equity. Subsequently the land was re-appraised by the independent appraiser on July 31, 2000 and the decline in value of Baht 5.3 million was deducted from land revaluation surplus.

On August 9, 2005, such land was re-appraised by the independent appraiser and additional surplus in value of Baht 18.7 million was included in land revaluation surplus.

On July 21, 2010, such land was re-appraised by the independent appraiser and additional surplus in value of Baht 1.3 million was included in land revaluation surplus.

On September 25, 2013, such land was re-appraised by the independent appraiser using replacement cost approach and additional surplus in value of Baht 2.5 million was included in land revaluation surplus.

On October 31, 2016, such land was re-appraised by the independent appraiser using replacement cost approach and additional surplus in value of Baht 7.5 million was included in land revaluation surplus.

14. INTANGIBLE ASSETS

Intangible assets consist of the following:

Unit : Baht

CONSOLIDATED FINANCIAL STATEMENTS					
	Balance as at November 1, 2015	Additions	Disposals	Transfer in (Out)	Balance as at October 31, 2016
Cost :					
Computer software	23,653,490	1,851,615	-	-	25,505,105
Total	23,653,490	1,851,615	-	-	25,505,105
Accumulated amortization :					
Computer software	(11,883,404)	(2,464,859)	-	-	(14,348,263)
Total accumulated amortization	(11,883,404)	(2,464,859)	-	-	(14,348,263)
Intangible assets under transfer	-	220,000	-	-	220,000
Intangible assets - net	11,770,086				11,376,842

14. INTANGIBLE ASSETS (CONTINUED)

Unit : Baht

CONSOLIDATED FINANCIAL STATEMENTS					
	Balance as at November 1, 2014	Additions	Disposals	Transfer in (Out)	Balance as at October 31, 2015
Cost :					
Computer software	20,660,957	2,086,733	-	905,800	23,653,490
Total	20,660,957	2,086,733	-	905,800	23,653,490
Accumulated amortization :					
Computer software	(9,642,278)	(2,241,126)	-	-	(11,883,404)
Total accumulated amortization	(9,642,278)	(2,241,126)	-	-	(11,883,404)
Intangible assets under transfer	3,997,500	-	(247,500)	(3,750,000)	-
Intangible assets - net	15,016,179				11,770,086
Amortization for the year:					
2016					2,464,859
2015					2,241,126
Cost of fully amortized intangible assets still in use:					
2016 Gross amount (before deducting accumulated amortization)					3,490,458
2015 Gross amount (before deducting accumulated amortization)					2,025,020

Unit : Baht

SEPARATE FINANCIAL STATEMENTS					
	Balance as at November 1, 2015	Additions	Disposals	Transfer in (Out)	Balance as at October 31, 2016
Cost :					
Computer software	17,010,006	1,081,340	-	-	18,091,346
Total	17,010,006	1,081,340	-	-	18,091,346
Accumulated amortization :					
Computer software	(9,029,415)	(1,631,531)	-	-	(10,660,946)
Total accumulated amortization	(9,029,415)	(1,631,531)	-	-	(10,660,946)
Intangible assets under transfer	-	220,000	-	-	220,000
Intangible assets - net	7,980,591				7,650,400

14. INTANGIBLE ASSETS (CONTINUED)

Unit : Baht

SEPARATE FINANCIAL STATEMENTS					
	Balance as at November 1, 2014	Additions	Disposals	Transfer in (Out)	Balance as at October 31, 2015
Cost :					
Computer software	15,458,353	645,853	-	905,800	17,010,006
Total	15,458,353	645,853	-	905,800	17,010,006
Accumulated amortization :					
Computer software	(7,595,547)	(1,433,868)	-	-	(9,029,415)
Total accumulated amortization	(7,595,547)	(1,433,868)	-	-	(9,029,415)
Intangible assets under transfer	3,997,500	-	(247,500)	(3,750,000)	-
Intangible assets - net	11,860,306				7,980,591
Amortization for the year:					
2016					1,631,531
2015					1,433,868
Cost of fully amortized intangible assets still in use:					
2016 Gross amount (before deducting accumulated amortization)					2,575,772
2015 Gross amount (before deducting accumulated amortization)					1,332,009

15. BANK OVERDRAFTS AND SHORT-TERM LOAN FROM FINANCIAL INSTITUTIONS

The Company and its subsidiaries have unused credit facilities for bank overdraft and short-term loan as follows:

Unit : Million Baht

	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	Credit facilities	Unused credit facilities	Credit facilities	Unused credit facilities
2016	370	347	337	317
2015	355	347	337	337

As at October 31, 2016 and 2015, such credit facilities have interest rates at minimum overdraft rate (MOR) - 1.50 to 0.00 % per annum and at minimum lender rate (MLR) - 1.75 to 0.00 % per annum, respectively.

As at October 31, 2016 and 2015, the Company has agreements to guarantee loans of its subsidiaries under overdrafts facilities from local banks, totaling Baht 53 million and Baht 38 million respectively.

16. TRADE ACCOUNT PAYABLE AND OTHER PAYABLES

Trade accounts payable and other accounts payable are as follows:

Unit : Baht

	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Trade accounts payable				
- Related parties (See Note 24)	6,178,531	6,514,358	13,320,843	10,776,636
- Others	102,411,300	127,106,755	94,808,387	102,894,853
Accrued cost				
- Related parties (See Note 24)	4,100,221	2,663,778	6,698,477	3,821,778
- Others	51,262,999	43,085,666	47,644,895	37,263,188
Total trade accounts payable	163,953,051	179,370,557	162,472,602	154,756,455
Other payables				
- Other payables related parties (Note 24)	27,424,820	24,149,127	27,424,820	24,149,127
- Accrued expenses related parties (Note 24)	-	-	220,000	235,000
- Accrued expenses	25,538,788	40,489,212	21,442,435	31,241,527
- Deposit from customer related parties (Note 24)	-	-	16,688,036	24,259,346
- Deposit from customer	118,498,598	150,049,650	509,345	937,500
- The gross amount due to customers for contract work	7,842,011	15,361,998	7,515,042	13,979,491
- Deferred output vat	15,508,367	12,555,143	13,633,829	10,238,928
- Others	18,945,637	23,220,439	13,630,075	15,504,572
Total other payables	213,758,221	265,825,569	101,063,582	120,545,491
Total trade accounts payable and other payables	377,711,272	445,196,126	263,536,184	275,301,946

17. LIABILITIES UNDER FINANCE LEASE

Details of assets leased under finance lease are as follows :

Unit : Baht

	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Motors vehicle	11,521,885	14,429,886	11,521,885	14,429,886
Less Accumulated depreciation	(5,946,283)	(8,103,311)	(5,946,283)	(8,103,311)
Book value	5,575,602	6,326,575	5,575,602	6,326,575
The minimum amounts that must be paid for the above finance lease are as follows				
Within 1 year	2,275,474	2,241,231	2,275,474	2,241,231
Over 1 year within 3 years	2,281,975	2,813,429	2,281,975	2,813,429
Over 3 years within 5 years	771,890	-	771,890	-
	5,329,339	5,054,660	5,329,339	5,054,660
Less Future interest	(379,804)	(423,109)	(379,804)	(423,109)
Present value of liabilities under finance lease	4,949,535	4,631,551	4,949,535	4,631,551
Less Current portion of liabilities under finance lease	(2,050,687)	(1,988,722)	(2,050,687)	(1,988,722)
Liabilities under finance lease - net	2,898,848	2,642,829	2,898,848	2,642,829

17. LIABILITIES UNDER FINANCE LEASE (CONTINUED)

The Company had entered into finance lease agreements with financial institutions and leasing companies for leasing of motor vehicles for use in operation, whereby there is commitment to pay leasing fee on a monthly basis. The terms of the agreements are generally between 4 to 5 years.

18. EMPLOYEE BENEFITS OBLIGATIONS

Employee benefits obligations as at October 31, 2016 and 2015 consist of obligation of severance payments upon employee retirement and other long-term benefits which are as follows:

Unit : Baht

CONSOLIDATED FINANCIAL STATEMENTS						
	Post-employment benefits		Other long-term employee benefits		Total	
	2016	2015	2016	2015	2016	2015
Balance at the beginning of the period	34,026,508	30,765,546	1,753,388	1,862,913	35,779,896	32,628,459
Current service cost	2,541,436	2,353,116	274,591	275,587	2,816,027	2,628,703
Interest cost	1,035,811	907,846	62,902	64,495	1,098,713	972,341
Actual payment	-	-	(254,800)	(449,607)	(254,800)	(449,607)
Balance at the end of the period	37,603,755	34,026,508	1,836,081	1,753,388	39,439,836	35,779,896

Unit : Baht

SEPARATE FINANCIAL STATEMENTS						
	Post-employment benefits		Other long-term employee benefits		Total	
	2016	2015	2016	2015	2016	2015
Balance at the beginning of the period	27,615,394	25,300,470	1,294,236	1,218,579	28,909,630	26,519,049
Current service cost	1,742,612	1,620,216	160,941	163,820	1,903,553	1,784,036
Interest cost	785,485	694,708	40,448	41,596	825,933	736,304
Actual payment	-	-	(235,200)	(129,759)	(235,200)	(129,759)
Balance at the end of the period	30,143,491	27,615,394	1,260,425	1,294,236	31,403,916	28,909,630

Post-employment benefit and other long-term employee benefit expenses included in the other comprehensive income was as follows:

Unit : Baht

	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Current service cost	2,816,027	2,628,703	1,903,553	1,784,036
Interest cost	1,098,713	972,341	825,933	736,304
Total expense recognized in profit or loss	3,914,740	3,601,044	2,729,486	2,520,340

18. EMPLOYEE BENEFITS OBLIGATIONS (CONTINUED)

Assumptions of provision for Actuarial technique are as follows:

Discount rate	3.9
Salary increase rate	6.0-8.0
Employee turnover rate	0.0-20.0
Mortality rate (according to Thai TMO 2008)	100
Retirement	60 years

The result of sensitivity analysis for significant assumptions that affect the present value of post-employment benefit and other long-term employee as at October 31, 2016 are summarised below:

Unit : Baht				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(2,907,391)	3,412,715	(1,983,010)	2,325,516
Salary increase rate (1% movement)	3,816,144	(3,283,085)	2,653,858	(2,290,247)
Employee turnover rate (20% movement)	(2,764,188)	3,286,632	(1,850,721)	2,197,999

MANAGEMENT BENEFIT EXPENSES

For the periods ended October 31, 2016 and 2015, the Company and its subsidiaries have expenses for management and director benefits as follows:

Unit : Baht				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Post-employment benefits	1,330,583	1,250,576	865,029	813,917
Other long-term employee benefits	11,907	20,630	1,918	5,076
Total	1,342,490	1,271,206	866,947	818,993

19. SHARE CAPITAL

The Company's registered share capital comprised ordinary shares and preferred shares.

The preferred shares have the right to receive dividends equal to ordinary shares. The dividend will be calculated from profit earned after the issuance of preferred shares. However, any profit on the appraisal of land, buildings and other assets which existed before the issuance of the preferred shares, will be allocated solely to the ordinary shares.

The preferred shareholders have the right to vote in the shareholder meeting, a ten thousand preferred shares are equivalent to one voting right of a ordinary share. The preferred shares have the right to receive the proportion of their return on investments upon liquidation equal to ordinary shares.

20. LEGAL RESERVE

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

21. CAPITAL MANAGEMENT

The Company's objectives in managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders.

22. DIVIDENDS PAID

22.1 Dividends declared and paid by the Company

On February 19, 2016, the Company's 2016 Annual General Meeting of Shareholders resolved to pay the dividend from the operating result of the year ended October 31, 2015 at the amount of Baht 0.22 per share for the total eligible shares of 215,624,559 shares totaling Baht 47,437,403 to the shareholders whose names were listed in the Company's registrar book as at February 2, 2016. The company paid such dividend on March 18, 2016.

On January 16, 2015, the Company's Board of Directors' meeting resolved to pay an interim dividend at the amount of Baht 0.20 per share for the total eligible shares of 215,624,559 shares totaling Baht 43,124,912 to the shareholders whose names were listed in the Company's registrar book as at February 3, 2015. The company paid such dividend on February 13, 2015.

22.2 Dividends declared and paid by the subsidiaries

On October 28, 2016, the Board of Directors' meeting of PX System Company Limited (subsidiary) passed a resolution for an interim dividend payment of Baht 63.64 per share for 110,000 ordinary shares totaling Baht 7,000,400 to the shareholders whose names were listed on the shareholder's register book as at October 31, 2016. The subsidiary will pay such dividend within December 30, 2016.

On October 31, 2016, the Board of Directors' meeting of Multi Designs Company Limited (subsidiary) passed a resolution for an interim dividend payment of Baht 30 per share for 40,000 ordinary shares totaling Baht 1,200,000 to the shareholders whose names were listed on the shareholder's register book as at October 31, 2016. The subsidiary will pay such dividend within December 30, 2016.

On October 31, 2016, the Board of Directors' meeting of TCBN Company Limited (subsidiary) passed a resolution for an interim dividend payment of Baht 20 per share for 100,000 ordinary shares totaling Baht 2,000,000 to the shareholders whose names were listed on the shareholder's register book as at October 31, 2016. The subsidiary will pay such dividend within February 28, 2017.

On October 31, 2015, the Board of Directors' meeting of PX System Company Limited (subsidiary) passed a resolution for an interim dividend payment of Baht 136.50 per share for 110,000 ordinary shares totaling Baht 15,015,000 to the shareholders whose names were listed on the shareholder's register book as at October 31, 2015. The subsidiary paid such dividend on January 31, 2016.

22. DIVIDENDS PAID (CONTINUED)

22.2 Dividends declared and paid by the subsidiaries (Continued)

On October 31, 2015, the Board of Directors' meeting of TCBN Company Limited (subsidiary) passed a resolution for an interim dividend payment of Baht 40 per share for 100,000 ordinary shares totaling Baht 4,000,000 to the shareholders whose names were listed on the shareholder's register book as at October 31, 2015. The subsidiary paid such dividend on February 29, 2016.

On October 31, 2015, the Board of Directors' meeting of FCG Company Limited (subsidiary) passed a resolution for an interim dividend payment of Baht 66.70 per share for 30,000 ordinary shares totaling Baht 2,001,000 to the shareholders whose names were listed on the shareholder's register book as at October 31, 2015. The subsidiary paid such dividend on February 29, 2016.

23. BASIC EARNINGS PER SHARE

Basic earnings per share is calculated by dividing profit for the period attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the period. Basic earnings per share for the years ended October 31, 2016 and 2015 are calculated below.

Unit : Baht				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
	(Restated)			
Profit (loss) attributable to equity holders of the Parent	34,627,351	66,735,486	35,253,822	58,482,965
Weighted average number of ordinary shares (shares)	215,294,559	215,294,559	215,294,559	215,294,559
Basic earnings per share (Baht/share)	0.161	0.310	0.164	0.272

24. RELATED PARTIES TRANSACTIONS

The financial statements included certain transactions with related parties. These parties are related through common shareholdings and/or directorship. The financial statements reflect the effects of these transactions on the basis determined by the companies concerned.

Significant balances with the related parties are as follows:

Unit : Baht					
Accounts / Companies	Relationship	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
		2016	2015	2016	2015
Trade accounts receivable (See Note 7)					
Pico Art International Pte Ltd.	Major Shareholder	395,600	5,326,200	395,600	5,326,200
Pico International Ltd.	Same Ultimate Holding Company	1,899,112	1,056,790	1,899,112	1,056,790
Pico IES Group Limited	Same Ultimate Holding Company	1,224,080	1,209,100	1,224,080	1,209,100
Pico International (LA) Inc.	Same Ultimate Holding Company	-	518,510	-	518,510
Pico International (HK) Ltd.	Same Ultimate Holding Company	3,881,826	1,050,618	3,881,826	1,050,618
Pico In-Creative (UK) Ltd.	Same Ultimate Holding Company	-	10,301,798	-	10,301,798
Beijing Pico Exhibition Management Co., Ltd.	Same Ultimate Holding Company	1,338,599	-	1,338,599	-

24. RELATED PARTIES TRANSACTIONS (CONTINUED)

Unit : Baht

Accounts / Companies	Relationship	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
		2016	2015	2016	2015
(Restated)					
Pico International (M) Sdn Bhd	Same Ultimate Holding Company	278,600	-	278,600	-
Shanghai Pico Exhibition Management Co., Ltd.	Same Ultimate Holding Company	583,106	-	583,106	-
Total Brand Activation Hongkong Ltd.	Same Ultimate Holding Company	32,500	-	32,500	-
Total Brand Activation Pte Ltd. (Singapore)	Same Ultimate Holding Company	1,026,320	-	1,026,320	-
GKE Joint Venture Company Limited	Subsidiary - Indirect	-	-	12,656,525	46,850,568
FiftyPlus Asia Company Limited	Associated Company	2,200,000	2,200,000	2,200,000	2,200,000
		12,859,743	21,663,016	25,516,268	68,513,584
Assets receivable related parties (See Note 7)					
FCG Company Limited	Subsidiary	-	-		182,617
		-	-		182,617
Other receivables - related parties (See Note 7)					
PX System Company Limited	Subsidiary	-	-	139,175	156,088
Nox Bangkok Company Limited	Subsidiary	-	-	128,400	-
Multi Designs Company Limited	Subsidiary	-	-	237,647	236,477
TCBN Company Limited	Subsidiary	-	-	2,812,136	3,155,556
FCG Company Limited	Subsidiary	-	-	2,060,001	3,876,521
2010 Media Company Limited	Subsidiary	-	-	-	1,284
GKE Joint Venture Company Limited	Subsidiary - Indirect	-	-	16,050	50,236
Inkjet Images (Thailand) Company Limited	Associated Company	23,406	21,193	23,406	21,193
Ibrix Company Limited	Associated Company	19,260	19,260	19,260	19,260
FiftyPlus Asia Company Limited	Associated Company	-	642	-	642
		42,666	41,095	5,436,075	7,517,257
The gross amount due from customers for contract work (See Note 8)					
Pico International (Dubai) LLC	Same Ultimate Holding Company	33,430	-	33,430	-
Pico International LLC	Same Ultimate Holding Company	5,000	-	5,000	-
GKE Joint Venture Company Limited	Subsidiary - Indirect	-	-	-	3,035,845
U-Rent Company Limited	Associated Company	-	337,500	-	-
Joint Venture of group of consultant - Seven Pico	Joint Venture	3,231,776	1,939,066	3,231,776	3,231,776
		3,270,206	2,276,566	3,270,206	6,267,621
Deferred cost of the rendering of services (See Note 9)					
PX System Company Limited	Subsidiary	-	-	7,539,338	9,369,125
Multi Designs Company Limited	Subsidiary	-	-	1,371,263	2,032,464
TCBN Company Limited	Subsidiary	-	-	8,356,757	8,356,757
FCG Company Limited	Subsidiary	-	-	344,300	344,300
Inkjet Images (Thailand) Company Limited	Associated Company	13,050	28,008	13,050	28,008
U-Rent Company Limited	Associated Company	39,050	5,550	39,050	5,550
		52,100	33,558	17,663,758	20,136,204

24. RELATED PARTIES TRANSACTIONS (CONTINUED)

Unit : Baht

Accounts / Companies	Relationship	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
		2016	2015	2016	2015
(Restated)					
Dividend income					
PX System Company Limited	Subsidiary	-	-	6,300,042	13,512,818
TCBN Company Limited	Subsidiary	-	-	1,999,940	3,999,880
FCG Company Limited	Subsidiary	-	-	-	2,000,800
Multi Designs Company Limited	Subsidiary	-	-	719,880	-
		-	-	9,019,862	19,513,498
Investments in subsidiaries, associated companies and Joint Ventures (See Note 10)					
PX System Company Limited	Subsidiary	-	-	12,750,714	12,750,714
Nox Bangkok Company Limited	Subsidiary	-	-	10,298,600	10,298,600
Multi Designs Company Limited	Subsidiary	-	-	2,520,000	2,520,000
TCBN Company Limited	Subsidiary	-	-	9,999,700	9,999,700
FCG Company Limited	Subsidiary	-	-	2,999,700	2,999,700
Andrew Bethell Associates Limited	Subsidiary	-	-	971,000	971,000
2010 Media Company Limited	Subsidiary	-	-	4,999,800	4,999,800
Inkjet Images (Thailand) Company Limited	Associated Company	5,174,923	5,583,518	3,922,033	3,922,033
Ibrix Company Limited	Associated Company	809,531	2,968,573	1,999,800	1,999,800
U-Rent Company Limited	Associated Company	10,225,014	9,339,956	-	-
FiftyPlus Asia Company Limited	Associated Company	-	-	6,749,700	6,749,700
Joint Venture of group of consultant A-Seven Pico	Joint Venture	818,946	832,474	920,000	920,000
		17,028,414	18,724,521	58,131,047	58,131,047
Trade accounts payable (See Note 16)					
Pico Art International Pte Ltd.	Major Shareholder	1,675,245	749,497	1,675,245	749,497
Pico IES Group Limited	Same Ultimate Holding Company	-	2,550	-	2,550
Pico International (HK) Ltd.	Same Ultimate Holding Company	-	-	-	-
Shanghai Exhibition Management Co., Ltd.	Same Ultimate Holding Company	-	28,369	-	28,369
PX System Company Limited	Subsidiary	-	-	5,645,502	3,385,480
Multi Designs Company Limited	Subsidiary	-	-	1,968,800	3,081,600
U-Rent Company Limited	Associated Company	1,868,640	3,159,593	1,396,650	954,791
Inkjet Images (Thailand) Company Limited	Associated Company	2,634,646	2,574,349	2,634,646	2,574,349
		6,178,531	6,514,358	13,320,843	10,776,636
Accrued cost (see Note 16)					
PX System Company Limited	Subsidiary	-	-	1,858,020	18,000
Multi Designs Company Limited	Subsidiary	-	-	745,000	1,140,000
TCBN Company Limited	Subsidiary	-	-	-	-
U-Rent Company Limited	Associated Company	1,132,834	208,085	1,128,070	208,085
Inkjet Images (Thailand) Company Limited	Associated Company	2,967,387	2,455,693	2,967,387	2,455,693
		4,100,221	2,663,778	6,698,477	3,821,778

24. RELATED PARTIES TRANSACTIONS (CONTINUED)

Unit : Baht)

Accounts / Companies	Relationship	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
		2016	2015	2016	2015
Other payable - related parties (see Note 16)					
Pico Art International Pte Ltd.	Major Shareholder	27,366,194	24,099,261	27,366,194	24,099,261
Pico Global Services Limited	Major Shareholder	58,626	45,586	58,626	45,586
Inkjet Images (Thailand) Company Limited	Associated Company	-	4,280	-	4,280
		27,424,820	24,149,127	27,424,820	24,149,127
Accrued expenses (see Note 16)					
Multi Designs Company Limited	Subsidiary	-	-	220,000	235,000
		-	-	220,000	235,000
Deposit from customer (see Note 16)					
GKE Joint Venture Company Limited	Subsidiary - Indirect	-	-	16,688,036	24,259,346
		-	-	16,688,036	24,259,346

Significant business transactions with related parties for the years ended October 31, 2016 and 2015 are as follows:

(Unit : Baht)

Selling expenses	Relationship	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
		2016	2015	2016	2015
Revenues from the rendering of services					
Pico Art International Pte Ltd.	Major Shareholder	404,650	6,347,383	404,650	6,347,383
Pico International Ltd.	Same Ultimate Holding Company	2,460,265	3,909,528	2,460,265	3,909,528
Pico International (M) Sdn Bhd	Same Ultimate Holding Company	260,374	-	260,374	-
Pico In-Creative (UK) Ltd.	Same Ultimate Holding Company	897	12,497,230	897	12,497,230
Pico IES Group Limited	Same Ultimate Holding Company	1,792,900	1,782,900	1,792,900	1,782,900
Pico Australia Pty Ltd.	Same Ultimate Holding Company	509,206	477,570	509,206	477,570
Pico International (HK) Ltd.	Same Ultimate Holding Company	3,884,884	7,354,191	3,884,884	982,019
Pico International LLC.	Same Ultimate Holding Company	564,129	-	564,129	-
Pico International (LA) Inc.	Same Ultimate Holding Company	57,944	1,098,696	57,944	1,098,696
Pico International Exhibition Services Limited	Same Ultimate Holding Company	8,411	-	8,411	-
Beijing Pico Exhibition Management Co., Ltd.	Same Ultimate Holding Company	1,235,738	357,771	1,235,738	357,771
Pico Hochiminh City Ltd.	Same Ultimate Holding Company	-	65,620	-	65,620
PT Pico TBA Ltd.	Same Ultimate Holding Company	13,321	420,403	13,321	420,403
Pico Global Services Limited	Same Ultimate Holding Company	-	1,526,168	-	-
Shanghai Pico Exhibition Management Co., Ltd.	Same Ultimate Holding Company	544,959	-	544,959	-
Total Brand Activation Hongkong Ltd.	Same Ultimate Holding Company	136,916	-	136,916	-
Total Brand Activation Pte Ltd. (Singapore)	Same Ultimate Holding Company	2,672,225	-	2,672,225	-
GKE Joint Venture Company Limited	Subsidiary - Indirect	-	-	47,439,555	101,306,873
U-Rent Company Limited	Associated Company	250,000	-	-	-
		14,796,819	35,837,460	61,986,374	129,245,993

24. RELATED PARTIES TRANSACTIONS (CONTINUED)

(Unit : Baht)

Accounts / Companies	Relationship	Consolidated		Separate	
		Financial Statements		Financial Statements	
		2016	2015	2016	2015
Dividend income					
PX System Company Limited	Subsidiary	-	-	6,300,042	13,512,817
Multi Designs Company Limited	Subsidiary	-	-	719,880	-
TCBN Company Limited	Subsidiary	-	-	1,999,940	3,999,880
FCG Company Limited	Subsidiary	-	-	-	2,000,800
Inkjet Images (Thailand) Company Limited	Associated Company	666,665	499,999	666,665	499,999
		666,665	499,999	9,686,527	20,013,496
Other income - Management fee income					
PX System Company Limited	Subsidiary	-	-	388,800	388,800
Multi Designs Company Limited	Subsidiary	-	-	338,400	338,400
		-	-	727,200	727,200
Other income					
Pico International Ltd.	Same Ultimate Holding Company	-	46,729	-	46,729
PX System Company Limited	Subsidiary	-	-	40,320	40,320
Nox Bangkok Company Limited	Subsidiary	-	-	120,000	-
Multi Designs Company Limited	Subsidiary	-	-	627,600	627,600
TCBN Company Limited	Subsidiary	-	-	1,857,000	2,697,000
FCG Company Limited	Subsidiary	-	-	388,800	904,800
GKE Joint Venture Company Limited	Subsidiary - Indirect	-	-	180,000	45,000
Inkjet Images (Thailand) Company Limited	Associated Company	113,400	113,400	113,400	113,400
Ibrix Company Limited	Associated Company	216,000	216,000	216,000	216,000
		329,400	376,129	3,543,120	4,690,849
Costs of the rendering of services					
Pico Art International Pte Ltd.	Major Shareholder	1,834,253	750,435	1,834,253	750,435
Pico International (M) Sdn Bhd	Same Ultimate Holding Company	578,697	-	578,697	-
Pico International Ltd.	Same Ultimate Holding Company	3,848,594	2,746,281	3,848,594	2,746,281
Pico International (HK) Ltd.	Same Ultimate Holding Company	6,189	-	6,189	-
Pico IES Group Limited	Same Ultimate Holding Company	-	35,504	-	35,504
Pico Hochiminh City Ltd.	Same Ultimate Holding Company	-	164,831	-	164,831
Shanghai Pico Exhibition Management Co.,Ltd.	Same Ultimate Holding Company	-	28,440	-	28,440
Beijing Pico Exhibition Management Co.,Ltd.	Same Ultimate Holding Company	-	2,799,849	-	2,799,849
Pico North Asia Ltd.	Same Ultimate Holding Company	265,907	-	265,907	-
Pico International (Qatar) W.L.L	Same Ultimate Holding Company	1,478,367	1,825,691	1,478,367	1,825,691
Pico Australia Pty Ltd.	Same Ultimate Holding Company	52,398	-	52,398	-
Pico International LLC	Same Ultimate Holding Company	125,844	-	125,844	-
PX System Company Limited	Subsidiary	-	-	13,627,943	9,030,975
Multi Designs Company Limited	Subsidiary	-	-	8,895,425	7,600,575
U-Rent Company Limited	Associated Company	10,887,644	9,391,134	8,598,893	5,786,994
Inkjet Images (Thailand) Company Limited	Associated Company	14,934,532	11,333,781	14,934,532	11,333,781
		34,012,425	29,075,946	54,247,042	42,103,356

24. RELATED PARTIES TRANSACTIONS (CONTINUED)

Unit : Baht

Accounts / Companies	Relationship	Consolidated		Separate	
		Financial Statements		Financial Statements	
		2016	2015	2016	2015
Costs of the rendering of services - Management fee					
Pico Art International Pte Ltd.	Major Shareholder	27,694,699	23,544,551	27,694,699	23,544,551
Directors' remuneration	Director	6,000,000	6,000,000	6,000,000	6,000,000
Dividend paid					
Pico Art International Pte Ltd.	Major Shareholder	18,975,041	17,250,037	18,975,041	17,250,037
Director	Director	11,955,493	10,942,630	11,955,493	10,942,630
		30,930,534	28,192,667	30,930,534	28,192,667
Selling expenses					
Multi Designs Company Limited	Subsidiary	-	-	1,673,000	1,530,000
		-	-	1,673,000	1,530,000
Administrative expenses					
Pico Art International Pte Ltd.	Major Shareholder	567,047	1,392,721	567,047	1,392,721
Pico Global Services Limited	Same Ultimate Holding Company	564,870	444,895	564,870	444,895
PX System Company Limited	Subsidiary	-	-	-	103,320
Inkjet Images (Thailand) Company Limited	Subsidiary	8,000	59,950	8,000	59,950
		1,139,917	1,897,566	1,139,917	2,000,886
Managements' remuneration					
Short-term benefits		38,472,367	36,409,913	22,679,816	22,407,762
Benefits after retirement		1,342,490	1,271,206	866,947	818,993
Total		39,814,857	37,681,119	23,546,763	23,226,755

Service income and cost of the rendering of service are determined by the Company and its related companies based on the cost plus basis as the condition in the normal course of business.

- a) On November 1, 2009, the Company entered into the Management Consultant Agreements with two subsidiaries. The agreements shall be in effect for 3 years from the date of the agreement and the two parties can renew the agreement for a successive term of 3 years. The management fees charged to such subsidiaries are presented as follows:

Companies	Monthly fee (Baht)
PX System Company Limited	32,400
Multi Designs Company Limited	28,200

- b) On July 10, 1992, the Company entered into the Off-shore Services agreement and Intellectual Property License agreements and its amendments with Pico Art International Pte Ltd., a major shareholder. The Company is committed to pay fees under the aforementioned at the agreed rates 2.53% of the gross revenues. Such agreements shall remain effective until agreements will be terminated by the mutual agreement of the parties.

25. INCOME TAX

Income tax expenses for the years ended October 31, 2016 and 2015 are made up as follows:

Unit : Baht

	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Current income tax:				
Current income tax charge	13,988,169	18,748,316	10,825,749	12,290,220
Deferred tax:				
Relating to origination and reversal of temporary differences	(1,727,932)	(930,058)	(1,568,721)	(1,391,221)
Income tax expenses (revenues) reported in profit or loss	12,260,237	17,818,258	9,257,028	10,898,999

Reconciliation between income tax expenses and the product of accounting profit multiplied by the applicable tax rates for the years ended October 31, 2016 and 2015 are as follow:

Unit : Baht

	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
	(Restated)			
Accounting profit (loss) before tax	47,930,198	86,378,501	44,510,850	69,381,964
Applicable tax rate of the Company	20%	20%	20%	20%
Accounting profit(loss) before tax multiplied by applicable tax rate	9,586,040	17,275,700	8,902,170	13,876,393
Share of profit (loss) from investments in associates	(25,888)	(699,463)	-	-
Effects of:				
Dividends received are excluded from taxable profit	(14,657)	(195,130)	(1,937,305)	(4,002,699)
Non-deductible expenses	2,260,391	1,421,421	1,767,503	1,080,574
Additional expense deductions allowed	(426,356)	(1,040,945)	(69,344)	(379,128)
Tax loss not utilized	-	814,207	-	-
Others	880,707	242,468	594,005	323,859
Total	2,700,085	1,242,021	354,858	(2,977,394)
Income tax expenses (revenues) reported in profit or loss	12,260,237	17,818,258	9,257,028	10,898,999
Effective income tax rate	25.58%	20.62%	20.80%	15.71%

The components of deferred tax assets and deferred tax liabilities are as follows:

Unit : Baht

STATEMENTS OF FINANCIAL POSITION				
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Deferred tax assets				
Accumulated depreciation - equipment	63,964	52,212	63,964	52,212
Accumulated amortization - Buildings and improvement	735,435	-	735,435	-
Employee benefit obligations	7,752,064	7,093,996	6,280,783	5,781,926
Accrued expense and other provision	125,214	338,952	125,214	338,952
Total	8,676,677	7,485,160	7,205,396	6,173,090
Deferred tax liabilities				
Accumulated amortization - Buildings and improvement	-	536,415	-	536,415
Land revaluation surplus	7,843,476	6,343,476	7,843,476	6,343,476
Total	7,843,476	6,879,891	7,843,476	6,879,891

26. SHARE OF PROFITS (LOSSES) FROM INVESTMENTS USING THE EQUITY METHOD

For the years ended October 31, 2016 and 2015, share of profits (losses) from investment using the equity method included in the consolidated financial statements are based on the net profit (loss) of the financial statements of associated companies for the years ended October 31, 2016 and 2015 reviewed by the management but unaudited by the auditor. Such share of profits (losses) can be stated as percentage of the Company's consolidated net profit as follows:

Companies	% of ownership		% of net consolidate net profit (loss)	
	2016	2015	2016	2015
				(Restated)
CONSOLIDATED				
Associated company - Direct				
Inkjet Images (Thailand) Company Limited	22.22	22.22	(1.18)	0.13
Ibrix Company Limited	40.00	40.00	(6.24)	(0.55)
FiftyPlus Asia Company Limited	45.00	45.00	-	-
Joint Venture				
Joint Venture of group of consultant A-Seven Pico	40.00	40.00	(0.04)	(0.04)
Associated company - Indirect (Equity held by PX System Company Limited)				
U-Rent Company Limited	22.50	22.50	5.16	4.96

27. PROVIDENT FUND

For the years ended October 31, 2016 and 2015, the Company and its subsidiaries' contributions included in administrative expenses in the consolidated and separate financial statements are as follows:

	Unit : Baht	
	CONSOLIDATED FINANCIAL STATEMENTS	SEPARATE FINANCIAL STATEMENTS
2016	5,233,196	3,724,398
2015	4,657,557	3,311,642

28. DISCLOSURE OF FINANCIAL INSTRUMENTS

28.1 Financial risk management

The Company and its subsidiaries' financial instruments, as defined under Thai Accounting Standard No. 107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, trade and other receivables, investments, trade and other payables, short-term loans, long-term loans and liabilities under finance lease. The financial risks associated with these financial instruments and how they are managed in described below.

Credit Risk

The Company and its subsidiaries are exposed to credit risk primarily with respect to trade and other receivables. The Company and its subsidiaries' management manage the risk by adopting appropriate credit control policies and procedures and therefore do not expect to incur material financial losses. In addition, the Company and its subsidiaries do not have high concentrations of credit risk since they have a large customer base. The maximum exposure to credit risk is limited to the carrying amounts of receivables as stated in the statement of financial position.

Foreign currency risk

The exposure of the Company and its subsidiaries to foreign currency risk relates primarily to the business transactions made with foreign entities, which currently are not hedged by any derivative financial instrument. However, the Company and its subsidiaries believe that there will be no material impact on the Company and its subsidiaries' financial statements because the amounts of their transactions with foreign entities are immaterial.

Interest rate risk

The Company and its subsidiaries' exposure to interest rate risk relates primarily to its cash at banks, bank overdrafts and short-term borrowings. Most of the Company and its subsidiaries' financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate. However, the Company and its subsidiaries believe that there will be no material impact on the Company and its subsidiaries' financial statements because the amounts of such financial assets and liabilities are immaterial.

28. DISCLOSURE OF FINANCIAL INSTRUMENTS (CONTINUED)

28.2 Estimated Fair Value of Financial Instruments

Fair value of financial instruments

The following methods and assumptions were used by the Company and its subsidiaries in estimating fair values of financial assets and liabilities.

- Cash and cash equivalents, Trade accounts receivable and other receivables and the gross amount due from customers for contract work have the carrying values approximate their fair values.
- Bank overdrafts and short-term loan from financial institutions, Trade accounts payable and other payables and short-term loan from related parties have the carrying values approximate their fair values.
- Current portion of long-term debt and long-term liabilities have the carrying values approximate their fair values.

29. BUSINESS SEGMENT INFORMATION

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance. The chief operating decision maker has been identified as Board of Directors of the Company and its subsidiaries.

For management purposes, the Company and its subsidiaries are organized into business units based on its businesses and have five principal reportable segments i.e. exhibition business, event marketing business, museum exhibit business, knowledge communication business, and organizer business. These operations are mainly carried on in Thailand.

The following tables present revenue, profit and total assets information regarding the Company and its subsidiaries' operating segments for the year ended October 31, 2016 and 2015, respectively.

29. BUSINESS SEGMENT INFORMATION (CONTINUED)

CONSOLIDATED FINANCIAL STATEMENTS

For the year ended October 31, 2016 being as follows:

							Unit : Baht
Revenue Type	Exhibition	Event Marketing	Museums Exhibit	Knowledge Communication	Organizer	Others	Total
Revenues from the rendering of services	809,559,679	300,606,064	170,088,238	76,618,910	8,704,930	38,334,429	1,403,912,250
Other income	-	-	-	-	-	5,925,527	5,925,527
Share of profit (loss) from investments using the equity method	-	-	-	-	-	(129,442)	(129,442)
Total Revenues	809,559,679	300,606,064	170,088,238	76,618,910	8,704,930	44,130,514	1,409,708,335
Profit (Loss) before income tax							47,930,198
Income tax expenses							(12,260,237)
Profit (Loss) for the year							35,669,961
Profit (Loss) attributable to non-controlling interests of the subsidiaries							(1,042,610)
Net Profit (Loss) for the year							34,627,351
Inter-segment fixed assets	53,520,835	-	-	-	-	-	53,520,835
General fixed assets							297,958,531
Total fixed assets							351,479,366
Accumulated depreciation							(201,109,940)
Fixed assets							150,369,426
General assets							750,396,449
Total Assets							900,765,875

For the year ended October 31, 2015 being as follows:

							Unit : Baht
Revenue Type	Exhibition	Event Marketing	Museums Exhibit	Knowledge Communication	Organizer	Others	Total
Revenues from the rendering of services	667,196,109	259,362,835	198,974,564	69,568,288	9,792,615	46,115,705	1,251,010,116
Other income	-	-	-	-	-	8,731,603	8,731,603
Share of profit (loss) from investments using the equity method	-	-	-	-	-	3,378,272	3,378,272
Total Revenues	667,196,109	259,362,835	198,974,564	69,568,288	9,792,615	58,225,580	1,263,119,991
Profit (Loss) before income tax							86,378,501
Income tax expenses							(17,818,258)
Profit (Loss) for the year							68,560,243
Profit (Loss) attributable to non-controlling interests of the subsidiaries							(1,824,757)
Net Profit (Loss) for the year							66,735,486
Inter-segment fixed assets	50,320,815	-	-	-	-	-	50,320,815
General fixed assets							284,479,131
Total fixed assets							334,799,946
Accumulated depreciation							(175,822,232)
Fixed assets							158,977,714
General assets							797,182,701
Total Assets							956,160,415

29. BUSINESS SEGMENT INFORMATION (CONTINUED)

SEPARATE FINANCIAL STATEMENTS

For the year ended October 31, 2016 being as follows:

Unit : Baht							
Revenue Type	Exhibition	Event Marketing	Museums Exhibit	Knowledge Communication	Organizer	Others	Total
Revenues from the rendering of services	746,140,577	300,325,691	130,697,501	-	8,704,930	34,658,509	1,220,527,208
Dividend income	-	-	-	-	-	9,686,527	9,686,527
Other income	-	-	-	-	-	5,944,528	5,944,528
Total Revenues	746,140,577	300,325,691	130,697,501	-	8,704,930	50,289,564	1,236,158,263
Profit (Loss) before income tax							44,510,850
Income tax expenses							(9,257,028)
Net Profit (Loss) for the year							35,253,822
General fixed assets							281,596,059
Total fixed assets							281,596,059
Accumulated depreciation							(140,667,220)
Fixed assets							140,928,839
General assets							618,192,367
Total Assets							759,121,206

For the year ended October 31, 2015 being as follows:

Unit : Baht							
Revenue Type	Exhibition	Event Marketing	Museums Exhibit	Knowledge Communication	Organizer	Others	Total
Revenues from the rendering of services	554,786,693	252,262,541	172,618,457	-	9,792,616	42,875,830	1,032,336,137
Dividend income	-	-	-	-	-	20,013,496	20,013,496
Other income	-	-	-	-	-	8,934,906	8,934,906
Total Revenues	554,786,693	252,262,541	172,618,457	-	9,792,616	71,824,232	1,061,284,539
Profit (Loss) before income tax							69,381,964
Income tax expenses							(10,898,999)
Net Profit (Loss) for the year							58,482,965
General fixed assets							266,614,522
Total fixed assets							266,614,522
Accumulated depreciation							(118,992,793)
Fixed assets							147,621,729
General assets							605,672,965
Total Assets							753,294,694

30. RISK MANAGEMENT POLICIES FOR ASSETS AND LIABILITIES IN FOREIGN CURRENCIES

The Company and its subsidiaries do not have a policy to cover foreign exchange exposure of assets and liabilities in foreign currencies because the Company and its subsidiaries do not expect to incur material effects of foreign currency exchange rate on its financial position and results of the operations because the majority of business activities are denominated in Thai Baht. All foreign currency transactions have to be approved by Management of the Company and its subsidiaries.

Significant assets and liabilities of the Company and its subsidiaries in foreign currencies are as follows:

Assets and liabilities	Term of receipt/ payment (days)	CONSOLIDATED FINANCIAL STATEMENTS									
		USD	GBP	SGD	HKD	MYR	EUR	CNY	JPY	KRW	TOTAL BAHT
As at October 31, 2016											
Cash and cash equivalents		1,230	538	29	5,050	5,598	7,334	20,067	7,000	5,726,000	693,021
Trade accounts receivable	30 - 90	47,836	-	-	-	-	-	-	-	-	1,663,200
		49,066	538	29	5,050	5,598	7,334	20,067	7,000	5,726,000	2,356,221
Trade accounts payable	30 - 90	6,865	-	65,870	-	-	-	-	-	-	1,916,776
Other payables	30 - 90	-	-	16,927	12,865	-	7,000	-	-	-	760,554
		6,865	-	82,797	12,865	-	7,000	-	-	-	2,677,330
As at October 31, 2015											
Cash and cash equivalents	-	1,708	311	-	48	-	2,128	2,542	545,400	-	333,112
Trade accounts receivable	30 - 90	41,560	-	-	-	-	245,250	-	-	-	10,943,778
		43,268	311	-	48	-	247,378	2,542	545,400	-	11,276,890
Trade accounts payable	30 - 90	101,175	106,550	29,200	40,821	-	593	5,000	-	-	10,464,590
Other payables	30 - 90	-	6,500	21,611	7,765	-	27,000	1,691	-	-	2,022,327
		101,175	113,050	50,811	48,586	-	27,593	6,691	-	-	12,486,917

30. RISK MANAGEMENT POLICIES FOR ASSETS AND LIABILITIES IN FOREIGN CURRENCIES (CONTINUED)

Assets and liabilities	Term of receipt/ payment (days)	SEPARATE FINANCIAL STATEMENTS									
		USD	GBP	SGD	HKD	MYR	EUR	CNY	JPY	KRW	TOTAL BAHT
As at October 31, 2016											
Cash and cash equivalents		1,230	357	24	5,050	5,598	7,165	15,996	7,000	5,726,000	657,548
Trade accounts receivable	30-90	47,836	-	-	-	-	-	-	-	-	1,663,200
		49,066	357	24	5,050	5,598	7,165	15,996	7,000	5,726,000	2,320,748
Trade accounts payable	30-90	6,865	-	65,870	-	-	-	-	-	-	1,916,776
Other payables	30-90	-	-	16,927	12,865	-	7,000	-	-	-	760,554
		6,865	-	82,797	12,865	-	7,000	-	-	-	2,677,330
As at October 31, 2015											
Cash and cash equivalents		1,708	311	-	48	-	2,128	2,542	545,400	-	333,112
Trade accounts receivable	30-90	41,560	-	-	-	-	245,250	-	-	-	10,943,778
		43,268	311	-	48	-	247,378	2,542	545,400	-	11,276,890
Trade accounts payable	30-90	89,115	2,265	29,200	40,821	-	593	5,000	-	-	4,301,615
Other payables	30-90	-	6,500	21,611	7,765	-	27,000	1,691	-	-	2,022,327
		89,115	8,765	50,811	48,586	-	27,593	6,691	-	-	6,323,942

31. GUARANTEES

As at October 31, 2016 and 2015, the Company and its subsidiaries have bank letters of guarantee as required by the contracts with customers amounting to Baht 258.27 million and Baht 266.40 million, respectively.

32. SIGNIFICANT AGREEMENT

32.1 On March 24, 2010, the Company entered into a Joint Venture Agreement with A-Seven Corporation Co., Ltd. The objective of which is to design for museum. The investment portion of A-Seven Corporation Co., Ltd. and Pico (Thailand) Public Company Limited is 6 : 4. The operating income or loss from the Joint Venture will be transferred to each party at such portion.

32.2 As at July 31, 2016 and October 31, 2015, the Joint Venture of group of consultant project A-Seven Pico has pledged a letter of guarantee issued by a bank of Baht 1.70 million for performance guarantee. Such bank's letter of guarantee is secured by cash at bank of the Joint Venture amounting to Baht 1.70 million.

32.3 On July 17, 2015, GKE Joint Venture Company Limited (subsidiary) has entered into the contract of exhibition fabrication of Rama IX Museum with National Science Museum. Total contract value is Baht 1,061 million with the project period of 3 years.

33. COMMITMENTS AND CONTINGENT LIABILITIES

33.1 As at October 31, 2016, the Company has commitments to pay construction in progress and purchase of computer software in the total amount of approximately Baht 0.51 million.

33.2 The Company and its subsidiaries had commitments to pay the rental and service charge according to agreements as follows:

	Unit : Baht			
	CONSOLIDATED		SEPARATE	
	FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Within 1 year	5,454,640	3,926,718	2,802,522	1,912,470
Over 1 year within 5 years	8,167,148	4,061,400	4,115,132	3,960,000
Total	13,621,788	7,988,118	6,917,654	5,872,470

33.3 As at October 31, 2010, the Company has been a defendant in litigation in the Labor Court, however, the case had not been finalized. Therefore, the Company has not recorded a liability in the financial statements for the year ended October 31, 2010. Subsequently, on January 26, 2011, the Labor Court ruled that the Company has to pay Baht 2.62 million including 7.5% per annum of interest calculated from March 27, 2008. The Company has recorded such liability in the financial statements. Subsequently, the Company and the plaintiff have appealed against the Supreme Court. On February 23, 2016, the Supreme Court affirmed the sentence of the Labor Court. The Company, consequently, has to pay such compensation together with the interest to the plaintiff within 15 days. The Company paid such compensation together with the interest on March 7, 2016.

33. COMMITMENTS AND CONTINGENT LIABILITIES (CONTINUED)

33.4 As at July 10, 2013, the Company was accused in civil dispute at Phra Kanong Civil Court. Subsequently, on December 26, 2013, the Trial Court ruled that the Company has to pay Baht 0.81 million including 7.5% per annum of interest calculated from November 15, 2011. The Company has recorded such obligation in the financial statement. However, the Company appealed the judgement to the Appeal Court. On November 19, 2014, the Appeal Court had the judgment, by ordering to decrease the payment obligation to Baht 0.68 million including 7.5 % per annum interest calculated from November 15, 2011. The Company subsequently appealed the judgement to the Supreme Court on February 13, 2015. On May 12, 2016, the Supreme Court had a final order to strike out the case, and ordered the Company to settle the payment with interest to the plaintiff in accordance with the judgment of the Appeal Court. The Company paid such compensation together with the interest on June 15, 2016.

34. EXPENSES BY NATURE

Significant expenses by nature for the years ended October 31, 2016 and 2015 have been presented as follows:

	Unit : Baht			
	CONSOLIDATED FINANCIAL STATEMENTS		SEPARATE FINANCIAL STATEMENTS	
	2016	2015	2016	2015
Cost of the rendering of services	1,073,066,266	895,127,915	969,281,489	779,042,109
Staff expenses	129,570,689	127,505,869	97,999,571	94,011,939
Management benefit expenses	38,472,367	36,409,913	22,679,816	22,407,762
Directors' remuneration	6,000,000	6,000,000	6,000,000	6,000,000
Depreciation and amortization	33,654,215	27,684,895	26,971,291	20,869,477
Other expenses	78,708,664	82,985,975	67,159,097	68,496,990

35. MANAGEMENT BENEFIT EXPENSES

Management benefit expenses include expenses relating to salaries, remunerations and other benefits payable to the directors and management, in accordance with the definition of "Executive Officers" of the Securities and Exchange Commission. Management under this definition includes a chief executive officer, the next four executive levels immediately after the chief executive officer and all persons in positions equivalent to these fourth executive levels including chief financial and accounting officer.

For the year ended October 31, 2016 and 2015, management benefit expenses included in the consolidated financial statements amounted to Baht 38 million and Baht 36 million respectively (Separate financial statements: Baht 23 million and Baht 22 million, respectively).

36. APPROVAL FOR ISSUING OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

These financial statements have been approved for issuing by the Company's Board of Directors on December 9, 2016.



drive 变中求进
CHANGE  pico