



ANNUAL REPORT 2016

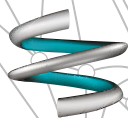
**NEWS
NETWORK**



บริษัท นิวส์ เน็ตเวิร์ค คอร์ปอเรชั่น จำกัด (มหาชน)
News Network Corporation Public Company Limited.



SYNC
TECHNOLOGIES



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GENERAL INFORMATION

The Name of the Company Issued Securities

NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED

Symbol of Securities

NEWS

Registered in the Stock Exchange

8 October 2004

Address

333 Lao Peng Nguan 1 Tower, 18th Floor, Zone A,
Soi Choeiphuang, Vibhavadi-Rangsit Road, Chomphon, Chatuchak, Bangkok 10900
Tel. +66 (2) 273-8351-8 Fax. +66 (2) 273-8359 <http://www.newsnetwork.co.th>

Type of Business and Nature of Operation

Develop, sell, training, services and supports in information technology

Capital

Capital 73,479,374,400 THB / Paid-up 31,460,105,400 THB (at December 31st, 2016)

Shares at Par Value 5 THB

Securities Registration

Thailand Securities Depository (Thailand) Co., Ltd.

93 The Stock Exchange of Thailand Building, 14th Floor,
Rachadapisek Road, Din daeng, Bangkok 10400, Thailand

Certified Auditor

CWWP Company Limited. By Miss Wanraya Puttasatien,

CPA. No. 4387 or Miss Jantra WongSriudomporn

CPA. No. 4996 or Mr.Chardsakul Aonmongkol

CPA. No. 1795 or Miss Waraporn Intaraprasit CPA. No. 7881

128/150-153 Phayatai Plaza Buiding, 14th Floor,

Phayatai Road, Thungphayatai, Ratchatavee, Bangkok 10400, Thailand.

Tel +66 (2) 214 6464 Fax +66 (2) 215 4772

MESSAGE FROM THE CHAIRMAN

Mr.Meechai Ruchuphant
Chairman



Dear Shareholders

Year 2016 is yet another year when digital television entrepreneurs continue to face difficulty in operation amidst economic uncertainty within the country as well as overseas, in conjunction with the delay in broadcasting conversion of the television station from analog to the new Digital format according to the policy of “The National Broadcasting and Telecommunication Commission”(NBTC), which are long overdue and not compliance with the conditions stipulated in the InformationMemorandum on Licensing for Commercial Digital Terrestrial Television Channels at National Level. These have led several operators to sue NBTC in the Central Administrative Court. In addition, they submitted complaint to the Head of National Council for Peace and Order for remedial measures to mitigate damages, thus resulting in the Head of National Council for Peace and Order, by virtue of Section 44 of the Constitution of the Kingdom of Thailand (Interim), has issued theOrder No. 76/2559 on the measures for Promoting Business Operation of Radio Broadcast, Television and Telecommunication for Public Interest dated 20 December 2016. It has eased the burden of operators to a certain extent. However, the operators have requested for further remedial measures and reduce damages in other aspects which were not consistence with the stipulated conditions. Furthermore, the transition in broadcast systems has effected the allocation of the advertisement funds to these business divisions. Therefore, News Network Corporation Public Company Limited and its affiliate companies have encountered fierce competition in all of their business activities. The Company earned Baht 347.49 million of total revenues from all business divisions, which is Baht 78.85 million (approximately 29%) higher than the previous year's total revenues of Baht 268.64 million. The proportions of revenues are 60% earned from Media Related Divisions, 24% earned from goods and services of Health and Environment Products, and 16% earned from Computer Divisions and Good Distribution and Service Providers.

The outstanding development of 2016: in August, News Network Multimedia Company Limited, a subsidiary company, invested in the print media by entered into an agreement withThansettakij Company Limited to use the trademark of “Thansettakij” newspaper for the period of 30 years at the value of Baht 120 million, acquire parts of assets at Baht 6 million, and make initial investment at Baht 10 million, aggregating to Baht 136 million. Therefore, the Company’s media operation has become more comprehensive and diverse under the “Multi-Platform” news provider, while holding on the principle of On Air, On Line and On Ground.

Furthermore, on 24 November 2016 Spring News Corporation Company Limited (Spring News), a subsidiary company, entered into an affiliate and consultation agreement between Spring News Corporation Company Limited and Turner Broadcasting System Asia Pacific, Inc., the distributor of CNN International in the Asia Pacific region (CNN Television Station) for broadcasting programs and contents from CNN Television Station as well as providing consultation to Spring News. For effective collaboration and basing on the affiliation, CNN Television Station could use the programs and contents of Spring News to strengthen its news coverage in Thailand from 1 January 2017 onward. The exchange of contents in this nature is the first in Asia and considered an elevation of standard of news provider by Spring News Channel 19 Television Station.

As of 31 December 2016, the Company has a total asset of Baht 2,178.39 million, 35.22% less than the previous year, due to the investment in the operation of digital television, radio and Thansettakij newspaper and setting impairment for the whole amount of the License for Commercial Digital Terrestrial Television Channels. The transfer of advertisement budgets, which is the main source of income of this operation, is still a major problem. The budgets could not be fully transfer as most of it remains with the analog Television operators. Therefore, the operators of Digital Television maximized their efforts to build up their ratings by utilizing large sum of money to purchase content domestically and internationally, including producing high quality contents. Since the Company has diverse and comprehensive media, it would facilitate marketing plan and should exceed the result of the previous year. Such condition promotes a more favourable outlook in the year 2017.

In respect of liabilities and shareholders' equity, the Company has Baht 1,525.34 million in total liabilities, an increase of 47.29% from the previous year. The majority of which due to increment of non-current assets, the short-term loans from financial institutions and the creditor of the share capital increase awaiting share registration with the Ministry of Commerce. While the long-term loans have decreased due to the License for Commercial Digital Terrestrial Television Channels payable and the financial lease liabilities; but the employee benefit obligation has increased. The total shareholders' equity is Baht 653.05 million, a reduction of 71.94% from the previous year, due to the operating loss and the loss from impairment of the License for Commercial Digital Terrestrial Television Channels.

In the previous year, in spite of the net loss for the year of Baht 1,507.08 million, if taken out the loss from impairment of the License for Commercial Digital Terrestrial Television Channels of Baht 953.90 million, the operating loss should be at Baht 553.18 million, 8.9% decrease from Baht 607.24 million of the operating loss in the preceding year. The Company anticipate the 2016 significant developments to be the key turning point which provide bases for further development and increasing the integrated value of various related media on both the technical and the contents aspects so it would provide better marketing opportunity for the entire group.

Finally, on behalf of the Company's directors. I would like to confirm the directors' determination to manage the Company for the shareholders' best benefit according to the Fiduciary Duty principle. We would make decisions carefully (Duty of Care), honestly (Duty of Loyalty), act in accordance to the law and the objectives, the rules and regulations and the shareholders' resolutions (Duty of Obedience), disclose accurate, complete and transparent information (Duty of Disclosure) for the Company to grow in the stable and continuous manner in the future, which will directly earn the benefit to the shareholders. I would like to express my thanks all share holders, business affiliations, financial institutions as well as related government sectors, business partners and clients for your trust and support of the Company.

Mr.Meechai Ruchuphant
Chairman

BOARD OF DIRECTOR/MANAGEMENT



Mr. Meechai Ruchuphant
Chairman



Adjunct Professor Prasobsook Boondech
Vice Chairman



Mr. Apivut Thongkam
Vice Chairman



Mr. Pinit Wuthipand
Director and Chairman of Audit Committee



Mr. Chirasak Thanesnant
Director and Audit Committee



Air Mashal Chartchai Rodboonpha
Director and Audit Committee



Mr. Suthichai Bunnag
Director



Pol.Gen. Dr. Ruangsak Jritake
Director



Mr. Sonthiyan Chuenruetainaidhama
Director

BOARD OF DIRECTOR/MANAGEMENT



Capt. M.R. Chularangsri Yugala
Director



Mr. Arak Ratboriharn
Director and Chief Executive Officer



Miss. Watanya Wongopasi
Director and President



Mr. Ruknung Phaholyothin
Managing Director



Mr. Pranot Kosakarn
Chief Financial Officer
Corporate Secretary

Social Responsibility Rctivities

Project background

Form the aim to provide education opportunities to children in remote area of Thailand. Spring News Digital Television Channel 19's extended to corporate social responsibility through "Spring News Volunteer Foundation" with "2017 Spring News Volunteer Project in Building Dream-Sharing Knowledge Year 4" under the support by many alliances, government sectors, private enterprises and people, in undertaking the task of constructing a new building as a part of educational assistance to the children in the area as well as providing winter cloths and necessary supplies needed. Moreover, medical volunteer team from many sectors accompanied to serve people who cannot go to the government public health center due to the area features.

Objectives of Project

1. To provide help to children, youths and residents in the remote areas beyond any aids from the government and in desperate need for help.
- 2.To promote love and harmony for the Thai people. To enforce the generosity and becoming increasingly helpful toward each other.
3. To act as center for the government sectors, private enterprises and people to take part in activities that provide benefit to the society.
- 4.To sustain the Thai society's characters of sharing, creating happiness and smile for everyone without discrimination.



**2017 Spring News Volunteer Project
in Building Dreams-Sharing Knowledge Year 4
at Ban Huay Pla Kong School, Tambon Kanae Chue,
Amphur Mae Ramat, Tak Province**

สปริงนิวส์อาสา

“ทำดีตามฝัน ฝันตามรู้” #มี4



**2017 Spring News Volunteer Project
in Building Dreams-Sharing Knowledge Year 4
at Ban Huay Pla Kong School, Tambon Kanae Chue,
Amphur Mae Ramat, Tak Province**

VISION AND MISSION

VISION

To network, enhance standard, step to worldwide.

MISSION


- Keep being professional.
- Keep developing and seeking opportunities.
- Keep connecting alliance and create business network.
- Keep reinforcing for permanent growth business.
- Keep being center of every sectors.
- Keep benefiting for public.
- Keep being a leader of anti-corruption.
- Keep promoting environmental, health and safety.



Details on the Board of Directors and Management.

	Mr.Meechai Ruchuphant Chairman Portion of Share Holding-	
	Education	: Honorary Doctorate Degree, Faculty of Law, SisaketRajabhat University. : Honorary Doctorate Degree, Faculty of Law, Roi Et Rajabhat University. : Honorary Doctorate Degree, Faculty of Public Administration, Burapha University. : Honorary Doctorate Degree, Faculty of Political Science, Mahasarakham University. : Honorary Degree, Faculty of Education, King Mongkut's Institute of Technology Lad Krabang . : Honorary Member, Faculty of Law. : Doctorate Degree, Faculty of Law, Bangkok University. : Doctorate Degree, Faculty of Law, Ramkhamhaeng University. : Doctorate Degree, Faculty of Law, Sri Pathum University. : Honorary Member, National Defense College, Class 36. : Honorary Doctorate Degree, Faculty of Law, Adamson University, Philippines. : Legislative Internship Program, Texas, USA. : Master's Degree, Comparative Law, Southern Methodist University. : Faculty of Law, Thammasat University.
	ExperiencePresent	: Chairman, News Network Corporation PCL. : Chairman of Constitution Drafting Commission. : Legislative Chairman of Committee 1, Office of the Council of State. : Council President, Phranakorn Rajabhat University, 2008-present.
		: Honorary Doctorate Degree, 20 December 2006-present. : Council President, RajabhatRajanagarinda University, 2012-present.
	Last Position	: Legislative Secretary,Office of the Council of State
		: President of the Draftsman Committee, Office of the Council of State

		: Draftsman Committee (Level 10), Office of the Council of State
		: Council President, Chiang Mai University
		: Council President, King Mongkut's Institute of Technology Lad Krabang
		: President, Committee of Law Amendments for National Development
		: Council President, Maharakham University
		: Council President, ValayaAlongkornRajabhat University
		: Council President, King Prajadhipok's Institute
		: President of the Committee of Parliamentary Members
	Political Career	: Legal Advisor to the Prime Minister (During SanyaThammasak's term as Prime Minister)
		: Legal Advisor to the Prime Minister (During (M.R.) KukritPramoj's term as Prime Minister)
		: Legal Advisor to the Prime Minister (During (M.R.) SeniPramoj's term as Prime Minister)
		: Legal Advisor to the Prime Minister (During ThaninKraivichien's term as Prime Minister)
		: Deputy Secretary of the Prime Minister – Political Affairs (During KreangsakChamanunt's term as Prime Minister)
		: Minister of the Office of the Prime Minister (During General PremTinsulanonda's term as Prime Minister)
		: Deputy Prime Minister
	Legislative Career	: Member of the Legislative Branch
		: Member of the Senate
		: Member of the Legislative Branch
		: Member of the Senate
		: President of the Senate
		: Member of the Legislative Branch
		: President of the Legislative Branch

	Adjunct Professor Prasobsook Boondech Vice chairman Audit Committee Portion of Share Holding -	
	Education	: Bachelor's Degree, Faculty of Law, Thammasat University : Barrister-at-Law, the Thai Bar Under the Royal Patronage : Barrister-at-Law (England), the Lincoln's Inn
	Training	: Department of News Analysis, Management Training : School of Psychological Warfare, Management Training : National Institute of Development Administration, Management Development Course : The National Judicial College (U.S.A), General Jurisdiction : OCSC Management Executive Course, Second Curriculum, Class 12 : National Defense College, National Defense Course, Class 41 : Capital Market Academy, Class 10
	Experience Present	: Vice chairman News Network Corporation PCL.
	Last Position	: Member of the Office of the Council of State : President of the Senate : President of the Court of Appeal : President of the Court of Appeal, District 5 : Judge, Leader of the Supreme Court Committee : Chief Judge of the Central Intellectual Property and International Trade Court : Judge of the Supreme Court : Judge of the Court of Appeal, District 3 : Secretary General of the Office of the Judicial Affairs : Chief Judge of the Songkhla Court : Head of the Academic Department, Office of the Judicial Affairs : Judge of the Tak Court : Lecturer, Faculty of Law, Thammasat University

	Mr. Apivut Thongkam Vice chairman Portion of Share Holding -	
	Education	: Bachelor of Law, Ramkhamhaeng University
		: Thai Barrister at Law
		: Master of International Law, American University, USA
		: Master of Comparative Law, Howard University, USA
		: Certificate in Intellectual Property World Intellectual Property Organization, Switzerland
		: Certificate in Trend and Problem of Computer Crime from School of Criminal Justice, University of Michigan
		: Certificate in Executive Program "Thammasat Leadership Program" (TLP) Class 7
		: Diploma in Advanced Security Management Program "Class 6" National Defense College, National Defense Studies Institute
		: Diploma of National Defense College The Joint State - Private Sector Course Class 24 of the year 2011-2012 National Defense College, National Defense Studies Institute [NDC. Class 54 (Diploma, National Defense College, The Joint State - Private Sector Course Class 24)]
	Training	: Certificate of Training in Modern Technology and Enforcement of Copyright Laws in Denpasar, Indonesia
		: Seminar on advanced taxation accounting for lawyers and businesspersons, class 1, Central Tax Court
		: Study trip at the Court of Intellectual Property and International Trade in the Netherlands, France, England, Germany, Portugal, Spain, Italy, Turkey, Egypt, Greece
		: Training in techniques of negotiation, dispute settlement and crisis resolution, class 1, Ministry of Justice
		: DCP course, class 89/2007 Thai Institute of Directors
		: DCP course, class 3/2008 Thai Institute of Directors
	Experience Present	: Vice chairman News Network Corporation Public Company Limited.
		: Chief Executive Officer, AQ Estate Public Company Limited.
		: Executive Director, Glory Acme Co., Ltd.


		: Executive Director of FBLP Legal Co., Ltd.
		: Director of FBLP Audit and Business Consulting Services Ltd.
		: Director of Allessi Capital Ltd.
		: Director of Serv Corp Ltd.
		: Director of Head Quarters Ltd.
		: Director of A.L.C. (Thailand) Ltd.
		: Director of Environmental Solution Integrator Co., Ltd.
		: Director of Dawson Media Direct Co., Ltd.
	Last Position	: Judge of the MinistryHelp in working for the position of judge of Civil Court
		: Judge of the Ministry Help in working for the position of judge of Civil Court
		: Judge of the Ministry Help in working for the position of secretary of Bangkok South Civil Court
		: Judge of Nongkhai Provincial Court Help in working for the position of judge ofBuengKanProvincial Court
		: Judge and secretary of Central Tax Court
		: Judge and secretary of Bangkok South Criminal Court
		: Secretary of Court of Appeal Region 6
		: Secretary of Appeal Court
		: Senior Legal Advisor First Bangkok Law & Practice Co., Ltd.
		: President of Bus Operators Association Years 2004-2008
		: Adviser to Transportation Commission
		: Adviser to the Committee for Study on Laws and Facts related to raffic in the Subcommittee for the Establishment of Traffic Court and Laws on Traffic
		: Adviser to the Committee of Check for Research and Legislation, Secretariat of the Cabinet
		: Expert of Working Group for Judgment on Continuous Cases in Justice System, National Economic and Social Advisory Council
		: Expert member of the Committee for Foreign Business Operation according to Foreign Business Operation Act 1999 (B.E. 2542) Years 2007-2010
		: Information Technology and Communication Committee of Parliament Year 2009
		: Subcommittee for Information Technology and Communication System of the New Parliament Year 2009


		: Subcommittee of Committee on Monetary, Finance, Banking and Financial Institutions, Senate Year 2010
		: Extraordinary Committee for Trademark Bill Secretariat of the House of Representatives Years 2012 – 2013
		: Honorary Advisory to Committee on Energy House of Representatives Years 2011 – 2013
		: Chairman of the Audit Committee of Krisdamahanakorn Public Company Limited
		: Audit Committee of Mill Con Steel Public Company Limited
		: Former Special Professor, Master of Business Administration, Management in SMEs Program, Ramkhamhaeng University
		: Chief Executive Officer and Director, Polaris Capital Public Company Limited


	Mr. Pinit Wuthipand Chairman of Audit Committee Director Portion of Share Holding -	
	Education	: Bachelor of Accountancy, Thammasat University
	Training	: Training course Directors Certification Program.
		: Training course Directors Accreditation Program.
	Experience Present	: Chairman of Audit Committee / Director, News Network Corporation PCL.
		: Chairman of Audit Committee / Independent Director, SiamGeneral Factoring Public Company Limited.
		: Internal Audit, Rangsit University.
		: Director, CVN Associates Co.,Ltd.
	Last Position	: Chairman of Audit Committee / Independent Director, RPCG Public Company Limited
		: Chairman of Audit Committee/Independent Director, Paolo Medic Co.,Ltd.
		: Chairman of Audit Committee/Independent Director, Health Network Co.,Ltd.
		: Audit and Evaluation Subcommittee, Software Industry Promotion Agency.
		: Audit Committee/Independent Director, Siam General Factoring Public Company Limited.
		: Advisor to Deputy Minister of Education.
		: Advisor, Eastern Asia University.
		: Director, Office of the Rector, Rangsit University.
		: Assistant to the Rector for Administration, Rangsit University.
		: Director of Office of Property Management, Rangsit University.

	Mr. ChirasakThanesnant Director / Audit Committee Portion of Share Holding -	
	Education	: Bachelor of Laws, Thammasart University.
		: M.A. (International Relations), Boston University, USA.
		: 23 rd Senior Executive Program of Civil Service Commission Office.
		: 40 th Directors Certification Program in year 1997, National Defence College.
	Experience Present	: Director, News Network Corporation Public Company Limited.
	Last Position	: Clerical staff, Department of Consular Affairs, Office of the Permanent Secretary.
		: Attache' (Diplomatic service officer 3),Passport Division, Office of the Permanent Secretary.
		: Attache'(Diplomatic service officer 3), The Royal Thai Embassy at Moscow.
		: Third secretary (Diplomatic service officer 4), The Royal Thai Embassy at Moscow.
		: Third secretary (Diplomatic service officer 4), Office of the Secretary to the Minister.
		: Second secretary (Diplomatic service officer 5), Office of the Secretary to the Minister.
		: First secretary (Diplomatic service officer 6), Office of the Secretary to the Minister.
		: First secretary (Diplomatic service officer 6), The Royal Thai Embassy at Bonn.
		:First secretary (Diplomatic service officer 6), Legal Affairs Division, Department of Treaties and Legal Affairs.
		:Counselor (Diplomatic service officer 7), Translation Division, Department of Treaties and Legal Affairs.
		:Director (Diplomatic service officer 7), Protocol Division, Department of Protocol.
		:Director (Diplomatic service officer 8), Protocol Division, Department of Protocol.
		:Minister-Counselor (Diplomatic service officer 8), The Royal Thai Embassy at Stockholm.
		:Minister (Diplomatic service officer 9), The Royal Thai Embassy at Phnom Penh.
		:Assistant to Permanent Secretary, (Diplomatic service officer 9), Office of the Permanent Secretary
		:Deputy Director-General (Diplomatic Service Executive 9),


		Consular Affairs Department
		:Ambassador Extraordinary and Plenipotentiary (Diplomatic service officer 10) of Thailand to Pretoria
		:Ambassador Extraordinary and Plenipotentiary (Diplomatic service officer 10) of Thailand to New Delhi


	Mr.Suthichai Bunnag Director Portion of Share Holding -	
	Education	: Master of Journalism and Mass Communication ThammasatUniversity
		:Bachelor of Journalism and Mass Communication Thammasat University
		: Mini MBA. Kasetsart University
		: Diploma, Television Production Australia Film and Television School
	Training	Training course Director Accreditation Program
	Experience Present	: Director, News Network Corporation Public Company Limited.
		: Chairman, Springnews Corporation Co.,Ltd.
		: Director, Sync Technologies Co.,Ltd.
		: Chairman, RuamMueRuam Jai Co., Ltd.
		: Chairman, Springnews Television Co.Ltd.
	Last Position	: Audit Committee, Solution Corner (1998) PCL.
		: Director, Panorama Worldwide Co.,Ltd.
		:Vice President - MCOT Public Company Limited.
		:Director of Modernnine TV, MCOT Public Company Limited.
		:Director of M.C.O.T Radio Station
		:Assistant Director of Thainews agency M.C.O.T
		:Journalist Thai Television Company Limited


	Pol.Gen. Dr. Ruangsak Jritake Director Shareholding Ratio-	
	Education	: Doctorate degree - Doctor of Public Administration (Public Administration) Faculty of Political Science Bangkokthonburi University
		: Master's Degree - Master of Arts (Governance) Faculty of Political Science, Chulalongkorn University
		: Bachelor Degree - Bachelor of Public Administration Royal Police Cadet Academy (Class 31)
		: Tertiary Education Armed Forces Academies Preparatory School (Class 15)
	Experience Present	: Director News Network Corporation Public Company Limited
		: Member of National Reform Steering Assembly
	Last Position	: Deputy Inspector, Bangrak Metropolitan Police Station
		: Deputy Inspector, Aircraft Control Section, Command 2, Immigration Division
		: Inspector, General Service Officer, Bangrak Metropolitan Police Station
		: Deputy Superintendent - Personnel, General Staff Division Narcotics Suppression Bureau
		: Superintendent, Crime Prevention Department Academic Division, Royal Police Cadet Academy
		: Deputy Commander, Investigation Division
		: Deputy Commander, Admission Division, Office of Human Resources
		: Commander, Admission Division, Office of Human Resources
		: Deputy Commissioner, Office of Human Resources
		: Deputy Commissioner, Office of the Commissioner General, Royal Thai Police
		: Inspector General
		: Commissioner, Police Education Bureau
		: Assistant Commissioner General
		: Deputy Commissioner General


	Mr.Sontyan Chuenruetainaidhama Director Shareholding Ratio-	
	Education	: Bachelor Degree - Bachelor of Laws, Ramkhamhaeng University
	Experience Present	:Director News Network Corporation Public Company Limited
		: President and Managing Director T-News News Agency
		: President and Managing Director Green Panyayan Publishing T-Multimedia Group
		: President – Green Property 1282 Company Limited
		: Committee – Local Development Foundation
		: President ChuenruetainaidhamaSamnuekRak Ban Kerd Foundation
	Last Position	: President and Managing Director The Brio Mall Company Limited
		: President and Managing Director Brio Restaurant Company Limited
		: University Affairs Committee Walailak University, Nakhonsithammarat

	Mr. Arak Ratboriharn Chief Executive Officer Director Portion of Share Holding -	
	Education	: Master of Accounting (Finance and Accounting), Thammasat University
		: Bachelor of Accounting (Cost Accounting), Chulalongkorn University
	Training	: Training course Director Accreditation Program
	Experience Present	: Director and Chief Executive Officer, News Network Corporation Public Company Limited.
		: Acting Chief Executive Officer Aqua Corporation Public Company Limited.
		: Director, Springnews Corporation Co.Ltd.
		: Director, Sync Technologies Co.,Ltd.
		: Director, RuamMueRuam Jai Co., Ltd.
		: Director, Springnews Television Co.Ltd.
		: Director, Environmental Solution Integrator Co.,Ltd.
		: Director, Newsnetwork MultimediaCo.Ltd.
		: Director, thansettakij Multimedia Co.Ltd.
		: Director, Central Laboratory (Thailand) Co.,Ltd.
	Last Position	: Chief Financial Officer, State Railway of Thailand
		: Director and to Act of President Express Transportation Organization
		: Managing Director, Ruamkij Advisory Co., Ltd.
		: Director, The Institute of Social and Economic Policy (ISEP)
		: Vice President, Investment Banking National Finance Public Company Limited.
		: Assistant Representative Mitsubishi Bank (Bangkok Representative Office)
		: Chief of Credit Team, Credit Division SITCA Finance and Securities Co., Ltd.
		: Industrial Finance Corporation of Thailand (IFCT)

	Capt. M.R. Chularangsri Yugala Director Shareholding Ratio-	
	Education	: Infantry School Infantry Officer Basic Course– Class 132
		: Civil Affairs School, Directorate of Civil Affairs, Royal Thai Army Promoting Ideas of Patriotism Class 4
		: Territorial Defense School, Army Reserves Training Center DefenceCivilian Officers Training Class 93 under the Ministry of Defence's regulations on Rank Promotion
		: Bachelor Degree - Bachelor of Science in Business and Administration University of Northern Virginia (London Campus)
		: Bellerbys College Business A Level Enrichment Programme Art A Level Enrichment Programme Business with Marketing Foundation
		: Chitralada School
	Experience Present	:Director News Network Corporation Public Company Limited
		: Managing Director – Chularangsri Company Limited
		: Partner – Oneday Hostel Bangkok
	Last Position	: Founder – Permanent Five Company Limited

	Miss.Watanya Wongopasi Director Portion of Share Holding -	
	Education	: Bachelor of English Language and Literature, Faculty of Liberal Arts, Thammasat University
	Experience Present	: Director, News Network Corporation Public Company Limited.
		: Director, Spring Corporation Co.Ltd.
		: Director, RuamMueRuam Jai Co., Ltd.
		: Director, Springnews Television Co.Ltd.
		: Director, Newsnetwork MultimediaCo.Ltd.
		: Director, thansettakij Multimedia Co.Ltd.
	Last Position	: Director, News Network Corporation Public Company Limited.
		:Advisor Investment, ktzmico Securities (Thailand) Public Company Limited.
		:Advisor Investment, KGI Securities (Thailand) Public Company Limited.
		:Director, AQUA TelevisionCo.,Ltd.

	Air Marshal Chartchai Rodboonpha Independent Director/ Audit Committee Shareholding Ratio-	
	Education	: Bachelor Degree - Bachelor of Arts in Economics Adelphi University, New York, U.S.A. (Year 1976)
		: Master's Degree - Master of Business Administration (Emphasis: Management) Marshall University, West Virginia, U.S.A. (Year 1978)
		: Bachelor Degree - Bachelor of Accountancy, Bangkok University (Year 2000)
		: Officer Training School 2 - Class 3, Year 1979
		: Squadron Officer School - Class 58, Year 1987
		: Air Command and Staff College-Class 34, Year 1990
		: Thai Air War College - Class 36, Year 2002
		: Anti-Corruption Strategic Management for Senior Executives - Class No.3,Office of the National Anti-Corruption Commission SanyaDharmasakti
	Experience Present	:Independent Director/Audit Committee News Network Corporation Public Company Limited
		: Senior Expert, Royal Thai Air Force
	Last Position	: Deputy Director, Academic and Auditing System Division Royal Thai Air Force Audit Agency
		: Director, Academic and Auditing System Division Royal Thai Air Force Audit Agency
		: Chief of the Directorate of Finance, Royal Thai Air Force
		: Deputy Director, Directorate of Finance, Royal Thai Air Force
		: Auditor General of the Royal Thai Air Force Internal Audit Office
	Special Experience	: Civil Investigation Committee on Missing Fund of Wing 7 Air Force Base, Year 1983
		: Fact-Finding Committee on Tort Liabilities from Missing Low- Price Goods, Year 1983
		: Thai-Swedish Joint Cooperation Committee for the Gripen 39C/DAircraft Purchasing Project, Operational Level (National Program Office : NPO)
		: Budget and Financial Manager 10 July 2008 to 9 October 2009,Judge, Military Court

	Mr. Ruknung Phaholyothin Managing Director (Administrative) Portion of Share Holding -	
	Education	: Master of Business Administration, Major in Marketing, National Institute of Development Administration
		: Bachelor of Education, Kasetsart University
	Experience Present	:Managing Director (Administrative), News Network Corporation Public Company Limited.
		:Director, Environmental Solution Integrator Company Limited.
	Last Position	:Assistance to Executive Chairman, Thonburi Automotive Assembly Plant Company Limited.
		:Managing Director, ThonburiSamplan Company Limited.
		:General Manager, Thonburi Bus Service Company Limited.
		: Director of Asset Management Department, Committee of Asset Management and Asset Evaluation, Ploy Asset Management Company Limited.
		:Executive Director of Commercial Credit Department, Phatrathanakij Capital Public Company Limited.
		:Deputy Director of Commercial Credit Department, Phatrathanakij Capital Public Company Limited.

	Mr.Pranot Kosakarn Chief Financial Officer Corporate Secretary Portion of Share Holding -	
	Education	: Mini MBA Modern Management Program Chulalongkorn University.
		: Bachelor Degree in Financial and Banking from the University of Thai Chamber of Commerce (first class honour)
	Experience Present	: Chief Financial Officer, Corporate Secretary, News Network Corporation Public Company Limited.
		: Director, Environmental Solution Integrator Company Limited.
	Last Position	: Private investor in gold bullion.
		: Vice President , IVS&IB Operation Department TMB Bank Public Company Limited.
		: AVP , Research and Investment Advisory Division , SICCO Securities Public Company Limited.
		: Entrepreneur – Tiger prawn and Gouramis Farming
		: Director , Treasury Department and Funding Department, GE Asia Finance (Public) Co.,Ltd.

NATURE OF BUSINESS OPERATION

1. Historical Background

News Network Corporation Public Company Limited's business activities are distribution, installation and development of software information system, provide consultation and development of information technology system integrator, including computer network system, acquisition of hardware and software development according to customer's specification (Tailor Made). The Company's main customers are government sectors and large state enterprises. The Company have customer service standard that comply with ISO 9001:2008 quality systems. To establish confidence for our products and trust in our services, it is our determination to design and develops the processing system including our products and services to achieve standard quality. We provide prompt delivery service to create high level of satisfaction for customers. We utilize modern technology and having highly qualified and experienced staff on our team with the expertise, knowledge and capability to produce excellence result for customers

Currently the company has Baht 73,479,374,400 of registered capital and Baht 31,460,105,400 of paid up capital. The Company has expanded its business by investing in subsidiary companies. The detail as follows.

2. Significant Changes and Developments

- | | |
|------|--|
| 2010 | <ul style="list-style-type: none">● Expanded business extent and founded more subsidiaries – Spring Corporation Company Limited and Solution Corner International Company Limited● Being qualified by BVQI (Thailand) Limited that the company's working processes passed ISO 9001: 2008 standard● Oracle (Thailand) Company Limited appointed SLC as Gold Partner Oracle tier including Certified Professional Program as an Oracle Certified Database Administrator● In April, the company had raised registered capital of Baht 50 million to Baht 325 million and to 424,424,386 Baht. In October, it was raised to 303, 051, 600 Baht owing to the same shareholders' reinvestment as the paid-up capital of 303,051,600 Baht in order to support the business growth. |
| 2011 | <ul style="list-style-type: none">● In January, The Company relocated its headquarter office to 333 Lao PengNguan 1 Tower, 18th Floor, Zone A, SoiChoeiphuang, Vibhavadi-Rangsit Road, Chomphon, Chatuchak, Bangkok 10900, to support increasing staff.● In January, Spring Corporation Co.,Ltd (Subsidiaries) in acquiring the existing ordinary shareholder of RuamMueRuam Jai Co., Ltd. (RMRJ) acquired 99.99% of the paid-up registered capital of RMRJ.● Former name Solution Corner InternationCo.,Ltd.(Subsidiaries) was registered with new name Sync Technologies Co.,Ltd.Since February 21, 2011 |

- In June, Decrease of the Company's registered capital from 424,424,386 to Baht 424,424,384 Baht.
 - In July, Increase of the Company's registered capital from 424,424,384 to Baht 2,912,369,800 Baht owing to the same shareholders' reinvestment as the paid-up capital of 1,515,258,000 Baht in order to support the business growth.
 - In September, Spring Corporation Co.,Ltd (Subsidiaries) increase of the Company's registered capital from 100 Million Baht to 200 Million Baht owing to the same shareholders' reinvestment.
 - In December, United State of America Department of Commerce that the company's working processes passed Excellence in Trade Certificate Gold Award For Achievement in Promoting Trade Between the United States and Thailand for 2011.
- 2012
- In December, Spring Corporation Co.,Ltd (Subsidiaries) to invest in the new company, named Spring News Television Co.,Ltd
 - In December, Sync Technologies Co.,Ltd (Subsidiaries) has been authorized as the Exclusive Distributor by AHAINC CO., LTD. who is the reputable manufacturer for Smart Class Room Technology products.
- 2013
- In February, Solution Corner(1998) PCL.,in acquiring the existing ordinary shareholder of Environmental Solution Integrator Co., Ltd. (ESI) acquired 90% of the paid-up registered capital.
 - In February, Decrease of the Company's registered capital from 2,912,369,800 to Baht 2,212,369,800 Baht. And increase the share capital from 2,212,369,800 to Baht 3,712,369,800 Baht
 - In August, the company has approved the renewal of the 3(Re-Certification) by Bureau Veritas Certification (Thailand) Ltd. Whether a company's workflow standard ISO 9001:2008
 - In December, Spring News Television Co., Ltd. participated the auction for national digital television service licenses organized by the National Broadcasting and Telecommunication commission (NBTC). The license for which Spring News Television plans to bid was news and documentary
- 2014
- In February, Decrease of the Company's registered capital from 3,712,369,800 to Baht 3,299,369,800 Baht. And increase the share capital from 3,299,369,800 to Baht 6,524,094,143 Baht
 - In October, Increase of the Company's registered capital from 6,524,094,143 Baht to 100,680,660,688 Baht
- 2015
- In April, the company changed its name from Solution Corner (1998) Public Company Limited to News Network Corporation Public Company Limited and change trading name from "SLC" to "NEWS"

- 2016
- In April, the company decrease its registered capital from Baht 43,684,661,600 to Baht 43,479,374,400 and subsequently increased
 - In September, News Network Multimedia Co., Ltd. (Subsidiary) has been licensed to use the 'Thansettakij' trademark for carrying on the business of publishing and distributing Thansettakij Newspaper for a period of 30 years.
 - In December, Spring News Corporation Co., Ltd. (Subsidiary) entered into the short form agreement with Turner Broadcasting System Asia Pacific, Inc., an sole-exclusive operator of CNN International Channel, Asia-Pacific Region, for exchange of information and technology

3. Overview of the Company's business

The company's main business is the leading provider of information technology with the following business structure divided as follows:

1. Group of Innovation Technology Solution

The company offers innovative solutions related to modifications or the goods cumulative for various innovations in order to meet the needs of modern and exotic for customers as well as bring new technologies to help to provide service and management efficiently, or the presentation shall be fast, clear, economical, and more attractive to help added value to products or services for clients.

2. Digital Signage Solution

Digital Signage Solution is a digital media format, and it is a new signage model which can replace sign board as it can present information of goods and services in form of static or animated pictures to attract the attention of the spectator as customers can adjust needed contents or contents which they wish to present or publish at any given time. Moreover, they can modify the displayed content rapidly without waiting for someone to install it. The displayed content can be controlled at any installation points by using Centralize Management.

Additionally, the company offers analysis, design and development of application to connect to the Digital Signage Solution in association with the movement detector devices like Kinect, LEAP Motion and portable devices such as Smart Phone, and Tablet to provide public relation or advertising to make it more interesting, attractive, and engaging more customer groups.

3. Hardware products and system development and implementation

The company sells peripheral equipment, computer and information technology, along with the software product. This is a sale for project that has requirement for the company to be the one who install information technology system, including both hardware and software. Moreover, the company provide services to design, supply, develop, and install computer system and information networks such as storage system, information security system, and network connections for both inside and outside the organization (such as Intranet, LAN, WAN, Unified Communication), and management software system and information technology, etc.

4. TV media and new media

4.1 Spring News Corporation Limited conducts a business of TV channel procurement and production by focusing on the production of news and contents through Spring News Station and Spring News Satellite Television. The TV programs with the top popularity are Real News Phenomenon, Three-Angled News, FACE TIME, and Lab Luang Prang on TV, News Clue Solving, and SPRING REPORT, etc., though new media such as website, online media, and mobile phone media, etc. In addition, the company provides services to distribute news image and news content for program producer or digital system terrestrial television broadcasting licensor.

For new business media, Spring News Corporation Limited established the organization to add more channel to reach Spring News television through online platform and other medias that can reach target audience quickly and easily in the field in Bangkok region and other provinces such as on sky trains, TV news in taxis, and news watching in office building and elevators, etc. The company has the plan to increasingly expand the new media on website and application in online market and mobile phone in the future.

4.2 Spring News Corporation Limited is licensed by the National Broadcasting and Telecommunication Commission (NBTC) for 2 licenses such as

1. A license to operate TV channels broadcasting in Spring News to publish image in the business which is not using spectrum or satellite TV for 2 years from 21 January, 2014 until 20 January, 2016.

2. It is licensed to operate digital terrestrial television in type of national business service and news and content channel category. The company won the bid in the 4th rank for the amount of 1,318.00 million baht with 15-year license from 24 April, 2014 until 24 April, 2029. The digital terrestrial television was operated under the name of Spring News on Channel 19 from 8 May, 2014, and it is 24-hour broadcasting. In the initial phase, the company has leased the network digital TV of MCOT Public Company Limited for 5 years from 1 July 2014 to 30 June 2019. In the Spring News TV production section, it is focused on the production of news and content not less than 70 percent of television programming and management has been a popular one in three primary categories of news and content channels within the first year.

4.3 RuamMueRuam Jai Co., Ltd., conducts the business of television program production and advertising management by broadcasting free TV and Spring News TV stations. Thus, the company is planning for the production of television content in the future.

4.4 News Network Multimedia Co., Ltd., conducts the business on 98.8 FM radio broadcasting system with the presentation on "news for consideration" and "information for life" to present real news "rapidly and clearly" and "being constructive neutrality" to provide news with contents which cover all mainstream for economic, politic, and society. The company presented economical, political, and social news and situations for all 24 hours continuously under the same concept harmoniously.

4.5 Greenet1282 Co., Ltd., conducts the business of SMS news and other information through mobile phones.

4.6 Thansettakij Multimedia Co., Ltd., "TSM" Newspaper Business

RESEARCH AND DEVELOPMENT

According to the major Company's business being in volatile industry, we have effortfully paid more attention to a research and software development. We had put the budget in the research and software development in order to create and developed new product, of which some are developed from our original ones, We attempted to enhance their ability and capacity and modern to serve the users' technological requirement in order to preserve customer loyalty and fulfill the new customer needs, leading to the customer base expansion in the short run. Besides, human resources development considered as an important matter in this field of business, therefore we attempted to have our personnel assigned on training and evaluation test in order to enhance working skills and take specialist certification examination. Thus we have improved our products and services constantly by using new technology to serve the various kinds of customer. In addition, this policy is applied to all the companies in our group.

Moreover, the Company also considers the importance of broadcasting industry marketing. We do more research about computer program using in broadcasting industry (photo, sound, and Multi Medias) which has never been developed by any company efficiency and match with entrepreneur's requirement.

BUSINESS GOAL

The Company sees the great opportunity in its growth phase of business and decides to strengthen its potentiality to support this trend by recruiting more expert staffs which are capable of constantly adjusting and developing the software capacity in order to cover all users' purposes. Further, the Company has developed the innovative software relating to the recent ones and planned to invest for business expansion as follows:

1. Use SI (Systems Integration), the operation concerning to consulting and problems resolving for the entire IT system, as a business expansion tool. The Company takes a role as the systems integrator for an entire IT system relevant to customer demand, operated by the programming experts.

The Company concentrates on more specific technological services integrating component subsystems and solutions of the customers into a whole which accelerates, improves the data transfer and analysis, and also helps decreasing the cost.

2. Develop and provide application software to cover overall purposes of government and private sector that are in the need of organization management through information technology. In additional, the Company emphasizes on the wide-range application software development for all user targets which is able to apply for the other similar users' task.

3. Expand the business range to the computer tools and utilities market – trading or renting a vast mass of computer in all sizes, especially the government sector and large organizations.

MARKET AND COMPETITION

Since this business has major cost of intellectual properties and relies on personal competency, it does not require investing of expensive tools or equipment. Moreover, its high profit ratio attracts a lot of new entrepreneur. Then there is high competition in this business. To be in business the company will maintain good knowledge and professionalism as well as good human resources to develop software and this will make the difference from us and any competitors and meet the demand of customers. The company must be in good shape and lead the market to create better advantages in the challenges. However, the niche market such as the government sector that the bidding systems to select the operators by presenting both system itself and attractive prices. Any companies that had good histories and high capital and could be trustable by the customers as well as maintain good relationship with them as used to work together for many projects would hold the edge as the company was on the right track continuously and maintain good relation ship with all customers and met all deadline.

RISK FACTORS

1. Risk caused by the Company relies on IT specialists

The Company's main revenue sources are from software development, distribution, and maintenance, all developed by IT specialists. Thus, in case the Company had lost such specialists, it would seriously affect the main revenue and the affection intensity depends on the amount of lost specialists, missing works and the gap period of new staff recruitment. However, the company has never faced the staff shortage situation which could cause late tasks delivery. For avoiding such cause, the Company divided the staff into 4 divisions responsible for different duties - System Analysis division is capable of analyzing system then delivers it to Programmer division writing and developing programs along with Supporter division under the inspection of Project Manager division.

Furthermore, each specialist is assigned with different tasks. In any projects, the Company will assign several programmers to develop the program not the sole individual taking the whole task in order to reduce the risk. Likewise, the Company also has the policy to sustain and support all staff to strengthen the bound between them and the Company, and provides them the reasonable salary rate and social welfare to influence them working for the Company in the long run. The Company even reserves 5 more percent of System Analysis division workforce exceeding the entire workforce in Programmer division, aims to sustain the efficiency and systematization of programmers training, and also invents knowledge-based leaning for newly recruited programmers to cope with the whole task progresses within 2-4 weeks.

Thus, in case some programmers resign, the Company is able to replace them with the newly recruited ones instantly. For System Analysis division, the Company provides the policy to support any promising programmers to be the experts in their field by selecting from qualified programmers with tangible knowledge and the outstanding self-developed skill. Moreover, the Company has the entire staff in System Analysis division to sign an agreement not to accept any works from their customers for 2 years after resigning or being discharged.

2. Risks of replica software

Some products might be able to copy and change its source code to use in other purposes without authorities. The company has prevented this by add more password to protect its source code and has an agreement with its customers not uses its software out of the agreement.

3. Risks on high and many competitors

There also are new comers in this business all the time and may use the low-price strategy, therefore the company has the policy to develop high technology software to increase its performances and be used by many organizations who want to maintain their efficiencies and link their own work with the company. At the same time to keep the market share, the company always develops new and reliable

software. Besides the company's software can work on web application but other programs still work on client/server.

4. Utmost Volatile Technology Business

Total income of the Company is totally based on hardware and software considering as one of the utmost volatile products. Nevertheless, the Company has attempted to prevent the effects of aforementioned matter as the followings:

1) No stocking policy, in each project the company will order hardware products enough for the customers' orders and send all to them.

2) Software product, the company will order whenever it suits the good price or good bargain enough for the next changed technology.

3) Software product was developed by the company itself, and was assigned to selected persons. They would develop and research to meet the new technology all the time. As the company never have any problems in this issue.

4) The company always set up the training to improve and keep to new technology as the company never has any problems in this issue.

5. Incidental Data Loss

In case of the uncontrollable situation such as arson, black out that can damage the data or developing programs, however the company has asked the programmers to keep all data in the central unit daily and set up the supply electricity in case of emergency so the staff can keep the data in time and also keep the data in the vault of the bank as well.

6. Major Income Relied on Government Sector Clients

In the year 2015, the company derived 80% of the total revenues from bidding government sector's contracts. This portion of revenues depends on the capability to win the bidding for projects. The uncertainty of which depends on the budget of that particular department as well as government's various policies. However, the Company has exceptional records for previous projects due to the capability to comply with the projects' conditions and great track records. Our trustworthy reputation has been accepted by the governments sector. The government has the policy to introduce the information technology system to be utilized in various departments to enhance their effectiveness. Therefore, it is considered an excellence opportunity for the Company with a history of performing large quantity of governmental jobs for reference in future auction. Nevertheless, the Company has prepare numerous new products to present to customers in various private institutions or group of individuals. This has been performed via two subsidiary companies. Sync technologies Co., Ltd. (Sync) which focus on educational information technology system for comprehensive coverage of educational system starting with consultation, design, installation, administration and maintenance and services including training of utilization. Environmental Solution Integrator Co., Ltd.

(ESI), which its business activities are import and distribution of analytical equipment for monitoring safety and health hazard risk in factory and environment, design and install monitoring system as well as measuring the quality of toxic substance in the air for the permanent and temporary monitoring stations well as well as mobile test unit, Consultancy service business and sell environmental management equipment for building, plant, or industrial estate. While the revenues of Spring News Corporation Co., Ltd., another subsidiary company, which constitute over 50% of total revenues of the Group Companies, derived mostly from private sector. Thus it diversified the business operation risk.

7. Risks on Security

In case of the employee can get in to the data and change the programs even though set up the password to control in each computer, the company has set up the password systems so it could be checked that who used this computer and when. The company also set up the authorized systems to allow the users in using the data in proper levels. And in the employment condition, it has the agreement that the employee cannot pass out any information to the third party and also has the compensation for any violation.

8. Late payment

Technically, software development for project clients charge within 45-90 days differed according to types of programs and project size after works examination. Eighty percent of the clients, however, is government sector that may cause the payment delay for two months due to its obligatory red tape that affects to the Company's liquidity problems. Nevertheless, the annual government expenditure support assures the Company of non-bad debt issue occurrence. Previously, the Company has provided bad-debt provision policy by consideration on each client regarding to interval and debt value relevant to clients' payment history and current financial status.

INCOME STRUCTURE

Unit: Thousand Baht

The revenues structure for News Network Corporation Public Company Limited and its subsidiaries can be classified according to the goods and services categories as follows: -

Goods and Services	Operator	2016		2015		2014	
		Amount	%	Amount	%	Amount	%
Technology Products Software Products Hardware Products Maintenance and Other Services	News Network Corporation Public Company Limited Sync Technologies Co., Ltd.	12,148	4.37	27,656	13.00	35,469	17.65
Health and Environment Products Goods and Services	Environmental Solution Integrator Co., Ltd.	67,457	24.24	45,469	21.37	84,496	42.04
Digital Television and Radio Media Products Digital Television Advertising TV Program Production Radio Advertising	Spring New Corporation Co., Ltd. Spring News Television Co., Ltd. RuamMueRuam Jai Co., Ltd. News Network Multimedia Co., Ltd.	142,539	51.23	115,264	54.17	81,044	40.32
Business Division related to Good Distribution and Service Providers SMS Service Website Advertising Books and Magazine Distribution Goods Distribution via Call Center system and mobile phone	Green Net 1282 Co., Ltd.	34,710	12.47	24,379	11.458	-	-
Newspaper and Printing Business Thansettakij Newspaper	Thansettakij Multimedia Co., Ltd.,	21,389	7.69	-	-	-	-
Total		278,243	100.00	212,768	100.00	201,009	100.00

Remark

The structure of revenues from sales and services obtained by News Network Corporation Public Co., Ltd. and its subsidiaries: in 2016 the Company's main business activities remains in technology segment, distributing and providing services for technology product and its share of revenues is 4.37%. All of the subsidiaries have the following share of revenues: digital television and radio media segment has the share of 51.23%, distribution and providing services for tools and equipment for health and environment segment has the share of 24.24%, goods distribution and service, and providing information and news services via mobile phone, Internet and electronic media (SMS), advertisement in website, distribution of books and magazines and distribution of various products via Call Center and mobile phone has the share of 14.47%. In 2016, the Company has invested in print media distribution segment and entered into an agreement to utilize the trademark of Thansettakij newspaper and its share of revenues is 7.69%.

The Company's main focus for the media related segment to become comprehensive multi-platform media with the coverage on digital television, radio, newspaper, magazine and other media. The emphasis is on the digital television as news agency operation under SPRINGNEWS Channel 19. The Company has the determination to modernize, increase the broadcasting potential, and expand additional method of reaching viewers. The Company entered into an affiliate and consultation agreement with CNN Television Station for strengthen the news presentation and coverage. The broadcasting commenced on 1 January 2017.

For the goods distribution and services segment for the Group Companies' other products, the operation still running for all of the business segments. The growth in the segments and better operating results are anticipated.

INTERNAL AUDIT

The company puts the internal audit to be the priority and has assigned the scopes of duties for the management and employees in writing clearly. Likewise, the company has set up the asset control systems and assigned people to separately respond. Furthermore the company has also set up the internal audit to find any errors and does cross checking. The company has agreed to prepare reports to the audit committee to consider as well as given any opinions to the company committee to help adjust the internal audit systems. Besides the internal audit has to report to the audit committee directly for the ease in assessment. This would be divided into 5 departments as follows:

The Audit Committee had monitored and evaluated the Company's internal control system in each specific field as follow:

1. Organization and Environment

The Company sets forth the evaluable, distinct operational objectives being reviewed, considers the possibility of objectives on a periodical basis regarding personnel's incentive motivation or compensation, as well as provides the appropriate organization chart, authority manual and ethical conduct in writing for personnel's operation.

2. Risk Management

Internal and external risk assessment is required in order to conduct financial projection and annual budget; as such risks affect the Company's business conduct. The Company therefore has monthly reviewed a report of comparison and budget under the monitoring of internal audit on a periodical basis.

3. Compliance by the Management

The Company has determined scope, responsibility, authority, and approval amount of each management in writing. Clear segregation of duties is made on transaction approval, accounting entry, assets supervision and storage. Transactions relevant to executive personnel and relatives are monitored and reviewed all lists thereof by executive administrators. The Company specifically focuses on its subsidiaries' business conduct by appointing committees and directors to monitor and manage it, approving annual work program, and following up with its subsidiaries' business conduct in a periodical basis. To be compliance with enforced laws, the Company has acknowledged executive directors the laws related to business conduct as they must comply to, and reviewed its compliance by directors and internal audit.

4. Information Technology System and Communication

The Company has valuable information in various topics to support the management's decisions. Documents are well filed. Accounting entries and supplemental documents are properly and completely classified in compliance with the generally accepted accounting principles and to be in line with the business nature.

5. Monitoring System

The Company sets up a consistent reporting and monitoring system in case its performances contrary to the objectives; the management has to pass the resolution with specific monitoring session. Its Internal Control Department has revised, evaluated internal control system, and followed up especially high-risk level activities in line with risk management system. The monitoring plan has been set beforehand to review subsidiaries and their activities frequency related to the risk evaluation.

This complies with the Board of Directors' opinions that there is a sufficient and an effective internal control system in the company.

In 2015, Audit Committee comprises of 3 independent directors to review and monitor internal control system in compliance with the law on Securities and Exchange and Stock Exchange of Thailand regulations. The Audit Committee holds meetings at least 4 times a year, prepares the Company's Annual Report to be considered by audit committee in line with Stock Exchange of Thailand regulations, and assigns the Company's internal audit to prepare, evaluate, and monitor internal control system for the purposes as follow:

1. To improve internal control system efficiency.
2. To establish policy, process, and revenue recognition in conformity with generally accepted accounting principles.
3. To prevent risks regarding enterprise asset management.
4. To scrutinize and prepare business conduct manual containing regulations in line with internal control system.
5. To establish and bring forward systematic operations in order to lessen time and overall operational processes.

RELATED TRANSACTIONS

1. The Company, Related Parties, or Business Relationships have the following Transaction Values in terms of Assets and Debts

Individual or Related Persons/ Relationship with the Company	Relationship	Type of Transaction	Amounts of Inter-Transaction for the Period Ended On 31 December 2016 (Baht)		Amounts of Inter-Transaction for the Period Ended On 31 December 2015 (Baht)		Reason and Necessity of Transaction
			Consolidated Financial Statements	Separate Financial Statements	Consolidated Financial Statements	Separate Financial Statements	
Sync Technologies Co., Ltd.	The Company hold 99.99% of shares and has joint directors	Short-term loan	-	8,000,000	-	9,000,000	Operating reserve for the subsidiary to use as working capital
		Allowance for doubtful debt		-5,500,000			
	Other receivables	Advance paid for expenses	-	18,190	-	673,150	Ordinary course of business
	Accrued revenues		-		-	20,000	Ordinary course of business
	Accrued interest					110,685	Ordinary course of business
Spring New Corporation Co., Ltd.	The Company holds 99.99% of shares and has joint directors	Short-term loan	-	1,201,500,000	-	1,785,500,000	Operating reserve for the subsidiary to use as working capital. Leading to an indirect subsidiary for paying for the fee for digital television license of Spring New Television Co., Ltd.
		Allowance for doubtful debt		1,201,500,000		-305,000,000	
	Trade account receivables	Asset rental	-	45,957	-	45,957	Ordinary course of business
	Other receivables	Advance paid for expenses	-	104,860	-	187,312	Ordinary course of business
	Accrued revenues		-	-	-	98,000	Ordinary course of business
	Accrued interest			26,130,411		46,786,164	Ordinary course of business
	Trade account payable	Fee for service rendered	-	1,149,659	-	601,920	Ordinary course of business

Environmental Solution Integrator Co., Ltd.	The Company holds 90% of shares and has joint directors	Short-term loan	-	62,000,000	-	53,900,000	Operating reserve for the subsidiary to use as working capital
		Allowance for doubtful debt		-47,519,380		-36,519,380	
	Trade account receivables	Goods sold	-	2,891,236	-	-	Ordinary course of business
	Other receivables	Advance paid for expenses	-	1,130,240	-	1,163,900	Repayment on actual amount spent
	Accrued revenues		-	-	-	90,000	
	Accrued interest		-	1,529,123	-	712,932	Ordinary course of business
News Network Multimedia Co., Ltd.	The Company hold 99.99% of shares and has joint directors		-	-	52,000,000	-	Operating reserve for the subsidiary to use as working capital
	Other receivables		-	16,050	-	-	Ordinary course of business
	Accrued interest		-	1,225,753	-	-	Ordinary course of business
	Creditor - Short-term loan	Short-term loan	-	-	-	9,999,985	Operating reserve for working capital
RuamMueRuam Jai Co., Ltd.	Indirect subsidiary, Spring News Corporation Co., Ltd. holds 99.99% of shares and has joint directors.	Short-term loan	-	-	-	34,210,000	Operating reserve for the subsidiary to use as working capital
		Allowance for doubtful debt				-34,210,000	
	Accrued interest		-	-	-	3,055,426	Ordinary course of business
	Allowance for doubtful debt		-	-	-	-3,055,426	Ordinary course of business
Spring News Television Co., Ltd.	Indirect subsidiary, Spring New Corporation Co., Ltd. holds 99.99% of shares and has joint directors		-	-	-	-	Operating reserve for the subsidiary to use as working capital
	Other receivables		-	54,906	-	-	Ordinary course of business

	Trade account payables			-	-	-	-	-	Ordinary course of business
Greennet 1282 Co., Ltd.	The Company holds 99.99% of shares and has joint directors		-	-	13,300,000	-	-	7,000,000	Operating reserve for the subsidiary to use as working capital
	Other receivables		-	-	2,755,198	-	-	-	Ordinary course of business
	Trade account payables		-	-	545,438	-	-	130,068	Ordinary course of business
	Creditor - Short-term loan	Short-term loan	-	-	-	-	-	-	Operating reserve for working capital
Tnews TV Co., Ltd.	Related company with by having joint director and shareholder with subsidiary and entered into the MOU for business investment with the Company and awaiting the restructuring of Tnews TV Co., Ltd.	Short-term loan to other	28,000,000	24,000,000	24,000,000	24,000,000	24,000,000	24,000,000	Operating reserve to use as working capital
		Trade account receivables	270,967	-	-	143,306	-	-	Ordinary course of business
		Other receivables	983,865	-	-	1,281,073	799,673	-	Ordinary course of business
		Accrued revenues	-	-	-	25,500	-	-	Ordinary course of business
		Accrued interest	1,100,913	450,447	907,397	348,493	-	-	Ordinary course of business
		Trade account payables	214,000	-	-	22,342	-	-	Ordinary course of business
		Other payables	21,305	-	-	5,607	-	-	Ordinary course of business
		Rental deposit	90,000	-	-	90,000	-	-	Ordinary course of business
Tnews Direct Co., Ltd.	Related company with by having joint director and shareholder with subsidiary	Other payables	92,687	-	-	-	-	-	Ordinary course of business
	Related company with by having joint director and shareholder with subsidiary	Trade account receivables	-	-	-	4,526	-	-	Ordinary course of business
Green Panyayan Publishing Co., Ltd.	Related company with by having joint director and shareholder with subsidiary	Trade account payables	-	-	-	1,798	-	-	Ordinary course of business
	Related company with by having joint director and shareholder with subsidiary	Trade account receivables	-	-	-	792,517	-	-	Ordinary course of business
	Related company with by having joint director and shareholder with subsidiary	Trade account payables	17,188	-	-	158,375	-	-	Ordinary course of business
Phantakan Co., Ltd.	Related company with	Trade account	-	-	-	1,712,000	-	-	Ordinary course of business

	by having joint director and shareholder with subsidiary	receivables						
JK Thai Trading Co., Ltd.	Related company with by having joint director with subsidiary	Trade account receivables	90,884	-	137,720	-	Ordinary course of business	
		Trade account payables	-	-	27,317	-	Ordinary course of business	
The Brio Mall Co., Ltd.	Related company with by having joint director with subsidiary	Trade account receivables	-	-	37,695	-	Ordinary course of business	
Spring News and Suk Assawin Dum Joint Venture	Joint Venture Agreement	Other receivables	-	20,372	-	-	Ordinary course of business	
		Accrued revenues	-	391,289	-	-	Ordinary course of business	
		Accrued expenses	-	409,294	-	-	Ordinary course of business	
Media Expertise International (Thailand) Co., Ltd.	Related company by having relatives of subsidiary's director	Trade account payables	314,977	-	-	-	Ordinary course of business	
		Accrued expenses	1,118,707	-	-	-	Ordinary course of business	
Mr. TatchapongThamputthipong	Director Greennet 1282 Co., Ltd.	Trade account receivables	3,200	-	5,604	-	Ordinary course of business	
Mr. EkachaiChaicherdchukit	Director Greennet 1282 Co., Ltd.	Other payables	-	-	34,294	-	Ordinary course of business	
Mr. Voranart Bunplik	Former director of subsidiary	Loan to other	2,500,000	-	2,500,000	-	Ordinary course of business	
		Accrued interest	383,573	-	383,573	-	Ordinary course of business	
		Accrued expenses	226,951	-	226,951	-	Ordinary course of business	
Mr. ThanapanVongchinsri	Shareholder of subsidiary Environmental Solution Integrator Co., Ltd.	Guarantee against the Letter of Guarantee	-	30,000,000	-	30,000,000	Guarantee against the letter of guarantee financial institution issued for the Company. An office unit has been offered as joint collateral. As at 31 December 2016,Baht 2.47 Million of L/G credit has been utilized.	

2. Approval Process for Inter-Transaction with Related Party

For incurring the inter-transaction between the Company, its subsidiaries and parties that may have conflict of interest, interested parties or parties that may have conflict of interest in the future, the Company has the policy to determine that inter-transaction process be processed as the normal course of business or at the price comparable to outside parties. In case the price cannot be compare to those of outside parties, the mutually-agreed price will be used to determine the appropriate prices for goods and service. The directors considered and approved the inter-transactions according to their scope of duties and responsibilities. The said inter-transaction is then presented to the audit committee to consider the necessity and reasonability of the transaction.

During the year 2015, the Company and its subsidiaries have incurred inter-transactions for both assets and liabilities. They also incurred inter-transactions with related parties with the conditions to apply the market price or comparable price. The audit committee has already considered the appropriateness and the value of the inter-transactions. Additional information can be found in the note to financial statements.

GOOD CORPORATE GOVERNANCE

Policy

The company committee must concern on the important of the policy related to the control of the company including the structures and the authorizes of the company committee, the right and fairness of the shareholders and stakeholders. Likewise the committee also response in controlling and disclose any information correctly to the shareholders and public. It must maintain the good attention and risks management for the investors' interest as well as also practice in good moral and good governances for all parties.

Rights of Shareholders

The Company is well aware and values the rights of shareholders. It also facilitates the exercise of the shareholders' rights that they are entitled to indiscriminately. The Company has the policy to provide accurate company's information and news by the mean of shareholders' meeting, which is held at least once every year. All shareholders have the right to provide recommendations and participate in decision making for any major changes of the Company. It support and facilitate all shareholders equally. The shareholders' meeting is held at the date, time and venue that the shareholders have convenience access and the prior notice of the meeting is provided with the detail of the required document necessary for the meeting participation. The Company has the policy to facilitate the shareholders who are unable to attend the meeting where the shareholders can appoint other persons or the Company's independent directors as proxy to vote on their behalf. At every shareholders' meeting, the Company's Board of Directors and the Audit Committee shall attend the meeting. They are available to answer any question raised by the shareholders. The Company's President or the representative as the chairman of the meeting shall allow sufficient time for the shareholders to appropriately raise questions and recommendations to the meeting in line with the meeting's agenda and proposed matters.

Equitable Treatment of Shareholders

The Company has the policy to facilitate all shareholders, which they are treated equally and fairly in reviewing and expressing opinion on the Company's operation. It is also the Company's policy to comply with the Company's rules and regulations thus providing alternative for the shareholders who unable to attend the meeting where the Company always enclosed proxy form with the prior notice of meeting. The shareholders can appoint either Independent Directors, Audit Committee or other persons as their proxy to attend the shareholders' meeting and to vote on their behalf.

Conflict of Interest

In order to prevent the conflict of interest that may incurred from transactions and ensure transparency, the Company assigned the Board of Directors to consider the approval for the transactions that may incurred conflict of interest and the person that may have interest in the said transaction shall refrain from voting. For the related-party transactions within the scope of the rules, pronouncements, orders, conditions or regulation issued by the Stock Exchange of Thailand, the Company shall comply with the rules and regulations stipulated by the Stock Exchange of Thailand. The Company is monitoring the usage of the inside information and only the personnel involved will have access to the inside information. The executives are prohibited from using the inside information for their personal gain. Also the Company's executives shall report on the changes of their securities to the Securities and Exchange Commission in accordance to Section 59 of the Securities and Exchange Act B.E. 2535.

Rights of Stakeholders

The Company is well aware and value the rights of every sections of the stakeholders; from outside stakeholders, including the shareholders, employees, customers, business partners and/or creditors, trade competitors and the general public. The details for each section are as follow: -

- Employees : The Company focus on encouraging the on-going development of knowledge and skills for all levels of employees. The employees are treated equally and receiving the same opportunities. The appropriate compensations and welfares are awarded fairly. The provident fund has been established to provide additional benefit to the employees. They are treated in accordance with the rules and regulations under the Labor Law and Welfare Regulations, in addition to being respected for their personal rights and duties. The good working environment is created for the employees' health, and safety for their lives and belongings. They are encouraged to perform work under the mutual good values and unity within the organization.
- Business Partners and Creditors : The Company strictly upholds and complies with the terms and conditions entered into with the business partners and/or creditors. The requesting for, receiving or accepting assets or other benefits that are deceitful should be made to the business partners and/ or creditors. Should the terms and conditions could not be complied or any indication of the dishonest act has incurred, the business

partners and/or creditors shall be informed immediately to work together in solving the problems and preventing damages.

- Customers : The Company attend to the customers and take responsibilities in producing qualities goods with high standards. It respond to the customers' requirements and emphasis on the important of the qualities of the goods and services, reasonable pricing and timely delivery.
- Business Competitors : The Company has the policy to treat all business competitors equally and honestly. The business competition should be conducted with ethics and pursuant to the related laws and regulations. The rules and regulations for the competitions should be complied.
- General Public : The Company is well aware that business operation should have social responsibilities. It determined to be responsible for the environment and the community at both customers and the Company's locations. It also complies with the laws and related regulations.

Disclosure and Transparency

The Company ensure that all important information relevant to the company, both financial and non-financial that are specified in the regulations of the Stock Exchange of Thailand, is disclosed correctly, accurately, on a timely basis and transparently for the benefits of the shareholders, investors and analysts. The Company constantly updated the information and news so they are always current information and news.

Financial Reporting Quality

The Board of Directors have supervise and monitor that the financial reports prepared by the Company contain accurate and complete significant accounting information with transparency. It should conformed to the generally accepted accounting standards, and appropriate accounting policies are applied on the regular basis. The Board of Directors has set up the effective risk management and internal control systems. The Audit Committee has been appointed to monitor the quality of the financial reporting and the internal audit system. The Board of Directors has prepared Report of Board of Directors' Responsibilities for the Financial Reporting and the Audit Committee has presented the audit report as published in the Company's annual report.

Relationship with Investors

The Company established Investor Relation department as the representative in communicating with the shareholders, institution shareholders, investors, securities analysts and the general public.

The information is published on multi-channels such as the Stock Exchange of Thailand, the Securities and Exchange Commission, including the Company's website at www.newsnetwork.co.th. The investors can request for the Company's information via the Company's website at www.newsnetwork.co.th or send email to our E-Mail Address at ir@newsnetwork.co.th or telephone number 02-273-8351.

Sub-Committee

Structure of the Board of Directors

The Board of Directors have the policy to comply with the Best Practice for Directors of Listed Companies regarding the duties and responsibilities of the Board of Directors. They shall conduct their duties honestly, comply with all laws, the objects and the articles of association of the Company, be accountability to shareholders, determine to carry on the business continuously, implement and direct the Company's policies, monitor and supervise its operations with effectiveness and efficiency. The Board of Directors also responsible for the financial reporting. The Board of Directors meetings shall be held regularly. The Audit Committee has been appointed to monitor the Company's internal control system to ensure the transparency in the operation thus maximize the benefit of the Company and the shareholders. The Board of Directors comprised of 12 directors, including the Audit Committee. The Audit Committee comprised of 4 independent directors representing minority shareholders, which is exceeding one-third of the total number of directors. This complied with the good corporate governance determined for the public limited company and should be sufficient for reviewing the management and operation of the Company. For the effective corporate governance, the term of office for the directors is 3 years. The one-third of the directors with the longest term in the office will retire on rotation.

The Board of Directors' Meeting

The Board of Directors set to meet at least 4 times in one year. Additional meetings are also held such as operation plan for the year. The President, Chief Operating Office and Deputy Chief Operating Officer of Accounting and Finance Department are overseeing and approving the agendas. The Board of Directors' meeting shall have concise agenda and sufficient supporting documents. These documents shall be sent to the Board of Directors at least 7 days prior to the meeting so the directors have enough time to learn about the issues. The directors can request additional information from the Company's secretary.

It is the President's policy to encourage the careful exercise of discretion and allocate sufficient time for the meeting; therefore, the management has the abilities to propose and discuss significant matters thoroughly. The Board of Directors has assigned the Company's secretary to hold the responsibility of supporting the preparation of the agenda, sending invitation letters, organize the meeting, record the details of the meeting and prepare meeting's minutes. In 2016, the Board of Directors held a total of 10 meetings. The details of the attendance of individual directors are disclosed under the Management Structure.

Nomination and Appointment of Company Directors

The company directors shall be appointed by the Annual General Meeting of shareholders. One-third of the company directors shall retired from office at every Annual General Meeting of shareholders. If the number of company directors to be retired is not multiple of three, the number of company directors nearest to one-third shall vacate their office. The company directors to be retired by rotation shall be considered from the ones who have the longest term in office. The company directors that retire by rotation are eligible for re-nomination.

In 2016, the Company established the nomination committee to search for eligible director candidates. The criteria for eligible candidate is based on person with knowledge, skills, experiences, and vision that benefit the Company's operations. The director candidates shall also possessed of qualifications under the criteria stipulated in the Section 68 of the Public Limited Company Act B.E. 2535, the related Notifications of Capital Market Supervisory Board and the Securities and Exchange Commission. The details of such director candidates shall be proposed to the shareholders' meeting for consideration of appointment, by applying the following criteria: -

- 1) Each shareholder has votes in a number equal to number of shares held.
- 2) Each shareholder may exercise the votes under (1) to elect one or more persons as the directors, but the votes are not distributable.
- 3) The candidates who obtained the highest votes in descending order in a number equal to that of directors to be appointed are elected directors of the company. In the event of a tie at a lower place, which would make the number of directors greater than that required, the chairperson of the Annual General Meeting shall exercise a casting vote.

At every Annual General Meeting, one-third of the existing company directors shall retired from office. If the number of company directors to be retired is not multiple of three, the number of company directors nearest to one-third shall vacate their office. The company directors that retire by rotation are eligible for re-nomination.

In case of the vacancy in the office of company directors other than vacating office on expiration of term of office, the Board of Directors shall select legible person, who has full qualification and not have any prohibited characteristics under Public Limited Companies Act, to fill the vacated position in the next Board of Directors' meeting, except the remaining term of office is less than two months. The replacement director shall be in office for the remaining period of the director being replaced. The resolution of the Board of Directors shall be approved by not less than three quarter of the remaining directors.

Monitoring of Operations by Subsidiaries

It is the Company's policy for management of the subsidiary companies by appointing representative, which is the company directors or executives to be the directors or executives of the subsidiary companies. They jointly participate in management of the subsidiaries, supervise and implement the policies of management.

Monitoring of Insider Information Utilization

The Company has the policy for preventing the personnel from revealing insider information to outsider or for personal interest, including security trading. The Company's policy and method of supervising internal information usage are as follow;-

- 1) Inform the directors and executives of duty in reporting for any share holdings by them and their spouses, including their off springs that has not reached sui juris. They are also aware of the penalty according to the Securities and Exchange Act B.E. 2535 and the rules and regulations of the Stock Exchange of Thailand.
- 2) Determine that the executives shall report any alteration of share holdings to the Securities and Exchange Commission as well as forwarding a copy of the said report to the Company within the same day as reporting to the Securities and Exchange Commission.
- 3) Sending circular to inform executives that the executives who have acknowledge significant information which affecting the alteration of stock price shall refrain from trading the Company's securities within one month prior to the financial statements and information thereon are disclosed to the public, and forbidding disclosure of such significant information to other person.

Auditor Fee

1. Audit Fee

The Company and its subsidiaries paid audit fee to CWWP Co., Ltd. for the fiscal year 2016 as follow: -

News Network Corporation Public Co., Ltd.	Amount	1,230,000	Baht
Subsidiaries	Amount	<u>1,470,000</u>	Baht
Total Audit Fee	Amount	<u>2,700,000</u>	Baht

2. Non-Audit Fee

-None-

ETHICAL CONDUCT

News Network Corporation Public Company Limited

The Company's business ethical conduct is listed as the followings:

Prestigious service

In accordance of the Company business ethics, it is necessary to stipulate the business ethics frame as the principles of conduct for executive directors and employees to adhere as follows:

Ethical responsibility to employees

Employees are the priceless resource and the main factor to the Company accomplishment. Thus, the Company immerses itself into the great workplace environment and organizational culture innovation, teamwork support, fair and equitable treatment to employees, and the individual respect providing. Employment, appointment, and relocation of employees, are considered based on merit system basis and the most efficient human resource allocation.

The Company is responsible for maintaining a safe workplace environment for employees' life and assets and rigorously adhering Labor Protection Act.

Ethical responsibility to shareholders

The Company is concentrated in being the business satisfactory representative of the shareholders with regard to bring them contentment, considering on the Company's sustainable long-term growth and great continual return on investment with the information transparency and dependability.

Ethical competition

Competitive information

The Company has no any competitive policies of achieving competitors' information illegally or against ethics rules.

Independent and righteous competition

The Company supports and encourages the independent and righteous competition policy against monopolize trade.

Ethical responsibility to partnerships and creditors

Any dealings with partnerships must not cause the Company disreputation nor against laws, considering on business equality and partnerships' mutual interests.

The Company mainly adheres to the creditor's contract and conditions thereof regarding disbursement of capital and interest, and debenture security.

Ethical social responsibility

The Company place the important on social and environmental responsibility on the same level as business development. The Company has taken action in both aspect simultaneously all alongby mutual support between business and surrounding society, including paying attention to the social environment which is an important factor for sustainable company growth in business, social development and environmental responsibility. The Company has set its vision, mission and strategy for sustainable business as follows;-

Vision: The Company take action in its social responsibility with determined and constantly exploring to develop the working system including products and various services to standardized quality. The Company provide prompt service delivery will create high level of satisfaction for customers, with consideration of environmental conservation. The utilization of modern information technology has been apply for transferring beneficial and unbiased news and information to the society.

Mission; The Company develop its business for growth, encourage jobs creation and increase its potential and strength in technology and providing information for the public. Simultaneously, the Company fully aware of its responsibility to give back to the society by assisting and take care of the society and environment thus maintain and sustain the society's livable and good quality.

Strategy: The Company utilize technology and various channelto publicize news and information in every formats, taking the role to representand care for community, society as well as care for the environment. Building good awareness for everyone to realize the important of society and environment, including participating, sharing and helping each other in the community.

Ethical responsibility to customers

The Company attempts to deliver satisfaction and confidence to the customers through its reasonable, great products and services, and to strengthen customers' relationship under the following procedure manual:

Products and services

Generate high-quality products and services with firm determination to elevate productivity standards in continual, earnest manner, and accurately reveal its sorts of products and services information.

Customer information security and confidentiality

Committees, directors, and employees in all section shall not disclose customers' personal information to third parties without approval from the customers or the Company authorities, except as required by laws and regulations.

Customer services

Committees, directors, and employees in all section prioritize clients by understanding, speculating, and responding toward the needs and satisfactory of clients and stakeholders with equality and esteem. Generating truly customer loyalty is the foundation of the Company, which advances the Company to the accomplishment in long-term profitability.

Ethical responsibility to obligation

Committees, directors, and employees in all section have to understand, perceive their own obligation, manage resources for achieving the objective, own self-determination and respect the consequences without burdening the others.

Self-obligation

- realizing their own part can affect the success and failure of tasks.
- gaining a strong sense of coherence and overcoming business obstacles.
- allowing supervisors' performance evaluation willingly.

Task responsibility

- concentrating and being accountable on assigned tasks.
- not forsaking assignment or tasks, even though they are found disinteresting.
- acknowledging the faults and learning from them.
- bracing for a part of significant changes leading to task accomplishment.

Self-determination without forsaking assignments or burdening the others

- considering both advantages and disadvantages before making any decision.
- not pushing workloads onto the others as a negligence matter.
- being responsible for self-determination and following consequences.
- being accountable for obligation and assigned conductivity before appointing tasks to the others.

Teamwork encouragement

Diversity in perspectives, abilities, and competencies of committees, directors, and employees in all section has to be integrated in furtherance of overcoming obstacles and heading towards the accomplishment.

Providing reliance, respect, and honor to colleagues

- coordinating team colleagues with companionship, respect, and honor.
- trusting and reposing in competencies of team colleagues.
- treating one another with goodwill and courteousness.
- being open-minded, accepting, and complimenting team colleagues.
- not falsely claiming teamwork achievement as one's own.
- cooperating one another and between section by considering on the Company's Accomplishment.

Freedom of conscience

- consulting and considering with team colleagues.
- respecting the opinions and perspectives of the others regardless of competence, age, and position.
- not concluding or judging the others' thoughts unless acknowledging the facts.
- withstanding the interruption, and forgiving team colleagues for their faults or misbehavior.
- being prompted to adjust the point of view with the others in favor of resolving the problems.

Withstand and help one another resolving problems when contradiction or crisis occurs in team

- reviewing contradiction as the generator of various opinions or alternatives that are beneficial to assignment.
- resolving problems through an openly consult to seek the most appropriate solution.
- reminding that the teamwork success is as well as the Company.
- allowing team colleagues to amend the errors instead of censuring.
- accepting majority vote, even under different perspective.

Provide friendly professional environment

- assisting team colleagues even it is not assigned task.
- being attentive to team colleagues' condition.
- enjoying teamwork with colleagues, and being optimistic with a sense of humor.
- valuing leisure time and participating in teamwork activities and events.

Competence

Committees, directors, and employees in all section attempt to elevate the necessary competence by appraising their existing abilities and skills to cope with responsible assignments, and keep practicing self-development for excellence in the meantime.

Perform a competency evaluation and be evaluated regularly for work excellence

- evaluating own advantages and defects for better competence and skill improvement.
- accepting performance evaluation without bias for further self-development.
- elevating own knowledge, competence, and skill appropriate for each tasks.

Perform a continual self-development for changes

- exploring expertise and innovative technologies as possible.
- attempting to adapt knowledge and experience from trainings and seminars to the utmost Interest.
- developing own proficiency as an ideal for team colleagues and the others.
- tracing external organizations' changes for improving own expertise and skill.

Encourage, develop, and support subordinates to achieve utmost proficiency

- giving subordinates a recent duty for developing versatile skills.
- valuing and concentrating on regular performance and proficiency evaluation.
- retrieving outstanding advantages and skills of subordinates to the maximum benefit.
- regularly training and instructing subordinates.

Efficiency and economization

Committees, directors, and employees in all sections should have to activate foremost self-development and operational improvement by planning prevention approach, evaluation of alternatives, and resolution. All aim for achieving the expected objectives under economization in time and resources.

Explicit objective

- carrying out tasks relevant to the main objective, vision, and core value of the Company.
- possessing the business objective and earnestly striving after it.
- setting the challenging, measurable, and possible objectives.

Improve work procedure to the instant, accurate, and advanced one

- prioritizing tasks by urgency and attempting to settling them consecutively.
- exploring performance improvement regularly.
- accepting criticism or suggestion of the others to improve work process.
- examining and developing the Company's performance efficiency equivalent to the other leading firms.

Resource management

- being punctual at work and on appointments.
- devoting own abilities and proficiency for the accomplishment.
- carrying out tasks with the best effort within timeframe.
- utilizing equipment, tools and budget of the Company in a discreet manner.
- preserving the Company's equipment and tools.

Creativity

Committees, directors, and employees in all section are determined to generate creativity improving the Company's performance by lateral thinking and practices as to achieve innovative progress, which is compromising to expand the Company's competitive capacity. Some claimed that success is an obstacle to creativity generating as a result of the organizations are fixated on the past success and deny new aspects.

Internal information retrieval for own benefits or the others'

Committees, directors, and employees in all section shall not use significant, non-publicly disclosed internal information and for own benefits or the others'.

Participation in political activities

Committees, directors, and employees in all section have freedom to participate in political activities under the Constitutional. Nonetheless committees, directors, or employees shall not arrogate their position to themselves or utilize any assets, devices, or tools for political actions.

Information or interview provided for media or public

Any information regarding the Company provided must be based on the valid and accurate fact with caution. Personnel irrelevant to such duty or assignment shall not provide any information or interview in regard to the Company affecting its reputation and performance for media or public.

Conflict of interests**Payment or benefit acquirement**

Committees, directors, or employees who are relevant to any benefit or interests causing own performance limitation, and affecting the benefit of clients and the Company must perform as follows:

1. Committees, directors, or employees in all section shall not privately acquire any payment or interests from the Company's clients, partnerships, or persons in the name of the Company.
2. Committees, directors, or employees in all section shall not collect nor accept loan of the Company's clients or partnerships, except of banks or financial institutions as the customer thereof.
3. Committees, directors, or employees in all section shall not solicit or accept any gifts of high monetary value.

Outside employment or activities

Any private practices of committees, directors, and employees must not affect to their duty and performance of the Company in either the name of their own, families', or juristic person's. Such personnel needs to disclose private practices to the Company under its regulations.

Committees, directors, and employees shall not conduct or be a part of any business competing with the Company's, regardless such personnel acquires direct or indirect benefit from it.

Laws, rules, and regulations adherence

Committees, directors, and employees in all section must behave ethically in accordance with all applicable laws and regulations without conspiracy, assist, or any acts against laws.

The Company's assets maintenance

Committees, directors, and employees in all section are responsible for maintaining the Company's assets for its optimum benefit without the own use or the others'

Supervision and report

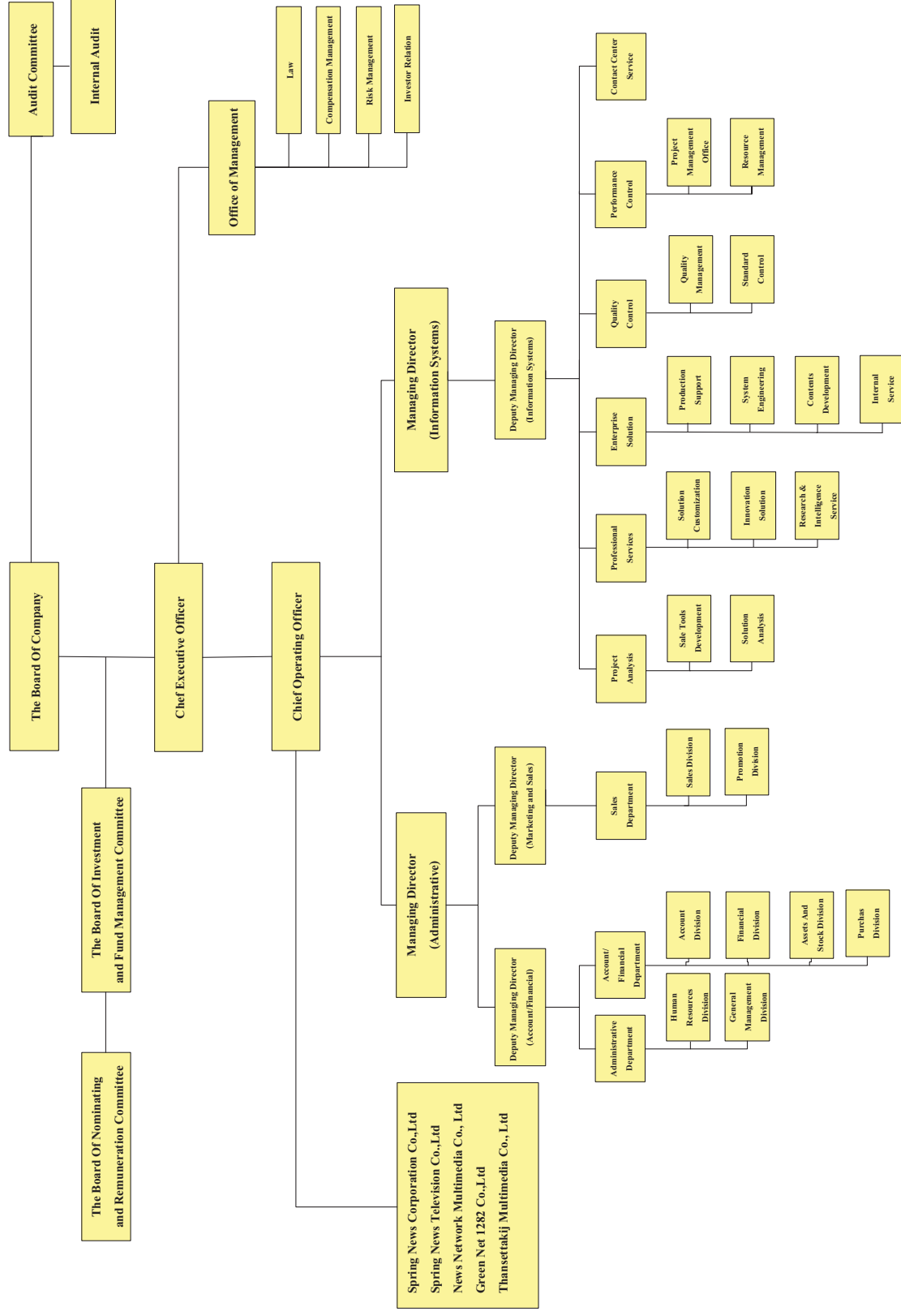
Committees, directors, and employees in all section must follow the ethical conduct. In case any acts against it have been found, report such acts to supervisors, human resources officers, internal auditors, or audit committees, depending on circumstances.

Directors and supervisors conduct the supervision, monitoring, and supporting subordinates to adhere the ethical conduct, nonetheless it might not cover all cases, if any questions or inquiry arise, consult the superiors.

The top ten list of Shareholders as show in the registration book as atJanuary10,2017 are asfollowing

Shareholders	No.of shares hold	Percentage
1. Mr.pisitPipatwilaikul	539,185,000	8.57
2. Mr.Sombat Panichcheva	402,408,660	6.40
3. Mrs.Kwanjaisilpikul	185,040,000	2.94
4. Mrs.Suksanchunsilpawat	170,770,200	2.71
5. Mr.JarupongJeenapan	125,262,500	1.99
6. Mrs. AmpaiHarmkriwilai	120,000,000	1.91
7. Thai NVDR Company Limited	114,417,194	1.82
8. Mr. SiritatRojjanapruk	88,666,660	1.41
9. Group Persons WalaipornTaveesuk	83,500,000	1.33
10. Group Persons ApiwatSupsin	76,417,700	1.21
11. Another	4,386,353,166	69.71
Total	6,292,021,080	100

Organization Chart



MANAGEMENT STRUCTURE

1. Board Structure

There are 4 groups of the committee

1.1 The Board of Company on March 31, 2017 comprises with 12 directors as following:

1.	Mr. Meechai Ruchuphant	Chairman
2.	Mr. Apivut Thongkam	Vice Chairman
3.	Adjunct Professor Prasobsook Boondech	Vice Chairman
4.	Mr. Arak Ratboriharn	Director
5.	Mr. Suthichai Bunnag	Director
6.	Pol.Gen. Dr. Ruangsak Jritake	Director
7.	Miss Watanya Wongopasi	Director
8.	Mr. Sontian Chuenruetainaidhama	Director
9.	Capt. M.R. Chularangsri Yugala	Director
10.	Mr. Pinit Wuthipand	Director and Chairman of Audit Committee
11.	Mr. Chirasak Thaneeant	Director and Audit Committee
12.	Air Marshal Chartchai Rodboonpha	Director and Audit Committee

Scope of the Board of Directors' Duties and Responsibilities

1. Administer the Company in compliance with the laws, the Company's objectives, and articles of association including the shareholders' resolution, with honesty, being conscientious and watchful of the Company's interest.
2. Implement and direct the policy for operation, including monitoring and supervising the executives' management and administration to be in accordance with the assigned policy with effectiveness and efficiency. Except the followings matters that the Board of Directors shall be granted approval from the shareholders meeting prior to the execution, such as sale or transfer the Company's business operation, either entirely or significant portion to other party, purchase or accept the transfer of business operations from other private company or public limited company, alter the Memorandum of Association or the Articles of Association, increase or decrease the registered share capital, and issuance of debentures.
3. Able to appoint or assign one or more directors or other person to perform any action on behalf of the Board of Directors as deemed appropriated. The Board of Directors is able to cancel, modify or alter such authority.

4. Supervise the management to efficiency execute the operation in conforming to the policy. Notify the management to present important issues which may affect the Company's operation. Oversee and manage the risks and the transactions with related entities to be considered and compliance with the rules and regulation of The Securities and Exchange Commission and The Stock Exchange of Thailand.
5. Ensure the internal control system and internal audit are in place and effective. Set up the internal audit department to monitor the internal operation, execute, follow up, and co-ordinate with the Audit Committee for the benefit of shareholders.
6. Perform duty by utilizing knowledge, skills and experiences for benefit for the Company's operations. Be accountability to shareholders and disclose the information to the investors and general public accurately and completely. Be ethical and transparent in policy implementation and business management.

Audit Committee

On March 31 2017 . The audit committee comprises with 3 persons whose names are as follows:

- | | |
|------------------------------------|-----------------------------|
| 1. Mr. Pinit Wuthipand | Chairman of Audit Committee |
| 2. Mr. ChirasakThanesnant | Audit Committee |
| 3. Air Marshal ChartchaiRodboonpha | Audit Committee |

Scope of the Audit Committee's Duties and Responsibilities

The Audit Committee has the duty and responsibility according to the regulations and guidelines of the Securities and Exchange Commission and the Securities Exchange of Thailand. They report directly to the Company's Board of Directors. The details are as follow: -

1. Review the accuracy and sufficiency of the Company's financial reporting.
2. Review the existence of appropriate and effective internal control system as well as internal audit system. Consider particularly the independent of internal audit department. Grant approval in engagement, transfer or lay off the head of internal audit department or other department responsible for internal audit.
3. Review the Company's compliance to the rules and regulations of the Securities and Exchange Act, the regulation of the Stock Exchange of Thailand, and the laws that related to the Company's operation.
4. Consider, select and propose for approve the engagement of independent person as the external auditors, proposing the compensation to be paid to the external auditors in connection with their engagement. The Audit Committee shall hold at least 1 meeting per year with the external auditor without any management attending the said meeting.
5. Consider any transaction with related entities or transactions that may incur conflict of interest. The transactions shall be compliance with the rules and regulations of the Stock Exchange of Thailand. This is to ensure the said transactions are reasonable and for the Company's greatest benefit.
6. Prepare the report of the Audit Committee and disclose the said report in the Company's annual report.

7. Perform other duties as assigned by the Board of Directors with the prior approval of the Audit Committee.

Nominating and Remuneration Committee

On March 31 2017 . The Nominating and Remuneration committee consists of 3 persons whose names are as follows:

- | | | |
|-----------------------|------------|----------------------------------|
| 1. Mr. Apivut | Thongkam | Chairman of Nomination Committee |
| 2. Mr.Chirasak | Thanesnant | Nomination Committee |
| 3. Mr.SuthichaiBunnag | | Nomination Committee |

Scope of Duties of the Nominating Committee

1. To define criteria and recruitment process to recruit directors and appoint the executives whose title is equal to deputy managing director and above to support and assist the executive to manage the organization effectively.

2. To define and recommend the remuneration criteria of the directors including monthly remuneration, allowance and director's pension remuneration meetingto the board of directors prior to the consideration and approval of the Annual General Meeting.

3. To review the remuneration made to the directors of the company's subsidiaries to get approval from the board of directors.

4. To Set the indicators for the incentive payments and salary adjustment of managing directors.

5. To define the policy and criteria to pay bonuses, incentives to the employees and executives which rely on the company's performance and other company's remunerations in the same industry.

6. To define the policy and criteria for annual salary adjustment which rely on the economic conditions.

7. To define the policy and criteria for the succession planning of the managing director and deputy managing director in Information System, Accounting and Finance and Sales and Marketing.

8. To consider the insurance policy to the directors and executives officers to protect all liabilities occurrence

The Investment and Fund Management Committee

The Investment and Fund Management Committee comprises of 4 directors as follows:

- | | | |
|-----------------------|------------|--|
| 1. Mr.Arak | Ratbiriarn | Chairman of Implementation of the Investment Committee |
| 2. Mr.SuthichaiBunnag | | DirectorofImplementation of the Investment Committee |

- | | |
|----------------------------------|--|
| 3. Miss Watanya Wongopasi | Director of Implementation of the Investment Committee |
| 4. Capt. M.R. Chularangsi Yugala | Director of Implementation of the Investment Committee |

Scope of duties of The Investment and Fund Management Committee

1. Determining strategies and policies of the company's investment in compliance with the company's policies and approving criteria and requirements for the company's investment and business offers.

2. Reviewing tender offers, investment offers, and assets acquisition offers, including appropriate fund resources.

3. Determining all risks in relevant to the company's investment and financial

4. Perform and operate all aspects of the company's investment under the policies and directions instructed by the Board of Directors.

5. Assigning and appointing legal advisories, financial advisories or relevant specialists for suggesting and providing advises in relevant to the investments for the purpose of the benefits of the group of the company.

6. Other duties and responsibilities as occasionally assigned by the company's Board of Directors and under the resolutions of the shareholders general meeting.

Management Name List

The company's management comprises with 4 persons whose names are as follow:

- | | |
|-----------------------------|--|
| 1. Mr. Arak Ratboriharn | Chief Executive Officer |
| 2. Miss Watanya Wongopasi | President |
| 3. Mr. Ruknong Phaholyothin | Managing Director (Administrative) |
| 4. Mr. Pranot Kosakarn | Chief Financial Officer, Corporate Secretary |

Scope of duties and responsibilities of Chief Executive Officer

1. To assign strategies and procedures to complete the assignments of the Board of Directors.

2. Control and supervise to complete the assignments effectively.

3. Find the channel in any related businesses as well as new businesses to increase the company's income and employees' interest to be approved by the Company's Board of Directors.

4. Issue any orders, regulations, and memorandums to fulfill the policies.

5. To approve and/or to assign to sign an agreement any normal practices of company's businesses not exceeding to 5 Million Baht.

6. To cooperate and work on the assignments under the committee's policies.

7. To cooperate between the management and employees concerning on the policy that is approved by the company committee.

8. To organize the Company's structure and management including appointing, employing, reshuffling, dismissing, determining salary and remuneration, considering performance, bonus, welfare and terminating all employees excepted for executive position.

9. To responsible of the Company's business operations which not against the government laws, rules, regulations, and company's regulations.

By the way, this is under the laws and company's regulations might comply or not conflict to company's objectives, shareholders' resolutions, and SET and SEC regulations such as acquisition and disposition of assets of listed company, standard, procedure of disclosure in cases of any conflict of interest.

Details of the Company's committees subsidiary on December31, 2016.

Name		News Network Corporation PCL.					Sync Technologies Co.,Ltd.		Environmental Solution Integrator Co.,Ltd.		Springnews Corporation Co.,Ltd.		Springnews Television Co.,Ltd		Ruam Mue Ruam Jai Co.,Ltd.		News Network Multimedia Co.,Ltd		Gnet 1282 Co.,Ltd.		Thanasetakij Multimedia Co., Ltd.	
NO.	Name	Director	Executive	Audit Committee	nomination and Remuneration Committee	Investment and Fund Management Committee	Director	Executive	Director	Executive	Director	Executive	Director	Executive	Director	Executive	Director	Executive	Director	Executive	Director	Executive
1	Mr. Meechai Ruchuphant	✗																				
2	Adjunct Professor Prasobsook Boondech	✓																				
3	Mr. Aivut Thongkam	✓			✗		✓															
4	Mr. Chirasak Thanee-nant	✓		✓																		
5	Mr. Suthichai Burnag	✓			✓	✓																
6	Pol.Gen. Dr.Ruangsak Jitlake	✓																				
7	Mr. Pinit Wuhipand	✓		✗																		
8	Mr. Arak Ratboriham	✓	✓			✗	✓													✓		
9	Mr. Sontyan Chuenueitainaidhama	✓																				
10	Miss Walanya Wongopasi	✓	✓			✓														✓		✓
11	Capt.MR. Chularangsi Yugala	✓				✓																
12	Mr. Ruknong Phaholyothin		✓					✓														
13	Mr. Pranot Kosakarn		✓					✓												✓		
14	Mr. Phornprayoon Issarasak Na Ayuthaya												✓									
15	Mr. Rattanaburee Atisapt												✓									
16	Mr. Patchara Samplimpa																					
17	Mr. Tachpong Thamputipong																			✓		
18	Mr. Thanachai Theerapattanavong												✓							✓		✓
19	Mr. Thanachai Santichaiกุล □												✓									
20	Mr. Ekachai Chaicherdhookij																		✓			
21	Mr. Boonpalsanan Dhanadhamtakul																		✓			
22	Mrs. Hunsu Thanomsing																		✓			
23	Mr. Baakbun Boonlert																		✓			
24	Miss Oyim Choltichanun																		✓			
25	Mr. Kosol Songneam																		✓			

Remarkx= Chairman✓ = Committee, Executive Director, Audit Committee, nomination and Remuneration Committee, Directors Subsidiary Committee, Risk Management Committee, Strategic Committee, Management Structuring Committee and Investment and Fund Management Committee.

The Company's subsidiary authorized persons

1. News Network Corporation PCL. By Mr. Arak Ratboriharn, Mr. Suthichai Bunnug, Miss Watanya Wongopasi and Mr. Apiwut Thongkam, two of these four directors
2. jointly signing with the company's seal affixed.
3. Sync Technologies Co., Ltd. by the joint signature of two of these directors and affix the company's common seal are binding the company.
4. Environmental Solution Integrator Co., Ltd. by the joint signature of two of these directors and affix the company's common seal are binding the company.
5. Springnews Corporation Co., Ltd. By Mr. Suthichai Bunnug or Mr. Arak Ratboriharn or Miss Watanya Wongopasi jointly signing with the company's seal affixed, or Mr. Suthichai Bunnug or Mr. Arak Ratboriharn or Miss Watanya Wongopasi, one of these three directors jointly signing with one of the directors other than named above, totalling two directors, with the company's seal affixed.
6. Ruam Mue Ruam Jai Co., Ltd. by the joint signature of two of these directors and affix the company's common seal are binding the company.
- Springnews Television Co., Ltd. by the joint signature of two of these directors and affix the company's common seal are binding the company.
7. News Network Multimedia Co., Ltd. By Mr. Suthichai Bunnug or Mr. Arak Ratboriharn or Miss Watanya Wongopasi jointly signing with the company's seal affixed, or Mr. Suthichai Bunnug or Mr. Arak Ratboriharn or Miss Watanya Wongopasi, one of these three directors jointly signing with one of the directors other than named above, totalling two directors, with the company's seal affixed.
8. Greenet 1282 Co., Ltd. by Mr. Arak Ratboriharn or Mr. Tachpong Thamputhipong or Mr. Pranot Kosakarn jointly signing with Mr. Ekachai Chaicherdchookij or Mr. Boonpalsanan Dhanadhamtakul, totalling to two directors, with the company's seal affixed.
9. Thansettakij Multimedia Co., Ltd. by two directors jointly signing with the company's seal affixed

Nomination and Appointment of Company Directors

The company directors shall be appointed by the Annual General Meeting of shareholders. One-third of the company directors shall retired from office at every Annual General Meeting of shareholders. If the number of company directors to be retired is not multiple of three, the number of company directors nearest to one-third shall vacate their office. The company directors to be retired by rotation shall be considered from the ones who have the longest term in office. The company directors that retire by rotation are eligible for re-nomination.

In 2016, the Company established the nomination committee to search for eligible director candidates. The criteria for eligible candidate is based on person with knowledge, skills, experiences, and vision that benefit the Company's operations. The director candidates shall also possessed of qualifications under the criteria stipulated in the Section 68 of the Public Limited Company Act B.E. 2535, the related Notifications of Capital Market Supervisory Board and the Securities and Exchange Commission. The details of such director candidates shall be proposed to the shareholders' meeting for consideration of appointment, by applying the following criteria: -

- 1) Each shareholder has votes in a number equal to number of shares held.
- 2) Each shareholder may exercise the votes under (1) to elect one or more persons as the directors, but the votes are not distributable.
- 3) The candidates who obtained the highest votes in descending order in a number equal to that of directors to be appointed are elected directors of the company. In the event of a tie at a lower place, which would make the number of directors greater than that required, the chairperson of the Annual General Meeting shall exercise a casting vote.

At every Annual General Meeting, one-third of the existing company directors shall retired from office. If the number of company directors to be retired is not multiple of three, the number of company directors nearest to one-third shall vacate their office. The company directors that retire by rotation are eligible for re-nomination.

In case of the vacancy in the office of company directors other than vacating office on expiration of term of office, the Board of Directors shall select legible person, who has full qualification and not have any prohibited characteristics under Public Limited Companies Act, to fill the vacated position in the next Board of Directors' meeting, except the remaining term of office is less than two months. The replacement director shall be in office for the remaining period of the director being replaced. The resolution of the Board of Directors shall be approved by not less than three quarter of the remaining directors.

REMUNERATION

The director remuneration policy has been clearly and transparently established by the Board of Directors. for consideration before presenting to the shareholders meeting for consideration and approval.

The Remuneration of Directors Policy and Payment Criteria

1. Monthly Remuneration

The Chairman	35,000	Baht/ month
Non Executive Director	30,000	Baht/ month
Executive Director	Non monthly Remuneration	

2. Per Meeting Attendance

2.1 The Board of Directors Meeting

The Executive Directors	6,000	Baht/ time
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2.2 The Audit Committee

The Chairman	8,000	Baht/ time
Audit Committee	6,000	Baht/ time
Bonus	none	

2.3 The Nominating and Remuneration Committee

The Chairman	8,000	Baht/ time
Director	6,000	Baht/ time

2.4 The Directors subsidiary Committee and /or other committees.

The Chairman	8,000	Baht/ time
Director	6,000	Baht/ time

Remuneration of the Director

The Company's directors shall receive the remuneration as the Company and audit committees for the 2016 fiscal year stated as the following individuals:-

Unit: Baht

No.	Name	Monthly remuneration	Per Meeting Attendance of Directors	Per Meeting Attendance of The Investment and Fund Management Committee	Per Meeting Attendance of Nominating and Remuneration Committee	Per Meeting Attendance of Audit Committee	Total
1.	Mr. Meechai Ruchuphant	420,000.00					420,000.00
2.	Mr. Apivut Thongkam	360,000.00			24,000.00		384,000.00
3.	Adjunct Professor Prasobsook Boomdech	360,000.00				48,000.00	408,000.00
4.	Mr. Arak Ratboriharn		60,000.00	8,000.00			68,000.00
5.	Mr. Sirot Ongjarit	310,000.00					310,000.00
6.	Mr. Suthichai Bunnag	360,000.00		6,000.00	6,000.00		372,000.00
7.	Mr. Pinit Wuthipand	360,000.00				64,000.00	424,000.00
8.	Mr. Chirasak Thanestnant	360,000.00			18,000.00		378,000.00
9.	Miss. Watanya Wongopasi	180,000.00	36,000.00	6,000.00			222,000.00
10.	Mr. Kavit Sirison	360,000.00				30,000.00	390,000.00
11.	Mr. Teerachai Rattanakamolporn	60,000.00			6,000.00		66,000.00
12.	Pol.Gen. Dr. Ruangsak Jritake	271,935.48					271,935.48
13.	Capt. M.R. Chularangsri Yugala	271,935.48		6,000.00			277,935.48
14.	Mr. Sontian Chuenruetainaidhama	29,032.26					29,032.26
Total							4,020,903.22

Remark -Pol.Gen. Dr. Ruangsak Jritake was appointed as the director held on March 30, 2016.

-Capt. M.R. Chularangsri Yugala was appointed as the director held on March 30, 2016 and appointed as the Investment and Fund Management Committee held on March 30, 2016.

- Miss. Watanya Wongopasi was appointed as the President held on April 1st, 2016.

- Mr. Sontian Chuenruetainaidhama was appointed as the President held on December 1st, 2016.

The Board of Directors Report on the Financial Statements

The Board of Directors fully takes a responsibility to the Financial Statements and the entire related financial information presented in this annual report of News Network Corporation Public Company Limited. The aforementioned financial statements have been prepared in accordance with Thai Generally Accepted Accounting Principles, using appropriate accounting policies consistently employed by the Company after applying prudent judgment and best estimation. Important information is adequately disclosed in the remark to the financial statements.

The Board of Directors has provided for and maintained an efficient internal control system to ensure that accounting records are accurate, complete and adequate to protect the Company's assets and uncover weaknesses in order to prevent fraud or materially irregular operations.

To accomplish this task, the Board of Directors has appointed an audit committee, which consists fully of Independent Directors and the committee is, inter alia responsible for the quality of financial statements and internal control systems, whose comments on these issues are readily included in the Audit Committee Report in this annual report.

The financial statements of the company are audited by CWWP Company Limited. Due to the referenced audit, the Board has provided all the consequential records and data to the Audit Committee. Thus, the Audit Committee is able to audit and express opinion in accordance with auditing standards which is included in the Audit Committee Report attaching with the Company Annual Report.

The Company Board of Directors is unanimous in its opinion that Company's Internal Control System is in appropriate and sufficient level to its financial statements' reliability given on December 31, 2016.

Mr. Meechai Ruchuphant

Chairman

Report of Audit Committee

The Board of Directors had appointed the Audit Committee comprising of 3 non-executive directors, and one of the Audit Committee has expertise in finance and accounting. The Audit Committees are independent directors as following:

Mr.PinitWuthipand	as Chairman of Audit Committee
Adjunct Professor PrasobsookBoomdech	as Audit Committee
Mr. Kavitsirison	as Audit Committee
	(Resigned on December 26,2016)

In 2016, the Audit Committee held 8 ordinary meetings on a regular basis which of its result was quarterly reported to the Board of Directors for acknowledgment on operating the business. The meeting result is summarized as follows:

Financial Statement Report

The Audit Committee, the auditor, management division and Internal Audit had reviewed the Company's quarterly, the yearly financial statements, and the consolidated financial statements of the Company and its subsidiaries. The Audit Committee considered the important aspects, and subsequent hearings from the management and the external auditor to ensure the Company financial budget process correctness, reliability, with the right of financial statement users to adequate disclosure in time, and in compliance with generally accepted accounting principles including laws and regulations of Stock Exchange of Thailand and Securities and Exchange Commission. The Audit Committee, the auditor, management division and Internal Audit had furthermore reviewed the preparation to ensure that the Company is capable of following the International Financial Reporting Standards (IFRS).

Related transaction or conflict of interest transaction

The Audit Committee had considered and given opinions about related transaction, or conflict of interest transaction among the Company and its subsidiaries, concerning whether the execution of the transactions is reasonable and in line with the conditions of the Stock Exchange of Thailand, with recognition on shareholders' benefits.

Internal Control System and Risk Management

The Audit Committee had reviewed the adequacy of the Internal Control Systems of the Company and its subsidiaries, based on the reports of the Internal Audit and the auditor, concerning evaluation criteria for adequacy and efficiency of the Internal Control System, the risk management, and the business operations of the management in compliance with well-established policies and the delegation of the authority. Audit Committee had duly made a review and opinions that the Company has adequately provided its Internal Control System ISO 9001:2008.

Compliance

The Audit Committee had reviewed the Company's business operation to ensure that it is in compliance with laws of Securities and The Stock Exchange of Thailand, and in time regulations of the Stock Exchange of Thailand and related laws.

Good Corporate Governance

The Audit Committee had monitored and reviewed whether the administration of the business of the Company was in compliance with the Good Corporate Governance to ensure transparency of operation and increase stakeholders' confidence.

Internal Audit Governance

The Audit Committee had considered the independence of the Internal Audit, its scope of responsibilities, annual audit plan, audit report, and tracked the implementation of important issues mentioned in the internal audit report. The Audit Committee provided some advices regarding the improvement and streamlines of the audit performance, and considered the appropriateness of budget, workforce, personnel training and development, and annual performance appraisal of the Internal Audit.

Considering the appointed Auditor and Compensation

The Audit Committee had considered the appointment of the auditor and the annual auditor remuneration for the financial year 2015 based on the performance and status of the auditor, significant constraints or the regulation of Stock Exchange of Thailand or other related organizations. The purpose of the meetings was to ensure the independence of the auditor and the neutrality on work performance.

The Audit Committee had examined the auditors' work performance of CWWP Company Limited from the accounting period of previous year and considered the auditor's remuneration with the Boards of Directors. The Audit Committee deemed that the auditors had good understanding of the Company's businesses, practiced in a neutral and independence manner and regularly delivered its work on time. The Annual General Meeting of Shareholders for the year 2016 therefore had appointed CWWP Company Limited as the Company's auditor for another period and its auditors as the followings:

- | | |
|----------------------------|---|
| 1. Ms.WanrayaPuttasatien | Certified Public Accountant license number 4387 |
| 2. Mr.ChardsakulAonmongkol | Certified Public Accountant license number 1795 |

The Audit Committee deemed that during the accounting period of the year 2016, the Company had put in place the appropriate and adequate Internal Control Systems, established procedures assuring its operation is in compliance with the related laws through good corporate governance and adequate disclosure of reliable Company's financial report information.

The Audit Committee's operation during the 2016 fiscal year was accorded the full assistance and co-operation of the related staff and management. Therefore, The Audit Committee would like to show its utmost gratefulness towards the aforementioned ones.

(Mr.PinitWuthipand)

Chairman of Audit Committee

Financial Position and Operating Result

The Company and its subsidiaries' business activities comprises of: - 1. Technology products segment; including software and hardware as well as providing computer network system service, 2. Media related segment; including digital television as news agency under the name of SPRINGNEWS Channel 19 and radio station under the name of SPRING RADIO FM 98.5 MHz., 3. Distribution and providing services for tools and equipment for health and environment segment, 4. Goods and service distribution segment; providing information via mobile phone, Internet, and electronic media (SMS), advertisement on website, distribution of books and magazines and distribution of various products via Call Center and mobile phone, 5. Print media distribution segment.

The operation for year 2016: The overall performance reveal the Company's revenues from operation increased by Baht 65.47 million, or 30.77% as the revenues from operation in the media segment increased by Baht 26.54 million or 22.78%, Distribution and providing services for tools and equipment for health and environment segment increased by 21.99 million, or 48.36% and goods and service distribution segment increased by Baht 10.34 million or 42.43%. In September 2016, the Company additionally invested in print media distribution by entered into an agreement for utilizing the trademark of Thansettakij Newspaper and generated the revenues from operation amounting to Baht 21.39 million.

The Company continue to conduct the main business activities in technology products segment; distributing and providing services for technological products. For the year 2016, the revenue from operation decreased by Baht 14.69 million, or 54.73% as the result of economy situation and market trend thus effect in the delay of investment in private sector as well as the bidding for the government sectors' projects are still in the process of bidding and approving. The Company continue to operate according to its original plan and expected to generate an increase in revenue.

For the year 2016, the Company generated Baht 347.49 million of total revenues, incurred Baht 1,854.55 million of operating expenses and resulted in Baht 1,507.06 million of net loss.

	2016	2015	Increase / (Decrease)	
(Unit : Million Baht)	Amount	Amount	Amount	%
Revenues from operation	278.24	212.77	65.47	30.77
Other income	69.25	55.87	13.38	23.95
Operating expenses	-1,854.55	-875.80	978.75	111.75
Net profit (loss)	-1,507.06	-607.16	899.90	148.21

2. Analysis of Operating Result and Profitability

2.1 Analysis of Revenues

For the year 2016, the Company has the total revenues amounting to Baht 347.49 million, increase from Baht 268.64 million in 2015, representing an increase of Baht 78.85 million, or 29.35%. Baht 278.24 million is revenues from sales of goods and services, and Baht 69.25 million from other income.

Revenues from operation for the year 2016 amounting to Baht 278.24 million, increase from Baht 212.77 million in 2015, representing an increase of Baht 65.47 million, or 30.77%. It is due to the increase in revenues generated from the media related segment; comprise of digital television, radio, print media distribution segment, and goods and service distribution segment. The revenues from operation from the distribution and providing services for tools and equipment for health and environment segment has increased amounting to Baht 80.16 million and the technology products segment has decreased amounting to Baht 14.69 million.

Other income is Baht 69.25 million, increase from Baht 55.87 million in 2015, representing an increase of Baht 13.38 million. The income earned from interest received, dividend income, revenues from other services that unrelated to main revenues and rental income.

Revenues from Operation – Classified by Segments

Revenues from operation can be classified into 5 segments; technology products segment, media related segment, distribution and providing services for tools and equipment for health and environment segment, goods and service distribution segment and print media distribution segment.

Segment (Unit : Million Baht)	2016	2015	Increase / (Decrease)	
	Amount	Amount	Amount	%
Technology products segment	12.15	26.84	-14.69	-54.73
Media related segment	142.54	116.09	26.45	22.78
Distribution and providing services for tools and equipment for health and environment segment	67.45	45.47	21.98	48.34
Goods and service distribution segment	34.71	24.37	10.34	42.43
Print media distribution segment	21.39	-	21.39	100.00
Total Revenue from Operation	278.24	212.77	65.47	30.77
Other income	69.25	55.87	13.38	23.95
Total Revenues	347.49	268.64	78.85	29.35

Technology products segment

Revenues from operation for the year 2016 is Baht 12.15 million, decrease from Baht 26.84 million in 2015, representing a decrease of Baht 14.69 million, or 54.73%. It is the result of various government project required long duration in finalizing the budget for individual project. The country's economic, political and market situations including budget allocation by the government have caused the Company to unable to win the bid from the government sectors as anticipated. Therefore, the Company's revenue has diminished. Fortunately, the Company has been awarded projects from private enterprises but these projects could not generate significant amount of revenues for the Company.

News Network Public Company Limited: For the year 2016, the Company earned Baht 7.07 million of revenues from operation, increases from Baht 4.92 million from 2015, representing an increase of Baht 2.15million, or 43.70%. Baht 3.85million is revenue from selling merchandises, Baht 2.24million is revenue from system development and program maintenance services, and Baht 0.98million is revenue from rental income.

For the year 2016, Sync Technologies Co., Ltd. has Baht 8.86 million of revenues from operation, a decrease from Baht 22.73 million in 2014, representing a decrease of Baht 13.87 million, or 61.02%. Baht 6.07 million is revenues from selling merchandises and Baht 2.79 million is revenues from services. It resulted from the company inability to win the bid for projects from the government sectors as anticipated.

Media related segment

For the media related segment, theCompany emphasis on being comprehensive multi-platform media broadcasting on digital television, radio, newspaper, magazine, etc. In year 2016, the segment earned Baht 142.54 million of revenues from operation, an increase from Baht 116.09 million in 2015, representing an increase of Baht 26.43 million, or 22.78%. The operation conducted under Spring News Corporation Co., Ltd. and its subsidiary as well as News Network MultimediaCo., Ltd. and its subsidiary.

Spring News Corporation Co., Ltd. generates revenues from providing information and news, news and television program production airing on the digital television channels, including new medias.

Spring News Television Co., Ltd., a subsidiary of Spring News Corporation Co., Ltd., is the licensee for Commercial Digital Terrestrial Television Channels for the news category and operating under SPRINGNEWS Channel 19. It generates revenues from advertising.

In 2016, Spring News Corporation Co., Ltd. and its subsidiary, Spring News Television Co., Ltd., have Baht 130.20 million of revenues from operation, increase from Baht 113.40 million from 2015, representing an increase of Baht 16.80 million, or 14.81%. It mainly due to the company's developing and

upgrading the broadcasting system, and improved the content of the news report so the latest news is updated. The company also source interesting television programs to broadcast. Therefore, the company received more advertising revenues. However, since the company's advertising rate remain less expensive when comparing to other companies' media. The increase in revenues from advertising still fell short of expectation.

With the determination to modernize, increase the broadcasting potential, and expand additional method of reaching viewers, the Company entered into an affiliate and consultation agreement with CNN Television Station for strengthen the news presentation and coverage. The broadcasting commenced on 1 January 2017. For 2017, the Company anticipate an increase in advertisement revenues that enable growth for the Company, and expansion in other business segments.

News Network Multimedia Co., Ltd. operate radio transmission under the name of SPRINGRADIO FM 98.5 MHz. The company has acquired permit for operating business of radio broadcast from the National Broadcasting and Telecommunication Commission (NBTC). The airing commenced on 1 November 2015.

In 2016, the company has Baht 13.66 million of revenues from operation, an increase from Baht 2.70 million in 2015, representing an increase of Baht 10.96 million, which the operation in 2016 ran for the entire year. The company's revenues has increased but not reaching the anticipated amount. The listeners' behaviour have changed in line with the advancing technology, such as YouTube, Facebook, which has impact on radiomedia. The company has to adapt according to the behaviour of listeners and providing multiple media channels for listeners to communicate with radio presenter thus building a good relationship, which will effect advertising revenues.

Distribution and Providing Services for Tools and Equipment for Health and Environment Segment

Environmental Solution Integrator Co., Ltd. conduct business activities in distributing and providing services of tool and equipment for health and environment for air, noise and public hazard, which requires specialized experiences. The company's revenues comprise of sale of environmental instruments, construction of air quality monitoring stations, provide maintenance services for Continuous Emission Monitoring Network and provide management services for Environmental Monitoring and Control Center.

In 2016, Environmental Solution Integrator Co., Ltd. has Baht 67.46 million of revenues from operation, increase from Baht 45.47 million in 2015, representing an increase of Baht 21.99 million, or 48.36%. It comprised of Baht 27.44 million of revenues from sale and Baht 40.02 million of revenues from services. The company has tendency to command greater revenues due to favorable response from works performed in previous year in both government and public sectors. The company has modified and

strengthen its operation to compete with others in the same business. In 2017, the company anticipate an increasing rate of revenue growth.

Goods and Service Distribution Segment

Green Net 1282 Company Limited's business activities are goods distribution and providing information and news services via mobile phone, Internet and electronic media (SMS), advertisement in website, distribution of books and magazines and distribution of various products via Call Center and mobile phone.

In 2016, the company has Baht 34.71million of revenues from operation, increase from Baht 24.37 million in 2015, representing an increase of Baht 10.34 million, or 42.43%. It comprise of Baht 21.14 million of revenue from sales and Baht 13.57 million of revenue from services. The company would generate more revenues from website advertising fee and distribution of books and magazines.

Newspaper distribution sector

Thansettakij Multimedia Co., Ltd., a subsidiary company of News Network Multimedia Co., Ltd., conduct business activities in distribution of print media. The company entered into an agreement toutilize the trademark of Thansettakij newspaper for the period of 30 years. The business operation has commenced on 6 September 2016.

In 2016, the company has Baht 21.39 million of revenues from operation;comprise of Baht 3.60 million of newspaper distribution, and Baht 17.79 million of advertisement revenues. Year 2016 is the first year of the company's operation so the company anticipate a significant increase of revenues for 2017.

Other Income

	2016	2015	Increase / (Decrease)	
(Unit : Million Baht)	Amount	Amount	Amount	%
Interest Income	16.72	30.18	-13.46	-44.60
Dividend Income/Share of Gain	12.34	11.53	0.81	7.03
Gain on Asset Disposal	-	0.03	-0.03	-100.00
Gain (Loss) from Securities Trading	0.33	2.50	-2.17	-86.80
Rental Income	1.71	1.48	0.23	15.54
Other Income	38.15	10.15	28.00	275.86
	69.25	55.87	13.38	23.95

For the year 2016, the Group Companies has Baht 69.25 million of other income, increase from Baht 55.87million in 2015, representing an increase of Baht 13.38million, or 23.95%. It consisted of interest income, dividend income/ share of gain, other income that is not related to the main income and revenues from leasing the unit located on 17th floor, Phaholyothin Place building.

2.2 Analysis of Operating Expenses

News Network Corporation Public Company Limited and its subsidiaries. For the year 2016, the Company incurred the total operating expenses at Baht 1,854.55 million, increase from Baht 875.80 million in 2015, representing an increase of Baht 978.75 million, or 111.75%.

	2016	2015	Increase / (Decrease)	
(Unit : Million Baht)	Amount	Amount	Amount	%
Costs of Sales and Services	526.35	502.17	24.18	4.82
Selling and Administrative Expenses	258.90	258.53	0.37	0.14
Bad Debt and Doubtful Debt	43.07	45.05	-1.98	-4.40
Loss from Impairment of Investments	0.07	-	0.07	100.00
Loss from Goodwill Impairment	2.00	10.80	-8.80	-81.48
Loss from Impairment of License for Commercial Digital Terrestrial Television Channels	953.90	-	953.90	100.00
Financial Cost	70.41	58.69	11.72	19.97
Participating Profit (Loss) from Joint Venture	-0.15	0.56	-0.71	100.00
Corporate Income Tax		-	-	-
	1,854.55	875.80	978.75	111.75

Costs of Sales and Services

For the year 2016, the Group Companies have the total cost of sales and services at Baht 526.35 million, increased from Baht 502.17 million in 2015, representing an increase of Baht 24.18 million, or 4.82%. The ratio of the cost of sales and services to the revenues from sales and services is 189.17% in 2016, decreased from 2015 which the ratio was 241.14%, resulting from the increased revenue thus decreasing the ration of the cost of sales and services.

The increase of Baht 24.18 million in costs of sales and services incurred from the media related segment, mainly for the cost of Spring Radio which operated for the entire year. The costs comprised of the license fee for radio frequency license from the National Broadcasting and Telecommunication Commission”(NBTC), cost for programs produced by outside production houses, and radio presenter fees. In September 2016, the Company entered into a trademark usage agreement for print media distribution; resulted in higher total cost. The control of cost and expense, and improvement on the operation for better efficiency in the digital television media assisted in lowering the cost. For the segments of technology products, and health and environmental products, and goods and service distribution, their costs of sales and services varies in line of the revenues from sales and services.

Selling and Service Expenses

For the year 2016, the Group Companies have the total selling and service expenses at Baht 258.90 million, increase from Baht 258.53 million in 2015, representing an increase of Baht 0.37 million, or 0.14%. It was a result from the Company's applying better internal control, improve the operation for better efficiency and carefully manage and administer the Company's expenses.

The Company recorded the entire amount of Baht 953.90 million of the license fee for Commercial Digital Terrestrial Television Channels as impairment. For the said impairment, the independent financial advisor appraised its fair value using the information and the management assumptions regarding the forecast of revenues, expenses, growth rate, and estimate future cash flow that reflect the current economic situation and the digital television business segment. The Company recorded Baht 43.07 million of bad debt and doubtful debt, and recorded Baht 2.00 million of goodwill impairment of print media distribution segment.

Financial Expenses

For the year 2016, the Group Companies have the total financial cost at Baht 70.41 million, increase from Baht 58.69 million in 2015, representing an increase of Baht 11.72 million, or 19.97%, which incurred from a subsidiary company has been granted credit facility to be used as working capital from other financial institution.

Corporate Income Tax

For the year 2016, the Company has no corporate income tax obligation since the Company has been granted privilege by the Board of Investment and granted tax privilege, including exemptions for all taxes. The privilege expire on 19 March 2016. Also the accumulated loss can be apply for the tax benefit for the period of 5 years.

2.3 Profit from Operation

The Company's gross profit margin for 2016 is -89.17% and for 2015 is -141.14% in comparison to the revenues from operation. Furthermore, the Company still incurred loss from operation result. For the year 2016 and 2015, the Company has the operating profit margin at -516.33 % and --262.89 % respectively. The main reason the Company incurred operating loss consecutively is the Company carried high cost of sales and services, and the selling and administrative expenses for the media related segment. Even though the Company can generate increasing amount of annual revenues and carefully monitoring the expenses, in 2016 the Company incurred losses from operation, excluding financial cost, at Baht 1,436.65 million, increase from Baht 559.36 million in 2015, representing an increase of Baht 877.29 million, or 156.84%, resulting from recording the entire amount of Baht 953.90 million of the license fee for Commercial Digital Terrestrial Television Channels as impairment.

2.4 Net Profit

In 2016, the Company incurred Baht 1,507.06 million of net loss, equivalent to 541.63% of the total revenues, increased from Baht 607.16 million of net loss in 2015, equivalent to 285.36 % of total revenues.

3. Analysis of Financial Position

The financial positions of News Network Corporation Public Company Limited and its subsidiaries for the periods ended 31 December 2016 and 2015 are as follows: -

(Unit : Million Baht)	2016	2015	Increase/ (Decrease)	
	Amount	Amount	Amount	%
Total Assets	2,178.39	3,362.98	-1,184.59	-35.22
Total Liabilities	1,525.34	1,035.60	489.74	47.29
Shareholders' Equity	653.05	2,327.38	-1,674.33	-71.94

Ability of Asset Management

Asset Analysis

As of 31 December 2016 and 31 December 2015, the Company had the total assets of Baht 2,178.39 million and Baht 3,362.98 million respectively, which decreased by Baht 1,184.59 million, equivalent to 35.22%.

In 2015, the Company had the total assets of Baht 3,362.98 million, comprised of Baht 367.37 million in current assets and Baht 2,995.61 million in non-current assets, equivalent to 10.92% and 89.08% of the total assets respectively. The current assets incurred from Baht 151.20 million of cash and cash equivalents, Baht 3.56 million of temporary investment, Baht 172.34 million of trade and other account receivables, Baht 24.45 million of short-term loan and accrued interest receivable from related entities, and other current assets. The non-current assets consisted of Baht 1,001.22 million of obligated bank deposits,

Baht 662.83 million of long-term loan, Baht 1,031.38 million of the License for Commercial Digital Terrestrial Television Channels, tools and equipment for operation, and Baht 285.42 million of other fixed assets, which included investment property located on 17th Floor, Phaholyothin Place Building with the book value of Baht 6.32 million and the appraised value is Baht 23.68 million. Currently, it is leased to outside party to earn income for the Company.

For 2016, the Company has the total assets amounting to Baht 2,178.39 million; consisted of Baht 531.01 million in current assets and Baht 1,647.03 million in non-current assets, equivalent to 24.38 % and 75.62 % of the total assets respectively. In 2016, the Company's total assets decreased by Baht 1,184.59 million from the year 2015. The current assets consisted of Baht 289.71 million in cash and cash equivalents, Baht 3.89 million in temporary investment, Baht 219.51 million in trade and other account receivables, Baht 12.39 million in inventory, Baht 4 million in short-term loan to related party. The non-current assets consisted of Baht 744.44 million in obligated bank deposit, Baht 489.03 million in long-term investment, Baht 223.49 million in tools and equipment for operation and Baht 160.07 million of intangible assets,

The Company has the return on asset ratio for 2016 and 2015 at -69.18% and -18.06 %. The return on fixed asset ratio for 2016 and 2015 are -657.27% and -241.72%. The total asset turnover ratio for 2016 and 2015 are 0.13 time and 0.06 time. The Company's return on asset has decreased because the non-current assets have significantly decreased. The obligated fixed deposit decreased by the amount paid for the license fee for Commercial Digital Terrestrial Television Channels. The amount of long-term investment decreased in line with the adjusted prices. The amount of the license for Commercial Digital Terrestrial Television decreased and the Company recorded the entire amount of Baht 953.90 million of the license fee for Commercial Digital Terrestrial Television Channels as impairment. For the said impairment, the independent financial advisor appraised its fair value using the information and the management assumptions regarding the forecast of revenues, expenses, growth rate, and estimate future cash flow that reflect the current economic situation and the digital television business segment. The Company cannot fully utilized the ability to generate maximum return on asset since it would require more time to operate to its highest capacity.

Trade and Other Account Receivables

(Unit : Million Baht)	2016	2015	Increase / (Decrease)	
	Amount	Amount	Amount	%
Trade Account Receivables	77.66	73.01	4.65	6.37
Other Account Receivables	141.84	102.24	39.60	38.73
	219.50	175.25	44.25	25.25
Trade Account Receivables – Classified by aging				
Unbilled	25.18	17.38	7.80	44.88
Trade Account Receivables within due period	32.03	25.86	6.17	23.86
Classified by overdue periods as follows: -				
- Less than 3 months	24.14	15.91	8.23	51.73
- 3-6 Months	1.58	0.96	0.62	64.58
- 6-12 Months	0.15	1.35	-1.20	-88.89
- More than 12 Months	34.12	38.82	-4.70	-12.11
	117.20	100.28	16.92	16.87
Allowance for doubtful debt	-39.54	-27.27	12.27	44.99
	77.66	73.01	4.65	6.37

As of 31 December 2016 and 31 December 2015, the Company has net trade account receivables amounting to Baht 77.66 million and Baht 73.01 million respectively, representing an increase of Baht 4.65 million, or 6.37%. The trade account receivable turnover for 2016 and 2015 are 1.41times and 1.19times respectively. The average collection period for 2016 is 258 days and for 2015 is 307 days. The Company's average collection periods are between within due period to 3 months and more than 12 months; the debtors are government sectors and private enterprises and involving large amount of money. The Company has follow up on the debt collection but no payment has been received; therefore, the Company has proceed for the litigation.

The Company offer credit terms to customers. Usually, the Company offer 30-day credit term for clients that are private company or individual person and 45-day credit term for clients that are government sectors.

When analyzing the aging according to the overdue periods, the trade account receivables within the due period for 2016 and 2015 are amounting to Baht 25.18 million and Baht 17.38 million respectively, representing an increase of Baht 7.80 million, or 44.88% from 2015.

Aging less than 3 months: In the year 2016 and 2015, the debts with aging less than 3 months amounting to Baht 24.14 million and Baht 15.91 million respectively, representing an increase of Baht 8.23 million, or 51.73%. The debt payments have been received within credit terms.

Aging between 3 - 6 months: In the year 2016 and 2015, the debts with aging more than 3 months but less than 6 months amounting to Baht 1.58 million and Baht 0.96 million respectively, representing an increase of Baht 0.62 million, or 64.58%. It does not have significant effect on the cash flow since the amounts of debt are not large sum of money.

Aging between 6 - 12 months: The debt is not in large amount. The debtors encountered some financial problems from the effect of the economy. The debtors can be contacted and the payment periods have been extended.

Aging more than 12 months: The Company has recorded the entire amount as allowance for doubtful debt. The debtors consist of both government sectors and private enterprises because there were problem in the deliveries under the technology product segment.

The Company estimate the provision of the allowance for doubtful debt from the individual debtor's repayment abilities and time period required to repay, for both government sectors and private enterprises.

Other Receivables

For 2016 and 2015, the Company has other receivables at Baht 141.84 million and Baht 102.24 million respectively, representing an increase of Baht 39.60 million, or 38.73%. It comprised of prepaid expenses, advance paid, bond, withholding tax, deposit, Revenue Department receivables, accrued interest and other receivables. The detail of other receivables has been disclosed in the 2015 financial statements under section 9 "Trade and Other Receivables" on page 30 - 31.

Inventories

(Unit : Million Baht)	2016	2015	Increase/ (Decrease)	
	Amount	Amount	Amount	%
Technology products segment	-	0.75	-0.75	-100.00
Media related segment	-	-	-	-
Health and environment products and services segment	3.14	4.98	-1.84	-36.95
Goods and services distribution segment	8.71	8.54	0.17	100.00
Newspaper distribution segment	0.53	-	0.53	100.00
	12.38	14.27	-1.89	-13.21

As of 31 December 2016 and 31 December 2015, the Company has total inventories amounting to Baht 12.38 million and Baht 14.27 million respectively, representing a decrease of Baht 1.89 million, or 13.21% from 2015. It was the inventories from health and environment products and services segment at Baht 3.14 million, tools and equipment of goods and service distribution segment at Baht 8.71 million, books and magazines from the newspaper distribution segment at Baht 0.53 million.

In 2016, the technology products segment's inventories has recorded the entire amount of the allowance for obsolete inventory since they have been in stock for over 1 year. These are technological products, which constantly required to keep up with state-of-the-art technology.

In 2016, the distribution and providing services for tools and equipment for health and environment segment has the inventories amounting to Baht 3.14 million, representing a decrease of Baht 1.84 million, or 36.95% from Baht 4.98 million in 2014. They are equipment and spare parts for distribution and providing services in maintaining the health tools and equipment, which shall be sufficiently stock in accordance with the conditions stipulated in individual project's agreement and the contractual terms range from 1 – 3 years. Parts of the inventories are goods to be delivered to customers.

In 2016, the goods and service distribution segment has Baht 8.71 million of inventories, which are books and magazine, representing an increase of Baht 0.17 million, or 1.99% from Baht 8.54 million in 2015. The sales volume is growing continuously even though the inventory turnover is not high.

The inventory turnover ratio of the Group Companies is decreasing. The inventory turnover for 2016 and 2015 are 81 days and 88 days respectively, or at the rate 4.46 times and 4.12 times respectively.

The Company has adjusted the cost of inventories to the net realizable value for the inventories with comparable prices.

Recording for allowance for obsolete inventory: the goods under the technology goods segment rely on being modernized thus the product life cycle is short. The Company has the policy to record the allowance for obsolete inventory at 6 months – 2 years depending on the manufacturers' need to present new products to the market and the end-users' requirements and written off by considering the status of individual products.

Investment, Goodwill and Impairment

The Company invested in subsidiaries. As of 31 December 2016, the Company has Baht 95.99million of net investment in subsidiaries, equivalent to 99.99% (separate financial statements). The investment in subsidiaries have been disclosed in the note to financial statements section 15 on page 38.

As of 31 December 2015, for the investment in Spring News Corporation Co., Ltd. at Baht 2,000 million, the Company recorded the entire amount as the impairment of investment. The Company recorded Baht 199.999 million of impairment of investment in 2012 and Baht 300 million in 2015, and the remaining amount of Baht 1,499.99 million in 2016 because the said company's deficit exceeds capital. Also the Company has considered the future return of the investment and the profitability of the said company, which incline to be unable to generate profit from operation in the near future. Furthermore, the independent financial advisor appraised the fair value of the investment using the information and the management assumptions regarding the forecast of revenues, expenses, growth rate, and estimate future cash flow. Therefore, the Company have to record the impairment for the entire amount of the investment in Spring News Corporation Co., Ltd.

In 2012, Spring News Corporation Co., Ltd. invested in another subsidiary (indirect subsidiary), Spring News Television Co., Ltd. with the registered share capital of Baht 5 million. The said company is the licensee for Commercial Digital Terrestrial Television Channels for the news category and operating under SPRINGNEWS Channel 19. In 2016, the Company recorded the entire amount of Baht 953.90 million of the license fee for Commercial Digital Terrestrial Television Channels as impairment. For the said impairment, the independent financial advisor appraised its fair value using the information and the management assumptions regarding the forecast of revenues, expenses, growth rate, and estimate future cash flow that reflect the current economic situation and the digital television business segment.

As of 31 December 2016, the investment in Green Net 1282 Co., Ltd. amounted to Baht 20.19 million. The Company's shareholding ratio is 99.99%. The registered share capital is Baht 19 million. The Company has considered the operating result of Green Net 1282 Co., Ltd. from its financial statements and cash flow statements as of 31 December 2016, which its deficit exceed capital. The Company also consider

the future return of the investment and the profitability of the said company, and its tendency to grow from the management assumptions regarding the forecast of revenues, expenses, growth rate, and estimate future cash flow. Therefore, the Company have to record the impairment for the entire amount of the investment in Green Net 1282 Co., Ltd.

- **Property, Plant and Equipment**

As of 31 December 2016 and 31 December 2015, the Company has property, plant and equipment amounting to Baht 223.48 million and Baht 244.89 million respectively, representing a decrease of Baht 21.41 million, or 8.74 % from 2015. It is a result of the impairment of the property, plant and equipment that are broadcasting equipment in the media related segment.

- **Liabilities**

As of 31 December 2016, the Company has Baht 1,525.34million of total liabilities, which consisted of current liabilities amounting to Baht 1,088.17million and non-current liabilities amounting to Baht 437.17million, representing an increase from 31 December 2015 at Baht 651 million, or 148.91%. It incurred from Baht 240 million of short-term loan from financial institution by indirect subsidiary, Spring News Television Co., Ltd. to be used as working capital, the license fee for Commercial Digital Terrestrial Television Channels and Baht 465.60 million of share capital increment payable. The Company has not yet been granted permission from the Securities and Exchange Commission to offer and sell the shares through private placement thus the Company cannot register the increment of the paid-up share capital with the Department of Business Development.

Shareholders' Equity

- **Capital Structure**

As of 31 December 2015, the Company has Baht 653.05million of shareholders' equity, which consisted of 14,695,874,880 ordinary shares at the par value of Baht 5 per share. The issued and paid up capital consisted of 6,292,021,080shares.

As at 31 December 2016, the Company's capital structure consisted of Baht1,525.34 million of total liabilities and Baht 653.05million of shareholders' equity. The debt to equity ratio is the ratio that show the Company's ability to repay long-term debt. For 2016, the Company's debt to equity ratio slightly increased from 0.44 times in 2015 to 2.34 times, represented a higher debt to equity ratio. It implied that the shareholders have higher chance in receiving returns and the Company has low financial risk because the working capital obtained from credit facilities bear lower financial cost than financing from the Company's ordinary shares. The Company carefully manage and administer its financial aspect with concise executions, which enable higher growth rate and minimizing the risk factors.

Liquidity and Adequacy of Capital

Analysis of Cash Flow

As of 31 December 2016 and 31 December 2015, the Company has net cash flow provided from (used in) operating activities at Baht -382.87 million and Baht -352.82million respectively. For cash flow provided from investing activities in 2016, the Company has Baht -115.13 million of cash flow provided from and used in investing activities. The Company received Baht 256.78 million from the release of obligated bank deposit, and Baht 12.37 million of dividend income. The Company paid Baht 120 million for acquiring the right to use the trademark in newspaper distribution segment, Baht 241.60 million for the license fee for Commercial Digital Terrestrial Television Channels. The net cash flow provided from (used in) financing activities is Baht 636.52 million. In 2016, the Company has cash inflow from receiving Baht 465.60million from share subscription fee for new ordinary shares issuance and cash inflow of Baht 240 million from short-term loan from financial institution, bearing the interest expense at Baht 21.56 million. In summary, for 2016 the Company's cash flow increased by Baht 138.51million.

The Company's Liquidity

For 2016 and 2015, the Company has the liquidity ratios at 0.49 times and 1.05 times respectively. The liquidity of the Company is low thus the spending should be closely monitored to ensure sufficient funding. Sourcing for fund to finance the Company and its subsidiaries' working capitals is urgently needed. For the operation, the Company's liquidity relied on cash, which has very high liquidity, amounting to Baht 289.71million as of 31 December 2016. Given the operations of the Company and its subsidiaries, the existing cash flow could be insufficient to pay for the Company and its subsidiaries' operating expenses for the year 2016, which anticipated to incur high cost and expenses for selling and servicing. For the Company to maintain the high level of liquidity, it needed to source additional funds for operating capital and pay the license fees for the digital television and radio frequency licenses.

Significant factors and influential that may affect future operation or financial position

1. Economy as a whole recover continuously. The National Legislative Assembly has already approved the government budget for 2016, thus creating more opportunity for the Company and its subsidiaries. Private enterprises and government sectors would increase the number of their transactions to support the expansion and development of organization according to the targets and the projects that have been granted budgets, especially the government sectors who are our main existing customers. However, the continuously delayed for government disbursement from previous fiscal year until now couple with the political uncertainty are also the main factors that immensely affect the Company's business expansion in reaching the target.

2. Expanding the scopes of business from solely focus on the development of software program package to providing services for comprehensive information technology (System Integration), providing specialized technology services. The scopes included the development or acquisition of programs from application software in respond to client's requirements of both the private enterprises as well as the government sectors, and sale or renting computers to large organizations. It also extend to development of the Mobile Content delivery management program, expanding the market into Digital Contents for development of three dimension animation, creation of graphic utilizing various Graphic Technology as well as software integration services to other computer innovation (Innovative Technology Integration). These new activities enable the extension for comprehensive business opportunity, fulfilling customers' requirement and the expansion of customer bases.

3. The Company and its subsidiaries employed more staffs who have the capabilities, skills, experiences and specialising knowledge in software development, marketing and sale, and administration. The increasing number of staffs are meant for supporting the said business expansion, and also keeping up with the fierce competition in the business segments which the Company and its subsidiaries are currently facing.

4. Advertisement on digital television enjoys increasing popularity due to cost of advertisement still considerably less than those of free television. Growing numbers of customers are having access to the digital satellite; therefore, raising the opportunities for Spring News Corporation and Spring News Television Co., Ltd. (a subsidiary) to generate higher advertisement revenues. In addition, Sync Technologies Co., Ltd. (a subsidiary) and Environmental Solution Integrator Co., Ltd. are importers of scientific equipment and instruments, which require control software programmed from overseas; such as vehicle speed radar devices, pollution control equipment, water distribution control equipment and 3D images without special glasses for advertising. The companies aim to introduce such advancement to Thai market with possible expansion to Indochina. These will increase the opportunities for the companies to generate higher revenues.

News Network Corporation Public Company and its Subsidiaries

Balance Sheet

Unit : Baht

	2016	%	2015	%	2014	%
	Baht		Baht		Baht	
ASSETS						
CURRENT ASSETS						
Cash and Cash Equivalent	289,713,519	13.30%	151,201,984	4.50%	409,958,453	9.66%
Temporary Investments	3,889,033	0.18%	3,559,020	0.11%	132,601,000	3.12%
Trade and Other Receivables	219,508,949	10.08%	175,253,823	5.21%	185,956,210	4.38%
Unbilled Work in Progress	1,143,983	0.05%	1,092,300	0.03%	231,513	0.01%
Finance Lease Receivables Due within One Year	-	-	-	-	-	-
Inventories	12,386,564	0.57%	14,273,466	0.42%	7,788,644	0.18%
Short-term Loans to Related Companies	4,000,000	0.18%	24,000,000	0.71%	-	-
Short-term Loans to Other Person	37,829	0.00%	149,728	0.00%	-	-
Short-term Loans to Employee	333,535	0.02%	303,880	0.01%	677,806	0.02%
Assets Held for Sale	-	-	-	-	13,148	0.00%
Total Current Assets	531,013,412	24.38%	369,834,199	11.00%	737,226,774	17.37%
NON-CURRENT ASSETS						
Finance Lease Receivables	-	0.00%	-	-	45,181,528	1.06%
Deposit at Bank used as Collateral	744,440,618	34.17%	1,001,218,563	29.77%	1,186,530,152	27.96%
Investments in Subsidiaries	-	-	-	-	-	-
Investments in Joint Venture	-	0.00%	1,437,794	-	-	-
Long-term Investments	499,033,350	22.91%	662,828,700	19.71%	944,972,247	-
Assets for Rent	335,738	0.02%	670,545	0.02%	1,106,595	0.03%
Investment Property	5,806,088	0.27%	6,321,304	0.19%	6,836,520	0.16%
Equipment	223,487,773	10.26%	244,892,855	7.28%	199,780,007	4.71%
Goodwill	-	-	-	-	-	-
Intangible Assets	160,071,624	7.35%	33,917,053	1.01%	4,392,169	0.10%
License to Use the Frequency for Television Service	-	0.00%	1,031,379,297	30.67%	1,108,854,795	-
Other Non-Current Assets	14,205,488	0.65%	10,484,332	0.31%	8,669,900	0.20%
TOTAL NON-CURRENT ASSETS	1,647,380,679	75.62%	2,993,150,443	89.00%	3,506,323,913	82.63%
TOTAL ASSETS	2,178,394,091	100.00%	3,362,984,642	100.00%	4,243,550,687	100.00%
LIABILITIES AND SHAREHOLDERS' EQUITY						
CURRENT LIABILITIES						
Bank Overdrafts and Short-term Loans from Financial Institution	199,013,776	9.14%	480,888	0.01%	1,593,603	0.04%
Trade and Other Payables	198,760,457	9.12%	177,578,404	5.28%	118,359,807	2.79%
Current Portion of License to Use the Frequency for						
Television Service Payable	216,807,384	9.95%	205,992,764	6.13%	130,942,711	-
Current Portion of Liabilities under						
Finance Lease Agreements	1,105,118	0.05%	1,266,705	0.04%	1,521,752	0.04%
Short-term Loans from Related Company and Person	2,500,000	0.11%	2,500,000	0.07%	2,500,000	0.06%
Short-term Loans from Other Person	1,300,000	0.06%	1,300,000	0.04%	1,300,000	-
Provisions of Liabilities	3,059,989	0.14%	2,665,299	0.08%	4,902,061	0.12%
Provision in Joint Venture	26,590	0.00%	-	-	-	-
Creditor from Capital Increase	465,600,000	21.37%	-	-	-	-
TOTAL CURRENT LIABILITIES	1,088,173,314	49.95%	391,784,060	11.65%	261,119,935	6.15%
NON-CURRENT LIABILITIES						
License to Use the Frequency for Television Service Payable	421,574,287	19.35%	638,381,672	18.98%	844,374,436	19.90%
Financial Lease Agreements Liabilities	1,061,369	0.05%	1,719,887	0.05%	2,924,839	0.07%
Employee Benefit Obligation	13,830,664	0.63%	3,618,412	0.11%	6,193,896	0.15%
Deferred Tax Liabilities	703,940	0.03%	93,676	0.00%	-	-
TOTAL NON-CURRENT LIABILITIES	437,170,261	20.07%	643,813,646	19.14%	853,493,172	20.11%
TOTAL LIABILITIES	1,525,343,575	70.02%	1,035,597,706	30.79%	1,114,613,107	26.27%

News Network CorporationPublic Company and its Subsidiaries

Balance Sheet

Unit : Baht

	2015	%	2014	%	2013	%
SHAREHOLDERS' EQUITY						
Share Capital						
Authorized Share Capital						
14,695,874,880 Ordinary Shares, par value of 5.00 Baht per share	73,479,374,400	3373.10%				
8,736,932,320 Ordinary Shares, par value of 5.00 Baht per share			100,680,660,688	2993.79%	100,680,660,688	2372.56%
20,136,132,138 Ordinary Shares, par value of 5.00 Baht per share						
Issued and Paid-Up Share Capital						
6,292,021,080 Ordinary Shares, par value of 5.00 Baht per share	31,460,105,400	1444.19%	31,460,105,400	935.48%		
6,092,021,072 Ordinary Shares, par value of 5.00 Baht per share					30,460,105,358	717.80%
Discount on Issue of Share	(26,830,723,462)	-1231.67%	(26,830,723,462)	-797.82%	(25,920,723,424)	-610.83%
Share Subscription Received in Advance	4,126		-		-	
Retained Earnings (Deficit)						
Appropriated						
Legal Reserve	2,790,000	0.13%	2,790,000	0.08%	2,790,000	0.07%
Retained Earnings (Deficit)	(3,416,169,390)	-156.82%	(1,910,714,176)	-56.82%	(1,305,820,508)	-30.77%
Other Components of Equity	(553,808,467)	-25.42%	(390,013,117)	-11.60%	(104,935,622)	-2.47%
TOTAL SHAREHOLDERS' EQUITY OF THE COMPANY	662,198,208	30.40%	2,331,444,646	69.33%	3,131,415,805	73.79%
Non-Controlling Interests	(9,147,691)	-0.42%	(4,057,709)	-0.12%	(2,478,225)	-0.06%
TOTAL SHAREHOLDERS' EQUITY	653,050,516	29.98%	2,327,386,937	69.21%	3,128,937,580	73.73%
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	2,178,394,091	100.00%	3,362,984,642	100.00%	4,243,550,687	100.00%

News Network Corporation Public Company and its Subsidiaries

Statements of comprehensive income

Unit : Baht

	2016	%	2015	%	2014	%
	Baht		Baht		Baht	
Revenues from Services	201,118,745	72.28%	159,465,829	74.95%	131,879,396	58.85%
Revenues from Sales	76,656,121	27.55%	52,678,021	24.76%	92,061,286	41.08%
Revenues from Assets for Rent	468,000	0.17%	624,000	0.29%	156,000	0.00%
TOTAL REVENUES	278,242,866	100.00%	212,767,850	100.00%	224,096,681	100.00%
Costs of Services	(466,623,493)	-167.70%	(467,294,495)	-219.63%	(315,444,544)	-140.76%
Costs of Sales	(59,415,109)	-21.35%	(45,427,167)	-21.35%	(68,100,048)	-30.39%
Costs of Assets for Rent	(309,163)	-0.11%	(336,357)	-0.16%	(145,570)	0.00%
TOTAL COST	(526,347,766)	-189.17%	(513,058,019)	-241.14%	(383,690,162)	-171.22%
GROSS PROFIT (LOSS)	(248,104,900)	-89.17%	(300,290,169)	-141.14%	(159,593,481)	-71.22%
Interest Income	16,717,928	6.01%	30,184,838	14.19%	13,524,443	6.04%
Other Income	52,532,641	18.88%	25,684,511	12.07%	29,710,435	13.26%
Selling and Service Expenses	(78,197,904)	-28.10%	(83,498,786)	-39.24%	(98,869,368)	-44.12%
Administrative Expenses	(180,703,788)	-64.94%	(175,030,444)	-82.26%	(190,651,947)	-85.08%
Share Loan Agreement Fee	-	-	-	-	(104,629,449)	-0.47%
Doubtful Debts and Bad Debts	(43,069,051)	-15.48%	(45,045,421)	-21.17%	(40,113,918)	-17.90%
Loss on Impairment of Investments	(71,719)	-0.03%	-	-	-	-
Loss on Impairment of Goodwill	(2,002,493)	-0.72%	(10,798,049)	-5.08%	-	0.00%
Loss on Impairment of License to Use the Frequency for Television S	(953,903,800)	-342.83%	-	-	-	-
Finance Costs	(70,409,167)	-25.30%	(47,807,534)	-22.47%	(38,098,808)	-17.00%
Share of Gain (Loss) in Joint Venture	156,513	0.06%	(562,206)	-0.26%	-	-
PROFIT (LOSS) BEFORE INCOME TAXES (EXPENSES) REVENUE	(1,507,055,740)	-541.63%	(607,163,261)	-285.36%	(588,722,094)	-262.71%
(Expenses) Income Taxes Revenues	(22,264)	-0.01%	(74,512)	0.00%	-	-
PROFIT (LOSS) FOR THE YEAR	(1,507,078,004)	-541.64%	(607,237,773)	-285.40%	(588,722,094)	-262.71%
OTHER COMPREHENSIVE INCOME						
Gain (Loss) on Revaluating Available-for-Sale Investments -						
Net of Income Tax	(163,795,350)	-58.87%	(275,143,547)	-129.32%	(110,429,776)	-49.28%
Total items that will be subsequently reclassified to profit or loss -						
net of income tax	(163,795,350)	-58.87%	(275,143,547)	-129.32%	(110,429,776)	-49.28%
Items that will not be subsequently reclassified to profit or loss						
Actuarial Gain (Loss) - Net of Income Tax	(3,216,577)	-1.16%	821,214	0.39%	2,600,727	1.16%
Total items that will not be subsequently reclassified to profit or						
loss - net of income tax	(3,216,577)	-1.16%	821,214	0.39%	2,600,727	1.16%
Total other comprehensive income (expense) for the year - net of income tax	(167,011,927)	-60.02%	(274,322,333)	-128.93%	(107,829,049)	-48.12%
TOTAL COMPREHENSIVE INCOME (EXPENSE) FOR THE YEAR	(1,674,089,931)	-601.66%	(881,560,106)	-414.33%	(696,551,143)	-310.83%
PROFIT (LOSS) ATTRIBUTABLE :						
Equity Holders of the Company	(1,502,245,941)	99.68%	(605,714,882)	99.75%	(586,767,827)	99.67%
Non-Controlling Interests	(4,832,063)	0.32%	(1,522,891)	0.25%	(1,954,266)	0.32%
PROFIT (LOSS) FOR THE YEAR	(1,507,078,004)	100.00%	(607,237,773)	100.00%	(588,722,094)	100.00%
TOTAL COMPREHENSIVE INCOME (EXPENSE) ATTRIBUTABLE :						
Equity holders of the Company	(1,669,250,564)	99.71%	(880,037,215)	99.83%	(694,613,222)	99.72%
Non-Controlling Interests	(4,839,367)	0.29%	(1,522,891)	0.17%	(1,937,921)	0.22%
TOTAL COMPREHENSIVE INCOME (EXPENSE) FOR THE YEAR	(1,674,089,931)	100.00%	(881,560,106)	100.00%	(696,551,143)	100.00%
BASIC EARNINGS (LOSS) PER SHARE	(0.239)		(0.097)		(0.975)	

News Network Corporation Public Company and its Subsidiaries

Statement of cash flows

Unit : Baht

		2016	2015	2014
		Baht	Baht	Baht
CASH FLOW FROM OPERATING ACTIVITIES				
	Profit (Loss) before Income Tax	(1,507,055,740)	(607,163,261)	(588,722,094)
	Adjustment to Profit (Loss) before Income Taxes for Cash Received (Paid) from Operations			
	Depreciation and Amortization	67,935,030	65,353,387	23,580,132
	Amortization License to Use the Frequency for Television Service	77,475,498	77,475,498	53,277,671
	Doubtful Debts-Trade and Other Receivable (Reversal)	12,688,149	(185,846)	24,866,905
	Doubtful Debts-Financial Lease Receivables	-	45,181,528	12,181,479
	Doubtful Debts-Short-term Loans to Related Companies	24,000,000	-	-
	Doubtful Debts-Short-term Loans to Other Companies and Persons	76,500	22,093	2,400,000
	Doubtful Debts-Other Non-Current Assets	97,800	-	-
	Bad Debts	6,206,601	27,646	665,534
	Written Withholding Tax to Expense	2,312,113	136,028	-
	Loss from Decline in Value of Inventories (Reversal)	1,866,657	(486,834)	-
	Loss from Damaged/Lost Inventories	25,973	138,723	-
	Written-off Inventories to Expense	445,294	800,000	131,017
	(Gain) from Selling of Securities	-	(2,504,027)	(17,169,220)
	Loss on Impairment of Investments	71,719	-	-
	Share of Profit (Loss) in Joint Venture	(156,513)	562,206	-
	Loss on Written-off of Fixed Assets	2,540,424	380,790	3,332,118
	Loss on Written-off of Assets-for-Rent	268	42,604	-
	Loss on Impairment of Goodwill	2,002,493	10,798,049	-
	Loss on Impairment of License to Use the Frequency for Television Service	953,903,800	-	-
	(Gain) from Sales of Fixed Assets	34,126	129,954	295,445
	Loss on Sale of Assets-Held-for-Sale	-	10,068	-
	Loss on Impairment of Intangible Assets	582,872	-	-
	Written-off Assets to Expense	24,000	-	-
	(Gain) Loss on Unrealized Exchange Rate	2,755	(1,375)	-
	Provisions of Liabilities	973,332	-	-
	Employee Benefit Obligation	3,377,807	645,252	3,682,811
	Deferred Interest of License to Use the Frequency for Television Service	35,607,236	44,857,289	33,984,681
	Letter of Guarantee Fee	8,365,381	-	-
	Amortized Transaction Cost	4,873,863	-	-
	Dividend Income	(12,368,050)	(11,339,580)	-
	Interest Income	(16,717,928)	(30,184,838)	(13,524,443)
	Interest Expense	21,562,688	2,950,246	4,114,127
	Profit (Loss) from Operation Activities before Changes in Operating Assets and Liabilities	(309,245,853)	(402,354,399)	(456,903,837)
	(Increase) Decrease in Operating Assets			
	Temporary Investment -Trading Securities	(330,014)	1,041,980	6,039,400
	Trade and Other Receivables	(58,564,143)	(9,834,538)	(81,029,616)
	Unbilled Work in Progress	(51,683)	(860,787)	8,171,495
	Long-term Lease Receivables	-	-	1,316,666
	Inventories	(451,021)	402,537	684,861
	Short-term Loans to Employee	(29,655)	555,976	212,319
	Other Non-Current Assets	(3,818,956)	(4,260,432)	(2,631,315)
	Increase (Decrease) in Operating Liabilities			
	Trade and Other Payables	(10,225,314)	23,220,926	50,511,797
	Provisions of Liabilities	(578,642)	(2,236,762)	(2,957,269)
	Employee Benefit Obligation	(1,237,248)	(1,940,523)	-
		(384,532,529)	(396,266,021)	(476,585,499)

News Network Corporation Public Company and its Subsidiaries

Statement of cash flows

Unit : Baht

		2016	2015	2014
		(Baht)	(Baht)	(Baht)
CASH FLOW FROM OPERATING ACTIVITIES (CONTINUOUS)				
	Interest Income Received	13,932,144	36,867,235	2,531,847
	Withholding Tax Received	-	1,215,953	3,308,760
	Tax Refund Received	-	15,711,486	-
	Withholding Tax Paid	(12,271,549)	(10,346,202)	(5,875,373)
	NET CASH PROVIDED FROM (USED IN) OPERATING ACTIVITIES	(382,871,934)	(352,817,549)	(476,620,265)
CASH FLOW FROM INVESTING ACTIVITIES				
	(Increase) Decrease in Deposit at Bank Used as Collateral	256,777,946	185,311,588	(1,069,016,639)
	Cash Received from Selling of Available-for-Sale Investments	-	137,504,027	25,324,605
	Cash Payment for Purchasing of Securities	-	-	(1,177,907,869)
	Cash Received from Dividend Income	12,368,050	11,339,580	-
	Cash Payment for Short-term Loans to Related Companies	(6,300,000)	(34,417,000)	-
	Cash Received from Short-term Loans to Related Companies	2,300,000	9,741,812	-
	Cash Payment for Short-term Loans to Other Company and Persons	-	(10,000,000)	-
	Cash Received from Short-term Loans to Other Company and Persons	35,399	10,000,000	-
	Cash Payment for Investment in Subsidiary Companies	-	(30,811,196)	-
	Cash Payment for Investment in Joint Venture	-	(2,000,000)	-
	Cash Received from Investment in Joint Venture	1,549,177	-	-
	Cash Payment on Asset for Rent	-	-	(919,737)
	Cash Payment for Purchase of Fixed Assets	(10,191,304)	(67,719,549)	(162,744,238)
	Cash Received from Sale of Fixed Assets	46,287	998,243	403,093
	Cash Received from Sale of Assets-Held-for-Sale	-	4,000	-
	Cash Payment for Purchase of Intangible Assets	(130,459,527)	(24,865,300)	(567,255)
	Cash Payment for License to Use the Frequency for Television Service	(241,600,000)	(175,800,000)	(197,800,000)
	Cash Received from Interest Income	341,918	-	-
	NET CASH PROVIDED FROM (USED IN) INVESTING ACTIVITIES	(115,132,054)	9,286,205	(2,583,228,040)
CASH FLOW FROM FINANCING ACTIVITIES				
	Increase (Decrease) in Bank Overdrafts	(330,975)	(1,112,716)	1,517,833
	Cash Received from Short-term Loans from Financial Institution	458,512,000	-	-
	Cash Payment for Short-term Loans from Financial Institution	(264,522,000)	-	-
	Cash Received from Short-term Loans from Related Person	-	1,300,000	151,400,000
	Cash Payment from Short-term Loans from Related Person	-	(1,300,000)	(154,400,000)
	Cash Received for Short-term Loans from Related Companies	-	669,500	-
	Cash Payment for Short-term Loans to Related Companies	-	(699,500)	-
	Cash Received from Short-term Loans from Other Company	95,000,000	-	-
	Cash Payment for Short-term Loans from Other Company	(95,000,000)	-	-
	Cash Payment for Liabilities under Finance Lease Agreements	(1,456,937)	(1,768,776)	(1,912,769)
	Cash Received from Issued of Ordinary Shares	-	90,000,004	3,254,826,262
	Cash Received from Short-term Loans from Other Person	-	-	3,950,000
	Cash Payment for Short-term Loans from Other Person	-	-	(2,650,000)
	Cash Received from Investment of Non-Controlling Interests	250,008	-	-
	Cash Received from Share Subscription Received in Advance	4,126	-	-
	Cash Received from Creditor from Capital Increase	465,600,000	-	-
	Cash Payment for Interest Expense	(21,540,699)	(2,313,637)	(4,081,261)
	NET CASH PROVIDED FROM (USED IN) FINANCING ACTIVITIES	636,515,523	84,774,875	3,248,650,065
	NET CASH AND CASH EQUIVALENTS INCREASE (DECREASE)	138,511,535	(258,756,470)	188,801,760
	CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	151,201,984	409,958,453	221,156,693
	CASH AND CASH EQUIVALENTS AT END OF THE YEAR	289,713,519	151,201,984	409,958,453

News Network Corporation Public Company Limited and its Subsidiaries

Financial Ratios

Unit : Baht

	Unit	2016	2015	2014
Liquidity Ratio				
Current Ratio	times	0.49	1.05	3.48
Quick Ratio	times	0.48	1.01	3.45
Account Receivable Turnover	times	1.41	1.19	1.48
Average Collection Period	days	258	307	247
Inventory Turnover	times	4.46	4.12	7.64
Average Carrying Period or Inventory's Days	days	81	88	47
Payable Turnover	times	2.80	3.47	4.24
Payable Payment Period	days	130	105	86
Cash Cycle	days	210	290	209
Profitability Ratio				
Gross Profit Margin or Gross Profit Rate	%	-89.17	-141.14	-71.22
Operating Profit Margin or Operating Profit Rate	%	-516.33	-262.89	-245.71
Net Profit Margin	%	-541.63	-285.36	-262.71
Return on Equity (ROE)	%	-230.78	-26.09	-18.82
Efficiency Ratio				
Return on Assets (ROA)	%	-69.18	-18.06	-13.87
Return on Fixed Assets	%	-657.27	-241.72	-284.93
Total Asset Turnover	times	0.13	0.06	0.05
Leverage Ratio or Financial Ratio				
Debt to Equity Ratio	times	2.34	0.44	0.36
Interest Coverage Ratio	times	6.86	11.70	14.45
Dividend Payout Ratio	%	-	-	-

(TRANSLATION)
INDEPENDENT AUDITOR'S REPORT

To the Shareholders and Board of Directors of NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED

Opinion

I have audited the consolidated and separate financial statements of News Network Corporation Public Company Limited and its subsidiaries (the Group), and the separate of News Network Corporation Public Company Limited (The Company), which comprise the consolidated and separate statement of financial position as at 31 December 2016, and the consolidated and separate statement of comprehensive income, the consolidated and separate statement of changes in shareholders' equity and the consolidated and separate statement of cash for the year then ended, and notes to the consolidated and separate financial statements, including a summary of significant accounting policies.

In my opinion, the accompanying consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of the Group and the Company as at 31 December 2016, and its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRSs).

Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements* section of my report. I am independent of the Group and the Company in accordance with the Code of Ethics for Professional Accountants regarding the audit of the consolidated and separate financial statements which is promulgated by the Federation of Accounting Professions under the Royal Patronage of His Majesty the King, and I have fulfilled my other ethical responsibilities in accordance with those ethical requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Material Uncertainty Relating to Going Concern

I draw attention to note to the financial statements no. 1.2, as at 31 December 2016, the Group had loss for the year in amount of Baht 1,507.08 million, and current liabilities exceeded its current assets by Baht 557.16 million. Most of current liabilities were creditor from capital increase in amount of Baht 465.60 million as in note to financial information no. 29. Since the share offering to investors through private placement is not permitted by The Securities and Exchange Commission, the Company cannot still register its paid-up share capital with the Department of Business Development. This indicated a material uncertainty which may cause significant doubt about the Group's ability to continue as a going concern. However, my opinion is not modified in this matter.

Key Audit Matters

Key audit matters are those matters that, in my professional judgment, were of most significance in my audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of my audit of the consolidated and separate financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters, except the matter I indicated in *Material Uncertainty Relating to Going Concern*. I have determined the matters described below to be the key audit matters to be communicated in my report.

Business Acquisition

As in notes to the financial statements no. 15.2, as in consolidated financial statements, the Group purchased the business of newspaper publishing and distribution. In business acquisition, the acquirer had to identify the fair value of identifiable assets and liabilities assumed on the acquisition date. Most of the acquired assets are the right to use the 30 years trademark of which its fair value is material to the consolidated financial statement since the appraisal process of the right to use trademark is performed by the financial advisor using discounted cash flow method. The management has to make judgments to indicate assumptions relating to the forecast of revenues, expenses, growth rate, cash flow projection, and discounted rate which will be affected by the economic and market situation in the future, which is significant to the audit.

As a result, my audit procedures consists of making an understanding of right to use trademark's fair value appraisal, the evaluation on reasonableness of management's assumptions including the forecast of revenue growth and expenses, the comparison of the cash flow projection

with the actual data and economic situation, the forecast of future trend in print media industry, and the discounted rate.

The Valuation of the License to Use the Frequency for Television Service and Investment in Subsidiary

As in notes to the financial statements no 24.1 and 15, as in consolidated financial statements, the Group has to test the impairment of the license to use the frequency for digital television service under news and information category. The process to test the impairment of the license to use the frequency for television service is performed by discounted cash flow method, calculating from the subsidiaries' operations, which is a cash generating unit from owning the license to use the frequency for television service under news and information category. The management has to make judgments to indicate assumptions relating to the forecast of revenue, expense, growth rate, cash flow projection and discounted rate which will be affected by the economic and market situation in the future, which is significant to the audit.

As a result, my audit procedures consists of making an understanding of impairment testing process of the subsidiaries, which is a cash generating unit from owning the license to use the frequency for digital television service under news and information category, the evaluation on reasonableness of management's assumptions relating to the forecast of revenue, expected sale of advertisement airtime, advertising rate adjustment, revenue growth rate, and forecast of expense, the comparison of the future cash flow with the past operating result, customer's rating, the evaluation of economic situation and forecasting the trend of digital television service sector, and the appropriateness of discounted rate.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but the consolidated and separate financial statements and the auditor's report in the annual report are not included. The annual report is expected to be made available after the date of this auditor's report.

My opinion in the consolidated and separate financial does not cover the other information and I do not express any form of assurance conclusion thereon.

My responsibility associated to auditing consolidated and separate financial statements, is to read the other information and consider whether the other information is materially inconsistent with

the consolidated and separate financial statements together with my knowledge obtained from auditing or otherwise appears to be materially misstated.

When I read the annual report, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Consolidated and Separate Financial Statements

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

In preparing of the consolidated and separate financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matter relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group and Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with TSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my

opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit 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 Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities and business activities within the group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I am also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such information.

(Miss Wanraya Puttasatien)

Certified Public Accountant, Registration No. 4387

CWWP Company Limited

Bangkok,

28 February 2017

NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

As at 31 December 2016

	Note	CONSOLIDATED			SEPARATE		
		FINANCIAL STATEMENTS			FINANCIAL STATEMENTS		
		31 December 2016	31 December 2015	1 January 2015	31 December 2016	31 December 2015	1 January 2015
		Baht	Baht	Baht	Baht	Baht	Baht
ASSETS							
CURRENT ASSETS							
Cash and Cash Equivalent	7	289,713,518.98	151,201,983.66	409,958,453.23	233,426,574.70	123,633,237.42	330,156,234.52
Temporary Investments	8	3,889,033.43	3,559,019.80	132,601,000.00	3,888,000.00	3,558,000.00	132,600,000.00
Trade and Other Receivables	9	219,508,949.24	175,253,822.89	185,956,210.31	45,992,164.65	70,519,522.60	59,899,615.60
Unbilled Work in Progress	10	1,143,983.08	1,092,299.71	231,513.01	1,143,983.08	1,092,299.71	231,513.01
Finance Lease Receivables Due within One Year	11	-	-	-	-	-	-
Inventories	12	12,386,563.68	14,273,465.75	7,788,643.66	-	179,367.76	530,915.23
Short-term Loans to Related Companies	42.3	4,000,000.00	24,000,000.00	-	82,780,620.45	1,537,880,620.45	1,141,847,200.06
Short-term Loans to Other Person	13	37,828.80	149,727.81	-	-	-	-
Short-term Loans to Employee		333,534.95	303,879.64	677,805.70	242,676.91	127,754.91	33,614.70
Assets-Held-for-Sale		-	-	13,147.94	-	-	13,147.94
Total Current Assets		531,013,412.16	369,834,199.26	737,226,773.85	367,474,019.79	1,736,990,802.85	1,665,312,241.06
NON-CURRENT ASSETS							
Finance Lease Receivables	11	-	-	45,181,528.35	-	-	45,181,528.35
Deposit at Bank used as Collateral	14	744,440,617.60	1,001,218,563.40	1,186,530,151.53	3,829,235.25	3,775,972.26	3,715,522.44
Investments in Subsidiaries	15	-	-	-	95,999,940.00	730,187,681.15	1,019,996,955.00
Investments in Joint Venture	17	-	1,437,793.58	-	-	-	-
Long-term Investments	18	499,033,350.00	662,828,700.00	944,972,247.00	499,033,350.00	662,828,700.00	944,972,247.00
Assets-for-Rent	19	335,738.06	670,545.07	1,106,594.68	115,089.73	504,125.17	823,706.04
Investment Property	20	5,806,087.85	6,321,303.71	6,836,519.58	5,806,087.85	6,321,303.71	6,836,519.58
Equipment	21	223,487,773.30	244,892,854.80	199,780,007.00	2,157,058.28	4,038,701.45	7,635,577.13
Goodwill	22	-	-	-	-	-	-
Intangible Assets	23	160,071,623.86	33,917,053.27	4,392,169.35	102,991.50	160,955.45	280,749.64
License to Use the Frequency for Television Service	24.1	-	1,031,379,297.28	1,108,854,795.03	-	-	-
Other Non-Current Assets		14,205,488.36	10,484,332.11	8,669,900.24	3,555,968.27	3,560,035.61	1,556,298.03
TOTAL NON-CURRENT ASSETS		1,647,380,679.03	2,993,150,443.22	3,506,323,912.76	610,599,720.88	1,411,377,474.80	2,030,999,103.21
TOTAL ASSETS		2,178,394,091.19	3,362,984,642.48	4,243,550,686.61	978,073,740.67	3,148,368,277.65	3,696,311,344.27

NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF FINANCIAL POSITION

As at 31 December 2016

	Note	CONSOLIDATED			SEPARATE		
		FINANCIAL STATEMENTS			FINANCIAL STATEMENTS		
		31 December 2016	31 December 2015	1 January 2015	31 December 2016	31 December 2015	1 January 2015
		Baht	Baht	Baht	Baht	Baht	Baht
LIABILITIES AND SHAREHOLDERS' EQUITY							
CURRENT LIABILITIES							
Bank Overdrafts and Short-term Loans from Financial Institution	26	199,013,775.51	480,887.73	1,593,603.41	-	-	-
Trade and Other Payables	27	198,760,457.11	177,578,403.88	118,359,807.32	18,166,047.17	18,907,274.92	37,069,117.20
Current Portion of License to Use the Frequency for Television Service Payable	24.2	216,807,384.16	205,992,764.05	130,942,711.42	-	-	-
Current Portion of Liabilities under Finance Lease Agreements	30	1,105,118.35	1,266,704.88	1,521,752.20	407,740.31	390,092.90	373,229.13
Short-term Loans from Related Company and Person	41.2	2,500,000.00	2,500,000.00	2,500,000.00	-	-	9,999,985.00
Short-term Loans from Other Person	28	1,300,000.00	1,300,000.00	1,300,000.00	-	-	-
Provisions of Liabilities	31	3,059,988.74	2,665,299.09	4,902,061.09	2,996,490.42	2,665,299.09	4,902,061.09
Provision in Joint Venture	17	26,590.29	-	-	-	-	-
Creditor from Capital Increase	29	465,600,000.00	-	-	465,600,000.00	-	-
TOTAL CURRENT LIABILITIES		1,088,173,314.16	391,784,059.63	261,119,935.44	487,170,277.90	21,962,666.91	52,344,392.42
NON-CURRENT LIABILITIES							
License to Use the Frequency for Television Service Payable	24.2	421,574,287.49	638,381,671.62	844,374,435.66	-	-	-
Finance Lease Agreements Liabilities	30	1,061,369.49	1,719,886.76	2,924,839.44	129,176.35	536,916.78	927,009.79
Employee Benefit Obligation	32	13,830,663.91	3,618,411.63	6,193,896.48	2,524,458.00	1,900,281.00	2,667,168.00
Deferred Tax Liabilities	33	703,939.71	93,676.12	-	-	-	-
TOTAL NON-CURRENT LIABILITIES		437,170,260.60	643,813,646.13	853,493,171.58	2,653,634.35	2,437,197.78	3,594,177.79
TOTAL LIABILITIES		1,525,343,574.76	1,035,597,705.76	1,114,613,107.02	489,823,912.25	24,399,864.69	55,938,570.21
SHAREHOLDERS' EQUITY							
Share Capital	34						
Authorized Share Capital							
14,695,874,880 Ordinary Shares, par value of 5.00 Baht each		73,479,374,400.00	-	-	73,479,374,400.00	-	-
8,736,932,320 Ordinary Shares, par value of 5.00 Baht each		-	43,684,661,600.00	-	-	43,684,661,600.00	-
20,136,132,138 Ordinary Shares, par value of 5.00 Baht each		-	-	100,680,660,688.00	-	-	100,680,660,688.00
Issued and Paid-Up Share Capital							
6,292,021,080 Ordinary Shares, par value of 5.00 Baht each		31,460,105,400.00	31,460,105,400.00	-	31,460,105,400.00	31,460,105,400.00	-
6,092,021,072 Ordinary Shares, par value of 5.00 Baht each		-	-	30,460,105,358.00	-	-	30,460,105,358.00
Discount on Issue of Share Capital		(26,830,723,462.00)	(26,830,723,462.00)	(25,920,723,423.78)	(26,830,723,462.00)	(26,830,723,462.00)	(25,920,723,423.78)
Share Subscription Received in Advance		4,126.20	-	-	4,126.20	-	-
Retained Earnings (Deficit)							
Appropriated							
Legal Reserve		2,790,000.00	2,790,000.00	2,790,000.00	2,790,000.00	2,790,000.00	2,790,000.00
Retained Earnings (Deficit)		(3,416,169,389.76)	(1,910,714,175.64)	(1,305,820,507.76)	(3,600,051,716.83)	(1,128,124,356.09)	(796,863,538.21)
Other Components of Equity		(553,808,466.81)	(390,013,116.81)	(104,935,621.95)	(543,874,518.95)	(380,079,168.95)	(104,935,621.95)
TOTAL SHAREHOLDERS' EQUITY OF THE COMPANY		662,198,207.63	2,331,444,645.55	3,131,415,804.51	488,249,828.42	3,123,968,412.96	3,640,372,774.06
Non-Controlling Interests	16	(9,147,691.20)	(4,057,708.83)	(2,478,224.92)	-	-	-
TOTAL SHAREHOLDERS' EQUITY		653,050,516.43	2,327,386,936.72	3,128,937,579.59	488,249,828.42	3,123,968,412.96	3,640,372,774.06
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		2,178,394,091.19	3,362,984,642.48	4,243,550,686.61	978,073,740.67	3,148,368,277.65	3,696,311,344.27

NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF COMPREHENSIVE INCOME

For the year ended 31 December 2016

	Note	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		31 December 2016	31 December 2015	31 December 2016	31 December 2015
		Baht	Baht	Baht	Baht
Revenue from Services		201,118,745.16	159,465,828.76	2,242,200.59	3,167,789.30
Revenue from Sales		76,656,121.09	52,678,021.42	3,851,310.00	614,340.00
Revenue from Assets for Rent		468,000.00	624,000.00	983,400.00	1,139,400.00
TOTAL REVENUES		278,242,866.25	212,767,850.18	7,076,910.59	4,921,529.30
Cost of Services		(466,623,493.48)	(456,410,595.93)	(1,053,373.04)	(1,925,839.44)
Cost of Sales		(59,415,109.16)	(45,427,167.15)	(3,313,391.07)	(531,056.31)
Cost of Assets for Rent		(309,163.37)	(336,356.87)	(309,163.37)	(336,356.87)
TOTAL COST		(526,347,766.01)	(502,174,119.95)	(4,675,927.48)	(2,793,252.62)
GROSS PROFIT(LOSS)		(248,104,899.76)	(289,406,269.77)	2,400,983.11	2,128,276.68
Interest Income		16,717,927.62	30,184,838.07	93,521,757.24	108,747,123.67
Other Income		52,532,641.43	25,684,510.88	18,780,713.53	17,737,837.80
Selling and Service Expenses		(78,197,904.43)	(83,498,786.26)	(2,823,778.74)	(3,457,025.09)
Administrative Expenses		(180,703,788.05)	(175,030,444.44)	(50,378,092.19)	(65,712,827.14)
Doubtful Debts and Bad Debts		(43,069,050.63)	(45,045,421.37)	(910,812,567.56)	(70,749,817.19)
Loss on Impairment of Investments	15,17	(71,719.06)	-	(1,622,385,396.15)	(320,798,018.85)
Loss on Impairment of Goodwill	22	(2,002,492.90)	(10,798,048.85)	-	-
Loss on Impairment of License to Use the Frequency for Television Service	24	(953,903,799.57)	-	-	-
Finance Costs		(70,409,167.45)	(58,691,433.17)	(33,650.98)	(50,514.76)
Share of Profit (Loss) in Joint Venture		156,512.62	(562,206.42)	-	-
PROFIT (LOSS) BEFORE INCOME TAXES (EXPENSES) REVENUES		(1,507,055,740.18)	(607,163,261.33)	(2,471,730,031.74)	(332,154,964.88)
Income Tax Expense	38	(22,263.59)	(74,511.64)	-	-
PROFIT (LOSS) FOR THE YEAR		(1,507,078,003.77)	(607,237,772.97)	(2,471,730,031.74)	(332,154,964.88)
Other Comprehensive Income (Expense)					
Items that will be subsequently reclassified to profit or loss					
Gain (Loss) on Revaluating Available-for-Sale Investments - Net of Income Tax	38	(163,795,350.00)	(275,143,547.00)	(163,795,350.00)	(275,143,547.00)
Total items that will be subsequently reclassified to profit or loss - net of income tax					
		(163,795,350.00)	(275,143,547.00)	(163,795,350.00)	(275,143,547.00)
Items that will not be subsequently reclassified to profit or loss					
Actuarial Gain (Loss) - Net of Income Tax		(3,216,577.00)	821,214.27	(197,329.00)	894,147.00
Total items that will not be subsequently reclassified to profit or loss - net of income tax					
		(3,216,577.00)	821,214.27	(197,329.00)	894,147.00
Total other comprehensive income (expense) for the year - net of income tax		(167,011,927.00)	(274,322,332.73)	(163,992,679.00)	(274,249,400.00)
TOTAL COMPREHENSIVE INCOME (EXPENSE) FOR THE YEAR		(1,674,089,930.77)	(881,560,105.70)	(2,635,722,710.74)	(606,404,364.88)
PROFIT (LOSS) ATTRIBUTABLE TO:					
Equity Holders of the Company		(1,502,245,941.02)	(605,714,882.15)		
Non-Controlling Interests		(4,832,062.75)	(1,522,890.82)		
		(1,507,078,003.77)	(607,237,772.97)		
TOTAL COMPREHENSIVE INCOME (EXPENSE) ATTRIBUTABLE TO:					
Equity holders of the Company		(1,669,250,564.12)	(880,037,214.88)		
Non-Controlling Interests		(4,839,366.65)	(1,522,890.82)		
		(1,674,089,930.77)	(881,560,105.70)		
BASIC EARNINGS (LOSS) PER SHARE		(0.239)	(0.097)	(0.393)	(0.053)

Notes to the financial statements are an integral part of these statements.

NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

For the year ended 31 December 2016

CONSOLIDATED FINANCIAL STATEMENTS

	Note	Share Subscription Received in Advance			Retained Earnings (Deficit)		Other Components of Equity					Non-Controlling Interests		Total
		Issued and Paid-up Share Capital	Discount on Issue of Shares	Bairt	Appropriated Legal Reserve	Unappropriated	Other Comprehensive Income (Expense)				Shareholder's Equity of the Company	Total		
							Bairt	Bairt	Bairt	Bairt			Discount on Changes of Interest in Subsidiary	
		Bairt	Bairt	Bairt	Bairt	Bairt	Bairt	Bairt	Bairt	Bairt	Bairt	Bairt	Bairt	Bairt
Balance as at 1 January 2015		30,460,105,558.00	(25,920,723,423.78)	-	2,790,000.00	(1,305,820,507.76)	(104,935,621.95)	-	(104,935,621.95)	3,131,415,804.51	(2,378,224.92)	3,128,937,579.59		
Comprehensive income (expense) for the year														
Profit (loss) for the year		-	-	-	-	(605,714,882.15)	-	-	-	(605,714,882.15)	(1,522,890.82)	(607,237,772.97)		
Other comprehensive income (expense) for the year		-	-	-	-	821,214.27	(275,143,547.00)	-	(275,143,547.00)	(274,322,332.73)	-	(274,322,332.73)		
Total comprehensive income (expense) for the year		-	-	-	-	(604,893,667.88)	(275,143,547.00)	-	(275,143,547.00)	(880,037,214.88)	(1,522,890.82)	(881,560,105.70)		
Transactions with owners														
Contributions by and distributions to owners of the Company														
Issuance of additional ordinary shares	34	1,000,000,042.00	(910,000,038.22)	-	-	-	-	-	-	90,000,003.78	-	90,000,003.78		
Increase from Business Combination		-	-	-	-	-	-	-	-	-	4,998,076.05	4,998,076.05		
Total contributions by and distributions to owners of the Company		1,000,000,042.00	(910,000,038.22)	-	-	-	-	-	-	90,000,003.78	4,998,076.05	94,998,079.83		
Changes in ownership interest without a change in control														
Increase (Decrease) of Non-Controlling Interests without a change in control		-	-	-	-	-	-	-	(9,933,947.86)	(9,933,947.86)	(5,054,669.14)	(14,988,617.00)		
Total changes in ownership interest without a change in control		-	-	-	-	-	-	-	(9,933,947.86)	(9,933,947.86)	(5,054,669.14)	(14,988,617.00)		
Total transactions with owners of the Company		1,000,000,042.00	(910,000,038.22)	-	-	-	-	-	(9,933,947.86)	80,066,055.92	(56,593.09)	80,009,462.83		
Balance as at 31 December 2015		31,460,105,400.00	(26,830,723,462.00)	-	2,790,000.00	(1,910,714,175.64)	(380,079,168.95)	-	(9,933,947.86)	2,331,444,645.55	(4,057,708.83)	2,327,386,936.72		
Comprehensive income (expense) for the year														
Profit (loss) for the year		-	-	-	-	(1,502,245,941.02)	-	-	-	(1,502,245,941.02)	(4,832,062.75)	(1,507,078,003.77)		
Other comprehensive income (expense) for the year		-	-	-	-	(3,209,273.10)	(163,795,350.00)	-	(163,795,350.00)	(167,004,623.10)	(7,303.90)	(167,011,927.00)		
Total comprehensive income (expense) for the year		-	-	-	-	(1,505,455,214.12)	(163,795,350.00)	-	(163,795,350.00)	(1,669,250,564.12)	(4,839,366.65)	(1,674,089,930.77)		
Transactions with owners														
Contributions by and distributions to owners of the Company														
Share Subscription Received in Advance		-	-	4,126.20	-	-	-	-	-	4,126.20	-	4,126.20		
Investment from Non-Controlling Interests		-	-	-	-	-	-	-	-	-	250,007.50	250,007.50		
Increase from Business Combination	15.2	-	-	-	-	-	-	-	-	-	(500,623.22)	(500,623.22)		
Total contributions by and distributions to owners of the Company		-	-	4,126.20	-	-	-	-	-	4,126.20	(250,615.72)	(246,489.52)		
Total transactions with owners of the Company		-	-	4,126.20	-	-	-	-	-	4,126.20	(250,615.72)	(246,489.52)		
Balance as at 31 December 2016		31,460,105,400.00	(26,830,723,462.00)	4,126.20	2,790,000.00	(3,416,169,389.76)	(543,874,518.95)	(9,933,947.86)	(553,808,466.81)	662,198,207.63	(9,147,691.20)	653,050,516.43		

Notes to the financial statements are an integral part of these statements.

NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES
STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

For the year ended 31 December 2016

	SEPARATE FINANCIAL STATEMENTS									
	Issued and Paid-up Share Capital	Discount on Issue of Shares	Share Subscription		Retained Earnings (Deficit)		Other Components of Equity			Total
			Received in Advance	Baht	Appropriated Legal Reserve	Unappropriated	Gains (Loss) on Remeasuring Available-for-Sale Investments-	Baht	Baht	
Note	Baht	Baht	Baht	Baht	Baht	Baht	Net Income Tax	Baht	Baht	Baht
Balance as at 1 January 2015	30,460,105,358.00	(25,920,723,423.78)	-	-	2,790,000.00	(796,863,538.21)	-	(104,935,621.95)	-	3,640,372,774.06
Comprehensive income (expense) for the year										
Profit (loss) for the year	-	-	-	-	-	(332,154,964.88)	-	-	-	(332,154,964.88)
Other comprehensive income (expense) for the year	-	-	-	-	-	894,147.00	-	(275,143,547.00)	-	(274,249,400.00)
Total comprehensive income (expense) for the year	-	-	-	-	-	(331,260,817.88)	-	(275,143,547.00)	-	(606,404,364.88)
Transactions with owners										
Contributions by and distributions to owners of the Company										
Issuance of additional ordinary shares	1,000,000,042.00	(910,000,038.22)	-	-	-	-	-	-	-	90,000,003.78
Total contributions by and distributions to owners of the Company	1,000,000,042.00	(910,000,038.22)	-	-	-	-	-	-	-	90,000,003.78
Total transactions with owners of the Company	1,000,000,042.00	(910,000,038.22)	-	-	-	-	-	-	-	90,000,003.78
Balance as at 31 December 2015	31,460,105,400.00	(26,830,723,462.00)	-	-	2,790,000.00	(1,128,124,356.09)	-	(380,079,168.95)	-	3,123,968,412.96
Comprehensive income (expense) for the year										
Profit (loss) for the year	-	-	-	-	-	(2,471,730,031.74)	-	-	-	(2,471,730,031.74)
Other comprehensive income (expense) for the year	-	-	-	-	-	(197,329.00)	-	(163,795,350.00)	-	(163,992,679.00)
Total comprehensive income (expense) for the year	-	-	-	-	-	(2,471,927,360.74)	-	(163,795,350.00)	-	(2,635,722,710.74)
Transactions with owners										
Contributions by and distributions to owners of the Company										
Share Subscription Received in Advance	-	-	4,126.20	-	-	-	-	-	-	4,126.20
Total contributions by and distributions to owners of the Company	-	-	4,126.20	-	-	-	-	-	-	4,126.20
Total transactions with owners of the Company	-	-	4,126.20	-	-	-	-	-	-	4,126.20
Balance as at 31 December 2016	31,460,105,400.00	(26,830,723,462.00)	4,126.20	-	2,790,000.00	(3,600,051,716.83)	-	(543,874,518.95)	-	488,249,828.42

Notes to the financial statements are an integral part of these statements.

NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOW

For the year ended 31 December 2016

	Note	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		31 December 2016	31 December 2015	31 December 2016	31 December 2015
		Baht	Baht	Baht	Baht
CASH FLOW FROM OPERATING ACTIVITIES					
Profit (Loss) before Income Taxes		(1,507,055,740.18)	(607,163,261.33)	(2,471,730,031.74)	(332,154,964.88)
Adjustment to Profit (Loss) before Income Taxes for Cash Received (Paid) from Operations					
Depreciation and Amortization		67,935,030.47	65,353,387.33	2,832,355.67	5,539,207.23
Amortization of License to Use the Frequency for Television Service		77,475,497.71	77,475,497.75	-	-
Doubtful Debts-Trade and Other Receivables (Reversal)		12,688,149.46	(185,846.34)	1,836,589.39	1,603,512.33
Doubtful Debts-Finance Lease Receivables		-	45,181,528.35	-	45,181,528.35
Doubtful Debts-Short-term Loans to Related Companies		24,000,000.00	-	902,790,000.00	23,937,130.30
Doubtful Debts-Short-term Loans to Other Companies and Persons		76,500.00	22,093.15	-	-
Doubtful Debts-Other Non-Current Assets		97,800.00	-	-	-
Bad Debts		6,206,601.17	27,646.21	6,185,978.17	27,646.21
Written-off Withholding Tax to Expense		2,312,112.73	136,028.27	-	-
Loss from Declining in Value of Inventories (Reversal)		1,866,657.13	(486,834.16)	(214,605.04)	-
Loss from Damaged/Lost Inventories		25,972.80	138,722.58	25,972.80	-
Written-off Inventories to Expense		445,293.50	800,000.00	368,000.00	-
(Gain) from Selling of Securities		-	(2,504,026.66)	-	(2,504,026.66)
Loss on Impairment of Investments		71,719.06	-	1,622,385,396.15	320,798,018.85
Share of Profit (Loss) in Joint Venture		(156,512.62)	562,206.42	-	-
Loss on Written-off Fixed Assets		2,540,424.00	380,789.85	130,629.38	-
Loss on Written-off Assets-for-Rent		267.84	42,604.40	267.84	-
Loss on Impairment of Goodwill		2,002,492.90	10,798,048.85	-	-
Loss on Impairment of License to Use the Frequency for Television Service		953,903,799.57	-	-	-
(Gain) Loss on Sale of Fixed Assets		34,125.90	129,954.39	(8,591.00)	(29,465.56)
Loss on Sale of Assets-Held-for-Sale		-	10,068.30	-	10,068.30
Loss on Impairment of Intangible Assets		582,871.70	-	-	-
Written-off Assets to Expense		24,000.00	-	-	-
(Gain) Loss on Unrealized Exchange Rate		2,755.44	(1,374.72)	-	-
Provisions of Liabilities		973,331.83	-	909,833.51	-
Employee Benefit Obligation		3,377,807.16	645,252.10	426,848.00	127,260.00
Deferred Interest of License to Use the Frequency for Television Service		35,607,235.98	44,857,288.59	-	-
Letter of Guarantee Fee		8,365,380.82	-	-	-
Amortized Transaction Cost		4,873,863.01	-	-	-
Dividend Income		(12,368,050.00)	(11,339,580.00)	(12,368,050.00)	(11,339,580.00)
Interest Income		(16,717,927.62)	(30,184,838.07)	(93,521,757.24)	(108,747,123.67)
Interest Expense		21,562,687.64	2,950,245.66	33,650.98	50,514.76
Profit (Loss) from Operation Activities before Changes in Operating Assets and Liabilities		(309,245,852.60)	(402,354,399.08)	(39,917,513.13)	(57,500,274.44)
(Increase) Decrease in Operating Assets					
Temporary Investment -Trading Securities		(330,013.63)	1,041,980.20	(330,000.00)	1,042,000.00
Trade and Other Receivables		(58,564,142.50)	(9,834,537.95)	(2,830,509.33)	3,956,018.68
Unbilled Work in Progress		(51,683.37)	(860,786.70)	(51,683.37)	(860,786.70)
Inventories		(451,021.36)	402,537.30	-	351,547.47

Notes to the financial statements are an integral part of these statements.

NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOW

For the year ended 31 December 2016

	Note	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		31 December 2016	31 December 2015	31 December 2016	31 December 2015
		Baht	Baht	Baht	Baht
CASH FLOW FROM OPERATING ACTIVITIES (Continued)					
Short-term Loans to Employee		(29,655.31)	555,976.06	(114,922.00)	(94,140.21)
Other Non-Current Assets		(3,818,956.25)	(4,260,431.86)	4,067.34	(2,003,737.75)
Increase (Decrease) in Operating Liabilities					
Trade and Other Payables		(10,225,313.83)	23,220,925.87	(741,227.75)	(18,162,762.64)
Provisions of Liabilities		(578,642.18)	(2,236,762.00)	(578,642.18)	(2,236,762.00)
Employee Benefit Obligation		(1,237,248.00)	(1,940,522.68)	-	-
Cash Received (Paid) from Operation Activities		(384,532,529.03)	(396,266,020.84)	(44,560,430.42)	(75,508,897.59)
Interest Income Received		13,932,143.99	36,867,234.76	799,866.95	1,693,273.68
Withholding Tax Received		-	1,215,952.58	-	664,852.53
Tax Refund Received		-	15,711,485.69	-	-
Withholding Tax Paid		(12,271,548.63)	(10,346,201.67)	(1,382,496.50)	(395,120.35)
NET CASH PROVIDED FROM (USED IN) OPERATING ACTIVITIES		(382,871,933.67)	(352,817,549.48)	(45,143,059.97)	(73,545,891.73)
CASH FLOW FROM INVESTING ACTIVITIES					
(Increase) Decrease in Deposit at Bank Used as Collateral		256,777,945.80	185,311,588.13	(53,262.99)	(60,449.82)
Cash Received from Selling of Available-for-Sale Investments		-	137,504,026.66	-	137,504,026.66
Cash Received from Dividend Income		12,368,050.00	11,339,580.00	12,368,050.00	11,339,580.00
Cash Payment for Short-term Loans to Related Companies		(6,300,000.00)	(34,417,000.00)	(317,100,000.00)	(447,200,000.00)
Cash Received from Short-term Loans to Related Companies		2,300,000.00	9,741,812.27	869,410,000.00	27,229,449.30
Cash Payment for Short-term Loans to Other Company and Persons		-	(10,000,000.00)	-	(10,000,000.00)
Cash Received from Short-term Loans to Other Company and Persons		35,399.01	10,000,000.00	-	10,000,000.00
Cash Payment for Investment in Subsidiary Companies		-	(30,811,195.71)	(988,197,655.00)	(30,988,745.00)
Cash Payment for Investment in Joint Venture		-	(2,000,000.00)	-	-
Cash Received from Investment in Joint Venture		1,549,177.43	-	-	-
Cash Payment for Purchase of Fixed Assets		(10,191,304.35)	(67,719,548.86)	(119,403.47)	(1,146,297.26)
Cash Received from Sale of Fixed Assets		46,287.17	998,242.91	8,600.00	188,022.20
Cash Received from Sale of Assets-Held-for-Sale		-	4,000.00	-	4,000.00
Cash Payment for Purchase of Intangible Assets		(130,459,526.98)	(24,865,300.00)	-	-
Cash Payment for License to Use the Frequency for Television Service		(241,600,000.00)	(175,800,000.00)	-	-
Cash Received from Interest Income		341,917.71	-	113,439,686.51	90,577,033.77
NET CASH PROVIDED FROM (USED IN) INVESTING ACTIVITIES		(115,132,054.21)	9,286,205.40	(310,243,984.95)	(212,553,380.15)
CASH FLOW FROM FINANCING ACTIVITIES					
Increase (Decrease) in Bank Overdrafts		(330,975.24)	(1,112,715.68)	-	-
Cash Received from Short-term Loans from Financial Institution		458,512,000.00	-	-	-
Cash Payment for Short-term Loans from Financial Institution		(264,522,000.00)	-	-	-
Cash Received from Short-term Loans from Related Persons		-	1,300,000.00	-	-
Cash Payment for Short-term Loans from Related Persons		-	(1,300,000.00)	-	-
Cash Received from Short-term Loans from Related Companies		-	669,500.00	-	-
Cash Payment for Short-term Loans from Related Companies		-	(699,500.00)	-	(9,999,985.00)

Notes to the financial statements are an integral part of these statements.

NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED AND ITS SUBSIDIARIES

STATEMENTS OF CASH FLOW

For the year ended 31 December 2016

	Note	CONSOLIDATED		SEPARATE	
		FINANCIAL STATEMENTS		FINANCIAL STATEMENTS	
		31 December 2016	31 December 2015	31 December 2016	31 December 2015
		Baht	Baht	Baht	Baht
CASH FLOW FROM FINANCING ACTIVITIES (Continued)			-		-
Cash Received from Short-term Loans from Other Company		95,000,000.00	-	-	-
Cash Payment for Short-term Loans from Other Company		(95,000,000.00)	-	-	-
Cash Payment for Liabilities under Finance Lease Agreements		(1,456,936.72)	(1,768,776.15)	(423,744.00)	(423,744.00)
Cash Received from Issuance of Ordinary Shares		-	90,000,003.78	-	90,000,003.78
Cash Received from Investment of Non-Controlling Interests		250,007.50	-	-	-
Cash Received from Share Subscription Received in Advance		4,126.20	-	4,126.20	-
Cash Received from Creditor from Capital Increase		465,600,000.00	-	465,600,000.00	-
Cash Payment for Interest Expense		(21,540,698.54)	(2,313,637.44)	-	-
NET CASH PROVIDED FROM (USED IN) FINANCING ACTIVITIES		636,515,523.20	84,774,874.51	465,180,382.20	79,576,274.78
NET CASH AND CASH EQUIVALENTS INCREASE (DECREASE)		138,511,535.32	(258,756,469.57)	109,793,337.28	(206,522,997.10)
CASH AND CASH EQUIVALENTS AT BEGINNING OF THE YEAR	7	151,201,983.66	409,958,453.23	123,633,237.42	330,156,234.52
CASH AND CASH EQUIVALENTS AT ENDING OF THE YEAR	7	289,713,518.98	151,201,983.66	233,426,574.70	123,633,237.42

NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED
AND ITS SUBSIDIARY COMPANIES
NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 December 2016

1. General Information

1.1 Company Information and Nature of Business

The Company was registered on 3 February 1998, and on 23 March 2004, as a public company with registration number 0107547000290. The registered office is situated at Lao Peng Nguan 1 Building, 18th Floor, Zone A, 333 Soi Choeiphuang, Vibhavadi-Rangsit Road, Jomphon Sub-district, Chatuchak District, Bangkok, Thailand.

The Company operates in the business of software development and sales of hardware and system integrator services while the subsidiaries operate in the business of television service media, internet service, mass communication, program production, distribution of publishing and trading and service of examining tools and equipments in occupational health and sales of goods and services.

1.2 Going Concern

According to the consolidated financial statements, the Group had losses for the years ended 31 December 2016 and 2015 in amount of Baht 1,507.08 million and Baht 607.24 million, respectively, and in amount of Baht 2,471.73 million and Baht 332.15 million, respectively for the separate financial statements. This is because the Company still had income from the core business in low amount, while costs were incurred in high. In addition, the subsidiaries which operate in the business of television service have service cost and expense in high amount. The Group's current liabilities exceeded its current assets by Baht 557.16 million. Most of current liabilities were creditor from capital increase in amount of Baht 465.60 million. Since the share offering to investors through private placement is not permitted by The Securities and Exchange Commission, the Company cannot still register its paid-up share capital with the Department of Business Development, as in note 29.

Business Plan of the Group

The Company expects to have revenue increase steadily in both the information systems sector and consulting service and information system development of the project sector that are expected to

receive from the project bidding in 2017, as well as from the careful costs and expenses control with an attempt to help trim down the Company's continuing losses.

The group expects revenue increase in 2017 from advertising rate adjustment and from other revenue such as airtime rental, news selling and short message service etc. Also, the subsidiaries will provide more related activities with news and program such as seminar and public relation in various forms etc. This will give more access to the viewers and the group is able to reduce the losses and has more working capital for the business operation and to pay off the previous debts to the parent company.

2. Basis of Preparation for the Financial Statements

- 2.1 The financial statements have been prepared in accordance with Financial Reporting Standards of Thailand including related interpretations and guidelines promulgated by the Federation of Accounting Professions under the Royal Patronage of His Majesty the King, applicable rules and regulations of the Securities and Exchange Commission and The Stock Exchange of Thailand.
- 2.2 The financial statements were presented in compliance with the notification of Department of Business Development regarding “Brief particulars must be contained in financial statements B.E. 2554” dated on 28 September 2011, notified according to Accounting Act B.E. 2543.
- 2.3 In order to prepare the financial statements to comply with financial reporting standards, the Company’s management had to make some estimates and suppositions which may have an effect on the amount shown for revenues, expenses, assets and liabilities and also on the disclosures concerning assets and contingent liabilities, therefore the actual result may differ from the estimated amount.
- 2.4 The financial report in Thai language is the official statutory financial report of the Company. The financial report in English language has been translated from the Thai language financial report.

3. Basis of Preparation for the Consolidation of Financial Statements

- 3.1 In preparation of the consolidated financial statements, the Company will only take its subsidiary companies which is under the main control of NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED into account, after having eliminated the remaining balances and transactions among themselves. The Company holds shares in subsidiary companies, both directly and indirectly, with the percentage as follows:

Company's Name	Percentage of Shareholdings		Country of incorporation	Type of business
	As at 31 December 2016	As at 31 December 2015		
<u>Subsidiaries directly held by the Company</u>				
Sync Technologies Co., Ltd.	99.99	99.99	Thailand	Trading and service in software and technology products
Spring New Corporation Co., Ltd.	99.99	99.99	Thailand	Mass communication service
Ruam Mue Ruam Jai Co., Ltd.	93.17	-	Thailand	Mass communication service and television program production
Environmental Solution Integrator Co., Ltd.	90.00	90.00	Thailand	Trading and service of examining tools and equipments in occupational health
News Network Multimedia Co., Ltd.	99.99	99.99	Thailand	Radio and new media service
Green Net 1282 Co., Ltd.	99.99	99.99	Thailand	Information provider via mobile phone, internet and electronic media, book, magazine and goods distribution via call center system and mobile phone
<u>Subsidiaries indirectly held by the Company</u>				
Spring News Television Co., Ltd.	99.99	99.99	Thailand	Mass communication service
Ruam Mue Ruam Jai Co., Ltd.	6.83	99.99	Thailand	Mass communication service and television program production
Thansettakij Multimedia Co., Ltd.	80.00	-	Thailand	Publishing production and distribution

3.2 Investments in subsidiary companies with the shareholdings from 99.99% are treated as holdings of 100% in preparation of consolidated financial statements.

3.3 The accounting period ended of the above subsidiary companies is the same as the NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED.

3.4 In preparation of the consolidated financial statements, the Company has written off the amount of asset, liability, and inter-transactions.

3.5 Accounting policies for the subsidiary company are the same policies as the Company's.

4. Adoption of New Financial Reporting Standard

The group adopted conceptual framework for financial statements, the new accounting standards, financial reporting standards, interpretations of accounting standards, interpretations of financial reporting standards and accounting guidance, which are effective for accounting period beginning on or after 1 January 2016, with no impact on the current financial statements.

5. New Financial Reporting Standards Not Yet Effective

New accounting standards, financial reporting standards, accounting standard interpretations, financial reporting standard interpretations and accounting guidance, which are not yet effective for the current accounting period that the Company has not early adopted, are as follows:

Effective for the accounting period beginning on or after 1 January 2017

TAS 1 (revised 2016)	Presentation of Financial Statements
TAS 2 (revised 2016)	Inventories
TAS 7 (revised 2016)	Statement of Cash Flows
TAS 8 (revised 2016)	Accounting Policies, Changes in Accounting Estimates and Errors
TAS 10 (revised 2016)	Events After the Reporting Period
TAS 11 (revised 2016)	Construction Contracts
TAS 12 (revised 2016)	Income Taxes
TAS 16 (revised 2016)	Property, Plant and Equipment
TAS 17 (revised 2016)	Leases
TAS 18 (revised 2016)	Revenue
TAS 19 (revised 2016)	Employee Benefits
TAS 20 (revised 2016)	Accounting for Government Grants and Disclosure of Government Assistance
TAS 21 (revised 2016)	The Effects of Changes in Foreign Exchange Rate
TAS 23 (revised 2016)	Borrowing Costs
TAS 24 (revised 2016)	Related Party Disclosures
TAS 26 (revised 2016)	Accounting and Reporting by Retirement Benefit Plans
TAS 27 (revised 2016)	Separate Financial Statements
TAS 28 (revised 2016)	Investments in Associates and Joint Venture
TAS 29 (revised 2016)	Financial Reporting in Hyperinflationary Economics
TAS 33 (revised 2016)	Earnings per Share
TAS 34 (revised 2016)	Interim Financial Reporting
TAS 36 (revised 2016)	Impairment of Assets

TAS 37 (revised 2016)	Provisions, Contingent Liabilities and Contingent Assets
TAS 38 (revised 2016)	Intangible Assets
TAS 40 (revised 2016)	Investment Property
TAS 41 (revised 2016)	Agriculture
TFRS 2 (revised 2016)	Share-Based Payments
TFRS 3 (revised 2016)	Business Combinations
TFRS 4 (revised 2016)	Insurance Contracts
TFRS 5 (revised 2016)	Non-current Assets Held for Sale and Discounted Operations
TFRS 6 (revised 2016)	Exploration for and Evaluation of Mineral Resources
TFRS 8 (revised 2016)	Operating Segments
TFRS 10 (revised 2016)	Consolidated Financial Statements
TFRS 11 (revised 2016)	Joint Arrangements
TFRS 12 (revised 2016)	Disclosure of Interests in Other Entities
TFRS 13 (revised 2016)	Fair Value Measurement
TSIC 10 (revised 2016)	Government Assistance – No Specific Relation to Operating Activities
TSIC 15 (revised 2016)	Operating Leases – Incentives
TSIC 25 (revised 2016)	Income Taxes – Changes in the Tax Status of an Entity or its Shareholders
TSIC 27 (revised 2016)	Evaluating the Substance of Transactions Involving the Legal Form of a Lease
TSIC 29 (revised 2016)	Service Concession Arrangements: Disclosures
TSIC 31 (revised 2016)	Revenue – Barter Transactions Involving Advertising Services
TSIC 32 (revised 2016)	Intangible Assets – Web Site Costs
TFRIC 1 (revised 2016)	Changes in Existing Decommissioning, Restoration and Similar Liabilities
TFRIC 4 (revised 2016)	Determining whether An Arrangement Contains a Lease
TFRIC 5 (revised 2016)	Rights to Interests Arising from Decommissioning, Restoration and Environmental Rehabilitation Funds
TFRIC 7 (revised 2016)	Applying the Restatement Approach under TAS 29 (revised 2016) Financial Reporting in Hyperinflationary Economies
TFRIC 10 (revised 2016)	Interim Financial Reporting and Impairment
TFRIC 12 (revised 2016)	Service Concession Arrangements
TFRIC 13 (revised 2016)	Customer Loyalty Programmes
TFRIC 14 (revised 2016)	TAS 19 (revised 2016) – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and Their Interaction
TFRIC 15 (revised 2016)	Agreements for the Construction of Real Estate
TFRIC 17 (revised 2016)	Distributions of Non-cash Assets to Owners

TFRIC 18 (revised 2016)	Transfers of Assets from Customers
TFRIC 20 (revised 2016)	Stripping Costs in the Production Phase of a Surface Mine
TFRIC 21 (revised 2016)	Levies
TAS 104 (revised 2016)	Accounting for Troubled Debt Restructurings
TAS 105 (revised 2016)	Accounting for Investments in Debt and Equity Securities
TAS 107 (revised 2016)	Financial Instruments: Disclosure and Presentation
Accounting Guidances for Derecognition of Financial Assets and Financial Liabilities	

The management of the Company believes that the financial reporting standard mentioned above will not have any significant impacts on the financial report when they are applied.

6. Significant Accounting Policy

6.1 Measurements bases used in the Preparation of Financial Statements

Measurement bases used in the preparation of financial statements are historical cost measurement basis and combination of variety measurement bases used. Some assets and liabilities that use other measurement bases have been disclosed the measurement bases used in the particular accounting policies.

6.2 Financial Instruments

Financial assets were shown in the statement of financial position include cash and cash at banks, investments, trade and other receivables and loan to. Financial liabilities were shown in the statement of financial position include trade and other payables and borrowings which the accounting policies on recognition and measurement of these items are disclosed in the respective accounting policies.

6.3 Cash and Cash Equivalents

Cash and cash equivalents consist of bank deposit in type of saving accounts, current accounts and three-month fixed accounts without guarantee obligation.

6.4 Trade and Other Receivables

Trade and other receivables are stated at the net realizable value.

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

6.5 Unbilled Work in Progress

Unbilled work in progress represents the gross unbilled amount expected to be collected from customers for service work performed to date. It is stated at net realizable value which is recognized in accordance with the percentage of completion by using the proportion of actual cost incurred as compared to the total estimated cost. Service cost is measured at cost plus all expenditure related directly to service projects.

Unbilled work in progress is presented separately under current assets in the statement of financial position. If payments received from customers exceed the income recognized, then the difference is presented as other liabilities under current liabilities in the statement of financial position.

6.6 Inventories

Inventories are valued at cost price under first-in first-out method or net realizable value which ever the lower is.

Cost of inventories comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition.

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

Estimate for return was estimated by consideration from the rate of books returned compared with the average delivery rate in the past.

6.7 Investments

Investments in joint venture

Investments in consolidated financial statement are accounted for using the equity method.

Investments in subsidiary company

Investments in subsidiary company in the separate financial statements are accounted for using the cost method, less impairment of investment.

Investments in other debt and equity securities

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

Debt securities and marketable equity securities, other than those securities held for trading or intended to be held to maturity, are classified as available-for-sale investments. Available-for-sale investments are, subsequent to initial recognition, stated at fair value, and changes therein, other than impairment losses and foreign currency differences on available-for-sale monetary items, are recognized directly in equity. Impairment losses and foreign exchange differences are recognized in

profit or loss. When these investments are derecognized, the cumulative gain or loss previously recognized directly in equity is recognized in profit or loss. Where these investments are interest-bearing, interest calculated using the effective interest method is recognized in profit or loss.

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

6.8 Investment Property

The Company's investment property is their owned land and building without specific purpose of use in the future and/or exploiting for rental income or appreciation of the asset. The Company measures the investment property by the cost value, deducted accumulated depreciation and allowance for impairment (if any).

Depreciation is charged to profit or loss on a straight-line basis over the estimated useful lives of each property. The estimated useful live of investment property is 20 years.

6.9 Equipment

Equipment is stated at cost less accumulated depreciation and accumulated impairment losses (if any).

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

Building Improvement	5 years
Furniture, fixtures and office equipment	3-5 years
Equipment	3-5 years
Vehicle	5 years

Repair and maintenance is recognized in profit or loss during the period that it is incurred. Cost of significant improvement should be recognized as a part of carrying amount of assets when it is probable that the group will obtain the future economic benefits from that transaction and able to measure the cost of that transaction reliably. Cost of improvement should be depreciated by the basis of estimated useful lives. Repair and maintenance expenses are recognized as expenses during the period that they are incurred.

Gain or loss from disposal of equipment is computed from discrepancy between net cash received and book value and recognized as other revenue or other expense in profit or loss.

6.10 Goodwill

Goodwill is measured as the fair value of the consideration transferred including the recognized amount of any non-controlling interest in the acquiree, less net recognized amount (generally fair value) of the identifiable assets acquired and liabilities assumed, all measured as of the acquisition date. Subsequent to initial recognition, goodwill is measured at cost less accumulated impairment losses.

6.11 Intangible Assets

Software and computer program

Software and computer program that are acquired by the group and has finite useful lives, are stated at cost less accumulated amortization and accumulated impairment losses (if any).

Amortization is recognized in profit or loss on a straight-line basis over the estimated useful lives of intangible, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful lives for the asset are 5-10 years.

Copyright of documentaries and music

Copyright of documentaries and music in the consolidated financial statement is stated at cost less accumulated amortization and accumulated impairment (if any). Amortization is recognized in profit or loss on a straight-line basis of contract period and when the programmes are broadcasted.

The right to use the trademark

The right to use the trademark in the consolidated financial statement is stated at cost less accumulated amortization and accumulated impairment (if any). Amortization is recognized in profit or loss on a straight-line basis over 30 years of contract.

6.12 License to Use the Frequency for Television Service

The carrying amount of license to use the frequency for television service consists of expenditures that are directly attributable to the acquisition of the commercial digital terrestrial television licences at national level for a news and information category are measured at cash price equivalent discounted to present value using a market discount rate stated at cost less accumulated amortisation and impairment losses. The differences between the cash price equivalent and the total payments to be made are recognised as financial costs over the licence fee payment periods, amortised from the date that it is ready to provide service. Amoritization is charged on a straight-line basis over the estimated useful lives of 15 years.

6.13 Impairment

The carrying amounts of assets are assessed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the assets' recoverable amounts are estimated of asset or its cash-generating unit to which the asset is included in the recognition of an impairment loss when the recoverable amount less than the carrying amount of the asset or its cash generating unit.

Impairment loss is recognized as expenses in profit or loss immediately.

Calculation of Recoverable Amount

- The recoverable amount is the higher of the asset's fair value less cost to sell of asset or the cash-generating unit or its value in use.
- In assessing value in use of an asset by estimating the present value of future cash flows generated by the asset, discounted using a pre-tax discount rate which reflects current market assessments of the time value of money and the risks specific to the asset.
- The asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Reversals of Impairment Loss

- The loss on impairment of assets recognized in the prior period will be reversed if the estimation for indicated net realizable value changes since the last impairment loss was recognized. The carrying amount of the asset not exceed just to be the carrying amount that would have been (net of depreciation or amortization), if no impairment loss had been recognized.
- Reversals of impairment loss will be recognized as income in profit or loss immediately.

6.14 Trade and Other Payables

Trade and other payables were shown in cost value.

6.15 Leases

- The group is the lessee

Long term leases which substantially transferred all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the inception of the lease at the lower of the fair value of the leased asset or the present value of the minimum lease payments. Each lease payment is allocated to the principal and to the finance charges so as to achieve a constant rate on the finance balance outstanding. The outstanding rental obligations less finance charges are included in

other long-term payables. The interest element of the finance cost is charged to profit or loss over the lease period. The assets acquired under finance leases while depreciation is carried throughout the useful lives of leased asset. However, if there is uncertainty in the right of ownership when the contract is terminated, depreciation is carried according to useful lives of leased assets or life of leased contract whichever the period is lower.

Long-term leases not transferring a significant portion of the risks and rewards of ownership to the lessee are classified as operating leases. Payments made under operation leases (net of any incentives received from the lesser) are charged to profit or loss on a straight-line basis over the period of the lease.

When an operating lease is terminated before the lease period has expired, any payment required to be made to the lesser by way of penalty is recognized as an expense in the period in which termination takes place.

- The group is the lessor

When assets are leased out under a finance lease, the net investment in the lease is recognized as a receivable. The difference between the gross investment in the lease and the net investment in the lease is recognized unearned finance income. Lease income is recognized over the term of the lease using the net investment method, which reflects a constant periodic rate of return.

Current portion of finance lease receivables are presented under current assets.

6.16 Employees Benefit

The group is recognized salary, wage, bonus, social security fund are expense on date the transaction occur.

The group provides for post employment benefits to or retirement indemnity employees under the labor laws applicable in Thailand. The group has recorded the liabilities in respect of employee benefits which are the present value of the defined benefit obligations calculated by an independent actuary in accordance with the actuarial technique, and discounted benefit by the projected unit credit method. The present value of the defined benefit obligations are determined by discounting estimated future cash flows using yields on the government bonds which have terms to maturity approximating the terms of related liability. The estimated future cash flows shall reflect employee salaries, turnover rate, mortality, length of service and other. The group recorded employee benefit obligation as non-current liabilities. The costs associated with providing these benefits are charged to profit or loss so as to spread the cost over the employment period during which the entitlement to benefits is earned and recognized actuarial gain (loss) in other comprehensive income.

6.17 Provision of Liabilities

The group recognized provision of liabilities when it is probable that there is a present legal or constructive obligation as a result of past events and an outflow of resources will be required to settle the obligation and a reliable estimate of the amount can be made. Where the group expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain.

6.18 Recognition of Revenues

- Revenue from sales is recognized when the significant risks and rewards of ownership have been transferred to the buyer.
- Revenue from service for project is recognized as services are provided on the percentage of completion method which is computed in accordance with the proportion of actual cost incurred as compared to the total estimated cost for the contract.

The stage of completion is assessed by reference to surveys of work performed. When the outcome of a construction contract cannot be estimated reliably, contract revenue is recognized only to the extent of contract costs incurred that are likely to be recoverable. An expected loss on a contract is recognized immediately in profit or loss.

- Revenue from selling of advertisement is from selling of advertisement on television and radio recognized as price in invoice less discount. Revenue is recognized as services are provided.
- Revenue from television production is recognized as delivered.
- Revenue from share broadcasting is recognized over the term of the lease.
- Revenue from service is recognized as services are provided.
- Revenue from leases is recognized in accordance with the accounting policy per note 6.15-leases.
- Revenue from barter transactions on goods or service is from bartering unidentical goods and services, recognized at fair value of bartered goods and services.
- Revenue from rental is recognized on a straight-line basis over the term of the lease.
- Revenue from interest income is recognized over the term of borrowing and calculated from the outstanding principal.

6.19 Recognition of Expenses

- Expenses are recognized on an accrual basis.

6.20 Income Tax

Income Tax

Income tax expense comprises current tax and deferred tax. Income tax expense is recognized in profit or loss except to the extent that related to items recognized in other comprehensive income or recognized directly in equity which will recognize in other comprehensive income or recognized directly in equity as same as that items.

Current Tax

Current 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, using the tax rates enacted at the end of reporting period.

Deferred Tax

Deferred 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 reporting period.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profit will be available against which the asset can be utilized. Deferred tax assets are reduced to the extent that the related tax benefit will be realized.

6.21 Earnings (Loss) per Share

Primary earnings (loss) per share are calculated by dividing the net profit (loss) by the weighted average number of issued and paid up ordinary shares.

Diluted earning (loss) per share is computed by divided net profit (loss) by aggregate amount of weighted average number of common stock issued during the year and the weighted average number of common stock which the Company may have to issue for conversion of the whole of warrants to common stocks.

6.22 Appropriation of Retained Earnings

The appropriation of retained earnings is attributable to the Public Company Act B.E. 2535 (1992). The Company will appropriate retained earnings when it is approved at the board of directors which will report to the next meeting of shareholders.

6.23 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 Group applies 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 Group measure fair value using valuation technique that are appropriate in the circumstances and maximizes the use of relevant observable inputs related to assets and liabilities that are required to be measured at fair value.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy into three levels based on categorise of input to be used in fair value measurement as follows:

Level 1 input are quoted prices in active market for identical assets or liabilities that the Group can access at the measurement date.

Level 2 input are other observable inputs either directly or indirectly, for the assets or liabilities other than quoted price included within Level 1 inputs.

Level 3 input are unobservable inputs for the assets and liabilities.

At the end of each reporting period, the Group determine whether transfers have occurred between levels within the fair value hierarchy for assets and liabilities held at the end of the reporting period that are measured at fair value on a recurring basis.

6.24 Significant Accounting Judgments and Estimates

In order to prepare the financial statements to comply with financial reporting standards, the Company's management had to make some judgment and estimates which may have an effect on the amount shown in financial statements and notes to financial statements, therefore the actual result may differ from the estimated amount. Significant estimates and provisions are as follows:

Lease

In determining whether a lease is to be classified as an operating lease or finance lease, the management is required to use judgment regarding whether significant risk and rewards of ownership of the leased asset have been transferred, taking into consideration terms and conditions of the arrangement.

Allowance for Doubtful Accounts –Trade and Other Receivables

In determining an allowance for doubtful accounts, the management needs to make judgment and estimates based upon, among other things, past collection history, aging profile of outstanding debts and the prevailing economic condition.

Equipment and Depreciation

In computing depreciation of equipment, the management is required to make estimates of the useful lives and residual values of the Company's equipment and to review estimate useful lives and residual values when there are any changes.

In addition, the management is required to review impairment of equipment on a periodical basis and record impairment losses in the period when it is determined that their recoverable amount is lower than the carrying amount. This requires judgments regarding forecast of future revenues and expenses relating to the assets subject to the review.

Impairment of Investment

The management is required to review and record impairment of investment when it is determined that their recoverable amount is lower than its value and to make a judgment whether impairment is significant and permanent or not.

Intangible Assets

Intangible assets are systematically amortized over their estimated useful lives, and are subject to impairment if there is an indication they may be impaired.

License to Use the Frequency for Television Service

The management is required to review impairment of license to use the frequency for television service on a periodical basis and record impairment losses in the period when it is determined that their recoverable amount is lower than the carrying amount. This requires judgments regarding forecast of future revenues and expenses relating to the assets subject to the review.

Post-Employment Benefits

The obligation under defined benefit plan is determined based on actuarial valuations. Inherent within these calculations are assumptions as to discount rates, future salary increases and other demographic factors. In determining the appropriate discount rate, management selects an interest rate that reflects the current economic situation. Actual post-retirement costs may ultimately differ from these estimates.

Litigations

The Company has contingent liabilities as a result of litigations. The management has made a judgment to assess the results of the litigation. Provision for the related liabilities has been recorded at the end of reporting period. However, the actual results could differ from the estimates.

7. Cash and Cash Equivalents

Consist of:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Cash	473,616.21	452,794.75	30,000.00	30,000.00
Current Deposit Accounts	192,710,893.52	95,246,664.83	188,910,022.97	94,125,498.17
Saving Deposit Accounts	96,247,770.73	55,302,524.08	44,486,551.73	29,477,739.25
Fixed Deposit Accounts	-	200,000.00	-	-
Cheque on Hand	281,238.52	-	-	-
Total	<u>289,713,518.98</u>	<u>151,201,983.66</u>	<u>233,426,574.70</u>	<u>123,633,237.42</u>

8. Temporary Investments

Consist of:

	Consolidated Financial Statements		Separate Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Investment in Marketable Securities				
Cost of Investments in Marketable Equity Instruments	4,600,000.00	4,600,000.00	4,600,000.00	4,600,000.00
<u>Add (Less) Unrealized Gain (Loss)</u>	<u>(712,000.00)</u>	<u>(1,042,000.00)</u>	<u>(712,000.00)</u>	<u>(1,042,000.00)</u>
Fair Value of Investments in				
Marketable Equity Instruments	3,888,000.00	3,558,000.00	3,888,000.00	3,558,000.00
12-Months Fixed Deposit Accounts	1,033.43	1,019.80	-	-
Total	<u>3,889,033.43</u>	<u>3,559,019.80</u>	<u>3,888,000.00</u>	<u>3,558,000.00</u>

For the years ended 31 December 2016 and 2015, the movements of investment in marketable securities were as follows:

	Consolidated/Separate Financial Statements	
	For the years ended	
	31 December 2016	31 December 2015
	Baht	Baht
Beginning Carrying Amount	3,558,000.00	4,600,000.00
Change of Fair Value of Marketable Securities	330,000.00	(1,042,000.00)
Ending Carrying Amount	<u>3,888,000.00</u>	<u>3,558,000.00</u>

For the year ended 31 December 2015, the movement of investment in available-for-sale securities was as follows:

	Consolidated/Separate Financial Statements	
	For the years ended	
	31 December 2016	31 December 2015
	Baht	Baht
Beginning Carrying Amount	-	128,000,000.00
Sale of Securities	-	(135,000,000.00)
Reversal of Unrealized Loss of Securities	-	7,000,000.00
Beginning Carrying Amount	<u>-</u>	<u>-</u>

The fair value of trading and available-for-sale securities are based on the latest bid price quoted on the Stock Exchange of Thailand at the reporting, which is Level 1 inputs.

9. Trade and Other Receivables

Consist of:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Trade Receivables	117,200,647.06	100,283,378.69	32,658,662.56	35,984,112.88
<u>Less</u> Allowance for Doubtful Accounts	(39,535,489.23)	(27,273,236.88)	(29,444,006.16)	(24,402,019.98)
Trade Receivables-Net	<u>77,665,157.83</u>	<u>73,010,141.81</u>	<u>3,214,656.40</u>	<u>11,582,092.90</u>
Other Receivables	155,334,547.43	115,308,539.99	54,217,608.69	73,582,926.93
<u>Less</u> Allowance for Doubtful Accounts	(13,490,756.02)	(13,064,858.91)	(11,440,100.44)	(14,645,497.23)
Other Receivables-Net	<u>141,843,791.41</u>	<u>102,243,681.08</u>	<u>42,777,508.25</u>	<u>58,937,429.70</u>
Total	<u>219,508,949.24</u>	<u>175,253,822.89</u>	<u>45,992,164.65</u>	<u>70,519,522.60</u>

Trade receivables were classified by aging as follows:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Unbilled Trade Receivables	25,186,060.59	17,379,895.16	-	-
Trade Receivables within Due Period	32,029,880.46	25,861,331.83	94,956.62	176,752.25
Trade Receivables Classified by				
Over Due Period as Follows				
- Less than 3 months	24,135,348.33	15,907,382.55	68,035.96	-
- 3-6 months	1,581,131.14	962,316.80	2,891,236.30	-
- 6-12 months	147,667.08	1,346,144.43	-	239,519.61
- More than 12 months	34,120,559.46	38,826,307.92	29,604,433.68	35,567,841.02
Total	<u>117,200,647.06</u>	<u>100,283,378.69</u>	<u>32,658,662.56</u>	<u>35,984,112.88</u>
<u>Less</u> Allowance for Doubtful Accounts	(39,535,489.23)	(27,273,236.88)	(29,444,006.16)	(24,402,019.98)
Net	<u>77,665,157.83</u>	<u>73,010,141.81</u>	<u>3,214,656.40</u>	<u>11,582,092.90</u>

Other receivables consist of:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Withholding Tax	33,198,790.26	23,239,354.36	3,529,351.27	2,146,854.77
Prepaid Expense	23,254,316.71	17,901,244.54	12,074,685.96	12,179,773.74
Accrued Interest	4,951,649.73	4,823,366.01	30,448,438.72	51,166,234.94
Deposit	8,335,470.08	4,023,126.93	-	-
Accrued Revenue	335,158.00	1,157,153.12	54,905.87	292,544.50
Account Receivable - Revenue Department	71,008,937.86	44,523,983.53	2,872,534.83	3,303,996.87
Other Receivables	996,945.81	2,216,602.23	4,314,164.34	3,595,060.26
Others	13,253,278.98	17,423,709.27	923,527.70	898,461.85
Total	155,334,547.43	115,308,539.99	54,217,608.69	73,582,926.93
<u>Less</u> Allowance for Doubtful Accounts	(13,490,756.02)	(13,064,858.91)	(11,440,100.44)	(14,645,497.23)
Net	141,843,791.41	102,243,681.08	42,777,508.25	58,937,429.70

For the years ended 31 December 2016 and 2015, the movements of allowance for doubtful accounts were as follows:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	For the years ended		For the years ended	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Beginning Balance	(40,338,095.79)	(40,523,942.13)	(39,047,517.21)	(37,444,004.88)
Increase during the Year	(18,906,956.43)	(862,029.54)	(11,921,527.34)	(2,601,841.10)
Reverse during the Year	6,218,806.97	1,047,875.88	10,084,937.95	998,328.77
Ending Balance	(53,026,245.25)	(40,338,095.79)	(40,884,106.60)	(39,047,517.21)

10. Unbilled Works in Progress

Consist of :

	Consolidated/Separate Financial Statements	
	As at 31 December 2016	As at 31 December 2015
	Baht	Baht
Unbilled Works in Progress	7,730,339.82	7,678,656.45
<u>Less</u> Allowance for Doubtful Accounts	(6,586,356.74)	(6,586,356.74)
Unbilled Works in Progress-Net	<u>1,143,983.08</u>	<u>1,092,299.71</u>

Unbilled works in progress were classified by aging as follows:

	Consolidated/Separate Financial Statements	
	As at 31 December 2016	As at 31 December 2015
	Baht	Baht
Unbilled works in progress within due period	-	122,639.00
Unbilled works in progress over due period		
- Less than 3 months	821,183.54	408,063.54
- 3 - 6 months	129,231.12	290,711.66
- 6 - 12 months	51,968.41	270,885.50
- More than 12 months	6,727,956.75	6,586,356.75
Total	<u>7,730,339.82</u>	<u>7,678,656.45</u>
<u>Less</u> Allowance for Doubtful Accounts	(6,586,356.74)	(6,586,356.74)
Net	<u>1,143,983.08</u>	<u>1,092,299.71</u>

For the years ended 31 December 2016 and 2015, the movements of allowance for doubtful accounts were as follows:

	Consolidated/Separate Financial Statements	
	For the years ended	
	31 December 2016	31 December 2015
	Baht	Baht
Beginning Balance	(6,586,356.74)	(8,230,143.66)
Write off to Bad Debts during the Year	-	1,643,786.92
Ending Balance	<u>(6,586,356.74)</u>	<u>(6,586,356.74)</u>

Unbilled work in progress overdue more than 12 months mainly comprised 2 projects with government and state enterprises of which with total contract value of Baht 17.73 million have been cancelled. The Company is in the process of following up and believes that the allowance for doubtful accounts recorded is sufficient (As in Note 45.8 (a))

11. Finance Lease Receivables

Consist of:

	Consolidated/ Separate Financial Statements	
	As at	As at
	31 December 2016	31 December 2015
	Baht	Baht
Gross Receivable in the Lease Contracts		
Due within 1 year	15,799,992.00	15,799,992.00
Due within 2 to 5 years	61,883,342.00	61,883,342.00
Total	77,683,334.00	77,683,334.00
<u>Less</u> Deferred Income - Receivable to Due within 1 year	(6,875,825.68)	(6,875,825.68)
Deferred Income - Receivable to Due within		
2 to 5 years	(13,444,500.65)	(13,444,500.65)
Allowance for Doubtful Accounts	(57,363,007.67)	(57,363,007.67)
Net	-	-
Net Receivable in the Lease Contracts		
Due within 1 year – Net	-	-
Due within 2 to 5 years – Net	-	-
Total	-	-
Deferred Income – Net	-	-

For the years ended 31 December 2016 and 2015, the movements of allowance for doubtful accounts were as follows:

	Consolidated/Separate Financial Statements	
	For the years ended	
	31 December 2016	31 December 2015
	Baht	Baht
Beginning Balance	(57,363,007.67)	(12,181,479.32)
Increase During the Year	-	(45,181,528.35)
Ending Balance	(57,363,007.67)	(57,363,007.67)

On 12 July 2012, one company had entered into a lease and installation agreement with The Agricultural Futures Exchange of Thailand in order to lease and install computer equipment, hardware, network, and software in the project “Improvement of the networking and trading systems” of The Agricultural Futures Exchange of Thailand, with the contract value amounting to Baht 79 million (VAT inclusive). The rent is equally paid every period at Baht 1.32 million per month for 60 periods.

On 13 December 2012, this company had entered into the claims transfer agreement with News Network Corporation Public Company Limited (The Company). This company, as the transferor of claims, transferred the claims to solely receive payment of every monthly rental amount (60 periods totaling Baht 79 million) from The Agricultural Futures Exchange of Thailand to the Company. The Company shall not be responsible for any duties and responsibilities of the transferor of claims who has to comply with the main agreement which The Agricultural Futures Exchange of Thailand.

However, on 13 December 2012, apart from entering into the claims transfer agreement mentioned above, the Company has also entered into another product buy/sell agreement with that company. With the Company as “The Seller” and that company as “The Buyer”, the product buy/sell agreement above has the following significant contents:

- 1) The buyer and seller agreed to sell the equipment along with installation. The buyer will have to deliver and install the goods ordered at The Agricultural Futures Exchange of Thailand according to the list and details specified in several purchase orders dated 13 December 2012 totaling Baht 56,688,864.08 (inclusive of VAT and expense), which is the product ordered by the Company from a distributor in Thailand by the same amount.
- 2) Buyer agrees to pay and the seller agrees to accept the payment. Buyer agrees to transfer the right to receive payment under the lease agreement from The Agricultural Futures Exchange of Thailand for every period and all amounts by dividing into 60 periods of Baht 79 million from the claims transfer agreement date (13 December 2012) onwards to the Company instead of paying for such goods. It is stated that the penalty and damage arising from the agreement dated 12 July 2012 the transferor of claims shall be solely responsible.
- 3) The buyer has to handover the product receiving inspection document of The Agricultural Futures Exchange of Thailand with correct and complete signing upon receipt. The buyer has already delivered these documents to the Company on 25 July 2013.
- 4) The warranty of each product delivered shall follow the equipment rental and installation agreement between that Company and The Agricultural Futures Exchange of Thailand, and the distributor or installation contractor shall be responsible directly at no extra cost.

However, since transferring the claims to receive payment according to the claim transfer agreement on 13 December 2012, is presently unable to accomplish, the Company has to demand the rent directly with the buyer. As a result, the Company recorded the transaction in accordance with the long-term lease agreement by recognizing such receivable as receivable under the long-term lease agreement in the amount of 79 million (Net of the revenue to be realized under the long-term lease agreement of 20.85 million).

Since the management of the Company considers that the Company is unlikely to receive remaining rental payment of 59 installments totaling to Baht 57.36 million (net of deferred income), the whole amount of allowance of doubtful account is reserved and considered enough by the management of the Company.

On 5 January 2017, the Company placed a lawsuit against the receivable and the buyer with the receivable in charge of breach of purchase and sale agreement and right transferring agreement. The Company claims for the payment from the receivable and the buyer with the receivable from the goods price and valued added tax in the amount of Baht 114.07 million with the interest at 15.00% per annum of valued added tax until the payment is completed, computed until the claim date totaling to Baht 0.99 million, totaling to Baht 115.06 million. The hearing of witnesses is on 3 April 2017.

12. Inventories

Consist of:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Inventories	15,664,613.35	15,895,681.42	173,367.76	567,340.56
Goods in Transit	67,789.09	-	-	-
Work in Process	290,664.06	147,630.02	-	-
Total	16,023,066.50	16,043,311.44	173,367.76	567,340.56
<u>Less Allowance for Declining in</u>				
Value of Inventories	(3,636,502.82)	(1,769,845.69)	(173,367.76)	(387,972.80)
Net	12,386,563.68	14,273,465.75	-	179,367.76

For the years ended 31 December 2016 and 2015, the movements of allowance for declining in value of inventories were as follows:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	For the years ended		For the years ended	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Beginning Balance	(1,769,845.69)	(387,972.80)	(387,972.80)	(387,972.80)
Increase from Business Combination	-	(1,868,707.05)	-	-
Increase During the Year	(2,468,951.79)	-	(173,367.76)	-
Decrease During the Year	602,294.66	486,834.16	387,972.80	-
Ending Balance	<u>(3,636,502.82)</u>	<u>(1,769,845.69)</u>	<u>(173,367.76)</u>	<u>(387,972.80)</u>

13. Short-term Loans to Other Company and Person

Consist of:

	Consolidated	
	Financial Statements	
	As at	As at
	31 December 2016	31 December 2015
	Baht	Baht
Short-term Loans to Other Company and Person - Beginning	2,571,820.96	2,571,820.96
<u>Add</u> Increase During the Year	-	-
<u>Less</u> Decrease During the Year	(35,399.01)	-
Short-term Loans to Other Company and Person - Ending	<u>2,536,421.95</u>	<u>2,571,820.96</u>
<u>Less</u> Allowance for Doubtful Account	<u>(2,498,593.15)</u>	<u>(2,422,093.15)</u>
Net	<u>37,828.80</u>	<u>149,727.81</u>

For the years ended 31 December 2016 and 2015, the movements of allowance for doubtful accounts were as follows:

	Consolidated Financial Statements For the years ended	
	31 December 2016	31 December 2015
	Baht	Baht
Beginning Balance	(2,422,093.15)	(2,400,000.00)
Increase During the Year	(76,500.00)	(22,093.15)
Ending Balance	<u>(2,498,593.15)</u>	<u>(2,422,093.15)</u>

As at 31 December 2016 and 2015, Ruam Mue Ruam Jai Co., Ltd. (Ruam Mue Ruam Jai) had short-term loan to other company totaling Baht 2.40 million. The interest rate was at 4% per annum. Ruam Mue Ruam Jai has entered with an additional memorandum that loan will be repaid at least Baht 0.20 million per month from 14 August 2012, by with full payment within the year 2013. Later, on 12 July 2013, Ruam Mue Ruam Jai has filed a lawsuit for repayment of loans and interest, with suing amount of Baht 2.45 million. On 28 February 2014, the civil court made a judgment for such company to make payment in amount of Baht 2.42 million to Ruam Mue Ruam Jai. As a result, such company filed a petition to appeal Court and was allowed to file document within 11 June 2014. However, on 11 June 2014 such company did not file a petition within the period. That makes it can no longer appeal to the court and the case is finished according to the civil court. Later, on 5 March 2015, Legal Execution Department has informed to Ruam Mue Ruam Jai to certify receive - paid account and to receive cash for guarantee to the court and some amount to withhold from receivable total amount of Baht 220,720.65 with suing to the rest amount of Baht 2.22 million remain have been affect to the force more time 10 years. The management of Ruam Mue Ruam Jai considers that it is probable that loan is not repaid, the whole amount of allowance of doubtful account is reserved.

As at 31 December 2016 and 2015, Ruam Mue Ruam Jai Co., Ltd. had short-term loan to two other persons, according to acknowledgement of debt letter, totaling Baht 0.15 million with interest rate at 15% per annum and the condition to be fully paid by 31 December 2015. The said individuals default the debt so the following actions have been taken:

1. Other person No. 1: The agreement is made to repay the principal and the default interest. The first installment will be paid on 29 April 2016. Ruam Mue Ruam Jai partially received repayment as agreed.
2. Other person No. 2: Baht 0.15 million cheque has been used as collateral against the debt payment but Ruam Mue Ruam Jai does not agree with the proposal. Presently, it is considering making a prosecution against the party.

14. Pledged Fixed Account

As at 31 December 2016 and 2015, the group pledges the fixed deposit to guarantee for letter of guarantee, short-term loans from financial institutions, letters of credit and for the remaining payment of license to use the frequency fee.

15. Investments in Subsidiaries

As at 31 December 2016 and 2015, the Company had investments in its subsidiaries as follows:

Name of Company	Paid-up Share Capital	Share- Holding Percentage	Separate Financial Statements			
			Cost Method		Dividend	
			As at		For the years end	
			31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	%	Baht	Baht	Baht	Baht
Investments in Subsidiaries						
- Sync Technologies Co., Ltd.	10,000,000.00	99.99	9,999,970.00	9,999,970.00	-	-
- Spring News Corporation Co., Ltd.	2,000,000,000.00	99.99	1,999,994,000.00	1,199,996,400.00	-	-
- Environmental Solution Integrator Co., Ltd.	10,000,000.00	90.00	9,000,000.00	9,000,000.00	-	-
- News Network Multimedia Co., Ltd.	160,000,000.00	99.99	159,999,940.00	9,999,985.00	-	-
- Green Net 1282 Co., Ltd.	19,000,000.00	99.99	30,988,745.00	30,988,745.00	-	-
- Ruam Mue Ruam Jai Co., Ltd.	41,000,000.00	93.17	38,200,100.00	-	-	-
Total			2,248,182,755.00	1,259,985,100.00	-	-
<u>Less</u> Allowance for Impairment of						
Investments			(2,152,182,815.00)	(529,797,418.85)	-	-
Net			95,999,940.00	730,187,681.15	-	-

For the years ended 31 December 2016 and 2015, the movements of allowance for impairment of investments were as follows;

	Separate Financial Statements	
	For the years ended	
	31 December 2016	31 December 2015
	Baht	Baht
Beginning Balance	(529,797,418.85)	(208,999,400.00)
Increase During the Year	(1,622,385,396.15)	(320,798,018.85)
Ending Balance	<u>(2,152,182,815.00)</u>	<u>(529,797,418.85)</u>

Purchase of Investment in Subsidiary

- 15.1 According to the minute of Board of Director of the Company no. 4/2016, on 20 June 2016, there is a resolution to make an investment in Ruam Mue Ruam Jai Co., Ltd. by buying the new 382,001 ordinary shares with the par value of Baht 100.00 each, totaling to Baht 38,200,100.00. This investment makes Ruam Mue Ruam Jai Co. Ltd., indirect subsidiary company via Springnews Corporation Co. Ltd., become a direct subsidiary company with the Company's shareholding percentage of 93.17. Since Ruam Mue Ruam Jai Co. Ltd. terminated business operation since 2015, the management of the Company reserved the whole amount of allowance for impairment of investment.
- 15.2 According to the minute of Board of Director of News Network Multimedia Co., Ltd, no. 2/2016, on 17 June 2016, there is a resolution to incorporate a subsidiary company, Thansettakij Multimedia Co., Ltd., with the share capital of 500,000 shares and par value of Baht 10 each, totaling to Baht 5 million and the paid-up share capital in 25%. The incorporation is to invest in the media publishing industry by entering into the agreement to use the trademark of Thansettakij Newspaper for the period of 30 years, purchasing portion of assets and receiving the portion transfer of personnel of Thansettakij Co., Ltd. The said transactions are considered as business acquisition since Thansettakij Multimedia Co., Ltd., receives the right to use the trademark, customer list, personnel transfer as well as all of the processes relating to Thansettakij Newspaper publishing and distribution in order to make the related revenue of Thansettakij Newspaper. As a result, the Company made an appraisal of the fair value of identifiable assets and liabilities assumed and the details of net asset as the acquisition date are as follows;

	Fair Value of Identifiable Net Asset as at 6 September 2016 Baht
Identifiable assets acquired	
Equipment	1,949,546.73
Right to use trademark	122,940,000.00
Total identifiable asset acquired	<u>124,889,546.73</u>
Liabilities assumed	
Employee benefit obligation	<u>4,855,116.12</u>
Total liabilities assumed	<u>4,855,116.12</u>
Fair vale of identifiable net asset excluded of deferred tax liabilities	120,034,430.61
Deferred tax liabilities	<u>(588,000.00)</u>
Fair vale of identifiable net asset	119,446,430.61
Cash payment	<u>(121,949,546.73)</u>
Cash payment higher than fair value of identifiable net asset	2,503,116.12
<u>Less</u> Non-controlling interests in an acquiree	<u>(500,623.22)</u>
Goodwill	2,002,492.90
<u>Less</u> Allowance for Impairment of goodwill	<u>(2,002,492.90)</u>
Net	<u>-</u>

16. Non-controlling Interests

The information relating to each of the Group's subsidiaries that has a material non-controlling interest, before any elimination, is as follows;

	(Unit:Baht)			
	As at 31 December 2016			
	Environmental Solution Integrator Co., Ltd.	Thansettakij Multimedia Co., Ltd.	Eliminations	Total
Non-controlling interest percentage	10%	20%		
Current assets	21,082,677.00	26,458,848.03		
Non-current assets	5,136,329.85	124,694,425.70		
Current liabilities	(78,543,361.71)	(167,483,646.87)		
Non-current liabilities	(692,164.29)	(5,215,430.00)		
Net assets	(53,016,519.15)	(21,545,803.14)		
Carrying amount of non-controlling interest	(5,301,651.92)	(4,309,160.63)	463,121.35	(9,147,691.20)
Revenue	67,585,059.68	21,540,919.71		
Profit (loss) for the year	(12,366,391.76)	(22,795,803.14)		
Other comprehensive income	(73,039.00)	-		
Total comprehensive income	(12,439,430.76)	(22,795,803.14)		
Profit (loss) allocated to non-controlling interest	(1,236,639.18)	(4,559,160.63)	963,737.06	(4,832,062.75)
Other comprehensive income allocated to non-controlling interest	(7,303.90)	-	-	(7,303.90)
Total comprehensive income allocated to non-controlling interest	(1,243,943.08)	(4,559,160.63)	963,737.06	(4,839,366.65)
Net Cash used in operating activities	(2,921,099.38)	(28,506,433.61)		
Net Cash used in investing activities	(684,778.32)	(123,706,013.13)		
Net Cash used in financing activities	4,549,110.68	157,250,000.00		
Net Cash and Cash equivalents increase (decrease)	943,232.98	5,037,553.26		

(Unit:Baht)

	As at 31 December 2015		
	Environmental Solution	Eliminations	Total
	Integrator Co., Ltd.		
Non-controlling interest percentage	10%		
Current assets	20,911,913.88		
Non-current assets	5,771,060.30		
Current liabilities	(66,714,972.52)		
Non-current liabilities	(545,090.05)		
Net assets	(40,577,088.39)		
Carrying amount of non-controlling interest	(4,057,708.83)	-	(4,057,708.83)
Revenue	46,075,264.60		
Profit (loss) for the year	(15,794,839.14)		
Other comprehensive income	-		
Total comprehensive income	(15,794,839.14)		
Profit (loss) allocated to non-controlling interest	(1,579,483.91)	56,593.09	(1,522,890.82)
Total comprehensive income allocated to non-controlling interest	(1,579,483.91)	56,593.09	(1,522,890.82)
Net Cash used in operating activities	(5,363,316.96)		
Net Cash used in investing activities	(292,694.89)		
Net Cash used in financing activities	5,164,752.27		
Net Cash and Cash equivalents increase (decrease)	(491,259.58)		

17. Investments in Joint Venture/Provision in Joint Venture

As at 31 December 2016 and 2015, the Company had investments in joint venture as follows:

Company's name	Proportion	Consolidated Financial Statements		Proportion	Separate Financial Statements	
		Equity Method			Cost Method	
		As at			As at	
		31 December 2016	31 December 2015		31 December 2016	31 December 2015
	%	Baht	Baht	%	Baht	Baht
Spring News Suck Asawindum Joint Venture	50	71,719.06	1,437,793.58	-	-	-
<u>Less</u> Allowance for Impairment of Investments		(71,719.06)	-		-	-
Net		-	-		-	-
Provision in NEWS – ESI Joint Venture	100	(26,590.29)	-	15	-	-

As at 31 December 2016, Spring News Suck Asawindum Joint Venture completed liquidation on 30 August 2016 and Spring News Corporation Company Limited received investment payback during the period in the amount of Baht 1.55 million.

a) Changes of Investment in Joint Venture

	Consolidated Financial Statements		Separate Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Investments in Joint Venture				
Beginning Book Value	1,437,793.58	-	-	-
Investment in Joint Venture	-	2,000,000.00	-	-
Return of Investments	(1,549,177.43)	-	-	-
Share of Profit (Loss) in Joint Venture	183,102.91	(562,206.42)	-	-
Loss on Impairment of Investments	(71,719.06)	-	-	-
Ending Book Value	-	1,437,793.58	-	-

b) Changes of Provisions of Liabilities in Joint Venture

	Consolidated Financial Statements		Separate Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Provisions of Liabilities in Joint Venture				
Beginning Book Value	-	-	-	-
Share of Profit (Loss) in Joint Venture	(26,590.29)	-	-	-
Ending Book Value	(26,590.29)	-	-	-

c) Detail of Investments in Joint Venture/ Provisions of Liabilities in Joint Venture

Summarized financial information of joint venture in equity method is as follows:

Statement of Financial Position in Conclusion:

	Spring News	
	Sueck Asawindum	NEWS-ESI
	Joint Venture	Joint Venture
	As at	As at
	30 August 2016	31 December 2016
	Baht	Baht
Percentage of Joint Venture	50%	100%
Cash and Cash Equivalents	3,098,354.86	1,000.00
Other Current Assets (Cash excluded)	143,438.11	32.71
Trade and Other Payables	-	(7,000.00)
Short-term Loans from Venturer	-	(20,623.00)
Net Asset	3,241,792.97	(26,590.29)
Shares in Joint Venture	1,620,896.49	(26,590.29)

Statement of Comprehensive Income in Conclusion:

	Spring News	
	Sueck Asawindum	NEWS-ESI
	Joint Venture	Joint Venture
	For the period from	For the period from
	1 January 2016	7 July 2016
	ended 30 August 2016	ended 31 December 2016
	Baht	Baht
Revenue from Services	-	-
Cost of Services	-	-
Interest Income	2,429.84	-
Administrative Expenses	(187,618.87)	(26,590.29)
Profit (Loss) for the period	(185,819.03)	(26,590.29)

The above information of NEWS-ESI joint venture reflects the amounts presented in the unaudited financial statements of the joint ventures.

18. Long-term Investments

Consists of:

	Consolidated/Separate Financial Statements	
	As at	As at
	31 December 2016	31 December 2015
	Baht	Baht
Investment in Available-for-Sale Securities		
Cost Value	1,042,907,868.95	1,042,907,868.95
<u>Less</u> Unrealized Gain (loss)	<u>(543,874,518.95)</u>	<u>(380,079,168.95)</u>
Fair Value	<u>499,033,350.00</u>	<u>662,828,700.00</u>

For the years ended 31 December 2016 and 2015, the movements of long-term investment were as follows:

	Consolidated/Separate Financial Statements	
	For the years ended	
	31 December 2016	31 December 2015
	Baht	Baht
Beginning Carrying Amount	662,828,700.00	944,972,247.00
Change of Fair Value of Available-for-Sale Securities	<u>(163,795,350.00)</u>	<u>(282,143,547.00)</u>
Ending Carrying Amount	<u>499,033,350.00</u>	<u>662,828,700.00</u>

As at 31 December 2016, the Company has placed 400 million shares as collateral for short-term loan from financial institution of one indirect subsidiary as in Note 26.

The fair value of available-for-sale securities are based on the latest bid price quoted on the Stock Exchange of Thailand at the reporting date, which is Level 1 inputs.

19. Assets for Rent

Consists of:

	Consolidated Financial Statements Baht	Separate Financial Statements Baht
As at 1 January 2015		
Cost	3,250,586.31	2,881,264.57
<u>Less</u> Accumulated Depreciation	(2,143,991.63)	(2,057,558.53)
Book Value	1,106,594.68	823,706.04
Transactions During the Year Ended 31 December 2015		
Writing off Assets	(75,307.91)	-
Depreciation for the Year	(393,445.21)	(319,580.87)
Accumulated Depreciation for Written-off Assets	32,703.51	-
Ending Book Value	670,545.07	504,125.17
As at 31 December 2015		
Cost	3,175,278.40	2,881,264.57
<u>Less</u> Accumulated Depreciation	(2,504,733.33)	(2,377,139.40)
Book Value	670,545.07	504,125.17
Transactions During the Year Ended 31 December 2016		
Purchase of Asset	125,144.95	-
Transfer in/(Transfer out)	(295,936.65)	(295,936.65)
Writing off Asset	(1,922,527.93)	(1,922,527.93)
Depreciation for the Year	(365,700.89)	(294,784.37)
Accumulated Depreciation for Transferring-out Asset	201,953.42	201,953.42
Accumulated Depreciation for Written-off Asset	1,922,260.09	1,922,260.09
Ending Book Value	335,738.06	115,089.73
As at 31 December 2016		
Cost	1,081,958.77	662,799.99
<u>Less</u> Accumulated Depreciation	(746,220.71)	(547,710.26)
Book Value	335,738.06	115,089.73
Depreciation for the year ended 31 December 2015	393,445.21	319,580.87
Depreciation for the year ended 31 December 2016	365,700.89	294,784.37
(Consolidate Financial Statements : included in cost of services and cost of assets for rent)		
(Separate Financial Statements : included in cost of assets for rent)		

20. Investment Property

Consists of:

	Consolidated /Separate Financial Statements		
	Land	Building	Total
	Baht	Baht	Baht
As at 1 January 2015			
Cost	1,815,754.66	10,304,317.34	12,120,072.00
<u>Less</u> Accumulated Depreciation	-	(5,283,552.42)	(5,283,552.42)
Book Value	1,815,754.66	5,020,764.92	6,836,519.58
Transactions During the Year Ended 31 December 2015			
Depreciation for the Year	-	(515,215.87)	(515,215.87)
Ending Book Value	1,815,754.66	4,505,549.05	6,321,303.71
As at 31 December 2015			
Cost	1,815,754.66	10,304,317.34	12,120,072.00
<u>Less</u> Accumulated Depreciation	-	(5,798,768.29)	(5,798,768.29)
Book Value	1,815,754.66	4,505,549.05	6,321,303.71
Transactions During the Year Ended 31 December 2016			
Depreciation for the Year	-	(515,215.86)	(515,215.86)
Ending Book Value	1,815,754.66	3,990,333.19	5,806,087.85
As at 31 December 2016			
Cost	1,815,754.66	10,304,317.34	12,120,072.00
<u>Less</u> Accumulated Depreciation	-	(6,313,984.15)	(6,313,984.15)
Book Value	1,815,754.66	3,990,333.19	5,806,087.85
Depreciation for the year ended 31 December 2015 (included in administrative expenses)			515,215.87
Depreciation for the year ended 31 December 2016 (included in administrative expenses)			515,215.86

The Company has measured the fair value of investment property by the appraisal result of an independent appraiser with market approach as report dated 22 January 2016. Investment property had fair value in amount of Baht 23.69 million which is Level 3 inputs and was used as collateral security of credit line from a local bank, as in Note 25.

21. Equipment

Consist of:

Consolidated Financial Statements						
	Buildings improvement	Furniture, Fixtures and Office Equipment	Vehicle	Equipment	Asset under Installation	Total
	Baht	Baht	Baht	Baht	Baht	Baht
As at 1 January 2015						
Cost	-	160,397,886.93	14,729,212.46	7,657,660.70	80,008,734.95	262,793,495.04
Less Accumulated Depreciation	-	(52,055,515.53)	(6,681,034.77)	(4,276,937.74)	-	(63,013,488.04)
Book Value	-	108,342,371.40	8,048,177.69	3,380,722.96	80,008,734.95	199,780,007.00
Transactions During the Year Ended 31 December 2015						
Increase from Business Combination	-	1,579,873.12	213,657.59	-	-	1,793,530.71
Purchase of Asset	3,662,773.20	53,723,821.53	632,458.00	141,260.96	22,521,220.00	80,681,533.69
Transfer in/(Transfer out)	-	55,741,708.95	(593,458.00)	-	(56,541,708.95)	(1,393,458.00)
Disposal of Asset	-	(3,760,662.69)	-	(1,536.12)	-	(3,762,198.81)
Writing off Asset	-	(4,383,818.59)	-	(65,250.80)	-	(4,449,069.39)
Depreciation for the Year	(149,576.95)	(28,720,273.42)	(2,957,565.78)	(2,450,305.30)	-	(34,277,721.45)
Accumulated Depreciation for Disposal/						
Written-off Assets	-	6,483,603.61	-	36,627.44	-	6,520,231.05
Ending Book Value	3,513,196.25	189,006,623.91	5,343,269.50	1,041,519.14	45,988,246.00	244,892,854.80
As at 31 December 2015						
Cost	3,662,773.20	263,298,809.25	14,981,870.05	7,732,134.74	45,988,246.00	335,663,833.24
Less Accumulated Depreciation	(149,576.95)	(74,292,185.34)	(9,638,600.55)	(6,690,615.60)	-	(90,770,978.44)
Book Value	3,513,196.25	189,006,623.91	5,343,269.50	1,041,519.14	45,988,246.00	244,892,854.80

	Separate Financial Statements			
	Furniture, Fixtures and Office Equipment	Vehicle	Equipment	Total
	Baht	Baht	Baht	Baht
As at 1 January 2015				
Cost	19,917,131.76	7,901,842.29	1,879,056.59	29,698,030.64
<u>Less</u> Accumulated Depreciation	<u>(15,479,041.75)</u>	<u>(4,962,133.30)</u>	<u>(1,621,278.46)</u>	<u>(22,062,453.51)</u>
Book Value	4,438,090.01	2,939,708.99	257,778.13	7,635,577.13
Transactions During the Year Ended				
31 December 2015				
Purchase of Asset	1,146,297.26	-	-	1,146,297.26
Disposal of Asset	(1,748,274.88)	-	-	(1,748,274.88)
Depreciation for the Year	(2,846,274.28)	(1,484,196.26)	(254,145.76)	(4,584,616.30)
Accumulated Depreciation for				
Disposal/ Written-off Assets	<u>1,589,718.24</u>	<u>-</u>	<u>-</u>	<u>1,589,718.24</u>
Ending Book Value	<u>2,579,556.35</u>	<u>1,455,512.73</u>	<u>3,632.37</u>	<u>4,038,701.45</u>
As at 31 December 2015				
Cost	19,315,154.14	7,901,842.29	1,879,056.59	29,096,053.02
<u>Less</u> Accumulated Depreciation	<u>(16,735,597.79)</u>	<u>(6,446,329.56)</u>	<u>(1,875,424.22)</u>	<u>(25,057,351.57)</u>
Book Value	2,579,556.35	1,455,512.73	3,632.37	4,038,701.45
Transactions During the Year Ended				
31 December 2016				
Purchase of Asset	119,403.47	-	-	119,403.47
Transfer in (Transfer out)	295,936.65	-	-	295,936.65
Disposal of Asset	(46,126.27)	-	-	(46,126.27)
Writing off Assets	(3,150,873.10)	-	(92,382.61)	(3,243,255.71)
Depreciation for the Year	(1,510,687.44)	(450,168.46)	(3,600.47)	(1,964,456.37)
Accumulated Depreciation for				
Transferring-in Asset	<u>(201,953.42)</u>	<u>-</u>	<u>-</u>	<u>(201,953.42)</u>
Accumulated Depreciation for				
Disposal/ Written-off Assets	<u>3,066,433.87</u>	<u>-</u>	<u>92,374.61</u>	<u>3,158,808.48</u>
Ending Book Value	<u>1,151,690.11</u>	<u>1,005,344.27</u>	<u>23.90</u>	<u>2,157,058.28</u>

	Separate Financial Statements			
	Furniture, Fixtures and Office Equipment	Vehicle	Equipment	Total
	Baht	Baht	Baht	Baht
As at 31 December 2016				
Cost	16,533,494.89	7,901,842.29	1,786,673.98	26,222,011.16
<u>Less</u> Accumulated Depreciation	<u>(15,381,804.78)</u>	<u>(6,896,498.02)</u>	<u>(1,786,650.08)</u>	<u>(24,064,952.88)</u>
Book Value	<u>1,151,690.11</u>	<u>1,005,344.27</u>	<u>23.90</u>	<u>2,157,058.28</u>
Depreciation for the year ended 31 December 2015 (included in cost of services of Baht 0.61 million and in administrative expenses of Baht 3.97 million)				4,584,616.30
Depreciation for the year ended 31 December 2016 (included in cost of service of Baht 0.26 million and in administrative expenses of Baht 1.70 million)				1,964,456.37

Consolidated Financial Statements

As at 31 December 2016 and 2015, the group had assets which were fully depreciated but still in use in cost value of Baht 51.46 million and Baht 29.39 million and book value of Baht 362,092.12 and Baht 1,010, respectively.

As at 31 December 2016 and 2015, the group has vehicles under finance lease agreements in cost value of Baht 5.85 million and Baht 7.97 million, respectively, and book value of Baht 2.84 million, and Baht 3.57 million, respectively.

Separate Financial Statements

As at 31 December 2016 and 2015, the Company had assets which were fully depreciated but still in use in cost value of Baht 20.31 million and Baht 19.62 million and book value of Baht 701 and Baht 609, respectively.

As at 31 December 2016 and 2015, the Company had vehicles under finance lease agreements in cost value of Baht 2.04 million, equally, and book value of Baht 0.92 million and Baht 1.73 million, respectively.

22. Goodwill

Consist of :

	Consolidated Financial Statements Baht
As at 1 January 2015	
Costs	21,810,285.82
<u>Less</u> Allowance for Impairment	(21,810,285.82)
Book Value	-
Transactions During the Year Ended 31 December 2015	
Increase from Business Combination	10,798,048.85
Impairment Loss	(10,798,048.85)
Ending Book Value	-
As at 31 December 2015	
Costs	32,608,334.67
<u>Less</u> Allowance for Impairment	(32,608,334.67)
Book Value	-
Transactions During the Year Ended 31 December 2016	
Increase from Business Combination	2,002,492.90
Impairment Loss	(2,002,492.90)
Ending Book Value	-
As at 31 December 2016	
Costs	34,610,827.57
<u>Less</u> Allowance for Impairment	(34,610,827.57)
Book Value	-

23. Intangible Assets

Consist of:

	Consolidated Financial Statements			
	Computer Software	Copyright of Documentaries and Music	The Right to Use The Trademark	Total
	Baht	Baht	Baht	Baht
As at 1 January 2015				
Cost	16,549,419.01	-	-	16,549,419.01
<u>Less</u> Accumulated Amortization	(12,157,249.66)	-	-	(12,157,249.66)
Book Value	4,392,169.35	-	-	4,392,169.35
Transactions During the Year Ended				
31 December 2015				
Increase from Business Combination	26,588.72	-	-	26,588.72
Purchase	1,065,300.00	58,600,000.00	-	59,665,300.00
Amortization for the Year	(903,826.72)	(29,263,178.08)	-	(30,167,004.80)
Ending Book Value	4,580,231.35	29,336,821.92	-	33,917,053.27
As at 31 December 2015				
Cost	17,641,307.73	58,600,000.00	-	76,241,307.73
<u>Less</u> Accumulated Amortization	(13,061,076.38)	(29,263,178.08)	-	(42,324,254.46)
Book value	4,580,231.35	29,336,821.92	-	33,917,053.27
Transactions During the Year Ended				
31 December 2016				
Increase from Business Combination	-	-	122,940,000.00	122,940,000.00
Purchase of Asset	87,980.19	36,693,300.00	-	36,781,280.19
Transfer in/(Transfer out)	(24,000.00)	-	-	(24,000.00)
Writing off Asset	(9,163,734.69)	-	-	(9,163,734.69)
Amortization for the Year	(756,338.71)	(30,889,828.83)	(1,313,605.48)	(32,959,773.02)
Impairment Loss	-	(582,871.70)	-	(582,871.70)
Accumulated Amortization for				
Disposal/ Written-off Assets	9,163,669.81	-	-	9,163,669.81
Ending Book Value	3,887,807.95	34,557,421.39	121,626,394.52	160,071,623.86
As at 31 December 2016				
Cost	8,541,553.23	95,293,300.00	122,940,000.00	226,774,853.23
<u>Less</u> Accumulated Amortization	(4,653,745.28)	(60,153,006.91)	(1,313,605.48)	(66,120,357.67)
<u>Less</u> Accumulated Impairment Loss	-	(582,871.70)	-	(582,871.70)
Book Value	3,887,807.95	34,557,421.39	121,626,394.52	160,071,623.86
Amortization for the year ended 31 December 2015 (included in cost of services of Baht 29.36 million and in administrative expenses of Baht 0.81 million)				30,167,004.80
Amortization for the year ended 31 December 2016 (included in cost of sales of Baht 1.31 million, cost of services of Baht 30.73 million and in administrative expenses of Baht 0.91 million)				32,959,773.02

	Separate Financial Statements Computer Software Baht
As at 1 January 2015	
Cost	10,030,705.56
<u>Less</u> Accumulated Amortization	(9,749,955.92)
Book Value	280,749.64
Transactions During the Year Ended 31 December 2015	
Amortization for the Year	(119,794.19)
Ending Book Value	160,955.45
As at 31 December 2015	
Cost	10,030,705.56
<u>Less</u> Accumulated Amortization	(9,869,750.11)
Book Value	160,955.45
Transactions During the Year Ended 31 December 2016	
Writing off Assets	(9,163,734.69)
Amortization for the Year	(57,899.07)
Accumulated Amortization for Written-off Assets	9,163,669.81
Ending Book Value	102,991.50
As at 31 December 2016	
Cost	866,970.87
<u>Less</u> Accumulated Amortization	(763,979.37)
Book Value	102,991.50
Amortization for the year ended 31 December 2015 (included in cost of services)	119,794.19
Amortization for the year ended 31 December 2016 (included in cost of services)	57,899.07

According to the consolidated financial statements as at 31 December 2016, the right to use the trademark is the right to use the “Thansettakij” trademark in one indirect subsidiary. The period of the contract is 30 years starting from 6 September 2016 to 6 September 2046.

24. License for Use the Frequency for Television Service

24.1 License for Use the Frequency for Television Service as follows:

	Consolidated Financial Statement Baht
As at 1 January 2015	
Cost	1,162,132,466.07
<u>Less</u> Accumulated Amortization	(53,277,671.04)
Book Value	1,108,854,795.03
Transactions During the Year Ended 31 December 2015	
Amortization for the Year	(77,475,497.75)
Ending Book Value	1,031,379,297.28
As at 31 December 2015	
Cost	1,162,132,466.07
<u>Less</u> Accumulated Amortization	(130,753,168.79)
Book Value	1,031,379,297.28
Transactions During the Year Ended 31 December 2016	
Amortization for the Year	(77,475,497.71)
Loss on Impairment	(953,903,799.57)
Ending Book Value	-
As at 31 December 2016	
Cost	1,162,132,466.07
<u>Less</u> Accumulated Amortization	(208,228,666.50)
<u>Less</u> Accumulated Impairment Loss	(953,903,799.57)
Book Value	-
Amortization for the year ended 31 December 2015 (included in cost of services)	77,475,497.75
Amortization for the year ended 31 December 2016 (included in cost of services)	77,475,497.71

Spring News Television Limited (Spring News TV), a subsidiary of Spring News Corporation, is entitled on 25 April 2014, to receive a license for 15 years to use the frequency in providing digital television service under news and information category from National Broadcasting Telecommunications Commission (NBTC office). Spring News TV is obliged to pay for the license fee in using the frequency to

provide digital television service in amount of Baht 1,318.00 million (VAT excluded) and the payment will be made in 2 parts as follows;

1) For the minimum bid price amounting to Baht 220.00 million, the payment is divided into 4 installments and has to be made within 3 years from the date of acquiring the licence as specified by NBTC.

2) For the exceeding amount of the minimum bid price amounting to Baht 1,098.00 million, the payment is divided into 6 installments and has to be made within 5 years from the date of acquiring the licence as specified by NBTC.

Spring News TV placed a guarantee letter from the financial institution to secure the payment of the license fee to use the frequency for the remaining amount in full.

As at 31 December 2016, Spring News TV has paid Baht 637.20 million.

24.2 License to use the Frequency for Television Service Payable

License to use the frequency for television service payable to NBTC were as follows:

	Consolidated Financial Statements					
	As at			As at		
	31 December 2016			31 December 2015		
	Future payment	Interest	Present value of payments	Future payment	Interest	Present value of payments
	Baht	Baht	Baht	Baht	Baht	Baht
Within one year	241,600,000.00	(24,792,615.84)	216,807,384.16	241,600,000.00	(35,607,235.95)	205,992,764.05
More than one year but not over five years	439,200,000.00	(17,625,712.51)	421,574,287.49	680,800,000.00	(42,418,328.38)	638,381,671.62
Total	<u>680,800,000.00</u>	<u>(42,418,328.35)</u>	<u>638,381,671.65</u>	<u>922,400,000.00</u>	<u>(78,025,564.33)</u>	<u>844,374,435.67</u>

Changes of license to use the frequency for television service payable as at 31 December were as follows:

	Consolidated	
	Financial Statements	
	2016	2015
	Baht	Baht
Present value at 1 January	844,374,435.67	975,317,147.08
Payment of license fee	(241,600,000.00)	(175,800,000.00)
Interest expense	35,607,235.98	44,857,288.59
Present value at 31 December	<u>638,381,671.65</u>	<u>844,374,435.67</u>

25. Credits and Guarantees

Bank overdrafts, short term loan from financial institution, letter of guarantee and trust receipts payables of the group have been collateral by investment in common shares, condominium for rent, condominium of a shareholder of subsidiary, fixed and saving deposit account and jointly guaranteed by the Company, one subsidiary and director of the Company.

26. Bank Overdrafts and Short-term Loans from Financial Institution

Consist of:

	Consolidated	
	Financial Statements	
	As at	As at
	31 December 2016	31 December 2015
	Baht	Baht
Bank Overdrafts	149,912.49	480,887.73
Short-term Loans from Financial Institution	200,000,000.00	-
<u>Less</u> Deferred Transaction Cost	(1,136,136.98)	-
Total	<u>199,013,775.51</u>	<u>480,887.73</u>

As at 31 December 2016, short-term loan from financial institution is one-year loan agreement amounting to Baht 200 million with interest rate at 12% per annum, collateralized by 400 million shares of long-term investment with the Company, one subsidiary and director of the Company as guarantors.

27. Trade and Other Payables

Consist of:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Trade Payables	90,627,928.98	97,691,439.53	13,355,510.37	12,774,347.00
Other Payables	<u>108,132,528.13</u>	<u>79,886,964.35</u>	<u>4,810,536.80</u>	<u>6,132,927.92</u>
Total	<u>198,760,457.11</u>	<u>177,578,403.88</u>	<u>18,166,047.17</u>	<u>18,907,274.92</u>

Other payables consist of:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Accrued Expenses	17,084,918.94	16,174,241.71	2,412,684.54	2,337,480.58
Accrued Interest	897,523.07	492,416.33	-	-
Other Payables	10,219,725.44	8,867,313.87	-	-
Unsettled Output Tax	7,345,855.66	9,057,978.23	1,865,699.12	2,823,417.32
Assets Payables	53,390,506.96	32,203,184.97	-	-
Accrued Commission	5,588,981.08	6,222,134.81	-	-
Prepaid Revenue	10,921,232.94	2,984,328.93	36,407.48	41,849.07
Others	2,683,784.04	3,885,365.50	495,745.66	930,180.95
Total	<u>108,132,528.13</u>	<u>79,886,964.35</u>	<u>4,810,536.80</u>	<u>6,132,927.92</u>

28. Short-term Loan from Other Person

Consist of:

	Consolidated	
	Financial Statements	
	As at	As at
	31 December 2016	31 December 2015
	Baht	Baht
Beginning Balance	1,300,000.00	1,300,000.00
<u>Add</u> Increase during the Year	-	-
<u>Less</u> Decrease during the Year	-	-
Ending Balance	<u>1,300,000.00</u>	<u>1,300,000.00</u>

As at 31 December 2016 and 2015, short-term loan from other person of the subsidiary is in form of loan agreement with interest at 8% per annum, equally.

The subsidiary is sued by the lender with charge of debt default. The court judged the subsidiary to repay Baht 1,317,380.82 with interest at 8% per annum of the principal in amount of Baht 1,300,000.00 calculated from the suing date until the repayment is completed. The Appeal Court affirmed the judgment of the Civil Court. The subsidiary has filed a petition with the Supreme Court on 13 December 2016. Currently, the case is in the process of the Supreme Court (As in Note 45.8 (c))

29. Creditor from Capital Increase

As at 31 December 2016, creditor from capital increase in the amount of Baht 465.60 million is from share subscription for capital increase of 6,000,000,000 shares offered to investors through private placement, as approved by Annual General Meeting of Year 2016 dated on 7 April 2016, as in note to financial statements no. 34. Presently, the Company cannot register paid-up share capital with the Department of Business Development since such offering is not permitted by The Securities and Exchange Commission (“SEC”). The Company has already submitted a petition of appeal to the Securities and Exchange Commission (SEC) explaining the fact and the reason for stock offering which was done under regulated procedures within the time in the way previously implemented with good faith while having no intention to break SEC’s regulation. The Company is currently waiting for the petition result from SEC.

30. Liabilities under Finance Lease

Consist of:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Liabilities under Finance Lease	2,353,154.65	3,270,151.37	554,459.17	978,203.17
<u>Less</u> Deferred Interest	(186,666.81)	(283,559.73)	(17,542.51)	(51,193.49)
Total	2,166,487.84	2,986,591.64	536,916.66	927,009.68
<u>Less</u> Current Portion of Liabilities				
under Finance Lease	(1,105,118.35)	(1,266,704.88)	(407,740.31)	(390,092.90)
Net	1,061,369.49	1,719,886.76	129,176.35	536,916.78

Amount of beginning paid liabilities under financial lease as follows:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Within 1 year	1,213,736.00	1,427,073.00	423,744.00	423,744.00
Over 1 year but not over 5 years	1,139,418.65	1,843,078.37	130,715.17	554,459.17
Total	<u>2,353,154.65</u>	<u>3,270,151.37</u>	<u>554,459.17</u>	<u>978,203.17</u>

31. Provisions of Liabilities

Consist of:

	Consolidated Financial Statements		
	Warranty claim		
	for project	Lawsuit penalty	Total
	Baht	Baht	Baht
Beginning Balance as at 1 January 2016	258,299.09	2,407,000.00	2,665,299.09
Increase	73,498.32	2,107,124.00	2,180,622.32
Decrease	(25,932.67)	-	(25,932.67)
Payment of Provision	-	(578,642.18)	(578,642.18)
Reversal of Provision	-	(1,181,357.82)	(1,181,357.82)
Ending Balance as at 31 December 2016	<u>305,864.74</u>	<u>2,754,124.00</u>	<u>3,059,988.74</u>

	Separate Financial Statements		
	Warranty claim		
	for project	Lawsuit penalty	Total
	Baht	Baht	Baht
Beginning Balance as at 1 January 2016	258,299.09	2,407,000.00	2,665,299.09
Increase	-	2,107,124.00	2,107,124.00
Decrease	(15,932.67)	-	(15,932.67)
Payment of Provision	-	(578,642.18)	(578,642.18)
Reversal of Provision	-	(1,181,357.82)	(1,181,357.82)
Ending Balance as at 31 December 2016	<u>242,366.42</u>	<u>2,754,124.00</u>	<u>2,996,490.42</u>

32. Employee Benefit Obligation

Employee benefit obligation was as follows

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	For the years ended		For the years ended	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Present Value of the Obligation as at 1 January	3,618,411.63	6,193,896.48	1,900,281.00	2,667,168.00
Increase from Business Combination	4,855,116.12	-	-	-
Current Service Cost	3,102,619.20	576,096.92	368,761.00	101,208.00
Interest Expenses	275,187.96	69,155.18	58,087.00	26,052.00
Benefits paid during the year	(1,237,248.00)	(2,399,522.68)	-	-
Actuarial (Gain) Loss	3,216,577.00	(821,214.27)	197,329.00	(894,147.00)
Present Value of the Obligation as at 31 December	<u>13,830,663.91</u>	<u>3,618,411.63</u>	<u>2,524,458.00</u>	<u>1,900,281.00</u>

The above expenses which are recognized in the profit or loss are included in the items as follows:

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	For the years ended		For the years ended	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Costs of Service	333,001.79	205,367.67	10,778.00	3,119.00
Costs of Sale	96,149.98	-	-	-
Selling and Service Expenses	590,555.04	118,400.00	-	105,410.00
Administrative Expenses	2,358,100.35	321,484.43	416,070.00	18,731.00
Total	<u>3,377,807.16</u>	<u>645,252.10</u>	<u>426,848.00</u>	<u>127,260.00</u>

The principal assumptions used for the purposes of the actuarial valuation were as follows:

	For the year ended 31 December 2016	For the year ended 31 December 2015
Discount rate	1.59-3.55% per annum	2.59-4.42% per annum
Salary increase rate	2.97-9.06% per annum	2.91-9.88% per annum
Mortality rate	mortality table year 2008	mortality table year 2008
Employee turnover rate	0-100% per annum	0-100% per annum
Retirement age	60 years old	60 years old

Actuarial gain (loss) for defined benefit plans recognized to other comprehensive income as at the reporting date is occurred from;

	Consolidated Financial Statements		Separate Financial Statements	
	For the years ended		For the years ended	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Demographic Assumption	770,977.00	996,471.00	99,529.00	981,245.00
Financial Assumption	(6,114.00)	(41,610.00)	(8,068.00)	104,842.00
Changes in Assumptions	-	(15,510.00)	-	180,876.00
Adjustment from Experience				
	2,451,714.00	(1,760,565.27)	105,868.00	(2,161,110.00)
Total	<u>3,216,577.00</u>	<u>(821,214.27)</u>	<u>197,329.00</u>	<u>(894,147.00)</u>

Sensitivity Analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown as follows.

	Consolidated Financial Statements		Separate Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Effects of the defined benefit obligation				
Discount rate				
Increase 0.50 %	(384,269.00)	(140,677.00)	(69,096.00)	(60,489.00)
Decrease 0.50 %	405,686.00	149,751.00	71,965.00	63,222.00
Salary increase rate				
Increase 0.50 %	393,637.00	143,754.00	71,362.00	62,425.00
Decrease 0.50 %	(376,877.00)	(136,516.00)	(69,195.00)	(60,328.00)
Turnover rate				
Increase 0.50 – 1.00 %	(631,811.00)	(270,010.00)	(151,625.00)	(133,776.00)
Decrease 0.50 – 1.00 %	666,119.00	279,528.00	162,675.00	144,753.00

33. Deferred Income Taxes

Deferred income taxes are calculated in full on temporary differences, using the liability method and applying a principal tax rate of 20%. The deferred taxation related to the temporary differences between the carrying amounts and the tax bases of assets and liabilities of the group are summarized below:

	Consolidated Financial Statements			
	Increase from			
	As at	Business	Recognized	As at
	31 December 2015	Combination	in Profit (Loss)	31 December 2016
	Baht	Baht	Baht	Baht
Deferred Tax Liabilities				
The Right to Use the Trademark	-	588,000.00	(6,282.74)	581,717.26
Estimate of Revenue from Sales	127,476.18	-	63,218.36	190,694.54
Estimate of Cost of Sales	(33,800.06)	-	(34,672.03)	(68,472.09)
Total	93,676.12	588,000.00	22,263.59	703,939.71

34. Share Capital

The movements of authorizes share capital and issue and paid-up ordinary share are as follows:

	For the year ended 31 December 2016			For the year ended 31 December 2015		
	Par Value Baht	Number of Share Shares	Amount Baht	Par Value Baht	Number of Share Shares	Amount Baht
Authorized Share Capital						
Beginning Ordinary Shares	5.00	8,736,932,320	43,684,661,600.00	5.00	20,136,132,138	100,680,660,688.00
<u>Less</u> Capital Reduction	5.00	(41,057,440)	(205,287,200.00)	5.00	(13,496,540,178)	(67,482,700,888.00)
<u>Add</u> Capital Increment	5.00	6,000,000,000	30,000,000,000.00	5.00	2,097,340,360	10,486,701,800.00
Ending Ordinary Shares	5.00	14,695,874,880	73,479,374,400.00	5.00	8,736,932,320	43,684,661,600.00
Issued and Paid-up Share Capital						
Beginning Ordinary Shares	5.00	6,292,021,080	31,460,105,400.00	5.00	6,092,021,072	30,460,105,358.00
<u>Add</u> Issuance of Ordinary Shares	5.00	-	-	5.00	200,000,008	1,000,000,042.00
Ending Ordinary Shares	5.00	6,292,021,080	31,460,105,400.00	5.00	6,292,021,080	31,460,105,400.00
Discount on Issuance of Shares						
Beginning Ordinary Shares		6,292,021,080	(26,830,723,462.00)		6,092,021,072	(25,920,723,423.78)
<u>Add</u> Issuance of Ordinary Shares		-	-		200,000,008	(910,000,038.22)
Ending Ordinary Shares		6,292,021,080	(26,830,723,462.00)		6,292,021,080	(26,830,723,462.00)

In accordance with the resolution of Annual General Meeting of Year 2016 held on 7 April 2016. There are significant resolutions as follows:

- 1) Consider approving the Company's capital decrease from Baht 43,684,661,600 to Baht 43,479,374,400 by cancelling the unissued ordinary shares which was issued to support the exercise of NEWS-W2 of 41,057,440 shares at par value of Baht 5.00 per share and the amendment Memorandum of Association in accordance with the Company's capital decrease.
- 2) Consider approving issuance and offering the new 6,000,000,000 ordinary shares to the high net worth individual and/or institutional investors through private placement. The offering price equal to the marker price of the 7-15 trading-day weighted average of market prices.
- 3) Consider approving the increase of share capital, the allocation of new shares and the amendment to the Company's memorandum of association with the increase of registered capital.

The Company has registered decrease and increase of shares with the Department of Business Development on 12 April 2016.

The Company registered the new paid-up share capital from exercising of the warrant with Department of Business Development on 31 January 2017. This makes the Company's paid-up share capital change from Baht 31,460,105,400.00 to Baht 31,460,113,335.00.

35. Warrant

Details of the warrant are as follows;

Type of Warrant	The First Exercise Date	Exercise Price (Baht per Share)	Conversion Ratio (Warrant : Ordinary Share)	Exercised Ordinary Share (Shares)	Remaining Warrants (Shares)	Expiry Date of Warrant
NEWS-W4	10 April 2014	3.50	1 : 0.2848	-	118,737,820	29 March 2019
NEWS-W5	4 September 2015	0.29	1 : 1	-	2,097,139,585	3 September 2018

36. Legal Reserve

Under the provisions of the Public Company Limited Act B.E. 2535, the Company is required to appropriate at least 5% of its annual net income after deduction of any deficit brought forward as a legal reserve until the reserve reaches 10% of the authorized capital.

37. Capital Management

The primary objectives of the Company and its subsidiaries' capital management are to maintain their abilities to continue as a going concern and to maintain an appropriate capital structure.

As at 31 December 2016 and 2015, the consolidated financial statements present the debt to equity ratio in 2.34:1 and 0.44:1 respectively, and the separate financial statement presents 1:1 and 0.01:1 respectively.

38. Income Tax Expense

The differences between income tax expense which was calculated from accounting profit at the tax rate for the years ended 31 December 2016 and 2015 in 20% and 10.50% were as follows:

	Consolidated Financial Statements		Separate Financial Statements	
	For the years ended		For the years ended	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Profit (Loss) before Income Tax	(1,507,055,740.18)	(607,163,261.33)	(2,471,730,031.74)	(332,154,964.88)
Income Tax (Expense) Revenue Calculated at				
Tax Rate of 20% and 10.50%	301,266,655.08	120,940,805.87	494,346,006.35	66,430,992.98
Non-Deductible (Revenues) Expenses	(3,771,038.23)	(4,750,488.78)	(507,544,159.70)	(1,310,597.31)
Revenues Granted Income Tax Exemption	2,473,610.00	2,306,616.00	2,473,610.00	2,306,616.00
Unrecognized Temporary Differences	(200,199,449.89)	(9,039,495.65)	(442,594.40)	(78,537,889.93)
Effects of Preparing the Consolidated				
Financial Statements	814,340.46	152,128.05	-	-
Share of Profit (Loss) from Investment of				
Equity Method	(31,302.54)	112,441.28	-	-
Tax Losses in Current Period Not Recognized				
as Deferred Tax Assets	(111,742,216.22)	(120,907,396.67)	-	11,110,878.26
Unrecognized Tax Losses in Prior Period	11,167,137.75	11,110,878.26	11,167,137.75	-
(Expense) Income Tax Revenue	(22,263.59)	(74,511.64)	-	-

Deferred tax assets which are not recognized in the financial statements as at 31 December 2016 and 2015 consist of:

	Consolidated		Seperate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Tax Losses	390,115,991.07	319,837,465.28	2,162,971.79	13,330,109.54
Deductible Temporary Differences	323,132,966.22	89,998,136.18	634,870,741.16	274,629,316.03
Total	<u>713,248,957.30</u>	<u>409,835,601.46</u>	<u>637,033,712.95</u>	<u>287,959,425.57</u>

As at 31 December 2016 and 2015, the whole amount of deferred tax losses was unused tax losses classified by expiring year of tax benefits as follows:

	Consolidated		Seperate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	<u>Million Baht</u>	<u>Million Baht</u>	<u>Million Baht</u>	<u>Million Baht</u>
Expiring year of tax benefits				
2016	-	30,296,552.69	-	-
2017	17,283,884.12	17,283,884.12	-	-
2018	29,337,780.95	30,417,522.86	-	1,079,741.91
2019	108,584,699.83	109,866,908.03	-	1,282,208.20
2020	121,004,438.15	126,626,697.09	-	5,622,258.94
2021	113,905,188.02	5,345,900.49	2,162,971.79	5,345,900.49
Total	<u>390,115,991.07</u>	<u>319,837,465.28</u>	<u>2,162,971.79</u>	<u>13,330,109.54</u>

Deferred tax assets for deductible temporary differences do not expire under current tax legislation.

The Company has not recognized the above deferred tax assets because it is not probable that future taxable profit will be available for the Company to use.

39. Expenses by Nature

Consist of:

	Consolidated Financial Statements		Separate Financial Statements	
	For the years ended		For the years ended	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Change in Finished Goods and				
Work in Precess	(373,727.86)	498,616.03	-	351,547.47
Purchase of Inventory and Services	176,902,967.61	178,423,419.10	306,382.50	976,493.97
Salary, Wage and Other Employee Benefit	229,403,316.46	213,873,100.43	12,773,341.04	14,502,458.91
Depreciation and Amortization	67,935,030.47	65,353,387.33	2,832,355.67	5,539,207.23
Amortization of License to Use the Frequency				
for Television Service	77,475,497.71	77,475,497.75	-	-
Commission Expense	24,130,807.36	18,737,734.35	98,733.00	54,418.00
Consulting Fee	12,819,364.81	11,250,880.95	2,005,000.00	2,373,612.91
Other Service Expense	34,139,519.06	15,817,552.39	3,062,559.98	5,158,278.77
Rental Expense	23,184,876.03	17,941,721.28	3,750,938.96	3,647,147.03
Management Personnel Compensation	36,816,391.02	41,968,980.95	13,174,603.22	12,412,599.99
Advertising Expense	13,231,239.40	16,181,045.51	-	-
(Reversal of) Loss from Declining in Value of				
Inventory	1,866,657.13	(486,834.16)	(214,605.04)	-
Doubtful and Bad Debts	43,069,050.63	45,045,421.37	910,812,567.56	70,749,817.02
Loss from Impairment of Intangible Assets	582,871.70	-	-	-
Loss from Impairment of Investments	71,719.06	-	1,622,385,396.15	320,798,018.85
Loss from Goodwill	2,002,492.90	10,798,048.85	-	-
Loss from Impairment of License to Use the				
Frequency for Television Service	953,903,799.57	-	-	-
Others	87,134,647.59	103,668,248.74	20,088,489.08	26,947,340.74
Total	<u>1,784,296,520.65</u>	<u>816,546,820.87</u>	<u>2,591,075,762.12</u>	<u>463,510,940.89</u>

40. Operating Segments

The Group identified the operating segments on the basis of internal reports that are regularly reviewed by the Group's chief operating decision maker in order to allocate resources to the segment and assess its performance.

The Group measures the profit or loss for each segment from the gross profit excluding the items of other income, interest revenue, other central expenses, finance costs and share of profit (loss) in joint venture.

The Group identified operating segment by business operation as follows;

- Computer segment
- Media segment
- Trading and provision of examining tools and equipments in occupational health segment
- Sale of goods and service segment
- Publishing distribution segment

The information on business segment of the group is as follows:

(Unit : Baht)

Consolidated Financial Statements
For the year ended 31 December 2016

Trading and

	Computer Segment	Media Segment	Service Tool and Equipment Occupational Health Segment	Sale of Goods And Service Segment	Publishing Distribution Segment	Elimination Entries	Total
Revenue from External Customers	12,147,823.67	142,538,831.69	67,457,091.68	34,710,499.50	21,388,619.71	-	278,242,866.25
Intersegment Revenue	3,784,490.00	183,726,429.10	127,968.00	-	152,300.00	(187,791,187.10)	-
Total Revenue	15,932,313.67	326,265,260.79	67,585,059.68	34,710,499.50	21,540,919.71	(187,791,187.10)	278,242,866.25
Gross Profit (Loss)	4,629,918.09	(283,951,920.16)	12,697,130.31	7,583,571.13	(370,814.66)	11,307,215.53	(248,104,899.76)
Other Income							69,250,569.05
Selling and Service Expenses							(78,197,904.43)
Administrative Expenses							(1,179,750,850.21)
Finance Costs							(70,409,167.45)
Share of Profit (Loss) in Joint Venture							156,512.62
Income Tax Revenues (Expenses)							(22,263.59)
Profit (Loss) for the Year							(1,507,078,003.77)
Add Loss of Non-Controlling Interests							4,832,062.75
Profit (Loss) of NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED							(1,502,245,941.02)
Depreciation and Amortization	3,079,770.51	136,079,969.22	2,710,396.79	1,964,850.60	1,553,798.22	21,742.84	145,410,528.18
Assets by Business Sector							
- Fixed Assets	2,319,330.99	207,951,378.44	3,538,766.60	5,064,079.59	4,802,252.84	(188,035.16)	223,487,773.30
- License to Use the Frequency for Television Service	-	756,903,799.57	-	-	-	(756,903,799.57)	-
- Deposit at Bank used as Collateral	4,323,149.52	740,117,468.08	-	-	-	-	744,440,617.60
- Other Assets	974,418,892.53	1,103,544,946.19	22,680,240.25	20,885,858.02	146,351,020.89	(1,057,415,257.59)	1,210,465,700.29
Total Assets	981,061,373.04	2,808,517,592.28	26,219,006.85	25,949,937.61	151,153,273.73	(1,814,507,092.32)	2,178,394,091.19
Total Liabilities	498,319,467.51	2,340,359,673.96	79,235,526.11	27,133,670.05	57,105,727.34	(1,476,810,490.21)	1,525,343,574.76

(Unit : Baht)

Consolidated Financial Statements

For the year ended 31 December 2015

	Computer Segment	Media Segment	Trading and Service Tool and Equipment Examine Occupational Health Segment	Sale of Goods And Service Segment	Elimination Entries	Total
Revenue from External Customers	26,840,838.34	116,087,668.18	45,468,626.62	24,370,717.04	-	212,767,850.18
Intersegment Revenue	815,134.00	197,382,533.34	-	8,386.00	(198,206,053.34)	-
Total Revenue	27,655,972.34	313,470,201.52	45,468,626.62	24,379,103.04	(198,206,053.34)	212,767,850.18
Gross Profit (Loss)	7,251,584.68	(316,506,883.49)	6,618,139.08	7,522,200.53	5,708,689.43	(289,406,269.77)
Other Income						55,869,348.95
Selling and Service Expenses						(83,498,786.26)
Administrative Expenses						(230,873,914.66)
Finance Costs						(58,691,433.17)
Share of Profit (Loss) in Joint Venture						(562,206.42)
Income Tax Revenues (Expenses)						(74,511.64)
Profit (Loss) for the Year						(607,237,772.97)
Add Loss of Non-Controlling Interests						1,522,890.82
Profit (Loss) of NEWS NETWORK CORPORATION PUBLIC COMPANY LIMITED						(605,714,882.15)
Depreciation and Amortization	7,316,715.13	131,834,914.33	3,296,520.36	757,058.09	(376,322.83)	142,828,885.08
Assets by Business Sector						
Investments in Joint Venture	-	2,000,000.00	-	-	(562,206.42)	1,437,793.58
- Fixed Assets	4,469,389.61	229,011,372.99	5,325,171.39	6,201,644.04	(114,723.23)	244,892,854.80
- License to Use the Frequency for Television Service	-	1,031,379,297.28	-	-	-	1,031,379,297.28
- Deposit at Bank used as Collateral	4,078,563.40	997,140,000.00	-	-	-	1,001,218,563.40
- Other Assets	3,146,995,660.10	1,582,268,218.34	21,357,802.79	17,320,757.79	(3,683,886,305.60)	1,084,056,133.42
Total Assets	3,155,543,613.11	3,841,798,888.61	26,682,974.18	23,522,401.83	(3,684,563,235.25)	3,362,984,642.48
Total Liabilities	34,881,655.16	3,254,033,302.41	67,260,062.57	13,760,443.33	(2,334,337,757.71)	1,035,597,705.76

41. Financial Instruments

41.1 Financial Risk Management and Policies

The group does not hold or issue derivative instruments for speculative or trading purposes.

41.2 Interest Rate Risk

Interest rate risk is derived from the fluctuation of market interest rates in the future which will affect the result of the group operations and its cash flows. The group had assets and liabilities which may have risk on interest rate as follows:

(Unit : Baht)

	Consolidated Financial Statements				
	2016				
	Floating Interest Rate	Fixed Interest Rate	Non-Bearing Interest	Total	Interest Rate (%)
<u>Financial Assets</u>					
Cash and Cash Equivalent	284,666,213.55	-	5,047,305.43	289,713,518.98	0.10– 0.875
Temporary Investments					
- Fixed Deposit	-	1,033.43	-	1,033.43	1.10
Short-term Loan to Related Company	-	28,000,000.00	-	28,000,000.00	5.00, 6.00
Short-term Loan to Other Company and Person	-	2,536,421.95	-	2,536,421.95	4.00, 15.00
Deposit at Bank Used as Collateral	-	744,440,617.60	-	744,440,617.60	0.375– 1.500
<u>Financial Liabilities</u>					
Bank Overdrafts	149,912.49	-	-	149,912.49	7.375
Short-term Loan from Financial Institutions	-	200,000,000.00	-	200,000,000.00	12.00
Short-term Loan from Related Person	-	2,500,000.00	-	2,500,000.00	12.00
Short-term Loan from Other Person	-	1,300,000.00	-	1,300,000.00	8.00
Finance Lease Agreement Liabilities	-	2,166,487.84	-	2,166,487.84	0.32– 1.03

(Unit : Baht)

Consolidated Financial Statements					
2015					
	Floating Interest Rate	Fixed Interest Rate	Non-Bearing Interest	Total	Interest Rate (%)
<u>Financial Assets</u>					
Cash and Cash Equivalent	148,074,144.71	-	3,127,838.95	151,201,983.66	0.375– 1.125
Temporary Investments					
- Fixed Deposit	-	1,019.80	-	1,019.80	2.00
Short-term Loan to Related Company	-	24,000,000.00	-	24,000,000.00	5.00
Short-term Loan to Other Company and Person	-	2,571,820.96	-	2,571,820.96	4.00, 15.00
Deposit at Bank used as Collateral	-	1,001,218,563.40	-	1,001,218,563.40	0.95– 2.50
<u>Financial Liabilities</u>					
Bank Overdrafts	480,887.73	-	-	480,887.73	7.875
Short-term Loan from Related Person	-	2,500,000.00	-	2,500,000.00	12.00
Short-term Loan from Other Person	-	1,300,000.00	-	1,300,000.00	8.00
Finance Lease Agreement Liabilities	-	2,986,591.64	-	2,986,591.64	0.32– 1.03

(Unit : Baht)

Seperate Financial Statements					
2016					
	Floating Interest Rate	Fixed Interest Rate	Non-Bearing Interest	Total	Interest Rate (%)
<u>Financial Assets</u>					
Cash and Cash Equivalent	232,904,994.55	-	521,580.15	233,426,574.70	0.375– 0.875
Short-term Loans to Related Companies	-	1,361,300,000.00	-	1,361,300,000.00	5.00
Deposit at Bank used as Collateral	-	3,829,235.25	-	3,829,235.25	0.85, 1.375
<u>Financial Liabilities</u>					
Finance Lease Agreement Liabilities	-	536,916.66	-	536,916.66	0.32, 0.40

(Unit : Baht)

	Seperate Financial Statements				
	2015				
	Floating Interest Rate	Fixed Interest Rate	Non-Bearing Interest	Total	Interest Rate (%)
<u>Financial Assets</u>					
Cash and Cash Equivalent	120,826,980.07	-	2,806,257.35	123,633,237.42	0.375 – 1.125
Short-term Loans to					
Related Companies	-	1,913,610,000.00	-	1,913,610,000.00	5.00, 8.00
Deposit at Bank used as Collateral	-	3,775,972.26	-	3,775,972.26	0.95, 1.50
<u>Financial Liabilities</u>					
Finance Lease Agreements					
Liabilities	-	927,009.68	-	927,009.68	0.32, 0.40

41.3 Foreign Exchange Rate Risk

The group is not exposed to any risk from foreign exchange rate fluctuations because its main enterprise is conducted locally.

41.4 Credit term risk

The group has credit term risk from being unable to collect from trade receivables. The group has the process of credit analysis and checking of payment ability of each trade receivable. For trade receivable that is expected to be unable to pay, the group reserved enough provision. Financial assets shown in statements of financial position at the book value deducted by allowance for doubtful account are maximum value of credit risk.

41.5 Fair value

41.5.1 Financial assets and liabilities recognized at fair value

As at 31 December 2016 and 2015, the Group has financial assets recognized by fair value and presented by their hierarchies as follow;

		Consolidated/ Separate Financial Statements			
		Fair Value			
	Carrying Amount	Level 1	Level 2	Level 3	Total
	Baht	Baht	Baht	Baht	Baht
As at 31 December 2016					
Current Financial Assets					
Trading securities –Mutual fund	3,888,000.00	3,888,000.00	-	-	3,888,000.00
Non-Current Financial Assets					
Available-for-Sale securities –					
Open-ended mutual fund	499,033,350.00	499,033,350.00	-	-	499,033,350.00
As at 31 December 2015					
Current Financial Assets					
Trading securities –Mutual fund	3,558,000.00	3,558,000.00	-	-	3,558,000.00
Non-Current Financial Assets					
Available-for-Sale securities –					
Open-ended mutual fund	662,828,700.00	662,828,700.00	-	-	662,828,700.00

41.5.2 Financial assets and liabilities not recognized at fair value

Book value of financial assets and liabilities which consists of cash and cash equivalent, trade and other receivables, loans, trade and other payables and liabilities under finance lease agreements, does not differ from their fair values since these financial assets and liabilities are matured in near term.

42. Transactions with the Related Parties

The Company had significant business transactions with its subsidiaries, related companies and persons. Such transactions, which have been concluded on commercial terms and bases agreed upon between the Company and such companies are in ordinary courses of business and are summarized below:

42.1 Relationship among the Entities

Consist of:

<u>Name</u>	<u>Relationship</u>
Sync Technologies Co., Ltd.	Subsidiary company with shareholding percentage of 99.99%
Spring News Corporation Co., Ltd.	Subsidiary company with shareholding percentage of 99.99%
Environmental Solution Integrator Co., Ltd.	Subsidiary company with shareholding percentage of 90.00%
News Network Multimedia Co., Ltd.	Subsidiary company with shareholding percentage of 99.99%
Green Net 1282 Co., Ltd.	Subsidiary company with shareholding percentage of 99.99%
Ruam Mue Ruam Jai Co., Ltd.	Subsidiary company with shareholding percentage of 93.17%
Spring News Television Co., Ltd.	Subsidiary company of Spring News Corporation Co., Ltd., with shareholding percentage of 99.99%

<u>Name</u>	<u>Relationship</u>
Thansettakij Multimedia Co., Ltd.	Subsidiary company of News Network Multimedia Co., Ltd., with shareholding percentage of 80.00%
Aqua Corporation Public Co., Ltd.	Common director with the company
Aqua Ad Public Co., Ltd.	Common director with the company
Eastern Printing Public Co., Ltd.	Common director with the company
Pen Publishing Co., Ltd.	Subsidiary company of Aqua Corporation Public Company Limited
Green Protect Co., Ltd.	Common director and shareholder with the subsidiary company
Green Panyayan Publishing Co., Ltd.	Common director and shareholder with the subsidiary company
T-News Direct Co., Ltd.	Common director and shareholder with the subsidiary company
T-News TV Co., Ltd.	Common director and shareholder with the subsidiary company
T-News Press Co., Ltd.	Common director and shareholder with the subsidiary company
Greentech 1282 Co., Ltd.	Common director and shareholder with the subsidiary company
Green Master Solution Co., Ltd.	A shareholder of the subsidiary company is a director of the company
The Brio Mall Co., Ltd.	A shareholder of the subsidiary company is a director of the company
Green Property 1282 Co., Ltd.	A shareholder of the subsidiary company is a director of the company
JK Thai Trading Co., Ltd.	Common director with the subsidiary company
Phattakarn Co., Ltd.	Common director with the subsidiary company
Media Expertise International (Thailand) Co., Ltd	Related company by a relative of the subsidiary's director as a director
Digital Media Network Co., Ltd	Related company by a relative of the subsidiary's director as a director
Tanyarat Plus Co., Ltd.	Related company by a relative of the subsidiary's director as a director
Spring News Suek Asawindum Joint Venture	Joint venture investing by subsidiary company with proportion of 50.00%
NEWS-ESI Joint Venture	Joint venture investing by the group with proportion of 100.00%
Khun Arak Ratboriharn	Director of the Company and the subsidiary companies
Khun Watanya Wong-Opasri	Director of the Company and the subsidiary companies
Khun Tatchapong Thamputhipong	Director of the subsidiary company
Khun Ekachai Chaicherdchukit	Director of the subsidiary company
Khun Thongchai Boonsaringkaranon	Director of the subsidiary company
Khun Woranat Boonprik	Shareholder of the subsidiary company
Khun Sonthiyarn Cheunruethainaiham	Former director and shareholder of the subsidiary company

42.2 Transactions with Related Parties

		Consolidated Financial Statements for the years ended		Separate Financial Statements for the years ended	
	Pricing Policy	31 December 2016	31 December 2015	31 December 2016	31 December 2015
		Baht	Baht	Baht	Baht
Transaction with Subsidiary Companies					
(Eliminated from Consolidated Financial Statements)					
Revenue from Sales	Contract Price and Price Equivalent to Market Price	-	-	3,553,090.00	409,890.00
Revenue from Services	Contract Price and Price Equivalent to Market Price	-	-	-	2,500.00
Revenue from Assets for Rent	Contract Price	-	-	515,400.00	515,400.00
Sale of Asset	Mutually Agreed Price	-	-	-	578,222.50
Other Income	Contract Price	-	-	2,486,104.50	70,000.00
Interest Income	Annual Interest Rate at 5% and 8%	-	-	91,535,548.03	106,872,812.58
Cost of Sales	Contract Price and Price Equivalent to Market Price	-	-	537,000.00	3,594.00
Cost of Services	Contract Price and Price Equivalent to Market Price	-	-	30,000.00	-
Doubtful Debts		-	-	913,000,000.00	23,937,130.30
Reversal of Doubtful Debts		-	-	(37,265,425.57)	-
Transaction with Related Companies					
Revenue from Sales	Price Equivalent to Market Price	676,523.20	1,613,656.31	-	-
Revenue from Services	Price Equivalent to Market Price	-	821,500.00	-	-
Interest Income	Annual Interest Rate at 5%, 6% and 7.5%	1,294,849.35	509,707.14	1,203,287.69	348,493.04
Other Income	Contract Price	2,715,540.00	25,500.00	-	-
Purchase of Goods	Mutually Agreed Price	83,566.50	623,068.62	-	-
Purchase of Asset	Mutually Agreed Price	682,709.81	-	-	-
Cost of Sales	Mutually Agreed Price	294,371.40	-	-	-
Cost of Services	Contract Price	2,318,706.97	900,000.00	-	-
Administrative Expense	Contract Price	5,808,440.00	1,004,400.00	-	-
Doubtful Debts		24,000,000.00	-	24,000,000.00	-

		Consolidated Financial Statements for the years ended		Separate Financial Statements for the years ended	
Pricing Policy		31 December 2016	31 December 2015	31 December 2016	31 December 2015
		Baht	Baht	Baht	Baht
Transaction with Related Persons					
Revenue from Sales	Price Equivalent to Market Price	3,200.00	5,604.00	-	-
Administrative Expense	Contract Price	950,000.00	-	600,000.00	-
Interest Expenses	Annual Interest Rate at 12%	300,821.88	299,999.99	-	-
Transaction with Joint Arrangement					
Other Income	Mutually Agreed Price	140,000.00	-	-	-
Bad Debt		20,623.00	-	-	-

42.3 Balances with Related Parties

		Consolidated Financial Statements		Separate Financial Statements	
		As at 31 December 2016	As at 31 December 2015	As at 31 December 2016	As at 31 December 2015
		Baht	Baht	Baht	Baht
Trade Receivables					
Subsidiary Companies					
Spring News Corporation Co., Ltd.		-	-	45,956.50	45,956.50
Environmental Solution Integrator Co., Ltd.		-	-	2,891,236.30	-
Related Companies					
T-News Direct Co., Ltd.		-	4,526.10	-	-
T-News TV Co., Ltd.		270,986.65	143,306.49	-	-
Green Panyayan Publishing Co., Ltd.		-	792,516.90	-	-
Phuntakarn Co., Ltd.		-	1,712,000.00	-	-
JK Thai Trading Co., Ltd.		90,883.83	137,719.70	-	-
The Brio Mall Co., Ltd.		-	37,695.00	-	-
Related Person					
Khun Tatchapong Thamputthipong		3,200.00	5,604.00	-	-
Total		365,070.48	2,833,368.19	2,937,192.80	45,956.50

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Other Receivables				
Subsidiary Companies				
Environmental Solution Integrator Co., Ltd.	-	-	1,130,240.00	1,163,900.00
Spring News Corporation Co., Ltd.	-	-	104,860.00	187,311.64
Sync Technologies Co., Ltd.	-	-	18,190.00	673,150.00
Green Net 1282 Co., Ltd.	-	-	2,755,198.30	-
News Network Multimedia Co., Ltd.	-	-	16,050.00	-
Spring News Television Co., Ltd.	-	-	54,905.87	-
Related Company				
T-News TV Co., Ltd.	983,865.00	1,281,072.58	-	799,672.57
Joint Arrangement				
Spring News Suek Asawindum Joint Venture	-	20,372.00	-	-
Total	983,865.00	1,301,444.58	4,079,444.17	2,824,034.21
Accrued Revenue				
Subsidiary Companies				
Environmental Solution Integrator Co., Ltd.	-	-	-	90,000.00
Spring News Corporation Co., Ltd.	-	-	-	98,000.00
Sync Technologies Co., Ltd.	-	-	-	20,000.00
Related Company				
T-News TV Co., Ltd.	-	25,500.00	-	-
Joint Arrangement				
Spring News Suek Asawindum Joint Venture	-	391,289.40	-	-
Total	-	416,789.40	-	208,000.00
Accrued Interest Receivable				
Subsidiary Companies				
Environmental Solution Integrator Co., Ltd.	-	-	1,529,123.41	712,931.52
Spring News Corporation Co., Ltd.	-	-	26,130,410.94	46,786,164.34
Sync Technologies Co., Ltd.	-	-	104,794.54	110,684.94
News Network Multimedia Co., Ltd.	-	-	1,225,753.42	-
Green Net 1282 Co., Ltd.	-	-	545,438.36	130,068.49
Ruam Mue Ruam Jai Co., Ltd.	-	-	-	3,055,425.57
Total	-	-	29,535,520.67	50,795,274.86
<u>Less</u> Allowance for Doubtful Accounts	-	-	-	(3,055,425.57)
Net	-	-	29,535,520.67	47,739,849.29

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Related Company				
T-News TV Co., Ltd.	1,100,912.63	450,446.77	907,397.26	348,493.04
Total	1,100,912.63	450,446.77	30,442,917.93	48,088,342.33
Short-term Loans				
Subsidiary Companies				
Spring News Corporation Co., Ltd.				
Beginning Balance	-	-	1,785,500,000.00	1,404,629,449.30
Increase	-	-	225,000,000.00	381,500,000.00
Decrease	-	-	(809,000,000.00)	(629,449.30)
Ending Balance	-	-	1,201,500,000.00	1,785,500,000.00
Allowance for Doubtful Accounts				
Beginning Allowance for Doubtful Accounts	-	-	(305,000,000.00)	(305,000,000.00)
Increase	-	-	(896,500,000.00)	-
Ending Allowance for Doubtful Accounts	-	-	(1,201,500,000.00)	(305,000,000.00)
Net	-	-	-	1,480,500,000.00
Sync Technologies Co., Ltd.				
Beginning Balance	-	-	9,000,000.00	14,500,000.00
Increase	-	-	3,000,000.00	10,000,000.00
Decrease	-	-	(4,000,000.00)	(15,500,000.00)
Ending Balance	-	-	8,000,000.00	9,000,000.00
Allowance for Doubtful Accounts				
Beginning Allowance for Doubtful Accounts	-	-	-	-
Increase	-	-	(5,500,000.00)	-
Ending Allowance for Doubtful Accounts	-	-	(5,500,000.00)	-
Net	-	-	2,500,000.00	9,000,000.00
Ruam Mue Ruam Jai Co., Ltd.				
Beginning Balance	-	-	34,210,000.00	31,010,000.00
Increase	-	-	-	3,200,000.00
Decrease	-	-	(34,210,000.00)	-
Ending Balance	-	-	-	34,210,000.00

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Allowance for Doubtful Accounts				
Beginning Allowance for Doubtful Accounts	-	-	(34,210,000.00)	(31,010,000.00)
Increase	-	-	-	(3,200,000.00)
Decrease	-	-	34,210,000.00	-
Ending Allowance for Doubtful Accounts	-	-	-	(34,210,000.00)
Net	-	-	-	-
Environmental Solution Integrator Co., Ltd.				
Beginning Balance	-	-	53,900,000.00	43,500,000.00
Increase	-	-	30,300,000.00	12,500,000.00
Decrease	-	-	(22,200,000.00)	(2,100,000.00)
Ending Balance	-	-	62,000,000.00	53,900,000.00
Allowance for Doubtful Accounts				
Beginning Allowance for Doubtful Accounts	-	-	(36,519,379.55)	(15,782,249.25)
Increase	-	-	(11,000,000.00)	(20,737,130.30)
Ending Allowance for Doubtful Accounts	-	-	(47,519,379.55)	(36,519,379.55)
Net	-	-	14,480,620.45	17,380,620.45
Green Net 1282 Co., Ltd.				
Beginning Balance	-	-	7,000,000.00	-
Increase	-	-	6,300,000.00	16,000,000.00
Decrease	-	-	-	(9,000,000.00)
Ending Balance	-	-	13,300,000.00	7,000,000.00
News Network Multimedia Co., Ltd.				
Beginning Balance	-	-	-	-
Increase	-	-	52,500,000.00	-
Decrease	-	-	-	-
Ending Balance	-	-	52,500,000.00	-
Grand Total – Net	-	-	82,780,620.45	1,513,880,620.45
Short-term Loans				
Related Companies				
Green Net 1282 Co., Ltd.				
Beginning Balance	-	-	-	-
Increase	-	10,000,000.00	-	10,000,000.00
Decrease	-	(10,000,000.00)	-	(10,000,000.00)
Ending Balance	-	-	-	-

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at 31 December 2016 Baht	As at 31 December 2015 Baht	As at 31 December 2016 Baht	As at 31 December 2015 Baht
Green Panyayan Publishing Co., Ltd.				
Beginning Balance	-	-	-	-
Increase	-	40,000.00	-	-
Decrease	-	(40,000.00)	-	-
Ending Balance	-	-	-	-
T-News TV Co., Ltd.				
Beginning Balance	24,000,000.00	-	24,000,000.00	-
Increase	6,300,000.00	34,607,000.00	-	24,000,000.00
Decrease	(2,300,000.00)	(10,607,000.00)	-	-
Ending Balance	28,000,000.00	24,000,000.00	24,000,000.00	24,000,000.00
Allowance for Doubtful Accounts				
Beginning Allowance for Doubtful Accounts	-	-	-	-
Increase	(24,000,000.00)	-	(24,000,000.00)	-
Ending Allowance for Doubtful Accounts	(24,000,000.00)	-	(24,000,000.00)	-
Net	4,000,000.00	24,000,000.00	-	24,000,000.00
Short-term Loans Related Companies Total –Net	4,000,000.00	24,000,000.00	82,780,620.45	1,537,880,620.45
Rental Deposit				
Related Company				
Green Property 1282 Co., Ltd.	90,000.00	90,000.00	-	-
Accounts Payables				
Subsidiary Company				
Spring News Corporation Co., Ltd.	-	-	1,149,658.73	601,919.72
Related Companies				
Media Expertise International (Thailand) Co., Ltd.	314,977.40	-	-	-
T-News TV Co., Ltd.	214,000.00	22,341.60	-	-
Green Panyayan Publishing Co., Ltd.	17,188.00	158,375.00	-	-
T-News Direct Co., Ltd.	-	1,797.60	-	-
JK Thai Trading Co., Ltd.	-	27,317.10	-	-
Total	546,165.40	209,831.30	1,149,658.73	601,919.72
Other Payables				
Related Companies				
T-News TV Co., Ltd.	21,305.48	-	5,607.48	-
Green Property 1282 Co., Ltd.	92,686.94	-	-	-
Total	113,992.42	-	5,607.48	-

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at 31 December 2016 Baht	As at 31 December 2015 Baht	As at 31 December 2016 Baht	As at 31 December 2015 Baht
Related Person				
Khun Arak Ratboriharn	100.00	-	100.00	-
Khun Ekachai Chaicherdchukit	-	34,294.39	-	-
Total	100.00	34,294.39	100.00	-
Accrued Expense				
Related Company				
Media Expertise International (Thailand) Co., Ltd.	1,118,706.97	-	-	-
Joint Arrangement				
Spring News Suek Asawindum Joint Venture	-	409,293.75	-	-
Related Person				
Khun Woranat Boonprik	226,951.00	226,951.00	-	-
Total	1,345,657.97	636,244.75	-	-
Accrued Interest				
Related Person				
Khun Woranat Boonprik	684,394.39	383,572.57	-	-
Short-term Loans				
Subsidiary Companies				
News Network Multimedia Co., Ltd.				
Beginning Balance	-	-	-	9,999,985.00
Increase	-	-	-	-
Decrease	-	-	-	(9,999,985.00)
Ending Balance	-	-	-	-
Related Companies and Persons in				
Subsidiary Companies				
Green Protect Co., Ltd.				
Beginning Balance	-	-	-	-
Increase	-	590,000.00	-	-
Decrease	-	(590,000.00)	-	-
Ending Balance	-	-	-	-
Green Panyayan Publishing Co., Ltd.				
Beginning Balance	-	-	-	-
Increase	-	6,500.00	-	-
Decrease	-	(6,500.00)	-	-
Ending Balance	-	-	-	-

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	As at	As at	As at	As at
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
T-News TV Co., Ltd.				
Beginning Balance	-	-	-	-
Increase	-	303,000.00	-	-
Decrease	-	(303,000.00)	-	-
Ending Balance	-	-	-	-
Khun Woranat Boonprik				
Beginning Balance	2,500,000.00	2,500,000.00	-	-
Increase	-	-	-	-
Decrease	-	-	-	-
Ending Balance	2,500,000.00	2,500,000.00	-	-
Khun Sonthiyarn Cheunruethainaitam				
Beginning Balance	-	-	-	-
Increase	-	1,300,000.00	-	-
Decrease	-	(1,300,000.00)	-	-
Ending Balance	-	-	-	-
Grand Total	2,500,000.00	2,500,000.00	-	-

As at 31 December 2016 and 2015, the whole short-term loans to subsidiary and related companies are in form of promissory notes with interest at 5% - 6% per annum and 5% - 8% per annum, respectively.

Short-term loan to T-NEWS TV Co., Ltd, a related company with a subsidiary, is for supporting financial liquidity to that company. However, since the management is considered that the Company will not receive the loan back, the allowance for doubtful debts are reserved in full.

As at 31 December 2015, the whole short-term loan from related company is in form of promissory note with no interest.

As at 31 December 2016 and 2015, short-term loan from related person is in form of contract with interest rates at 12% per annum, equally. The subsidiary is sued by the lender with charge of debt default. The court judged the subsidiary to repay Baht 2,712,054.79 with interest at 12% per annum of the principal in amount of Baht 2,500,000.00 calculated from the suing date until the repayment is completed. The subsidiary appeals to the court and the Appeal Court affirmed the Civil Court's judgment. (As in Note 45.8 (c))

42.4 Commitments with Related Parties

As at 31 December 2016 and 2015, the Company pledged its common shares and fixed deposit account as collaterals for letter of credit, trust receipt and short-term loan from financial institution of the subsidiary, with the Company, a subsidiary and a director of the Company as the guarantors.

42.5 Key Management Personnel Compensation

	Consolidated Financial Statements		Separate Financial Statements	
	For the years ended		For the years ended	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Short-term Employee Benefits	35,323,198.52	41,607,441.99	12,824,830.22	12,307,189.99
Post-Employment Benefits	1,493,192.50	361,538.96	349,773.00	105,410.00
Total	<u>36,816,391.02</u>	<u>41,968,980.95</u>	<u>13,174,603.22</u>	<u>12,412,599.99</u>

43. Promotional Privileges

By virtue of the provisions of the Industrial Investment Promotion Act B.E. 2520, the Company has been granted privileges by Board of Investment, for the operation of “Enterprise Software and Digital Content”, for the promotional certificate no. 1038(7)/2008. The Company was granted certain privileges as follows:

- (a) Exemption of import duty on certain imported machinery as approved by Board of Investment.
- (b) Exemption from payment of corporate income tax on the net profit derived from the promoted activity for a period of eight years from the start of commercial operation up to March 2016.

As a promoted company, the Company must comply with certain terms and conditions prescribed in the promotional certificates.

Summary of revenue from promoted and non-promoted businesses:

Separate Financial Statements

	For the year ended 31 December 2016			For the year ended 31 December 2015		
	Promoted businesses	Non- promoted businesses	Total	Promoted businesses	Non- promoted businesses	Total
	Baht	Baht	Baht	Baht	Baht	Baht
Revenue from services	421,585.06	1,820,615.53	2,242,200.59	1,500,211.80	1,667,577.50	3,167,789.30
Revenue from sales	-	3,851,310.00	3,851,310.00	-	614,340.00	614,340.00
Revenue from						
Assets for Rent	-	983,400.00	983,400.00	-	1,139,400.00	1,139,400.00
Total	421,585.06	6,655,325.53	7,076,910.59	1,500,211.80	3,421,317.50	4,921,529.30

44. Non-Cash Flow Transactions

	Consolidated Financial Statements For the years ended		Separate Financial Statements For the years ended	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Purchase of Asset on Credit	4,590,728.75	12,891,129.97	-	-
Purchase of Asset under Financial Lease Agreement	470,500.00	70,854.86	-	-
Purchase of Asset by Bartering	88,660.00	-	-	-
Transfer Asset to Other Receivable	-	593,458.00	-	-
Transfer Asset for Rent to Equipment	93,983.23	-	93,983.23	-
Purchase of Intangible Asset on Credit	26,321,753.21	16,800,000.00	-	-
Sale of Asset on Credit	-	182,050.00	-	-
Vat from Sale of Asset Held for Sale	-	920.36	-	920.36
Intangible Assets Increased from				
Other Receivable Transferred	-	18,000,000.00	-	-
Other Receivables Decreased by Off-setting with				
Employee Benefit Obligation	-	459,000.00	-	-
Short-term Loans Decreased by Off-setting with				
Short-term Borrowings	-	200,000.00	-	-
Deposit Receivable	-	659,695.85	-	-
Other Payable	-	45,491.88	-	-
Short-term Loans Increased by Off-Setting with				
Short-term Borrowings	-	230,000.00	-	-
Gain (Loss) on Revaluating Available-for-Sale				
Investments Recognized in Other Comprehensive Income	(163,795,350.00)	(282,143,547.00)	(163,795,350.00)	(282,143,547.00)
Reversal of Unrealized Loss on Revaluating				
Available-for-Sale Investments	-	7,000,000.00	-	7,000,000.00
Actuarial Gain (Loss) Recognized in Other Comprehensive Income	(3,216,577.00)	821,214.27	(197,329.00)	894,147.00

	Consolidated		Separate	
	Financial Statements		Financial Statements	
	For the years ended		For the years ended	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	Baht	Baht	Baht	Baht
Goodwill Increased from Business Combination	2,002,492.90	-	-	-
The Right to Use the Trademark Increased from Business Combination	2,940,000.00	-	-	-
Employee Obligation Increased from Business Combination	4,855,116.12	-	-	-
Deferred Tax Liabilities Increased from Business Combination	588,000.00	-	-	-
Non-Controlling Interests Increased from Business Combination	500,623.22	-	-	-

45. Obligation and Contingent Liabilities

In addition to the liabilities shown in the statements of financial position, the group had other obligations and contingent liabilities as follows:

45.1 Obligation with financial institutions

	Consolidated Financial Statements		Separate Financial Statements	
	As at		As at	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
	<u>Million Baht</u>	<u>Million Baht</u>	<u>Million Baht</u>	<u>Million Baht</u>
Letter of Guarantee	743.21	1,001.71	2.47	4.87
Letter of Credit (Not-used)	3.00	3.00	3.00	3.00

45.2 A subsidiary has commitment from being eligible to receive a license to use the frequency in providing digital television service under the news and information channels for a period to contract of 15 years from the license receiving date that is since 25 April 2014 to 24 April 2029. By subsidiary paying the license fee to the yearly sum to fund the research and development of the broadcasting and telecommunications for public interest at 0.50 – 2.00 percent of the income before deducting expenses from both direct and indirect advertising and other revenue related to the provision of the services under license, or at the rate and timing announced by NBTC.

45.3 A subsidiary has an obligation under the contract to provide digital network TV service with a network provider to use the network of the provider of digital terrestrial frequency for channels broadcasting over a period of 15 years from 1 July 2014 to 30 June 2028. If the subsidiary intends to renew the contract period after the expiry of the contract period, the subsidiary must request its intention in writing to the network provider not less than 180 days before the expiry of the contract.

The subsidiary's obligation to pay for the network service has already included VAT as follows:

	As at 31 December 2016	As at 31 December 2015
	<u>Million Baht</u>	<u>Million Baht</u>
Within 1 year	58.34	56.64
Over 1 year but not over 5 years	91.03	149.37
Total	<u>149.37</u>	<u>206.01</u>

45.4 The group has material obligation with other companies and persons under the agreement as follows:

	Consolidated Financial Statements		Separate Financial Statements	
	As at		As at	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
Rental Fee : (Million Baht)				
Within 1 year	48.41	39.44	0.34	3.48
1-5 years	69.94	41.74	0.40	0.28
Over 5 years	11.34	-	-	-
Total	<u>129.69</u>	<u>81.18</u>	<u>0.74</u>	<u>3.76</u>
Rental Fee : (Million USD)				
Within 1 year	0.14	0.44	-	-
1-5 years	-	0.14	-	-
Total	<u>0.14</u>	<u>0.58</u>	<u>-</u>	<u>-</u>

Detail of contract as follows:

- 45.4.1 The group had several rental contracts for its buildings with other parties for periods ranging from 1-6 years from June 2014 through June 2022.
- 45.4.2 A subsidiary has a contract for satellite services with a company providing satellite. Under the terms of the agreement, the subsidiary is committed to pay a service fee as stipulated in the agreement. This agreement is for a period of 3 years until the expiry date in April 2017.
- 45.4.3 A subsidiary has a contract for services to television and radio as well as video and audio signal with a company, using the services to include TV and radio signals for both video and audio signals. Under the terms of the agreement, the subsidiary is committed to pay a service fee as stipulated in the agreement. This agreement is for a period of 3 years until the expiry date in April 2017.

45.5 As at 31 December 2016 and 2015, a subsidiary has a production contract with other company by committed to pay fee as contract amount of Baht 13.10 million and 8.93 million, respectively.

45.6 As at 31 December 2016 and 2015, a subsidiary has a share time to conduction list by radio station contract with one company by committed to pay fee as contract amount of Baht 16.05 million, equally.

45.7 As at 31 December 2016, a subsidiary has a commitment to pay legal fee amount of Baht 0.08 million.

45.8 Contingent Liabilities

(a) As mentioned in Note 10, the Company has projects overdue and were canceled which may give rise to contingent liabilities relating to loss from claim or loss from non-compliance with the contract. As at 31 December 2016, the Company had not set up allowance for any losses because the process of negotiation has not been finalized.

(b) The Company had trade debtors claiming for payment of debts and the trade debtors made a counterclaim for their payments and compensation in the amount of Baht 2.69 million. The Company has set up provision for the lawsuit penalty in full amount. As at 31 December 2016, the court made a judgement for the Company to repay the principal in the amount of Baht 1.76 million with interest at 7.50% per annum until the payment is completed. Presently, the Company is considering making an appeal to the court.

(c) The subsidiary was sued as follows:

<u>Case No.</u>	<u>Court</u>	<u>Defendant</u>	<u>Charge</u>	<u>Appointment</u>
Black No. 262/2015	Civil Court	Defendant 1	Debt Default	Under the consideration of the Supreme Court
Black No. 1248/2015	Civil Court	Defendant 1	Debt Default	The Appeal Court affirmed the judgment of the Civil Court
Black No.1213/2016	Criminal Court	Defendant	Defamation by Advertisement according to Section 326 and 328 of Criminal Code	Investigation on 21 March 2017
Black No. 3186/2016	Civil Court	Defendant	Purchase and sale, breach of agreement, suing for damages Baht 22.48 million	The hearing of plaintiff and defendant's witnesses on 4 and 5 April 2017

The case is under court proceedings. However, the management of the Company believes that the court judgment would not have a material adverse effect on the financial position of the subsidiary company.

(d) The Company and a subsidiary had joint guarantee obligation amount of Baht 3 million in respect of have letter of credit line for purchasing products.

46. Reclassification of Accounts

The Company reclassified some items in comparative financial statements in order to comply with the present financial statements, which does not have any affects on profit (loss) for the year or shareholder's equity already presented. The details of reclassification are as follows:

	Consolidated Financial Statements		
	As Previously Reported	Adjustments	As Reclassified
	Baht	Baht	Baht
Statement of Financial Position			
As at 31 December 2015			
Trade and Other Receivables	172,342,376.12	2,911,446.77	175,253,822.89
Short-term Loans to Related Companies	24,450,446.77	(450,446.77)	24,000,000.00
Other Non-Current Assets	12,945,332.11	(2,461,000.00)	10,484,332.11
Current Portion of License to Use the Frequency for Television Service Payable	163,207,761.97	42,785,002.08	205,992,764.05
License to Use the Frequency for Television Service Payable	681,166,673.70	(42,785,002.08)	638,381,671.62
Statement of Financial Position			
As at 1 January 2015			
Current Portion of License to Use the Frequency for Television Service Payable	81,522,756.95	49,419,954.47	130,942,711.42
License to Use the Frequency for Television Service Payable	893,794,390.13	(49,419,954.47)	844,374,435.66
Statements of Comprehensive Income			
For the year ended 31 December 2015			
Costs of Service	467,294,494.85	(10,883,898.92)	456,410,595.93
Finance Costs	47,807,534.25	10,883,898.92	58,691,433.17

	Separate Financial Statements		
	As Previously Reported	Adjustments	As Reclassified
	Baht	Baht	Baht
Statement of Financial Position			
As at 31 December 2015			
Trade and Other Receivables	22,431,180.26	48,088,342.34	70,519,522.60
Short-term Loans to Related Companies	1,585,968,962.79	(48,088,342.34)	1,537,880,620.45
Statement of Financial Position			
As at 1 January 2015			
Trade and Other Receivables	25,894,032.92	34,005,582.68	59,899,615.60
Short-term Loans to Related Companies	1,175,852,782.74	(34,005,582.68)	1,141,847,200.06

47. Event after the Reporting Period

During February Year 2017, Ruam Mue Ruam Jai Co., Ltd. (a subsidiary company) has signed an MOU with a company for studying, value measurement and buying policy of the right in using free newspaper trademark. In case after get the result of summarized value and operating policy, both sides agreed to altogether considering and concluding policies and structures of proper buying procedures, along with implementing until successfully reach co-investment's goal regulated by the law.

48. Other Matter

The Securities and Exchange Commission ("SEC") has alleged against the Company for persuading 2 others to jointly take stocks of Nation Multimedia Group Public Company Limited (NMG) with intention for company takeover.

In any case, filing a criminal complaint commences the criminal justice administration whereby the consideration whether a defendant is guilty will be preceded by the public prosecutor, and the court will judge the case, respectively.

49. Approval of the Financial Statements

These financial statements have been approved by the Board of directors of the Company on 28 February 2017.



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