

ANNUAL REPORT 2016

: BEGINNING OF THE HARVEST

Ananda Development
Public Company Limited





**BEGINNING OF
THE HARVEST**

VISION

Together, we are passionate about creating vibrant lives by continuously innovating urban living solution based on major transport systems.





MISSION

We're number one in mass transit living through ambition, determination & innovation. We pursue optimization of capital, people development & ethical behavior

CORE VALUES

The background is a nighttime cityscape with numerous illuminated skyscrapers. A large, light-colored diagonal band runs from the bottom-left to the top-right, creating a modern, geometric design. The text 'CORE VALUES' is positioned in the top-left corner, above a thin horizontal line.

MINDSETS

Self Assertion



OPERATIONAL EXCELLENCE

Self Examination



PEOPLE

Self Mastery



CUSTOMER CENTRIC

Self Reflection



INNOVATION

Self Ignite



ORGANIZATIONAL / HUMAN RESOURCE DEVELOPMENT

Self Advancement



TO DELIVER URBAN LIVING SOLUTIONS
TO IMPROVE THE QUALITY
OF URBAN LIFE

PROJECT : IDEO MOBI ASOKE





ANANDA IS CHANGING
THE DEFINITION OF URBAN LIVING

ANOTHER RECORD YEAR



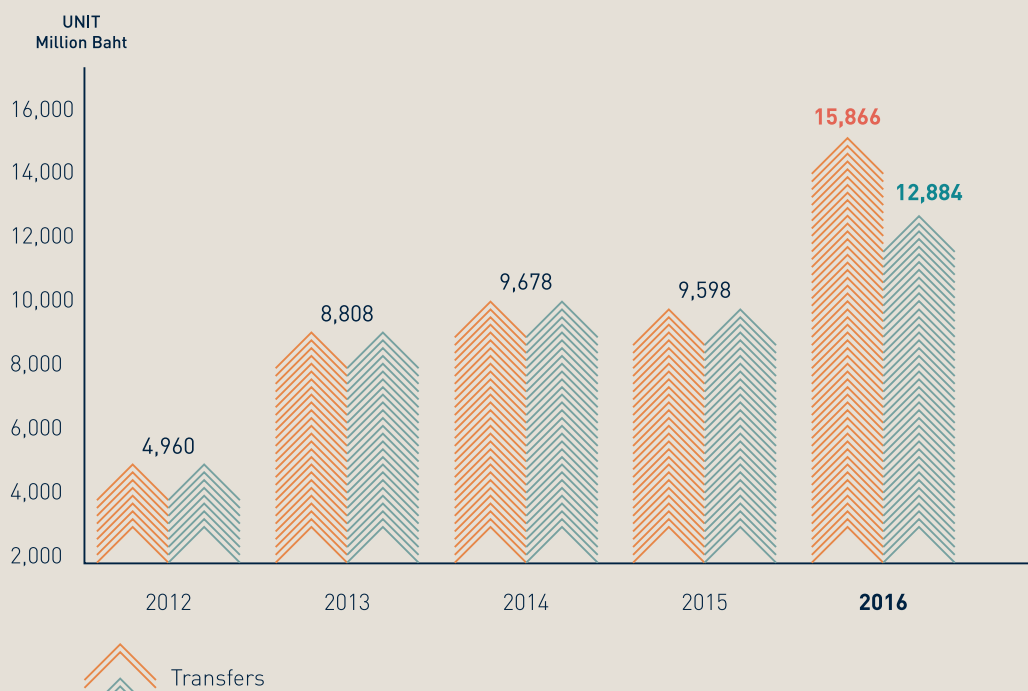
2016 saw the beginning of the harvest period for Ananda as investments made after we raised capital at the IPO begin to bear fruit. The company achieved a 65% growth in the value of units transferred to customers to a record of 15.9 billion Baht.

Some of the transfers came from the completion of our first joint Venture project with our partner Mitsui Fudosan, Ideo Q Chula Samyan, launched in September 2013

So the value of transfers attributable to Ananda is less than the total transferred as 49% of the value is 'owned' by our partner. The increase in the value of transfers attributable to Ananda grew 65% to a record 15.9 billion Baht



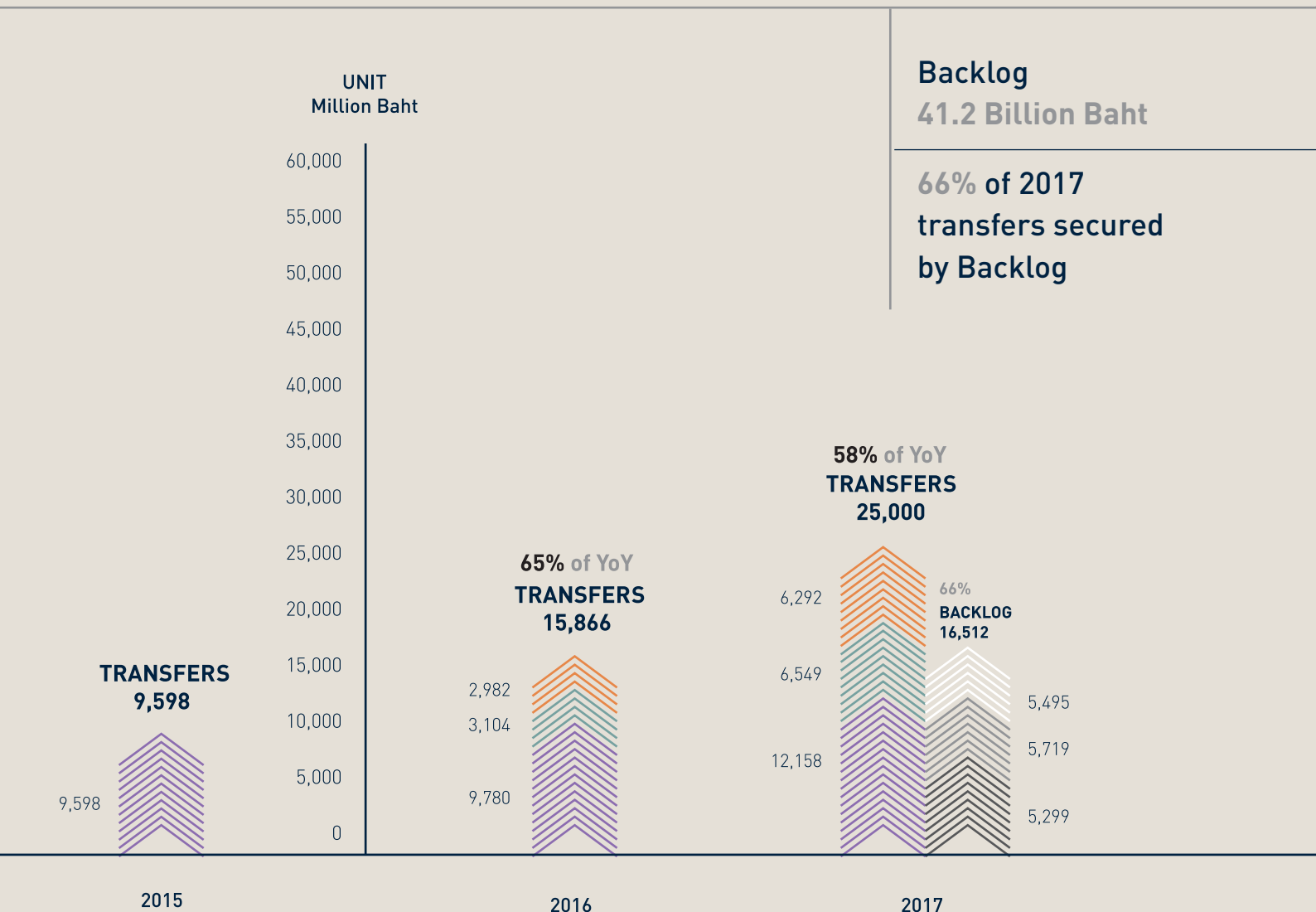
Total Annual Transfers From 2012 To 2016, And Value Of Transfers Deducting Mitsui's Share Of JV





This continues Ananda successful track record in achieving its growth plan of achieving over 48 Billion Baht in transfers by 2019.

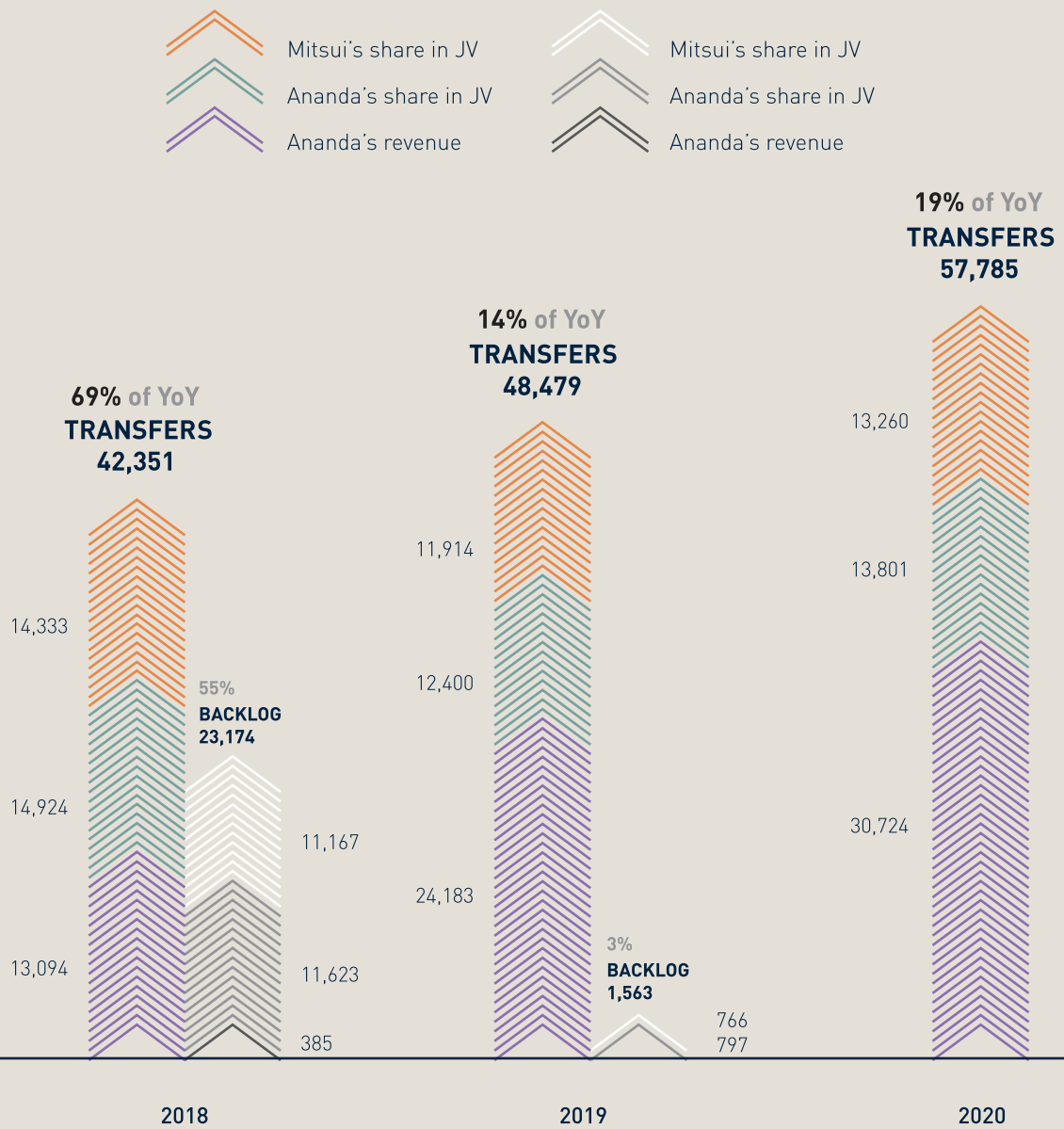
5-Year Business Plan



In 2016 Ananda launched 8 condominium projects launched worth a combined 20.7 billion Baht.

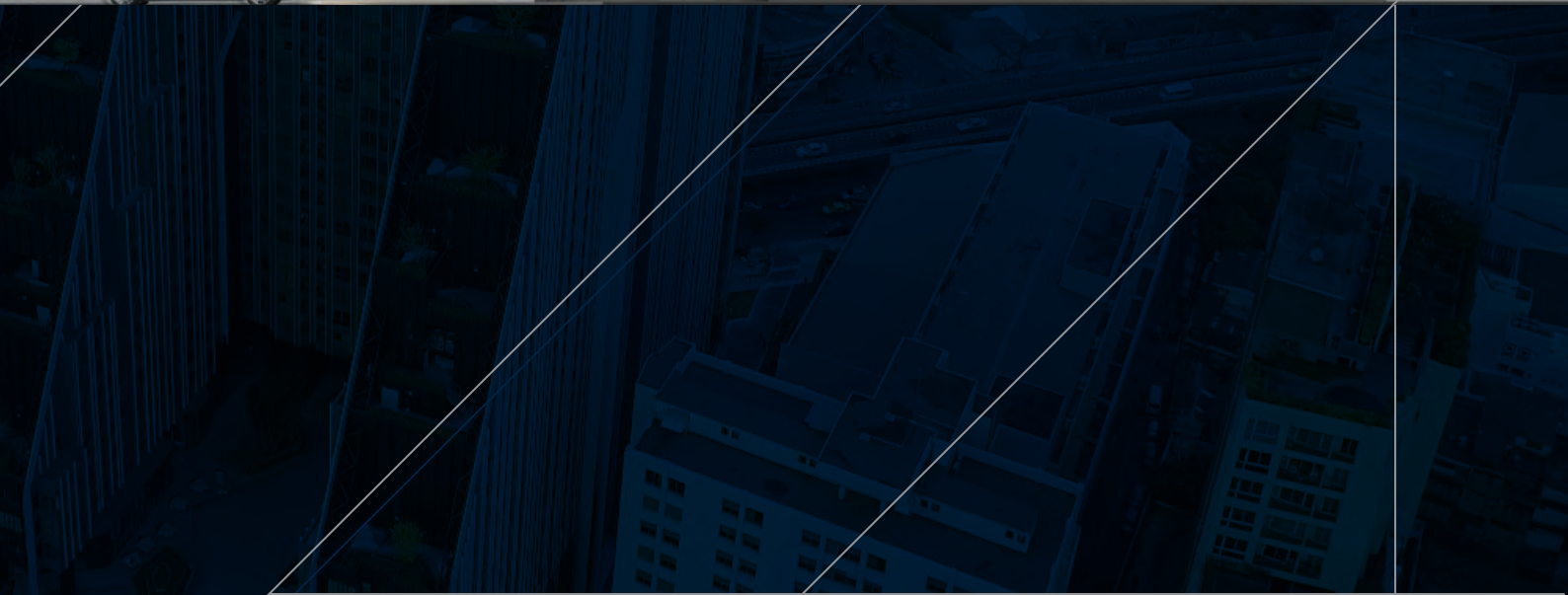
PROJECT	LOCATION	QUARTER OF LAUNCH	SALES PERCENTAGE
Ideo Thaphra Interchange	Phetchakasem Road, Bangkok Yai, Bangkok	Quarter 1	29.7%
Unio Sukhumvit 72	Soi Sukhumvit 72, Sukhumvit Road, Samutprakarn	Quarter 3	41.4%
Unio Rama 2-Thakham	Soi Thakham, Rama II Road, Bangkhunthien, Bangkok	Quarter 3	43.5%
Venio Sukhumvit 10	Soi Sukhumvit 10, Sukhumvit Road, Klongtoei, Bangkok	Quarter 3	89.3%

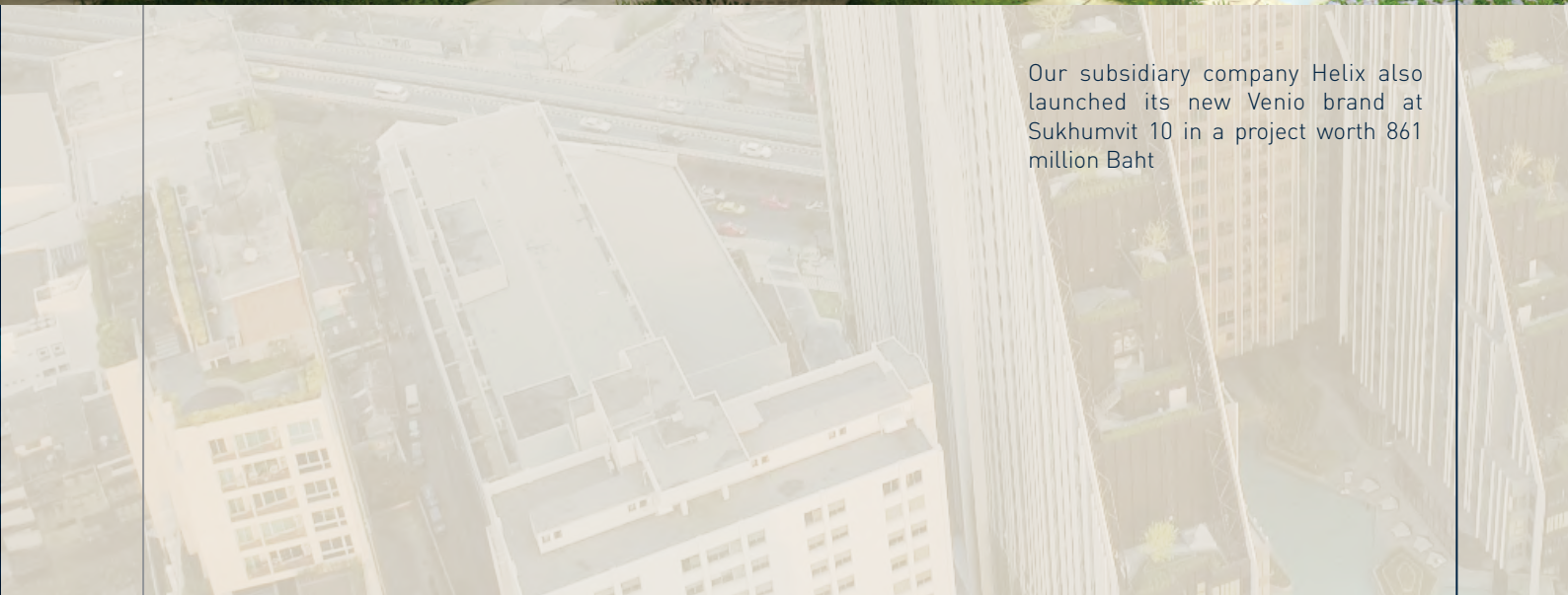
2015 - 2019 : 5 Times Growth



*NOTE : The 5-year plan has assumption of no new capital and keeping net interest bearing debt ratio at 1:1

PROJECT	LOCATION	QUARTER OF LAUNCH	SALES PERCENTAGE
Ideo Mobi Asoke	Petchaburi Road, Huaykwang, Bangkok	Quarter 3	67.8%
Ideo Sukhumvit 93	Sukhumvit Road, Prakanong, Bangkok	Quarter 4	74.5%
Ideo Mobi Sukhumvit 66	Sukhumvit Road, Bangna, Bangkok	Quarter 4	40.2%
Ideo Phaholyothin-Chatuchak	Phaholyothin Road, Phayathai, Bangkok	Quarter 4	38.3%





Our subsidiary company Helix also launched its new Venio brand at Sukhumvit 10 in a project worth 861 million Baht

OUR PARTNERSHIP DEEPENS

Ananda concluded a joint venture with Mitsui Fudosan, Japan's largest real estate developer by revenues in 2013 and announced its first joint project – Ideo Q Chula-Samyan in the same year.

Since then the partnership has gone from strength to strength with another 3 joint projects launched in 2014 and another 5 joint projects launched in 2015 bringing the total development value of our joint ventures to over 45 billion Baht in nine projects.

In 2016 we announced an additional 25 billion Baht in 6 projects bringing the total value of joint venture projects to 70 billion Baht in 15 projects

2016 also saw the first completion and transfer of a joint venture project at Ideo Q Chula Samyan. Completed ahead of schedule in September 2016, we successfully transferred 1,442 units worth 6.1 billion Baht out of a total of 1,598 units worth 6.8 billion Baht in just 3 months



TECHNOLOGY LEADERSHIP

Ananda expanded its commitment to innovation in 2016 with a new strategy based around Ananda being an UrbanTech company. The activities launched in 2016 related to this included things such as hosting Digital Ventures incubator, running a hackathon event with Hubba and hosting the launch of Line Finance.

These activities will expand dramatically in 2017 as Ananda reveals its strategy to transform innovation in the company.

LINE FINANCE

LINE FINANCE LAUNCHING EVENT
30 NOVEMBER 2016



SMART OFFICE





In 2016 Ananda moved in to its new home on the top two floors of the FYI Center on Rajada road. The office includes leading innovative design to provide the best possible work environment for Ananda staff.

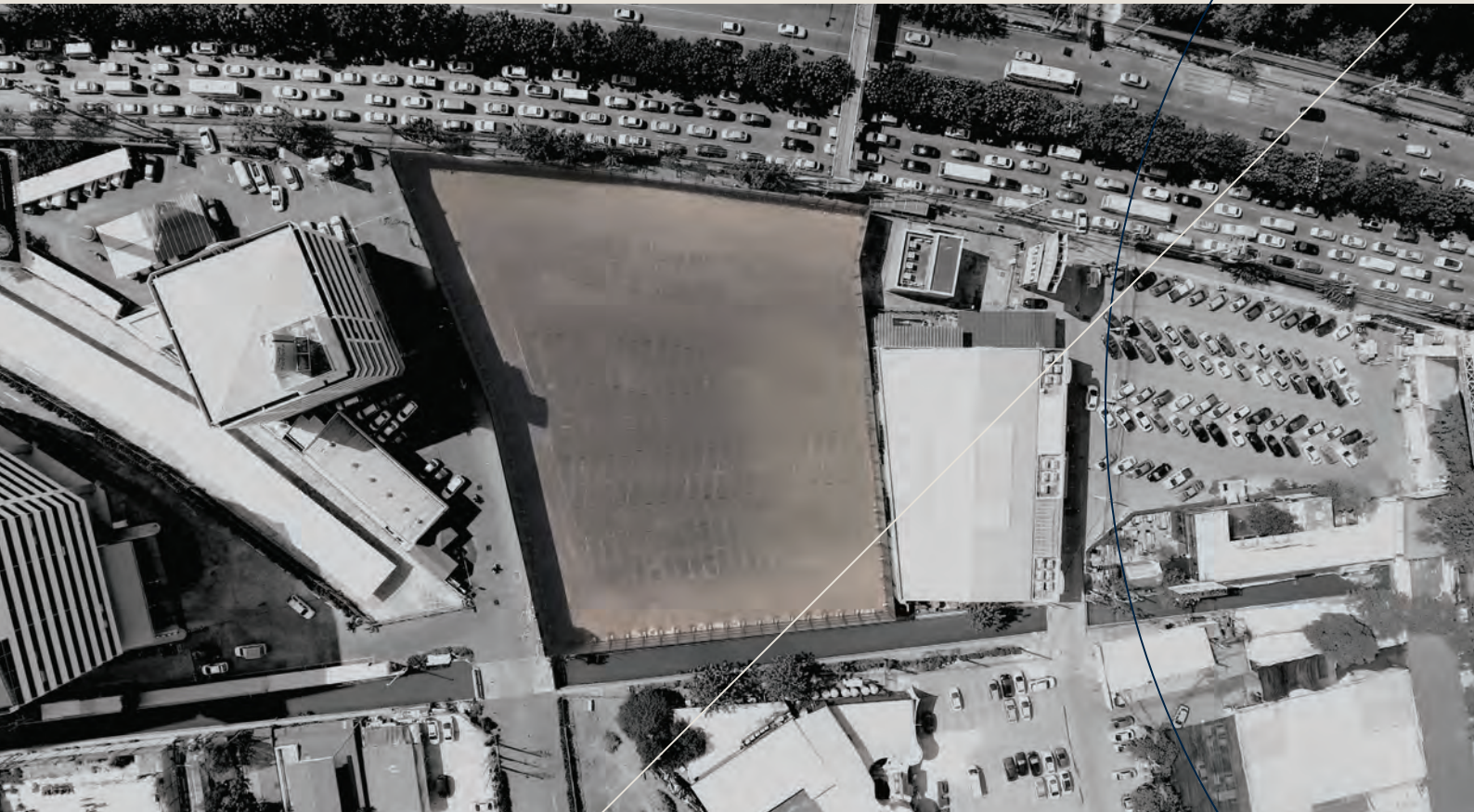
In addition, the company collaborated with Samsung, Cisco and Fujitsu to create the smartest office in Asia, deploying several technologies for the

first time in Asia, such as Samsung's smart cloud printing and Cisco's SmartSpace.

These technologies are part of the investment made in facilities and staff to allow Ananda to achieve its revenue growth targets without increasing headcount by the same degree.

SERVICED APARTMENT PROJECT

In accordance with the company strategy of diversifying revenue sources and increasing the proportion of the company's revenue coming from recurring sources, the company leased a plot of land on Rajada planned to be its first serviced apartment project.



SET
AWARDS
2016



IR AWARD

The company is very proud that its commitment to the best possible corporate governance and transparency to investors has been recognised by the Stock Exchange of Thailand with the company being awarded Best Investor Relations 2016

CONTENTS

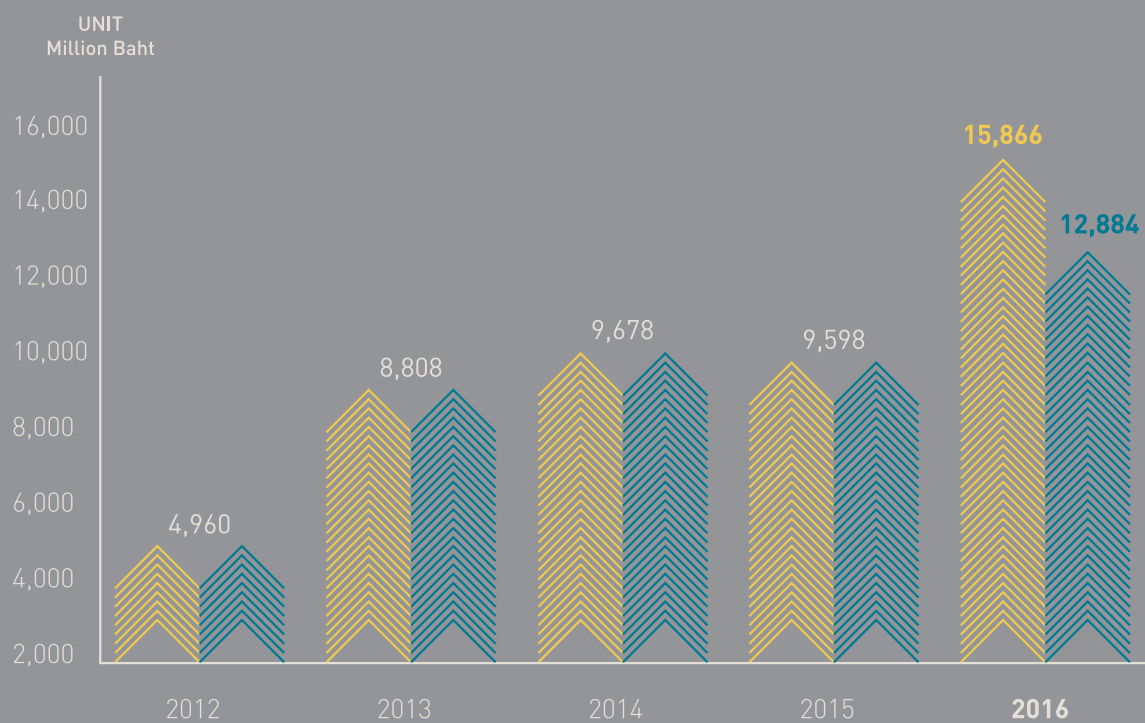


Vision Mission & Core Value	004
Financial Highlights	024
Chairman's Statement	026
Message from the CEO	028
Board of Directors	030
Audit Committee	032
Executive Committee	033
Report of the Audit Committee	034
Report of the Risk Management Committee	036
Nature of Business	037
Revenue Structure	060
Risk Factors	061
General Information	064
Shareholders Structure and Dividend Payment Policy	075
Management	077
Good Corporate Governance	117
Internal Controls and Risk Management	145
Related Party Transactions	149
Management Discussion and Analysis	190
Responsibility of the Board of Directors for Financial Reporting	202
Independent Auditor's Report	203
Financial Statement	208

FINANCIAL HIGHLIGHTS

	2016	2015	2014
Pre-sales (Million Baht)	25,175	26,235	20,898
Transfers (Million Baht)	15,866	9,598	9,678
SUMMARY OF FINANCIAL STATUS (MILLION BAHT)			
Cash on hand	2,183	2,573	2,477
Total Assets	25,366	20,471	17,088
Total Liabilities	14,612	11,743	10,175
Shareholders' equity	10,754	8,727	6,913
OPERATIONAL PERFORMANCE (MILLION BAHT)			
Revenue from sale of real estate	9,780	9,598	9,678
Revenue from Project Management Services & Commission Income	1,243	961	522
Construction Service Income	539	45	0
Total Revenues	12,230	11,025	10,580
Gross Profit	4,043	4,159	3,927
Selling & Administration & Other expenses	2,516	2,152	2,063
Net Profit (Loss)	1,501	1,207	1,301
VALUE/SHARE (BAHT/SHARE)			
Book value per share	3.2	2.6	2.1
Earnings per share	0.42	0.36	0.39
FINANCIAL RATIOS			
Return on Assets (%)	6.6	6.4	8.8
Return on Equity (%)	15.4	15.4	20.3
Gross Profit (%)	34.5	38.7	37.6
Net Profit (%)	12.3	10.9	12.3
D/E Ratio (times)	1.4	1.3	1.5

**Total Annual Transfers From
2012 To 2016, And Value Of
Transfers Deducting Mitsui's
Share Of JV**



 Transfers

CHAIRMAN'S STATEMENT



This year particularly the latter part has been overshadowed by the passing of His Majesty King Bhumibol Adulyadej on 13 October 2016. The Board of Directors, Executive Management and all staffs at Ananda Development Public Company Limited would like to humbly express our deep sorrow for the loss of His Majesty the late King Bhumibol with utmost gratitude for his boundless kindness.

The loss had wider effects and we saw that estimates of business activity towards the end of the year were revised downwards as the nation entered a period of mourning. However, the management and staff of Ananda still managed to achieve the targets promised to our shareholders, despite these targets being very ambitious. An achievement that illustrates both the capability and determination of our personnel at Ananda as well as the robustness of the strategy implemented by senior management.

The approval by the Cabinet of the Royal Thai Government of new mass transit lines totalling 112 kms with a total investment value of 232 billion Baht was a positive sign for Ananda and will expand the scope for Ananda to implement its strategy of mass transit living and continue to generate investment opportunities for many years to come.

The awarding of construction contracts and the acceleration of disbursements for all government infrastructure programs we expect to see in 2017 will act as a solid foundation for the growth of the economy. A foundation that may be buffeted by waves emanating from

the actions taken by the new American President that affects Asia, but Thailand has not been mentioned as a target for any direct actions.

With economic, political and other disruptions coming faster than ever we believe its critical that Ananda improves even further its ability to act with agility to changes in the market place. 2016 saw new activities aimed at boosting Ananda's rate of innovation and we are committed to further increasing innovation boosting activities going forward, and also to expand on our "ecosystem support" that benefits not only Ananda but also the wider innovation community and thus the entire nation.

In 2016 the company also continued to fulfil its obligations to the wider community. The company continued its support of Habitat for Humanity. We also supported the Thai Red Cross and cooperated with Thailand Creative and Design Center (TCDC) on the establishment of the world's first Communication Design Library under the name TCDC COMMONS at Ideo Q Chula-Samyan project. The company supports the Green Building Project and launched several Eco initiatives

of its own. The company will continue to fulfil all its responsibilities, both to stakeholders and to the wider community.

I would like to congratulate the staff of Ananda for being awarded Investor Relations of the Year by the Stock Exchange of Thailand. We take corporate governance and investor relations very seriously and we appreciate this being recognised.

On behalf of Ananda Development Public Company Limited I would like to convey my appreciation to the shareholders, customers, financial institutions, members of the press and business partners for their support in helping bring Ananda to this point where we are now realizing our true potential. I would also like to thank the Board of Directors, executives and staff for the total dedication they have displayed in bringing Urban Living Solutions to improve the quality of urban life for the people of Bangkok and continuing its journey to be the leading property company in Thailand.



DR. NARONGCHAI AKRASANEE

Chairman Ananda Development Public Company Limited

MESSAGE FROM THE CEO



2016 was the year in which the strategy that began to be implemented in 2013 after the IPO, began to bear fruit. Transfers increased by 65% to a record of 15.9 billion Baht. We expect to see this continue to increase over the next few years to a total of 42 billion Baht in 2018. A 341% increase in the 3 years over 2015s numbers.

This represents a realisation in revenue numbers of the value that Ananda has been building inside the company since the IPO and provides a solid foundation for the next phase of Ananda's growth. That growth we expect to take us to challenge to be the leading developer in the country with a wider range of income sources

Ananda reached its current position through the power of innovations. We expect our future to also be driven by our ability to harness and implement innovation. To that end we have reorganised within Ananda how innovation is handled with an "innovation pipeline" channelling innovations to our products and involving all staff in the process.

To help us find innovations that can improve our business we have also begun a program of "Ecosystem Support" that will support events and activities in the local innovation community to bring more innovations to light and to market.

To support both our growth in size and to assist with increasing innovation, Ananda moved into its new home at the FYI Center on Rajada Road. This office has been designed to maximise

efficiency and creativity of our staff as well as be multi-functional for a wide range of uses. We collaborated with Cisco, Fujitsu and Samsung to put in state of the art communications, printing and smart office technology, some of which had never been sold in Asia before, making our office literally, the smartest office in Asia.

As part of our overall strategy of widening Ananda's revenue sources and increasing the proportion of recurring income, we acquired our first land plot for the purpose of building a mixed use building. The plot is in a fantastic location in the new CBD and we will announce the details of the building early 2017. This is intended to be just the first of many recurring income projects to come over the next several years.

We were very pleased to be able to deepen our relationship with our partner Mitsui Fudosan by announcing a further 6 joint venture projects bringing the total to 15 joint venture projects with a total development value of 70 billion Baht.

Looking ahead we see that 2017 will see the company improve even more on the results achieved in 2016 as we are head

deeper in to what we in the company call, "Harvest Time." The capital invested from the IPO is now beginning to return as buildings are finished in ever larger numbers and we expect revenue to grow very rapidly over the next several years. The growth rate in transfers in 2017 we expect to be 58%. Exceeding even the already stunning growth of 65% in 2016

As always, Ananda is not happy to just sit back and enjoy the results of our hard work. This success provides the platform for the company to reach even greater heights. We continue to work tirelessly to improve every aspect of the business and expand into new growth areas securing the company an even brighter future.

I would like to thank all those without whom this would not have been possible, our customers, staff, suppliers and financial institutions. Its their support, skill, dedication, professionalism and creativity that make us the company driving **Urban Living Solutions**



MR. CHANOND RUANGKRITYA
CEO Ananda Development Public Company Limited

BOARD OF DIRECTORS



DR. NARONGCHAI AKRASANEE
Chairman (Independent Director)



MR. POOLSAK TANSITTHIPUN
Vice Chairman (Independent Director)



MR. WIBOON RASMEEPAISARN
Director (Independent Director)



MR. NOPPORN THEPSITHAR
Director (Independent Director)



MR. CHATCHAI BUNNAG
Director



MR. CHANOND RUANGKRITYA
Director



MR. TANYALAK NUNTHANAVORASIRI
Director



MS. PATCHARAVALAI RUANGKRITYA
Director

AUDIT COMMITTEE



MR. POOLSAK TANSITTHIPUN
Chairman of the Audit Committee



MR. NOPPORN THEPSITHAR
Audit Committee Member



MR. WIBOON RASMEEPAISARN
Audit Committee Member

EXECUTIVE COMMITTEE



MR. CHANOND RUANGKRITYA
Chairman of the Executive Committee



MR. TANYALAK NUNTHANAVORASIRI
Member



MS. PATCHARAVALAI RUANGKRITYA
Member



MR. SERMSAK KHWANPUANG
Member



MRS. MUNTANA AUE-KITKAJORN
Director

REPORT OF THE AUDIT COMMITTEE



To Shareholders:

The Audit Committee of Ananda Development Public Company Limited has been appointed by the Board of Directors to ensure that the Company performs its responsibilities in compliance with the laws and regulations of the Stock Exchange of Thailand and the Securities and Exchange Commission. The Committee consists of three fully qualified independent directors with expertise and experiences in organization management, laws and accounting, namely:-

- | | |
|---------------------------------|---------------------------------|
| 1) Mr. Poolsak Tansitthipun | Chairman of the Audit Committee |
| 2) Mr. Wibool Rasmeepaisarn | Member of the Audit Committee |
| 3) Mr. Vorapote Uchupaiboonvong | Member of the Audit Committee |

The Vice President of the Internal Audit Office acts as the Secretary to the Audit Committee.

The Audit Committee has performed its duties as assigned by the Board of Directors and according to the Audit Committee Charter, which is in line with the regulations of the Stock Exchange of Thailand. Focus is placed on internal control to ensure effective internal control and risk management adequate and suitable for business operations, accurate and reliable accounting and financial reporting systems, as well as compliance with laws, rules and regulations relevant to the Company's business. It also held a meeting with the external auditors without the presence of the Management, to review audit findings and recommendations. In 2016, the Audit Committee held 13 meetings, and performed the following responsibilities:-

1 Reviewing financial statements

The Audit Committee, together with the external auditors, the Management and the Internal Audit Office, reviewed the Company's quarterly and annual financial statements and the consolidated financial statements of the Company and subsidiaries. Key matters were considered and due advice and recommendations were provided to ensure that the preparation of financial statements was accurate, reliable and consistently in accordance with the generally-accepted accounting standards, while material information was adequately and timely disclosed in compliance with the applicable laws and regulations of the Stock Exchange of Thailand and the Office of the Securities and Exchange Commission.

2 Reviewing related, connected or potential conflict-of-interest transactions

The Audit Committee reviewed and gave opinions on the Company's and subsidiaries' related transactions, connected transactions and transactions with potential conflicts of interest to ensure that these transactions were carried out to the best interests of all stakeholders under normal business conditions. These transactions shall also be executed only as necessary and on a reasonable basis according to the regulations of the Stock Exchange of Thailand, for the best interests of all stakeholders.

3 Reviewing the internal control process

The Audit Committee regularly reviewed the adequacy of the Company's internal control process based on reports by the Internal Audit Office and reports on the findings from financial statement audits of the external auditors and no significant with internal audit.

4 Reviewing and ensuring the Company's compliance with laws on securities and exchange, regulations of the SET and relevant laws

The Audit Committee was of the opinion that there was no significant issue regarding non-compliance with laws on securities and exchange or regulations of the SET and relevant laws.

5 Overseeing the internal audit function

The Audit Committee reviewed the adequacy and appropriateness of the Internal Audit Office's structure, evaluated Key Performance Indicators (KPIs) and performance of the Head of Internal Audit, as well as considered the scope of work, audit plans, internal audit reports and monitoring of corrective actions. The internal audit function was found to fulfill the set objectives and plan. The unit also sought to improve its quality of audits, both in terms of staff and operating procedures, to the auditing standards by developing and implementing the Internal Audit Handbook.

6 Ensuring good corporate governance

To ensure good corporate governance, the Audit Committee reviewed the Anti-Corruption Policy, monitored progress regarding Thailand's Private Sector Collective Action Coalition Against Corruption (Anti-Corruption Policy), and attentively supported the Management in improving the arrangement of internal control system for accordance with the provisions and practice guidelines adopted upon its participation in said Anti-Corruption Project.

7 Nominating external auditors and fixing audit fees

The Audit Committee considered external auditors and fixed the audit fees, taking into account the size and qualifications of audit team, specific expertise necessary for the task, e.g. knowledge about the Company's industry, comments by regulatory authorities on practices of the external auditors or the audit firm for which such auditors work, quality of services, auditors' status, material limitations and regulations of the Stock Exchange of Thailand or other relevant agencies. Meetings to discuss audit matters with external auditors were held without the presence of the executives, in order to ensure the auditors' independence and impartiality. With respect to this, the Audit Committee has selected the auditors from EY Office Limited as the Company's external audit office for the financial year 2016, based on the scale of audit staff that suited the Company's growth, professional competency, in-depth understanding of the Company's business, independence, impartiality and constant punctuality of services. The nomination and appropriate fees shall be proposed to the Board of Directors for consideration, and subsequently to the Annual General Meeting of Shareholders for appointment of EY Office Limited as the Company's external audit office for another term. Names of external auditors are as follows:-

1) Mr. Sophon Permsirivallop	Certified Public Accountant No. 3182, and/or
2) Ms. Rungrapa Lertsuwankul	Certified Public Accountant No. 3516, and/or
3) Mr. Chayapol Suppasedtanon	Certified Public Accountant No. 3972, and/or
4) Ms. Pimjai Manitkajohnkit	Certified Public Accountant No. 4521, and/or
5) Ms. Rosaporn Decharkom	Certified Public Accountant No. 5659, and/or
6) Ms. Sumana Punpongsanon	Certified Public Accountant No. 5872.

Mr. Sophon Permsirivallop, the external auditor, has performed the duties to express and present his opinions on the financial statements for the year ended December 31, 2015 to the Audit Committee. In this regard, the Audit Committee agreed with the auditor that the said financial statements have duly represented the Company's financial position as of December 31, 2015 as well as operating performance and cash flows for the year then ended accurately, in all material respects, in accordance with financial reporting standards.



Mr. Poolsak Tansitthipun
Chairman of the Audit Committee

REPORT OF THE RISK MANAGEMENT COMMITTEE



Dear Shareholders,

In order to continue to make ANANDA's business grow sustainably according to the Company vision, the Board of Directors are committed to establishing and managing business risks effectively.

The Risk Committee, as legally appointed by the Board of Directors, comprises independent directors, executive directors, and executive management level persons. Together, they are accountable for risk assessment and risk mitigation throughout the company (or enterprise risk management) in all business aspects e.g. strategic risk, financial risk, operational risk and compliance risk. The Risk Committee is responsible for assessing the potential acquisition of land to create projects according to the business plan. The Risk Committee's accountability also covered project risk management. According to the Risk Committee Charter, the Risk Committee's general meeting will be organized on a quarterly basis. Extraordinary meetings shall be organized as required. During 2016, there were 22 official Risk Management Committee meetings organized. The responsibilities of the Risk Management Committee were following:-

- 1 To consider the risk management policy, risk management structure, mitigation plan and the Company's risk Management handbook.
- 2 To consider and suggestion the risk assessment and mitigation of the land acquisition process for the Company and Subsidiaries.
- 3 To consider and suggestion the risk assessment and mitigation of investment in the new business.
- 4 To consider and suggestion the guidelines and suggestions and follow up/monitor the result of risk mitigation plan to ensure that the risky in line with the acceptable level and comply with our policy.

Regarding to the Committee monitored the risk management procedures, and mitigation of residual risk to ensure that risks are contained within the acceptable level, and protective measures are exercised to support and enhance the Company's objectives and targets, and also be able to appropriately render maximized benefits to the business, shareholders, and stakeholders.

Sincerely

A handwritten signature in black ink, consisting of a stylized 'N' followed by a horizontal line.

(Mr.Nopporn Thepsithar)
Chairman of Risk Management Committee

NATURE OF BUSINESS

The company is a real estate developer in Thailand engaged in the development of residential condominium projects and landed housing projects in Bangkok and Greater Bangkok. The company is a leading real estate developer in Bangkok. The company has developed modern and lifestyle-focused “Ashton,” “Ideo” and “Elio” brand residential condominiums, located close to mass transit stations and which target buyers who value convenience and ease-of-access when choosing a place to live. In 2016 the company launched a new premium value “Venio” brand residential condominiums with an 8-storey premium condominium project, with an average selling price of 150,000 Baht per square meter in addition to the super value “Unio” brand residential condominiums first launched in 2015 with an 8-storey super value condominium project that starting selling prices below 1 million Baht a unit. In 2016, the company was the second largest seller of residential condominiums in Thailand as it was also in 2014 and 2015. Combining between 2014 and 2016 sales of residential condominiums in Thailand, the company was the largest seller of condominiums in Thailand.

According to a report titled “State of the World’s Cities 2012/2013” by UN Habitat, the population of Bangkok and Greater Bangkok has been increasing and is expected to continue to increase in the short to medium term. From 2000 to 2010, Bangkok and Greater Bangkok’s population grew from 6.3 million Baht to 7.0 million Baht and is expected to reach 8.5 million Baht in 2025.

Given the leading market position and strong track record, the company expects to continue being a key beneficiary of the growing Bangkok and Greater Bangkok real estate market, especially in areas in close proximity to the mass transit system. Ridership on Bangkok’s mass transit system increased from approximately 162,000 passengers daily on weekdays in 2000 to over 1 million Baht in 2014. In 2016, The Cabinet of the Royal Thai Government approved new mass transit lines totaling, 112 kms with a total investment value of 232 billion Baht in what it takes the total to in 319 kms and 219 stations after new approvals. As the mass transit network expands, the company expects consumers to prefer living closer to mass transit stations for convenience and lifestyle.

The company provides “urban living solutions” to Bangkok residents together with a strong brand and successful track record in the Bangkok and Greater Bangkok real estate market. In addition, the company focuses on modern and distinctive designs that are intended to appeal to the “Gen C” group which values “convenience,” the ability to control “cost and time,” “casual lifestyle” and the smart use of “cash.”

The company applies a quick asset turnover business model. Prior to land acquisition, feasibility studies are adopted which include location, market, pricing, cost and cash flow analysis. The company utilizes a variety of third parties together with in-house capabilities to identify potential land for acquisition and employ a sales strategy based on the size of our projects. Land is generally acquired for the purpose of immediate or near-term development (three to six months from acquisition to launch). To maximize operational efficiencies, the company outsources design and construction to reputable architects and contractors based on their track record of quality design and construction. Further, substantially all of the construction costs are fixed under construction contracts with a main contractor.

The company has launched 43 residential condominium projects since 2007 with 32 under the “Ideo” brand, two under the “Elio” brand, five under the “Ashton” brand, three under “Unio” brand and one under “Venio” brand.

During 2016, the company launched eight residential condominium projects, which were Venio Sukhumvit 10, Unio Sukhumvit 72, Unio Rama2-Thakham, Ideo Thaphra-Interchange, Ideo Sukhumvit 93, Ideo Phaholyothin-Chatuchak, Ideo Mobi Asoke and Ideo Mobi Sukhumvit 66.

In June 2013, the company entered into a joint venture agreement with SEA Investment Five, a subsidiary of Mitsui Fudosan Co., Ltd. to develop selected real estate development projects in Bangkok. The first joint venture project, Ideo Q Chula-Samyan was launched in October 2013. In 2014, the company established another three joint venture companies for Ashton Asoke, Ideo Q Siam-Ratchathewi and Ashton Chula Silom. In 2015, the company signed five residential condominium projects, Q Chidlom-Phetchaburi, Ideo O2, Ideo Mobi Bangsue Grand Interchange, Ashton Silom and Ideo Thaphra Interchange. In 2016, the company has further signed six residential condominium projects, Ideo Mobi Asoke, Ideo Sukhumvit 93, Ideo Mobi Sukhumvit 66, Ideo Phaholyothin-Chatuchak, a condominium at Rama 9 and a condominium at Victory Monument through our joint venture with SEA Investment Five, a subsidiary of Mitsui Fudosan Co., Ltd. These 15 projects are expected to be completed between 2016 and 2020, with the first, Ideo Q Chula Samyan beginning transfers on schedule in late 2016.

In August 2016, the company moved into a new state of the art office at FYI Center. The office is a collaboration between Ananda, Samsung and Cisco and other suppliers and incorporates technologies never before sold outside of North America, meaning we believe it is truly the smartest office in Asia. The new office allows us to begin to execute on what we call our “Ananda 2.0” strategy, which includes using technology to allow us to triple worker productivity. Our partnership with Samsung and Cisco to deploy industry leading Smart Office technology is further evidence of our commitment to leading innovation. We believe this is important for improving creativity, innovation, collaboration and maximizing productivity. We will be working together to learn more about how technology can be used to improve the lives of our people. This is the DNA of Ananda, to innovate and improve.

In October 2016, the company leased a land plot on Rachadapisek Road (The new CBD Area) with 3 rai, 1 ngan and 67 sqw and plan to develop a serviced apartment project. The official operating period will begin in approximately the first quarter of 2020.

The company has operated its own wholly owned construction company, Helix since April 2013. Helix is expected to be responsible for up to one-third of Ananda’s residential projects. Helix has been appointed as the main contractor to provide real estate construction services for Similan Reef, Maldives Beach, Bali Beach and Java Bay landed housing projects and Ideo Wutthakat residential condominium project. In 2016, Helix has been appointed to be the contractor of Unio Sukhumvit 72 and Unio Rama-Thakham and the main contractor of housing projects, Nirvana at Work Ramintra additional from 2015, Helix has been appointed as the main contractor of Ideo Mobi Sukhumvit Eastgate and UNIO Charan 3 residential condominium projects including our new townhouse brand “Arden” for Arden Ladprao 71 and Arden Patanakarn 20. Helix has also been appointed to be the contractor of The Pisa Hotel at Khao Yai and Major Furniture Mall at Suphan Buri. Helix will undertake a portion of real estate construction through a wholly-owned contractor to better manage risks associated with dependence on third-party suppliers. In addition, the company offers services such as real estate brokerage services through The Agent Company and property management services through The Works Company.

The company has also continued its international sales events in 2015 from its first initiation in September 2013. In 2016, the company’s sales events were held in Hong Kong, Singapore, Taiwan, Malaysia and China for the launch of Ideo Mobi Asoke, Ideo Mobi Sukhumvit 66, Ideo Sukhumvit 93 and additional sales of Ashton Silom, Q Chidlom-Phetchaburi and Ideo O2 with sales of 1,072 million Baht higher than its 2015 international sales by 24%.

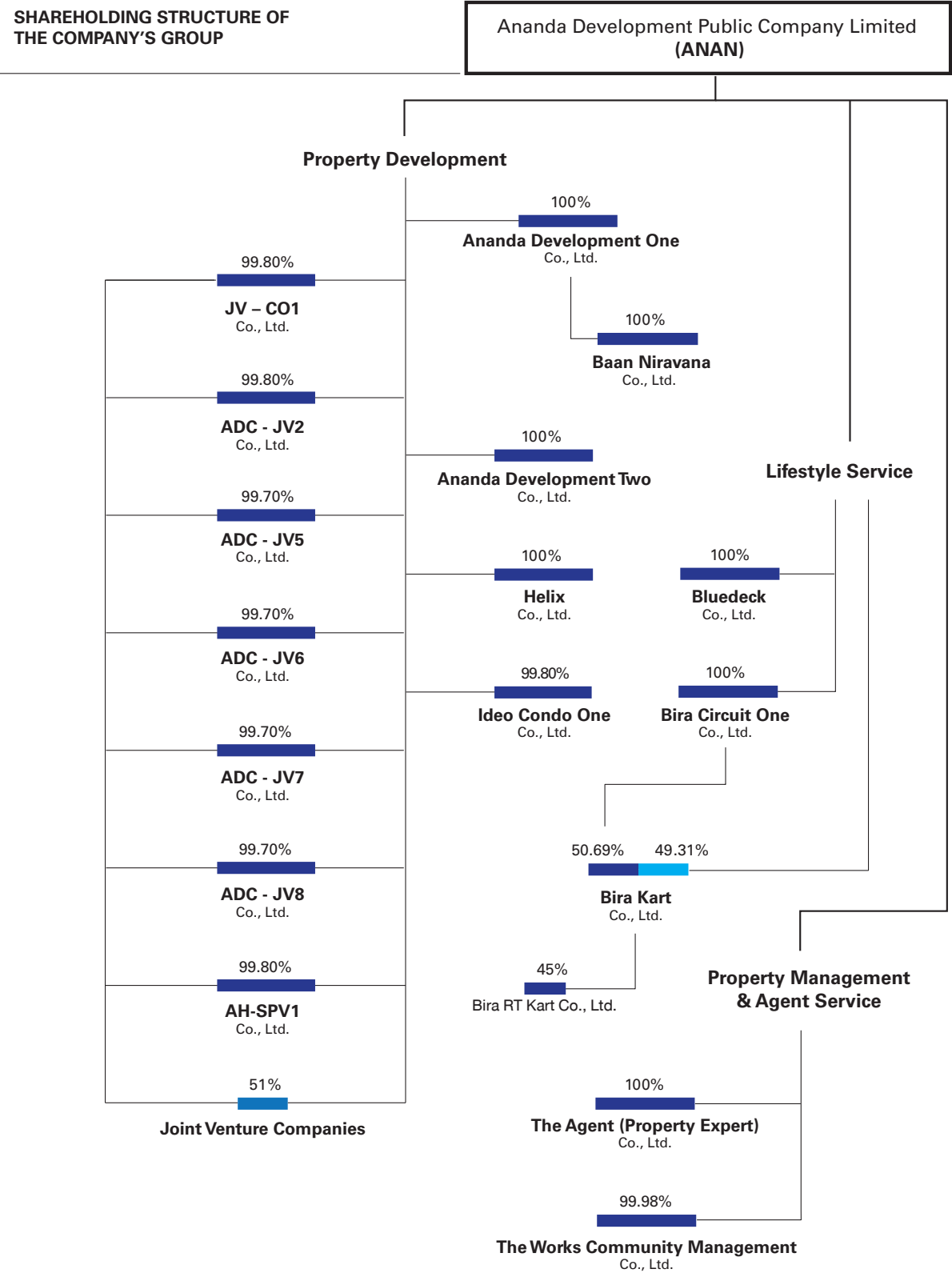
The company has received several property development and property marketing related awards in Thailand in recent years, such as the “2011 Real Estate Project Award (Moderate Pricing)” by the Agency for Real

Estate Affairs for the development of the Maldives Beach Project, the “Top 10 Developer Award” by the BCI Asia Construction Information Company Limited during the BCI Asia Awards 2012 for the development of residential condominium projects and “Best High-Rise Architecture Thailand” for Ideo Morph 38 project and “Best Interior Design Show Home Thailand” for our C-21 Urban Pod, Ideo Mobi by Asia Pacific Property Awards in 2013. In 2014, the company received several awards from Think of Living “Best Location” and “Best Innovative Planning” for Ashton Asoke. “Best Architecture” for Ashton Asoke and Ideo Q Siam-Ratchathewi. The company also received “Best Facilities” for Ideo Q Siam-Ratchathewi. In 2015, the company became the first residential developer to receive “Trees-NC” silver certificate from Thai Green Building Institute for Ideo Mobi Sathorn. In 2016, the company received additional awards from Think of Living “Best Condominium Facilities” for Ideo O2 and “Best Housing Development” for Arden Rama 3. The company also got the outstanding award for condominium development for the high-end segment on Ideo Mobi Sukhumvit from Agency for Real Estate Affairs (AREA).

Business Operation Of Each Line Of Products

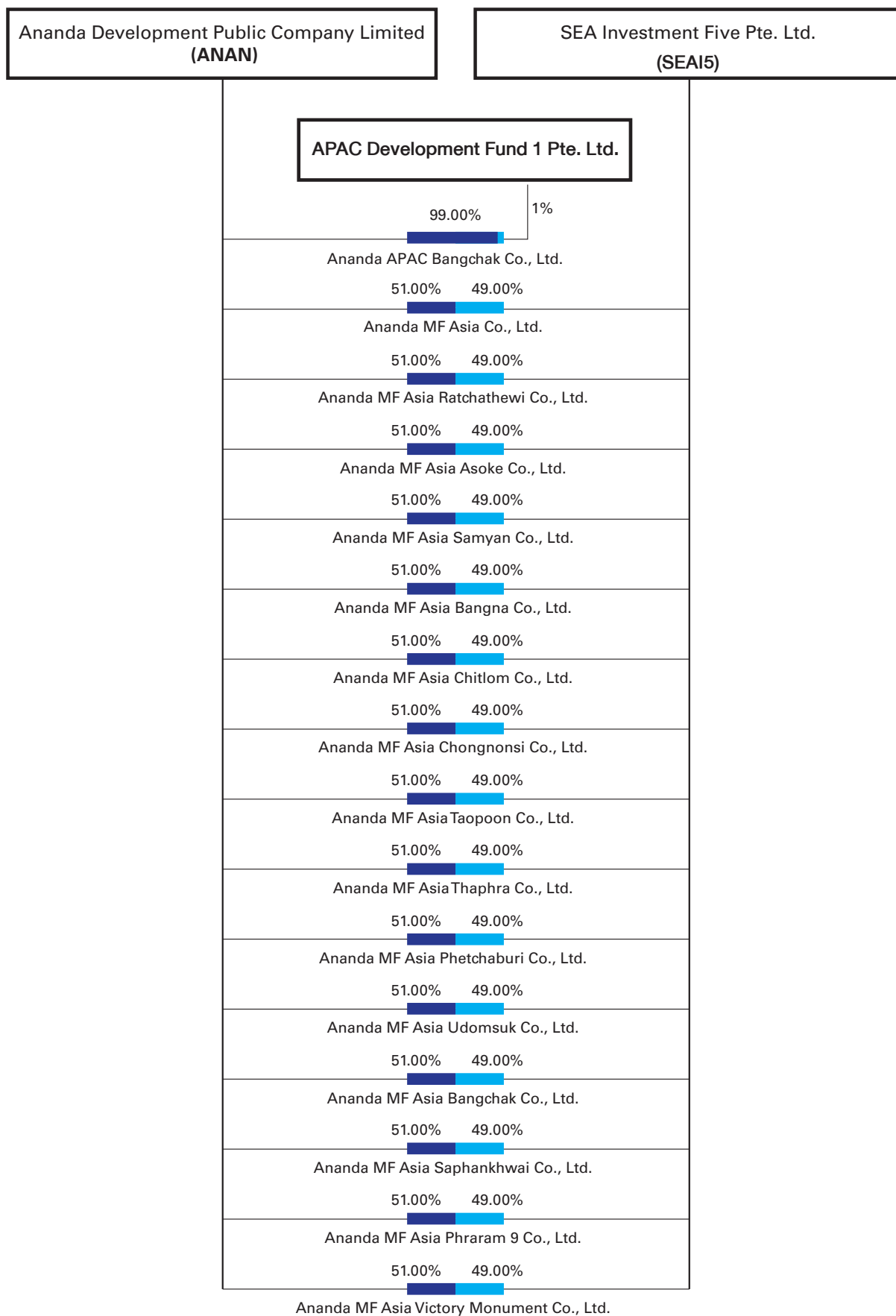
Shareholding Structure of the Company's Group

as of December 31, 2016 :



Shareholding Structure of the Joint Venture Companies

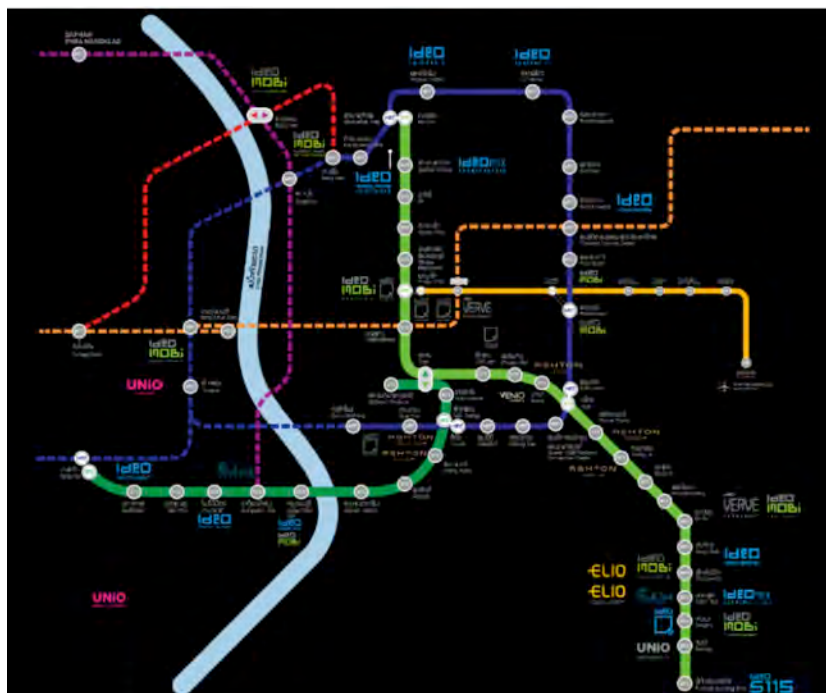
as of 31 December 2016 :



1 BUSINESS OPERATIONS OF EACH LINE PRODUCTS

1.1 Residential Condominium Projects

The following is a map showing the locations of the company's residential condominium projects in Bangkok:



The company's real estate development business focuses on developing residential condominium projects close to mass transit stations. The majority of the company's residential condominium projects are located next to or within 300 metres of the station. These are being marketed under the "Ideo" brand. In addition, the company develops residential condominium projects under the "Elio" brand, which are located between 301 to 600 metres from the station. Furthermore, the company introduced residential condominium projects under the "Unio" brand, which are located over 600 metres from the station. The company's first residential condominium project, Ideo Ladprao 17, was launched in 2007, and the company has since launched 42 additional projects as of December 2016.

The company aims to provide "urban living solutions" to Bangkok residents who we believe will increasingly utilize mass transit systems to commute between their residence, workplace and places where they enjoy recreational activities.

For the Ideo brand, the company's target group of customers, the "Gen C" group, which is a segment comprising mainly educated, middle-income households and professionals who require easy access to their place of work, entertainment, dining, shopping and living, focuses on "convenience", the ability to control "cost and time", "casual lifestyle" and the smart use of "cash".

For the Elio brand, the company's target group of customers enjoy "Living Easy", and focus on lifestyle concepts which allow for self-expression ("Easy You"), socializing ("Easy Socialize"), efficient management of space ("Easy Space"), convenient location ("Easy Location") and connectivity to mass rapid transit stations ("Easy Connection") and ease of making payments ("Easy Payment").

For the Unio brand, the company's target group of customers enjoys super value range condo ("Style not about the money") and focus on lifestyle concepts which allow for unique living ("Unique living for dynamic life").

Details of launched residential condominium projects until 2015 are as follows:

Project	Location	Launch Date	Completion Date	Number of tower/floors	Distance from BTS/MRT Station
1 Ideo Ladprao 17	Ladprao Road, Soi Ladprao 17, Jomphol, Chatuchak, Bangkok	July 2007	September 2009	Two towers, eight floors	Next to Ladprao MRT station
2 Ideo Ladprao 5	Ladprao Road, Jomphol, Chatuchak, Bangkok	October 2007	August 2010	One tower, 24 floors	500 meters from Phaholyothin MRT station
3 Ideo Mix Phaholyothin	Phaholyothin Road, Samseannai, Phayathai, Bangkok	October 2007	October 2010	One tower, 23 floors	Next to Saphan Khwai BTS station
4 Ideo Sathorn-Taksin	Krung Thon Buri Road, Banglumpoo-lang, Klongsan, Bangkok	October 2007	May 2010	One tower, 27 floors	Next to Krung Thonburi BTS station
5 Ideo Q Phayathai	Phayathai Road, Thung-Phayathai, Ratchathewi, Bangkok	December 2007	November 2010	One tower, 38 floors	30 meters from Ratchathewi BTS station
6 Ideo Ratchada-Huaykwang	Soi Pracharajbumphen, Huaykwang, Bangkok	February 2008	March 2010	One tower, 19 floors	Next to Huay Kwang MRT station
7 Ideo Blucove Sathorn Bangkok	Krung Thon Buri Road, Klong Thonsai, Klongsan, Bangkok	July 2008	February 2010	Two towers, 8 floors BTS station	40 meters from Wongwianyai
8 Ideo Mix Sukhumvit 103	Soi Udomsuk 3, Bangna, Bangkok	November 2007	August 2010	Two towers, 21 floors	Next to Udomsuk BTS station
9 Ideo Verve Sukhumvit	Sukhumvit Road, Phra Khanong, Wattana, Bangkok	September 2008	May 2011	One tower, 30 floors	Next to On-nut BTS station
10 Ideo Blucove Sukhumvit	Sukhumvit Road, Soi Udomsuk Bangna, Bangkok	February 2010	October 2011	One tower of 18 floors, one tower of 15 floors	30 meters from Udomsuk BTS station

Project	Location	Launch Date	Completion Date	Number of tower/floors	Distance from BTS/MRT Station
11 Ideo Verve Ratchaprarop	Ratchaprarop Road, Makkasan, Ratchathewi, Bangkok	November 2008	December 2011	One tower of 18 floors	10 meters from Ratchaprarop APL station
12 Morph 38	Sukhumvit Road, Soi Sukhumvit 38 Phra Khanong, Klongtoei, Bangkok	August 2009	December 2012	One tower of 32 floors One tower of 10 floors	300 meters from Thonglor BTS station
13 Ideo Mobi Rama 9	Rama 9 Road, Huaykwang, Bangkok	February 2012	December 2013	One tower of 28 floors	80 meters from Rama 9 MRT station
14 Ideo Mobi Phayathai	Sri-Ayutthaya Road, Thung-Phayathai, Ratchathewi, Bangkok	February 2012	December 2013	One tower of 24 floors	190 meters from Phayathai BTS station
15 Ideo Mobi Sathorn	Krung Thon Buri Road, Bang Lamphu Lang, Klongsan, Bangkok	February 2012	December 2013	One tower of 31 floors	Next to Krung Thonburi BTS station
16 Ideo Mobi Sukhumvit	Sukhumvit Road, Soi Sukhumvit 81, Bangchak, Phra Khanong, Bangkok	February 2012	December 2013	One tower of 23 floors, one tower of 25 floors	32 meters from On-nut BTS station
17 Elio Sukhumvit 64	Sukhumvit Road, Soi Sukhumvit 64, Bangna, Bangkok	March 2013	April 2014	4 towers of 8 floors each	600 meters from Udomsuk and Phunawithee BTS station
18 Ideo Sathorn-Tha Phra	Ratchaphruk Road, Bukkaloo, Thonburi, Bangkok	July 2013	December 2014	One tower of 31 floors	320 meters from Pho Nimit BTS station
19 Elio Del Ray	Sukhumvit 64 Road, Soi Sukhumvit 64, Bangna, Bangkok	August 2013	November 2014	8 towers each of 8 floors	600 meters from Udomsuk BTS station
20 Ideo Wutthakat	Ratchaphruk Road, Wutthakat, Bangkok	August 2013	2015	One tower of 31 floors	110 meters from Wutthakat BTS station
21 Ideo Mobi Charun-Interchange	Charansanitwong Road, Bangkoknoi, Bangkok	October 2013	2015	One tower of 22 floors	80 meters from Bang Khun Non MRT station
22 Ideo Q Ratchathewi	Petchburi Road, Phayathai, Ratchathewi, Bangkok	October 2013	2016	One tower of 37 floors	300 meters from Ratchathewi BTS station
23 Ideo Q Chula-Samyan	Rama IV Road, Bangrak, Bangkok	October 2013	2016	One tower of 40 floors	270 meters from Sam Yan MRT station

Project	Location	Launch Date	Completion Date	Number of tower/floors	Distance from BTS/MRT Station
24 Ashton Asoke	Asok Montri Road, Khongtoey, Bangkok	September 2014	2017	One tower, 50 floors	20 meters from Sukhumvit MRT station and 230 metres from Asoke BTS station
25 Ideo Q Siam-Ratchathewi	Petchaburi Road, Ratchathewi, Bangkok	September 2014	2017	One tower, 36 floors	390 meters from Ratchathewi BTS station
26 Ideo Mobi Wongsawang Interchange	Krungthep-Nonthaburi Road, Bangsue, Bangkok	September 2014	2016	One tower, 30 floors	20 meters from Bang-son station
27 Ideo Mobi Sukhumvit Eastgate	Sukhumvit Road, Bangna, Bangkok	September 2014	2016	One tower, 30 floors	150 meters from Bangna BTS station
28 Ashton Chula-Silom	Rama IV Road, Bangrak, Bangkok	March 2015	2018	One tower, 56 floors	180 meters from Samyan MRT station
29 Ashton Residence 41	Sukhumvit Road, Soi Sukhumvit 41, Wattana, Bangkok	March 2015	2017	2 towers of 8 floors each	390 meters from Phomphong BTS station
30 Unio Charan 3	Soi Charansanitwong 3, Bangkok Yai, Bangkok	June 2015	November 2016	10 towers of 8 floors each	900 meters from Phomphong BTS station
31 Ideo Sukhumvit 115	Sukhumvit Road, Samutprakarn	August 2015	2017	One tower, 35 floors	Next to Pu Chao BTS station
32 Q Chidlom-Phetchaburi	Phetchaburi Road, Ratchathewi, Bangkok	August 2015	2017	One tower, 42 floors	650 meters from Chidlom BTS station
33 Ideo O2	Sampawut Road, Bangna, Bangkok	August 2015	2018	Three towers, 34 floors	300 meters from Bangna BTS station
34 Ideo Mobi Bangsue-Grand Interchange	Bangsue, Bangkok	November 2015	2017	One tower, 32 floors	300 meters from Taopoon MRT station
35 Ashton Silom	Silom Road, Bangrak, Bangkok	November 2015	2018	One tower, 48 floors	300 meters from Chongnonsi BTS station

During 2016 the company launched eight new residential condominium projects including Ideo Thaphra Interchange, Unio Sukhumvit 72, Unio Rama2-Thakham, Venio Sukhumvit 10, Ideo Mobi Asoke, Ideo Sukhumvit 93, Ideo Mobi Sukhumvit 66 and Ideo Phaholyothin-Chatuchak with a combined project value of 20.7 billion Baht. Project details are follows,

36 Ideo Thaphra Interchange



Location : Phetchakasem Road,
Bangkok Yai, Bangkok
Launch Date : February 2016
Expected Completion Date : 2017
Number of towers/floors : One tower, 22 floors
**Distance from
BTS/MRT Station** : 100 meters from
Thaphra MRT station

37 Unio Sukhumvit 72



Location : Soi Sukhumvit 72, Sukhumvit
Road, Samutprakarn
Launch Date : July 2016
Expected Completion Date : 2017
Number of towers/floors : Five towers, 8 floors
**Distance from
BTS/MRT Station** : 600 meters from
Bearing BTS station

38 Unio Rama 2-Thakham



Location : Opposite Central Rama 2,
Soi Thakham, Rama II Road,
Bangkhunthien, Bangkok
Launch Date : July 2016
Expected Completion Date : 2017
Number of towers/floors : 3 towers, 8 floors

39 Venio Sukhumvit 10



Location : Soi Sukhumvit 10, Sukhumvit
Road, Klongtoei, Bangkok
Launch Date : September 2016
Expected Completion Date : 2017
Number of towers/floors : One tower, 8 floors
**Distance from
BTS/MRT Station** : 650 meters from
Nana BTS station

40 Ideo Mobi Asoke



Location : Petchaburi Road, Huaykwang,
Bangkok
Launch Date : September 2016
Expected Completion Date : 2017
Number of towers/floors : One tower, 36 floors
**Distance from
BTS/MRT Station** : 290 meters from
Petchaburi BTS station

41 Ideo Sukhumvit 93



Location	: Petchaburi Road, Prakanong, Bangkok
Launch Date	: October 2016
Expected Completion Date	: 2018
Number of towers/floors	: One tower, 38 floors
Distance from BTS/MRT Station	: 15 meters from Bangchak BTS station

42 Ideo Mobi Sukhumvit 66



Location	: Sukhumvit Road, Bangna, Bangkok
Launch Date	: October 2016
Expected Completion Date	: 2018
Number of towers/floors	: One tower, 28 floors
Distance from BTS/MRT Station	: 50 meters from Udomsuk BTS station

43 Ideo Phaholyothin-Chatuchak



Location	: Phaholyothin Road, Phayathai, Bangkok
Launch Date	: October 2016
Expected Completion Date	: 2018
Number of towers/floors	: One tower, 35 floors
Distance from BTS/MRT Station	: 150 meters from Saphankwai BTS station

Recent Developments

In 2016, the company launched eight residential condominium projects, which were Venio Sukhumvit 10, Unio Sukhumvit 72, Unio Rama2-Thakham, Ideo Thaphra-Interchange, Ideo Sukhumvit 93, Ideo Phaholyothin-Chatuchak, Ideo Mobi Asoke and Ideo Mobi Sukhumvit 66. Since June 2013, the company entered into a joint venture agreement with SEA Investment Five, a subsidiary of Mitsui Fudosan Co., Ltd. to develop selected real estate development projects in Bangkok. The first joint venture project, Ideo Q Chula-Samyan was launched in October 2013. In 2014, the company established another three joint venture companies for Ashton Asoke, Ideo Q Siam-Ratchathewi and Ashton Chula Silom. In 2015, the company signed five residential condominium projects, Q Chidlom-Phetchaburi, Ideo O2, Ideo Mobi Bangsue Grand Interchange, Ashton Silom and Ideo Thaphra Interchange. In 2016, the company has further signed six residential condominium projects, Ideo Mobi Asoke, Ideo Sukhumvit 93, Ideo Mobi Sukhumvit 66, Ideo Phaholyothin-Chatuchak, a condominium at Rama 9 and a condominium at Victory Monument through our joint venture with SEA Investment Five, a subsidiary of Mitsui Fudosan Co., Ltd. These 15 projects are expected to be completed between 2016 and 2020.

The company has also continued its international sales events in 2015 from its first initiation in September 2013. In 2016, the company's sales events were held in Hong Kong, Singapore, Taiwan, Malaysia and China for the launch of Ideo Mobi Asoke, Ideo Mobi Sukhumvit 66, Ideo Sukhumvit 93 and additional sales of Ashton Silom, Q Chidlom-Phetchaburi and Ideo O2 with sales of 1,072 million Baht higher than its 2015 international sales by 24%.

The company has built brand and sales channels in not only Thailand, but other international markets and the company expects international sales to become a significant share of the company's overall revenue, which up to now has been almost exclusively from Thai customers.



In August 2016, the company moved into a new state of the art office at FYI Center. The office is a collaboration between Ananda, Samsung and Cisco and other suppliers and incorporates technologies never before sold outside of North America, meaning we believe it is truly the smartest office in Asia. The new office allows us to begin to execute on what we call our "Ananda 2.0" strategy, which includes using technology to allow us to triple worker productivity.

Our partnership with Samsung and Cisco to deploy industry leading Smart Office technology is further evidence of our commitment to leading innovation. We believe this is important for improving creativity, innovation, collaboration and maximizing productivity. We will be working together to learn more about how technology can be used to improve the lives of our people. This is the DNA of Ananda, to innovate and improve.



In October 2016, the company leased a land plot on Rachadapisek Road (The new CBD Area) with 3 rai, 1 ngan and 67 sqw and plan to develop a serviced apartment development project. The official operating period will begin in approximately the first quarter of 2020.



Details of launched residential condominium projects in 2016 are as follows:

Project	Launch	Completion	No. of Units	Project Value (Million Baht)
Ideo Thaphra Interchange	February 2016	2017	844	2,977
Unio Sukhumvit 72	July 2016	2017	984	1,460
Unio Rama2-Thakham	July 2016	2017	726	985
Venio Sukhumvit 10	September 2016	2017	162	861
Ideo Mobi Asoke	September 2016	2018	507	3,238
Ideo Sukhumvit 93	October 2016	2018	1,332	6,207
Ideo Mobi Sukhumvit 66	October 2016	2018	298	2,420
Ideo Phaholyothin-Chatuchak	October 2016	2018	390	2,545
Total			5,243	20,693

In 2016, the company has further launched more Unio projects, Unio Sukhumvit 72 located on Soi Sukhumvit 72, 600 meters from Bearing BTS Station with 984 units and starting price at 950,000 Baht and Unio Rama 2-Thakham located opposite Central Rama2 with 724 units and starting price at 950,000 Baht after the company successfully launched the “Unio” value condominium brand for the first time, with 8 floors located in Charansanitwong Soi 3, 900 meters from Bangsue-Thrapha and Hualumphong-Bangkae. Interchange Station. The company launched the first project with 1,936 units. This adds to our strong brands and diversified residential condominium portfolios with selling prices ranging from 950,000 Baht to 15 million Baht.

Details of residential condominium brands are as follows:

Categories	Brand
Luxury	ASHTON
High-end	
Premium value	
Up-scale	 
Mid-range	  
Low-range	
Super value - range	

Residential Condominium Development Process or Value Chain

The company acquires land from third parties and operates a feasibility study before proceeding to negotiate directly or indirectly to acquire the land. The company's land acquisition team evaluates project feasibility and return on investment, maintains a proprietary database on numerous potential sites and is responsible for establishing and maintaining the company's network and connections for market intelligence. The company's legal team assists in understanding and evaluating land regulations and city planning/zoning regulations to mitigate legal risk prior to land acquisition. Lastly, the company's finance team is responsible for conducting financial feasibility analysis on potential sites and to procure finance from financial institutions. The majority of land in Bangkok is privately owned and is occupied by low-value (30 to 50 year old) buildings, such as shop houses. The majority of land acquisitions are performed through bilateral negotiations or limited auctions.

The company generally appoints contractors based on criteria such as, amongst others, past experience and company profile. In addition, the wholly owned by Ananda construction company Helix has been providing real estate construction services in respect of landed housing projects and has also been appointed as the main contractor to provide real estate construction services for Ideo Wutthakat residential condominium project for the first time. In 2016, Helix has been appointed as the main contractor of Unio Sukhumvit 72 and Unio Rama 2-Thakham additional from 2015, Helix was appointed as the main contractor of Ideo Mobi Sukhumvit Eastgate and UNIO Charan 3 residential condominium projects.

The company determines the price of residential condominium units by taking into account the target customers, the location and construction costs. When the feasibility study is conducted, the initial target price of the residential condominium units is usually determined and the actual price is determined at the sales launch of the residential condominium units. The company aims to price each project competitively as compared to other projects from other developers in the same area.

For projects under construction, purchasers will pay pursuant to an installment plan. We will typically take an up-front down-payment of 5.0%, and installment payments of between 0% and 10.0% of the purchase price over the construction period before title transfer.

The company's advertising and public relations efforts include publishing advertisements on printed materials, billboards and websites. In addition, the company has electronic media via Facebook fan page, Instagram, Line and YouTube.

1.2 Landed Housing Projects

The landed housing projects operated by Ananda Development One and Baan Nirvana are beach-resort style landed housing projects located in low density suburban areas in the vicinity of Suvarnabhumi Airport. The names of landed housing projects are also based on popular beach resorts in Maldives, Hawaii and Bali. Ananda Development One's landed housing projects were relaunched under the overall brand "Atoll" in 2013. Each project contains a clubhouse with amenities for its residents' enjoyment. The majority of landed housing projects are priced at the mid-level at approximately Baht 2.5 million to 5.0 million per landed house. Details of each project under "Atoll" are as follows:

Project	Location	Nature of Project	Site Area
1 Atoll Lanta Resortlife	East Outer Ring Road, Bangplee District, Samutprakarn Province	Detached houses/ semi - detached houses	34-3-1 rai
2 Atoll Maldives Palm	East Outer Ring Road, Bangplee District, Samutprakarn Province	Detached houses/ semi - detached houses	80-1-34 rai
3 Atoll Waikiki Shore	Klong Song Ton Noon Sub - District, Ladkrabang, Bangkok	Detached houses	38-1-45 rai
4 Atoll Similan Reef	Klong Song Ton Noon Sub - District, Ladkrabang, Bangkok	Detached houses	53-0-4 rai
5 Atoll Maldives Beach	Narm Daeng Road, Bangplee District, Samutprakarn Province	Detached houses/ semi - detached houses/ townhouses	116-1-5 rai
6 Atoll Bali Beach	On - nut - Ladkrabang Road, Klong Luang Pang Sub - District, Muang District, Chachoengsao Province	Detached houses/ semi - detached houses/ townhouses	215-0-32 rai
7 Atoll Java Bay	King Kaew Road, Bangplee District, Samutprakarn Province	Detached houses	57-0-11 rai

In 2015, the company has developed a new housing brand launching for the first time under "Arden". The first three projects are located on Rama 3, Patanakarn 20 and Ladprao 71. Arden Ladprao 71 has 67 units with a starting price of 7.5 million Baht. Arden Rama 3 has 68 units with a starting price of 12.5 million Baht. Arden Patanakarn 20 has 159 units Baht with a starting price of 7.5 million Baht. Details are as follows:



Details of launched residential housing projects in 2015 are as follows:

Project	Location	Site Area	Completion	No. of Units (Million Baht)	Project Value
Arden Ladprao 71	Satiwitaya 2, Ladprao, Bangkok	6-3-7 rai	2015	67	548
Arden Rama 3	Rama 3 Road, Yannawa, Bangkok	7-3-66.8 rai	2015	68	1,067
Arden Patanakarn 20	Patanakarn Road, Suanlaung, Bangkok	14-3-69.9 rai	2015	159	1,306
Total				294	2,921

Including the “Arden and “Atoll” housing brands, the company can offer a variety of residential housing units to customers with selling prices starting from 2.5 Baht to 12.5 million Baht.

Details of residential housing brands are as follows:

Categories	Brand
High - end	
Mid - scale	

Landed Housing Value Chain

The company has good relationships with suppliers, which allows us to purchase supplies at reasonable prices. Contractors are responsible for the procurement of the main construction materials, the price agreed in the construction agreement.

In developing landed housing projects, the company generally engages only one contractor for the purposes of land surveying and connecting public utilities. The number of contractors engaged varies in relation to the size of the project and the timeline in relation to the

completion of the project. In addition, Helix has been providing real estate construction services in respect of the company's landed housing projects and has been appointed as the main contractor to provide real estate construction services for Similan Reef, Maldives Beach, Bali Beach and Java Bay projects.

In 2016, Helix has been appointed as the main contractor of external projects, Nirvana at Work additional from 2015, Helix has been appointed as the main contractor of our new townhouse brand for Arden Ladprao 71 and Arden Patanakarn 20.

The company operates a "build and sell" model. The sale price of the houses in each of the landed housing projects will be determined after a survey on market demand has been conducted and comparisons are made with sale prices of similar properties being sold by the company's competitors. Furthermore, the company's sales promotions are reflected on our website.

The company typically takes an upfront down-payment of 5.0%, with the remaining purchase price received upon title transfer.

Other Landed Housing Projects

The company's landed housing projects include the land development for houses, the construction of the houses and the subsequent sale of the land and houses. These projects are under the names "Ananda" and "Sirinda" and include Ananda Sport Life, Sirinda Pranali and Sirinda Prana projects. All of these landed housing projects are located in the vicinity of golf courses and are gated communities with gardens. Details of each project are as follow:

Project	Location	Nature of Project	Site Area
1 Ananda Sport Life	99 Moo 16, Bangpleeyai, Bangplee District, Samutprakarn Province	Detached houses/ land development/ house construction	68-0-78.7 rai
2 Sirinda Prana	88 Moo 17, Bangpleeyai, Bangplee District, Samutprakarn Province	Land development/ house construction	8-0-36 rai
3 Sirinda Pranali	199 Moo 12, Rajathewa, Bangplee District, Samutprakarn Province	Detached houses/ land development/ house construction	7-0-39.6 rai

1.3 Residential Condominium and Landed Housing Projects

Helix, a wholly owned subsidiary, has been providing real estate construction services in respect of the company's landed housing projects as well as residential condominium projects. The company has been appointed as the main contractor to provide real estate construction services for Similan Reef, Maldives Beach, Bali Beach and Java Bay landed housing projects and Ideo Wutthakat residential condominium project.

The company decided to undertake a portion of real estate construction through a wholly-owned contractor to better manage risks associated with dependence on third-party suppliers. This will allow the company to better control the costs and quality of our products and to better manage the development and transfer time of projects. Helix is expected to complement the company's real estate development business and improve efficiencies across the company's business operations. Helix is expected to handle up to one-third of Ananda's residential projects. Helix also aims to expand its construction business to non-Ananda projects.

In 2016, Helix has been appointed to be the contractor of Unio Sukhumvit 72 and Unio Rama-Thakham and the main contractor of housing projects, Nirvana at Work Ramintra additional from 2015, Helix has been appointed as the main contractor of Ideo Mobi Sukhumvit Eastgate and UNIO Charan 3 residential condominium projects including our new townhouse brand "Arden" for Arden Ladprao 71 and Arden Patanakarn 20. Helix has also been appointed to be the contractor of The Pisa Hotel at Khao Yai and Major Furniture Mall at Suphan Buri.

2 Real Estate Ancillary Businesses

The company operates other businesses apart from core real estate development businesses which are intended to complement our main business operations. The company nominates the company's representatives to the board of directors of these subsidiaries and affiliates.

2.1 The Agent (Property Expert) Co., Ltd. ("The Agent")

The Agent, a subsidiary which is a property agent for the sale/purchase of residential condominium units in the secondary market and for procurement of lessees for the owners of residential condominium units.

The Agent's services is not limited to residential condominium projects within the company's real estate portfolio, its goal is to be the leading provider of real estate agency services specializing in properties near mass transit stations. Accordingly, The Agent aims to be a market maker which promotes secondary sales to maintain the investment value of the company's residential condominium projects. Through these activities the company also gains market intelligence.

2.2 The Works Community Management Co., Ltd. (“The Works”)

The Works offers management services for residential condominium projects. According to the title transfer of the units in a residential condominium project, The Works offers a year of complimentary management, or until the residential condominium’s juristic persons entity is formed. This arrangement gives the company an opportunity to promote Ideo and Elio brands and maintain high standards in the provision of services to the company’s customers upon completion of residential condominium projects. The company intends that the high quality of services provided will encourage residents to continue to engage with the company and improve the company’s reputation and brand.

In addition, The Works has a relationship with The Agent. We have observed that owners intending to sell their properties in the secondary market often choose to approach the condominium manager for initial advice on the resale process.

The Works intends in the long run to offer facility management to residential condominium projects not under the company’s portfolio.

3 Other Businesses

3.1 Bira Circuit One Company Limited (“Bira Circuit One Company”), Bira Kart Company Limited (“Bira Kart Company”) and Bira RT Kart Company Limited (“Bira RT Kart Company”)

The company invested in Bira Circuit One Company and Bira Kart Company in 2009 and operated a motor racing circuit and a go-kart race track named Bira International Circuit, located in Chonburi Province, approximately 20 km away from Pattaya City. In addition, the company invested in Bira RT Kart Company, offering the sale of motor vehicle parts and components to support the motor racing and go-kart racing business operations of Bira Circuit One Company and Bira Kart Company.

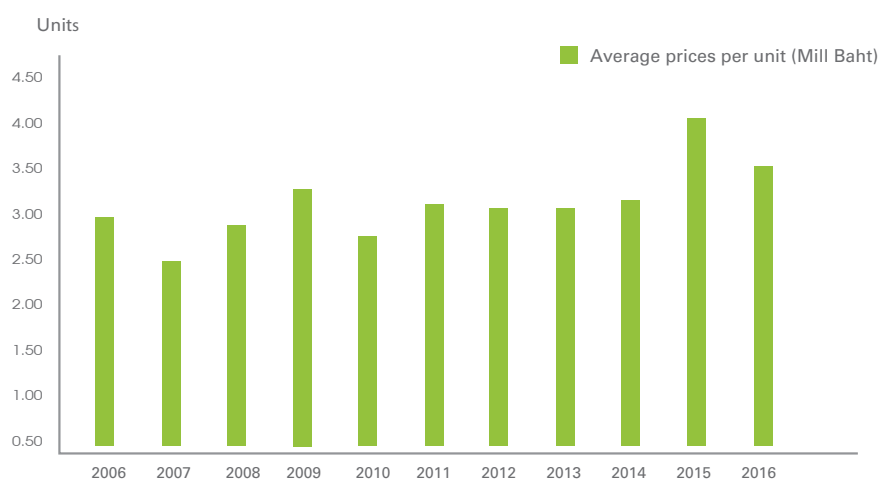
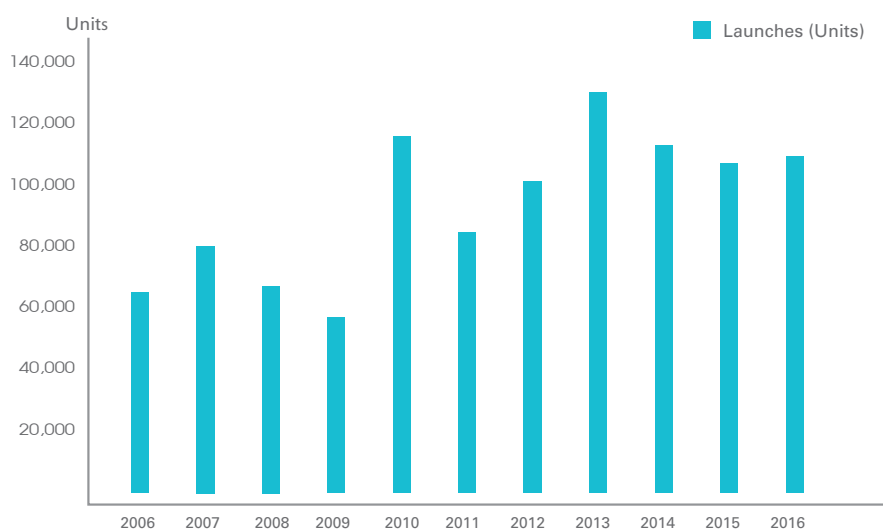
3.2 Bludeck Sports Club

The company owns and operates Bludeck, a sports club located at Soi Kingkaew 19, Samutprakarn Province, through the company’s subsidiary, Blue Deck Co., Ltd. (“Bludeck”) Company Limited. Bludeck offers services such as the rental of sports facilities, yoga classes and aerobics classes. Furthermore, Bludeck operates an Italian restaurant named Bacco.

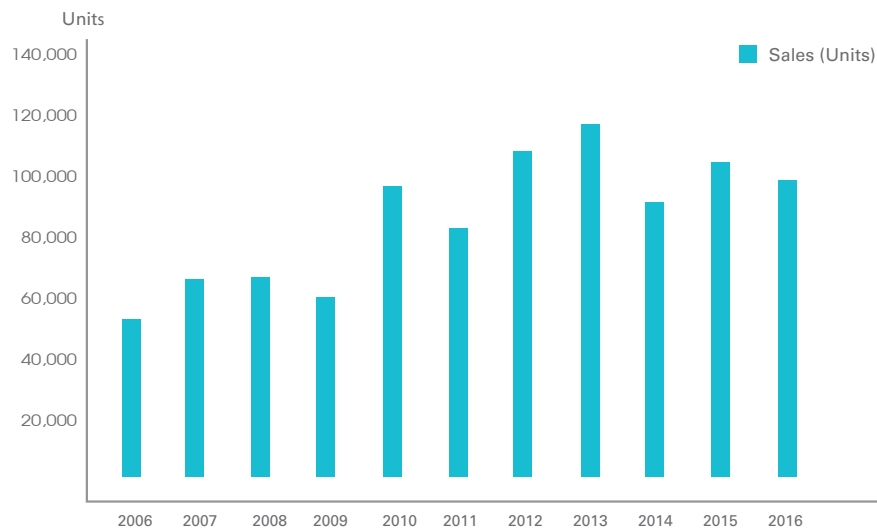
The company offers Bludeck’s products and services as ancillary services within the company’s residential condominium projects. Such lifestyle services will add value to our brand and the company’s customers.

Industry

In 2016, the Agency for Real Estate Affairs (AREA) reported total new launches in the Bangkok Metropolitan Region (BMR) were 110,557 units, an increase of 2% from the previous year's total of 107,990 units. Condominiums were the largest proportion of launches, accounting for 53% of total launches in 2016. However, the total project value was 382,110 million baht, down 12% YoY from 435,056 million Baht. The average price per unit of launched projects in 2016 fell 14% to 3.456 million baht a unit from 4.029 million baht a unit in 2015. The new launches continued to be driven by the mid to low-end segment priced.

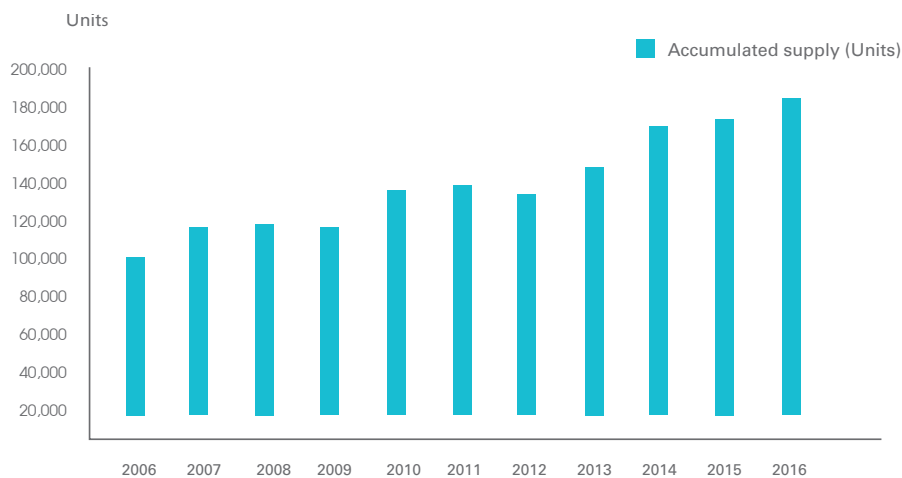


Demand decreased 5% YoY to 98,153 units in 2016, mainly from condominiums, which accounted for 57% of the market. Townhouses and single detached houses were 24.7% and 12.7% of the market respectively. The remainder, 5.6% was other property types such as twinned houses, commercial buildings and subdivided lands.



2016 overall launches were 110,557 units, whereas demand was 98,153 units. As a result, BMR's supply ended December 2016 increased 7% to 184,329 units from a year earlier's total of 171,905 units. Townhouse supply showed the largest increase. Its supply of single detached house displayed a decrease. Supply detail were shown,

- Townhouse supply rose 11.5% YoY to 54,654 units
- Condominium supply increased 3.6% YoY to 69,798 units
- Single detached house supply slightly decreased 0.8% YoY to 39,527 units



The Agency for Real Estate Affairs expects that in 2017 condominium project developments and launches will be the largest proportion of housing launches but slowing rate. Some developers plan to develop more landed housing projects. Moreover, developers emphasize on developing a big land purchase with reducing the cost of land and is divided into several phases of the project.

The major developers dominate the market share of new launched products is increasing by the year 2016, the proportion of units of up to 84%, while small and medium-sized developers may delay the opening of the project due to economic slowdown and a part of the stock is held for sale. In addition, household debt soared as a result, financial institutions tightened lending. The price for 2 million baht will be denied credit in the high level of 30-50% and the index of consumer confidence fell due to economic slowdown and lead to delay purchase decisions

Source: Agency for Real Estate Affairs (AREA)

Changes during the Year 2016

February

- The Company registered the incorporation of 4 subsidiaries named JV-CO1 Co., Ltd., JV-CO2 Co., Ltd., JV-CO3 Co., Ltd., and Gem-Line 38 Co., Ltd., in which it held 99.98% of their registered capitals, in preparation for future real estate development.
- TRIS Rating upgrades the company rating and the ratings of senior unsecured debentures of Ananda Development PLC (ANAN) to “BBB” from “BBB-”. At the same time, TRIS Rating also upgrades the rating of ANAN’s unsecured subordinated perpetual debentures (hybrid debentures) to “BB+” from “BB”. The outlook is also revised to “stable” from “positive”.
- The Company launched a condominium project, Ideo Thaphra Interchange near Thaphra MRT station.

May

- The Company issued and offered “Subordinated Capital Debentures of Ananda Development Public Company Limited Payable upon Dissolution with the Issuer’s Rights to Early Redemption and Unconditional Interest Deferral No. 1/2016” (ANAN16PA), which were subordinated, unsecured and unconvertible capital debentures in the name-registered certificate with debenture holders’ representatives, and entitled to a bullet payment upon dissolution of the issuer or upon the exercise of the issuer’s early redemption right under the specified terms and conditions where the issuer had the sole right of unconditional interest deferral and cumulative interest. The instruments were of 1,000 million baht in value, had a perpetual tenor, and carried a fixed annual interest rate of 8.50% for the first 5 years, after which would be adjusted as per the specified terms and conditions. The debentures were assigned a “BB+” credit rating with a “Stable” outlook by TRIS Rating Co., Ltd.

July

- The Company entered into a joint venture pact with SEA Investment Five Pte. Ltd. to carry out development of 3 condominium projects through 3 companies, in which the Company held 51% stakes, Ananda MF Asia Phetchaburi Co., Ltd. (formerly a subsidiary named “Gem-Line 38 Co., Ltd.”), Ananda MF Asia Bangchak Co., Ltd. (formerly a subsidiary named “JV-CO2 Co., Ltd.”) and Ananda MF Asia Udomsuk Co., Ltd. (formerly a subsidiary named “ADC-JV4 Co., Ltd.”)
- The Company launched a condominium project, Unio Sukhumvit 72 near Bearing BTS station.
- The Company launched a condominium project, Unio Rama 2-Thakham opposite Central Rama 2.

August

- The Company registered the incorporation of a subsidiary named Ananda Apac Bangchak Co., Ltd., in which it held 99.70% of their registered capitals, in preparation for future real estate development.
- The Company moved into a new state of the art office at FYI Center. The office is a collaboration between Ananda, Samsung and Cisco and other suppliers and incorporates technologies never before sold outside of North America, meaning we believe it is truly the smartest office in Asia.

The new office allows us to begin to execute on what we call our “Ananda 2.0” strategy, which includes using technology to allow us to triple worker productivity. Our partnership with Samsung and Cisco to deploy industry leading Smart Office technology is further evidence of our commitment to leading innovation. We believe this is important for improving creativity, innovation, collaboration and maximizing productivity. We will be working together to learn more about how technology can be used to improve the lives of our people. This is the DNA of Ananda, to innovate and improve.

September

- The Company registered the incorporation of 2 subsidiaries named ADC-JV5 Co., Ltd., and ADC-JV6 Co., Ltd., in which it held 99.70% of their registered capitals, in preparation for future real estate development.
- The Company launched a condominium project, Venio Sukhumvit 10 near Nana BTS station.
- The Company launched a condominium project, Ideo Mobi Asoke near Phetchaburi MRT station.

October

- The Company issued and offered unsubordinated and unsecured debentures in the name-registered certificate without debenture holders’ representatives, under the name “Debentures of Ananda Development Public Company Limited No. 2/2016 with 3 series and a combine value of 3,000 million baht, consisting of series 1 due date of 2017 with a value of 1,000 million baht and a fixed annual interest rate of 3.05%, series 2 due date of 2019 with a value of 500 million baht and a fixed annual interest rate of 3.50% and series 3 due date of 2021 with a value of 1,000 million baht and a fixed annual interest rate of 4.00%. The debentures were given a “BBB” credit rating with “Stable” outlook by TRIS Rating Co., Ltd.
- The Company entered into a joint venture pact with SEA Investment Five Pte. Ltd. to carry out development of a condominium project through a company, in which the Company held 51% stakes, Ananda MF Asia Saphankhwai Co., Ltd. (formerly a subsidiary named “ADC-JV1 Co., Ltd.”).
- The Company leased a land plot on Rachadapisek Road (The new CBD Area) with 3 rai, 1 ngan and 67 sqw and plan to develop a serviced apartment project. The official operating period will begin in approximately the first quarter of 2020.
- The Company launched a condominium project, Ideo Sukhumvit 93 near Bangchak BTS station.
- The Company launched a condominium project, Ideo Mobi Sukhumvit 66 near Udomsuk BTS station.
- The Company launched a condominium project, Ideo Phaholyothin-Chatuchak near Buffalo Bridge BTS station.

December

- The Company entered into a joint venture pact with SEA Investment Five Pte. Ltd. to carry out development of 2 condominium projects through 2 companies, in which the Company held 51% stakes, Ananda MF Asia Phraram 9 Co., Ltd. (formerly a subsidiary named “JV-CO 3 Co., Ltd.”) and Ananda MF Asia Victory Monument Co., Ltd. (formerly a subsidiary named “ADC-JV 3 Co., Ltd.”)
- The Company registered the incorporation of 2 subsidiaries named ADC-JV7 Co., Ltd., and ADC-JV8 Co., Ltd., in which it held 99.70% of their registered capitals, in preparation for future real estate development”

REVENUE STRUCTURE

The Company's main source of revenue is derived from real estate development, real estate project management/commission service fee and revenue from contracted construction. The Company also derives revenue from other businesses, including revenue from the sale of food and beverages, interest receivable and Gain on Sale of Project Land and real estate development costs and other incomes.

Revenues	Financial Years Ended December 31					
	2016		2015		2014	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenue from real estate business	9,780.4	80.0	9,598.1	87.1	9,678.0	91.5
Revenue from project management and commission income	1,242.8	10.2	961.2	8.7	522.1	4.9
Construction service income	539.4	4.4	45.1	0.4	5.3	0.0
Revenue from other businesses						
- Service income & income from the sale of food and beverages	167.4	1.4	147.6	1.3	122.8	1.2
Other income ¹	499.8	4.0	273.3	2.5	251.6	2.4
Total revenues	12,229.8	100.0	11,025.3	100.0	10,579.8	100.00

Remarks : 1 Other income includes revenue from gain on sale of project land and real estate development costs, interest income.

RISK FACTORS

The risk factors that may impact to business performance include the following:-

1 Risk of economic uncertainty

In 2016, the overall of economic remain fluctuations which affect by the China's economic slowdown, the increase in household debts and Thai Banks tightening lending policies acts to slow down the property market. Therefore, all property developers needed to seriously reconsider sales and operational plans.

ANANDA, as one of the leading property developers in developing housing and condominium projects close to mass transit infrastructure, reviewed its business plans to synchronize with economic circumstances and to meet customers' requirements. We have also optimized all sales and marketing plans. With regard to risk factors that may impact sales performance as a result of economic uncertainty, we always pay attention to operational planning and implementation along the value chain to sustain our competitive advantages e.g. to enhance long term relationships with key customers (called ANANDA Member Club) and to enhance quality of construction on both housing and condominium projects. In addition, we continuously improve sale and after sales service in accordance with the Customer centric procedures.

2 Risk of scarcity of land to be acquired

ANANDA has no policy to hold land banks for investment. The competitiveness in the property market continues to increase as well as the sharp increases in land prices, especially in central Bangkok.

In order to minimize the risk, ANANDA has established a long-term plan with strategic land agents in order to secure more land plots in prime and potential areas with optimized costs.

In case of the land can't be permitted to develop. Preventive measures by ANANDA has team who have a experts and observe the lands before purchase and assign independent land appraisal to survey, price estimation, do the measurement & plotting, and other factors with due care. Moreover, if there is any doubt about land exit or road's width, or whether such area are for public use or has legal constraints, ANANDA will assign the liaison department to get the affirmation from related government agencies including land color zone, expropriated area, conjunction, and other related matters. Moreover, ANANDA employs concise purchasing process before making decision. Business Unit and Finance Department analyze marketing data, feasibility studies, market environments and competitors; compare market price, official appraisal price, and price from independent appraiser. These processes will prevent unsuccessful of sales or loss from land development. In addition, land acquisition process is execute under a committee consisting of top executives who are experts in land and business development, business unit, finance, legal, risk management. This is to ensure ANANDA acquires qualified land in timely manner with the suitable land plots and able to achieve revenue as targeted.

3 Risk of increasing cost of labor and construction materials

Minimum wage and costs of construction materials are the major construction cost. In case of, the wage and construction materials price had been increased may affect to the cost in significantly.

However, ANANDA continues to build a strong strategic partnership among suppliers (SHINRAI) in order to develop pricing benchmarks and also to secure long-term contracts for quality supplies and services.

For the year 2016, minimum wage and costs of construction materials have not been anticipated risk factors because of apply the turn-key method for hiring the contractor.

4 Risk of shortage of contractor and skilled labor

The problem of construction worker shortage will remain a big problem for the real estate sector. Currently, there are a number of construction projects, including several large infrastructure projects. These may lead to the shortage of contractors and skilled workers in some specialized areas. If ANANDA cannot find specialized contractors to undertake ANANDA's projects, constructions of ANANDA may be delayed, and thus the transfer of housing units to the buyers cannot be made within the scheduled time.

ANANDA mitigates the risk by improving its construction techniques from conventional to more precast and less reliant on a human workforce. In addition, we have developed strategic partnerships among contractors (KAIZEN) in order to streamline the project planning and to ensure that the project will be delivered within the timeline.

5 Risk of Inventories are unsold units

ANANDA plans project development based on sales forecasts, which are regularly updated and analysis by the sales and marketing team.

However, the economic slowdown could lead to decreasing sales and temporary unsold housing stock. We have reduced this inventory risk through efficient inventory management. To enhance the ability to cope with the changing environment such as trend of customer behavior, demanding. Single-detached house and townhouse projects have been phased with both pre-built houses and semi pre-built houses available for sale. For condominium, ANANDA steadfastly conducts in-depth research on consumer behavior before launching any projects, along with creating the sales promotions and attractive campaign such as "ready to move" or "one price" purpose to stimulate and achieve in our target.

6 Risk of Changes in related laws and regulations

In order to minimize the risk, ANANDA proactively follows the changes of related laws and regulations through its Legal and Due Diligence team.

For the Condominium projects, by law, property projects are required to get approval on an Environment Impact Assessment (EIA) from the Environmental Impact Evaluation Bureau, Ministry of Natural Resources and Environment. However, the approval process was under the authority of a specially appointed committee, whose comments and advisories were based upon the committee's judgments on a case by case basis, which can extend the pre-construction period if the EIA cannot be approved as scheduled.

To minimize risk of delay in the EIA process, we have hired a registered consulting firm to facilitate the EIA process and compliance with the Enhancement and Conservation of National Environment Quality Act B.E. 2535 and concerning regulations in all aspects.

7 Risk of stringent loan approval from Financial Institutions

Regarding to the fluctuation of economic, Increasing of household debts impact to the Financial Institution are more stringent and strict in their loan approval, all the credit for entrepreneurs (Pre-Finance) and customer loans (Post-Finance).

For the entrepreneurs may assess to the capital is more difficult. The reduce the risk matter, ANANDA have the good reputation by the have a strong of financial position, monitoring the debt to equity ratio (D/E) is not exceeding than 2:1 aim to manage the financial cost is suitable. Moreover, we have the cash flow and adequate facilities for the expansion of both the short and long term investment as well as financial institutions and partners to support project financing for us (if we needed).

For the customer loans may effect from the stringent and maintain the strict in their loan approval. So ANANDA may get the impact from this matter because of the revenue recognition depend on the loan approval with the inevitable. In addition, the rejection rate is increasing with the prior year. For this matter, ANANDA concerned and try to reduce the risk by collaborate with several key financial institutions to facilitate and provide services for the pre-approval process 6 months before transfer events. This can also speed up the credit approval process. For rejected units, we have a re-sales process to other customers looking for units in the projects.

GENERAL INFORMATION

Name : Ananda Development Public Company Limited

Symbol : ANAN

Type of Business : Business of real estate development and providing management services for real estate projects

Registration No. : 0107554000119

Registered Capital : Baht 333,300,000

Paid-up Capital : Baht 333,300,000

Type of Share : 3,333,000,000 ordinary shares

Par Value : par value of Baht 0.10 each

Head Office : No. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540

Telephone : (662) 317-1155

Fax. : (662) 317-1100

Branch : FYI Center Building, 11th Floor, 2525 Rama IV Road, Klongtoei, Klongtoei District, Bangkok 10110

Telephone : (662) 056-2222

Fax. : (662) 056-2332

Homepage : www.ananda.co.th and www.ideocondo.com

Juristic Entities in which the Company Holds Equity Stake , directly and indirectly, of 10% or more as of 31 December 2016

Name/Located	Type of Business	Type of Share	Par Value (Baht)	Number of shares issued	Number of shares held	% of paid-up capital
Subsidiary Companies						
1 Ananda Development One Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development : landed housing projects located around Suvarnabhumi Airport area	Ordinary	5	431,196,281	431,196,279	100.00
2 Ananda Development Two Co., Ltd. 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development : condominium projects located near railway mass transit stations in Bangkok and its peripheral areas	Ordinary	5	60,000,000	59,999,998	100.00
3 Baan Niravana Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development: landed housing projects located around Suvarnabhumi Airport area	Ordinary	100	7,000,000	6,999,998 ¹	100.00
4 The Agent (Property Expert) Co., Ltd. 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2655-1177 Fax. 0-2655-1175	To act as an agent in the sale / purchase and procurement of lessees	Ordinary	100	40,000	39,998	100.00

Name/Located	Type of Business	Type of Share	Par Value (Baht)	Number of shares issued	Number of shares held	% of paid-up capital
5 The Work Community Management Co., Ltd. 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2697-3300 Fax. 0-2697-3311	To provide management service for condominiums and landed housings	Ordinary	100	10,000	9,998	99.98
6 Helix Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Construction	Ordinary	100	1,922,000	1,921,998	100.00
7 AH – SPV1 Co, Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Mixed-use real estate Development	Ordinary	100	1,000	998	99.80
8 JV - CO1 Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	1,000	998	99.80
9 ADC - JV2 Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	1,000	998	99.80

Name/Located	Type of Business	Type of Share	Par Value (Baht)	Number of shares issued	Number of shares held	% of paid-up capital
10 ADC - JV5 Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	1,000	997	99.70
11 ADC - JV6 Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	1,000	997	99.70
12 ADC - JV7 Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	1,000	997	99.70
13 ADC - JV8 Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	1,000	997	99.70
14 Ideo Condo One Co., Ltd. 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Media Production	Ordinary	100	1,000	998	99.80

Name/Located	Type of Business	Type of Share	Par Value (Baht)	Number of shares issued	Number of shares held	% of paid-up capital
15 Blue Deck Co., Ltd. 189 Moo 12, Rachedeva Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2762-0330 Fax. 0-2762-0204	To operate a sport club and restaurants	Ordinary	100	2,330,000	2,329,998	100.00
16 Bira Circuit One Co., Ltd. 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2762-0330 Fax. 0-2762-0204	To lease race tracks	Ordinary	100	450,000	449,998	100.00
17 Bira Kart Co., Ltd. 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2762-0330 Fax. 0-2762-0204	To lease Go-Kart race tracks	Ordinary	100	365,000	179,998 ²	49.31

Associate Company

1. Bira RT Kart Co., Ltd. 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2762-0330 Fax. 0-2762-0204	To sell Go-Kart parts	Ordinary	100	20,000	9,000 ³	45.00
---	-----------------------	----------	-----	--------	--------------------	-------

Note : /1 Baan Niravana Co., Ltd. held 6,999,998 shares, or 100.00% by Ananda Development One Co Ltd , a subsidiary of the Company.

/2 Bira Kart Co., Ltd. held 179,998 shares, or 49.31% by Ananda Development Public Company Limited, and held 185,000 shares or 50.69% by Bira Circuit One Co., Ltd., a subsidiary of the Company.

/3 Bira RT Kart Co., Ltd. held 9,000 shares, or 45.00% by Bira Kart Co., Ltd.

Name/Located	Type of Business	Type of Share	Par Value (Baht)	Number of shares issued	Number of shares held	% of paid-up capital
Joint Venture Companies						
1 Ananda MF Asia Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	9,000,000	4,589,999	51.00
2 Ananda MF Asia Ratchathewi Co., Ltd. 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	5,500,000	2,804,999	51.00
3 Ananda MF Asia Asoke Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	8,500,000	4,334,999	51.00
4 Ananda MF Asia Samyan Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	10,000,000	5,099,999	51.00

	Name/Located	Type of Business	Type of Share	Par Value (Baht)	Number of shares issued	Number of shares held	% of paid-up capital
5	Ananda MF Asia Bangna Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	6,250,000	3,187,499	51.00
6	Ananda MF Asia Chitlom Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	4,000,000	2,039,999	51.00
7	Ananda MF Asia Chongnonsi Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	6,000,000	3,059,999	51.00
8	Ananda MF Asia Taopoon Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	3,500,000	1,784,999	51.00

Name/Located	Type of Business	Type of Share	Par Value (Baht)	Number of shares issued	Number of shares held	% of paid-up capital
9 Ananda MF Asia Thaphra Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	4,250,000	2,167,499	51.00
10 Ananda APAC Bangchak Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	2,604,050	2,578,049	99.00
11 Ananda MF Asia Phetchaburi Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	5,500,000	2,804,999	51.00
12 Ananda MF Asia Bangchak Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	9,500,000	4,844,999	51.00

Name/Located	Type of Business	Type of Share	Par Value (Baht)	Number of shares issued	Number of shares held	% of paid-up capital
13 Ananda MF Asia Udomsuk Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	4,500,000	2,294,999	51.00
14 Ananda MF Asia Saphankhwai Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	4,500,000	2,294,999	51.00
15 Ananda MF Asia Phraram 9 Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	1,000	510	51.00
16 Ananda MF Asia Victory Monument Co., Ltd. 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Road (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	100	1,000	510	51.00

Other Reference Persons

Registrar

1 Equity Instruments (Common Stock)

Thailand Securities Depository Company Limited

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

Tel. 0-2009-9999

Fax. 0-2009-9991

2 Bonds

Issue Name	Bondholder Representative	Registrar
• Debentures		
1 Debentures of ANANDA Development Public Company Limited No. 1/2014 Due 2017 (ANAN175A)	Krung Thai Bank Public Company Limited 35 Sukhvit Road, Khlong Toei Nua, Wattana, Bangkok 10110 Tel. 0-2298-0821 Ext. 120, 123 Fax. 0-2298-0835	CIMB Thai Bank Public Company Limited 44 Langsuan Road, Lumpini, Pathum Wan, Bangkok 10330 Tel. 0-2638-8000 Fax. 0-2657-3333
2 Debentures of ANANDA Development Public Company Limited No. 1/2015 Due 2018 (ANAN185A)	-	
3 Debentures of ANANDA Development Public Company Limited No. 2/2016 Tranche 1 Due 2017 (ANAN170A)	-	
4 Debentures of ANANDA Development Public Company Limited No. 2/2016 Tranche 2 Due 2019 (ANAN190A)	-	
5 Debentures of ANANDA Development Public Company Limited No. 2/2016 Tranche 3 Due 2021 (ANAN210A)	-	

Issue Name	Bondholder Representative	Registrar
• Perpetual Bond		
1 Subordinated Perpetual Debentures of Ananda Development Public Company Limited No. 1/2558 payable upon dissolution with the Issuer's right to early redemption and unconditional interest deferral (ANAN15PA)	Krung Thai Bank Public Company Limited 35 Sukhvit Road, Khlong Toei Nua, Wattana, Bangkok 10110 Tel. 0-2298-0821 Ext. 120, 123 Fax. 0-2298-0835	CIMB Thai Bank Public Company Limited 44 Langsuan Road, Lumpini, Pathum Wan, Bangkok 10330 Tel. 0-2638-8000 Fax. 0-2657-3333
2 Subordinated Perpetual Debentures of Ananda Development Public Company Limited No. 1/2559 payable upon dissolution with the Issuer's right to early redemption and unconditional interest deferral (ANAN16PA)	Bank of Ayudhya Public Company Limited 1222 Rama 3 Road, Bang Phongphang, Yan Nawa, Bangkok 10120 Tel. 0-2296-4788 0-2296-5004	

Auditors

EY Office Limited

193/136-137, 33rd Floor, Lake Rajada Office Complex, New Rajadapisek Road, Klongtoey, Bangkok 10110
Tel. 0-2264-0777
Fax. 0-2264-0789-90

1. Mr. Sophon Permsirivallop, Certified Public Accountant No. 3182 and/or
2. Ms. Runnapa Lerdsuwankul, Certified Public Accountant No 3516 and/or
3. Mr. Chayapol Suppasedtanon, Certified Public Accountant No. 3972 and/or
4. Ms. Pimjai Manitkajohnkit, Certified Public Accountant No. 4521 and/or
5. Ms. Rosaporn Decharkom, Certified Public Accountant No. 5659

Legal Advisors

Weerawong, Chinnavat & Peangpanor Limited

540 Mercury Tower, 22nd Floor, Ploenchit Road, Lumpini, Pathumwan, Bangkok 10330
Tel. 0-2264-8000
Fax. 0-2657-2222

SHAREHOLDERS STRUCTURE AND DIVIDEND PAYMENT POLICY

Shareholders Structure

as of latest book closing on 26 August 2016 is as follow:

No.	Name	No. of Shares	% of total paid-up shares
1	Ruangkritya Group	1,836,015,400	55.09
1.1	Mr. Chanond Ruangkritya	1,670,998,400 Shares,	50.13%
1.2	Miss Patcharavalai Ruangkritya	86,500,000 Shares.	2.60%
1.3	Miss Natthavipha Ruangkritya	77,250,000 Shares,	2.32%
1.4	Miss Monlika Ruangkritya	828,500 Shares,	0.03%
1.5	Mr. Nutdanai Ruangkritya	438,500 Shares,	0.01%
2	Thai NVDR Co.,Ltd.	106,463,500	3.19
3	HSBC (SINGAPORE) NOMINEES PTE LTD	96,363,700	2.89
4	ML. Kamolsawad Visuthi	80,000,000	2.40
5	K 20 Select LTF	64,222,400	1.93
6	Krungthai-AXA Life Insurance Public Company Limited - KTAM Growth by Krung Thai Asset Management Company Limited	40,056,800	1.20
7	Mr. Piranart Chokwatana	38,169,700	1.15
8	Krung Thai Selective Equity Fund	37,216,700	1.12
9	NORTRUST NOMINEES LTD-CL AC	28,762,250	0.86
10	Miss Supatra Tiraganun	28,104,500	0.84
Total		2,355,374,950	70.67

Dividend Payment Policy

• Ananda Development Public Company Limited

The Company's Board of Directors (the "Board") may consider making an annual dividend payment provided that such dividend payment must be approved at a shareholders' meeting. This does not include interim dividend payments, which the Board, from time to time, has a right to approve if it views that the Company has sufficient profits to be allocated to its shareholders. In this regard, the Board must report such payments to shareholders for acknowledgement at the next shareholders' meeting.

The Company will make dividend payments at a rate of not less than 40% of net profits after deduction of all taxes and legal reserves. The Board will consider paying dividends after taking into account shareholders' interests. These considerations include reservation of funds for future investment, repayment of loans or for the Company's working capital.

Since listed company in the year 2012, the dividend has declared consists of the following:

Operation Period	Net Profit of Separate Financial Statement (Thousand Baht)	Dividend / Share (Baht)	Date Payment
1 Jan - 30 Jun 16	504,103	0.040	9 Sep 16
1 Jul - 31 Dec 15	1,176,481	0.068	12 May 16
1 Jan - 30 Jun 15	282,693	0.032	10 Sep 15
1 Jul - 31 Dec 14	736,681	0.068	8 May 15
1 Jan - 30 Jun 14	217,960	0.030	12 Sep 14
1 Jan - 31 Dec 13	174,180	0.050	6 May 14

• Subsidiary

ANANDA Development Two Co., Ltd. (AD2)

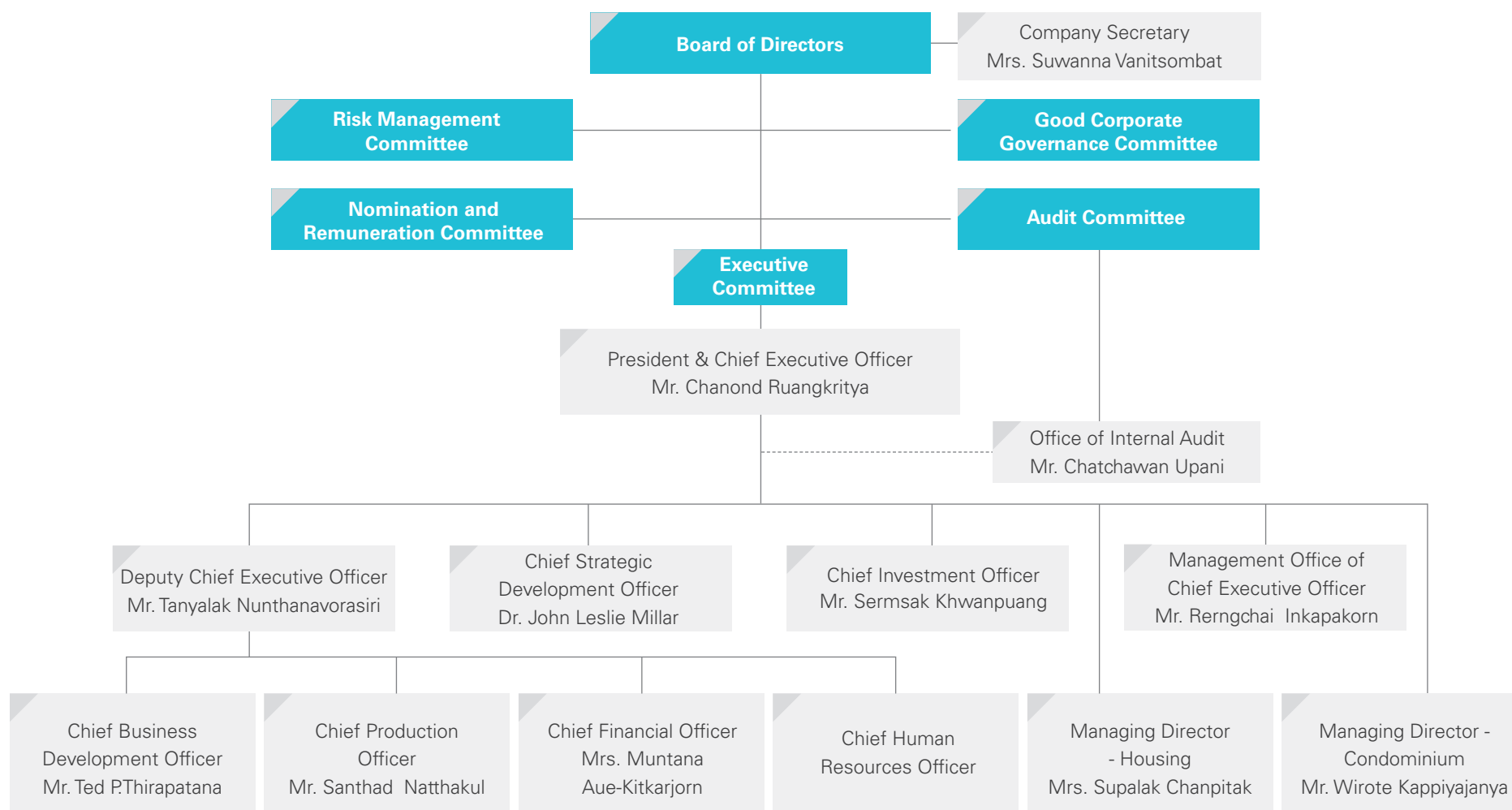
Ananda Development Two Co., Ltd. has a policy of paying dividends at a rate of approximately 100% of net profits after deduction of all taxes and legal reserves, AD2 will consider its ability to pay dividends under the law after taking into account its cash flow position and its retained earnings.

The other subsidiary

In respect of dividend payment policies of the remaining subsidiaries, no rates of dividend payment after deduction of all taxes and legal reserves have been fixed. However, the board of the subsidiaries and/or the shareholders of the subsidiaries will consider paying dividends after taking into account the nature of business and whether there are investment plans to expand the business of such subsidiaries.

MANAGEMENT

Organization Structure of the Company as at December 31, 2016



The Company's management policy structure comprises the Board of Directors and 5 other Sub-Board Committees, namely the Audit Committee, the Risk Management Committee, the Nomination and Remuneration Committee the Good Corporate Governance Committee and the Executive Committee.

1 Board of Directors

As at 31 December 2016, the Board of Directors consists of 8 members as follows:

	Name	Position
1	Dr. Narongchai Akrasanee	Chairman (Independent Director)
2	Mr. Poolsak Tansitthipun	Vice Chairman (Independent Director)
3	Mr. Wiboon Rasmeepaisarn	Director (Independent Director)
4	Mr. Nopporn Thepsithar	Director (Independent Director)
5	Mr. Chatchai Bunnag	Director
6	Mr. Chanond Ruangkritya	Director
7	Mr. Tanyalak Nunthanavorasiri	Director
8	Miss Patcharavalai Ruangkritya	Director

Mrs. Suwanna Vanitsombat, the Company Secretary, is the Secretary of the Board of Directors.

Scope of Power, Duties and Responsibility of the Board of Directors

The scope of power and duties of the Board of Directors are as follows :

- 1 To perform their duties in accordance with the law, the Company's objectives, Articles of Association and resolutions of Board meetings and shareholders' meetings with responsibility, care and honesty;
- 2 To determine details and approve the vision, business strategies, business direction, business policy, target, guidelines, operational plan and annual budget of the Company and its subsidiaries as prepared by the Executive Committee and the Management, with pertinent reviews thereof at least once a year;
- 3 To oversee the management and performance of the Executive Committee, Chief Executive Officer, the Management or any other person assigned to perform such duties, so as to conform with any policies set out by the Board;
- 4 To continuously monitor the Company's performance to be in line with the action plan and budget of the Company;

- 5 To ensure that the Company and its subsidiaries adopt an appropriate and efficient accounting system and to ensure that it has internal control and internal audit systems;
- 6 To prepare statements of financial position and statements of comprehensive income on the date which coincides with the end of the Company's accounting period, and to execute such financial statements prior to submitting them at the annual general meeting of shareholders for further approval;
- 7 To consider and approve the selection and nomination of an auditor and to determine his remuneration as proposed by the Audit Committee, prior to presenting it at the annual general meeting of shareholders for further approval;
- 8 To make available a written corporate governance policy and to efficiently adopt such policy in order to ensure that the Company is equally responsible to each group of stakeholders;
- 9 To consider the appointment of a person who has the qualifications and does not have prohibited character as prescribed under the Public Limited Company Act B.E. 2535 (1992) (as amended) and the Securities and Exchange Act B.E. 2535 (1992) (as amended), as well as any relevant notifications, rules and/or regulations, to be a director in the event there is a vacancy on the Board due to any reason other than retirement by rotation, and to consider and approve the appointment of directors in replacement of directors retiring by rotation, and to determine the remuneration of directors as proposed by the Nomination and Remuneration Committee, before further submitting to a shareholders' meeting for approval;
- 10 To consider the appointment of subcommittees, e.g. the Audit Committee, the Executive Committee, the Nomination and Remuneration Committee, the Risk Management Committee or any other subcommittees, and to prescribe the power and responsibilities of such subcommittees in order to enhance the performance of the Board;
- 11 To prescribe and change the directors authorized to sign on behalf of and to bind the Company;
- 12 To consider the appointment of executives in accordance with the definition prescribed by the SEC or the Capital Market Supervisory Board and to appoint the Company's Secretary, and to consider the remuneration of the executives as proposed by the Nomination and Remuneration Committee;
- 13 To seek professional advice from third-party organizations if it is necessary to make a proper decision;
- 14 To put in place and monitor comprehensive internal control and risk management systems that cover all risks including financial and operational ones in order to ensure compliance with relevant laws, rules and regulations, to supervise to ensure that the Management adopts an efficient risk management system or process, and to put in place an efficient check-and-balance mechanism for safeguarding the Company's assets;
- 15 To put in place a policy against abuse of inside information, putting emphasis on the good corporate governance in order to maintain transparency and to prevent the abuse of non-public information for personal gain;

- 16 To manage and resolve possible conflicts of interest and connected transactions, and to meticulously review significant transactions in order to bring utmost benefits to the shareholders and stakeholders as a whole;
- 17 To formulate a policy on directors' and executives' reporting of interests;
- 18 To put in place an efficient anti-corruption system, in order to ensure that the Management places much importance on countering corruption as well as complying with anti-corruption measures;
- 19 To arrange for the preparation of documents and information helpful for new directors in discharging their duties, including the induction session on the nature of the Company's business and operations;
- 20 To encourage the Company's directors, executives and Company Secretary to participate in the Thai Institute of Directors' seminars relating to the duties and responsibilities of directors and executives, in order to enhance their knowledge and competence conducive to good corporate governance, raise professional standard of directorship as well as provide best practice guidelines for directors in discharging their duties efficiently on par with international standards.

However, the Board of Directors, or its grantee, shall not approve transactions in which the Board of Directors or its grantee, or any person who may have any conflict of interest (as defined in the notification of the SEC or the Capital Market Supervisory Board) or may benefit in any manner which may give rise to a conflict with the Company or its subsidiaries, except where the approval of such transaction is consistent with the policy and criteria approved at a meeting of shareholders or Board meeting.

Authorized Directors who can Sign on Behalf of the Company

2 of 3 directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Miss Patcharavalai Ruangkritya are authorized to jointly sign on behalf of the Company together with the affixation of the Company's seal.

Approval Authority of the Board of Directors

The Board of Directors has the authority, as specified by laws, the Company's Articles of Association and the resolutions of shareholders, to approve businesses of the Company and subsidiaries on such matters as follows:-

- Determination and review of strategies, vision and/or mission, as well as values in order to set out the shared targets or guidelines for all employees;
- Oversight and enhancement of risk management system;
- Organization structure and goals of the Company and subsidiaries;
- Business plan and annual budget plan;
- Monitoring and assessment of performances against the adopted policies and plans;
- Budget for land acquisition; or
- Budget for project investment, e.g. cost, income and gross profit.

2 Audit Committee

As at 31 December 2016, the Audit Committee consists of the following 3 Independent Directors

Name	Position
1 Mr. Poolsak Tansitthipun	Chairman of the Audit Committee
2 Mr. Wiboon Rasmeepaisarn	Audit Committee Member
3 Mr. Nopporn Thepsithar	Audit Committee Member (effective since 1 January 2017)

Mr. Wiboon Rasmeepaisarn has sufficient knowledge and experience for auditing the reliability of the Company's financial statements. Mr. Chatchawan Oupani, Vice President of Office of Internal Control, is the secretary of the Audit Committee.

Scope of power, duties and responsibility of the Audit Committee

The scope of power and duties of the Audit Committee are as follows:

- 1 To review and ensure that the Company provides a sufficient and accurate report of its financial statements;
- 2 To review and ensure that the Company has appropriate and efficient internal controls and internal audit systems, to consider the independence of the Office of Internal Audit Bureau, and to approve the appointment, transfer and termination of employment of the Chief of Internal Audit Bureau or any other unit responsible for internal audit;
- 3 To review and ensure that the Company complies with securities and exchange laws, regulations of the SET and the laws relating to the Company's business;
- 4 To consider, recruit, nominate and terminate an independent third-party to be the Company's auditor and to determine the auditor's fee, as well as to hold at least 1 meeting per year with the auditor without participation of the management;
- 5 To consider and ensure that the Company's connected transactions or transactions that may result in conflicts of interest are in compliance with the law and the rules of the SET, and to ensure that such transactions are reasonable and in the best interest of the Company;
- 6 To prepare the Audit Committee's report which will be disclosed in the Company's annual report. The report must be signed by the Chairman of the Audit Committee and shall contain at least the following details:
 - (a) opinion on the accuracy, completeness and reliability of the Company's financial report;
 - (b) opinion on the sufficiency of the Company's internal control system;
 - (c) opinion on compliance with securities and exchange laws, regulations of the SET and the laws relating to the Company's business;
 - (d) opinion on suitability of the auditor;
 - (e) opinion on transactions which may result in conflicts of interest;

- (f) number of meetings held by the Audit Committee and the attendance records of each member of the Audit Committee;
 - (g) comments or overall remarks made by the Audit Committee in the course of duties under the Charter; and
 - (h) other matters of which the shareholders and general investors should be informed, to the extent of their duties and responsibilities, as assigned by the Board;
- 7 To perform any other activities as designated by the Board with the Audit Committee's approval;
 - 8 If the Audit Committee, in the course of duties, finds or is suspicious of 1 of the following transactions or actions which has significantly affected the Company's financial standing and operating results has occurred, the Audit Committee shall report that transaction or action to the Board such that any rectification will be made within the time that the Audit Committee deems appropriate:
 - (a) a transaction resulting in a conflict of interest;
 - (b) fraud or any major irregularity or defect in the Company's internal control system; or
 - (c) a violation of securities and exchange laws, regulations of the SET and the laws relating to the Company's business.

If the Board of Directors or Management fails to rectify the problem within the time as specified above, any 1 member of the Audit Committee may report to the SEC or the SET that a transaction or action as specified above has occurred; and
 - 9 To revise and propose any amendments to the scope, duties and responsibilities of the Audit Committee to reflect the current situation.

3 Risk Management Committee

As at 31 December 2016, the Risk Management Committee consists of the following 5 members:

Name	Position
1 Mr. Nopporn Thepsithar	Chairman
2 Mr. Poolsak Tansitthipun	Member
3 Mr. Wiboon Rasmeepaisarn	Member
4 Mr. Tanyalak Nunthanavorasiri	Member
5 Mr. Rerngchai Inkapakorn	Member

Mr. Rachod Nantakwang, is the secretary of the Risk Management Committee.

Scope of Power and Duties of the Risk Management Committee

1 Power

- 1.1 The Risk Management Committee has the power to, as it deems appropriate, enquire or request written information from the executives, concerned staff or concerned units of ANANDA group, or invite them to attend meetings with the Committee regarding risks or discharge of duties under their responsibilities. It is the responsibility of said executives, concerned staff and concerned units of ANANDA group to provide full cooperation to the Committee and strictly respond to such enquiry, request or invitation within the specified time.
- 1.2 The Risk Management Committee has the power to appoint working teams for assessing and monitoring all risks in order to ensure discharge of the duties and responsibilities under this Charter, or to perform any other special duties as assigned by the Board of Directors.

2 Duties and Responsibilities

- 2.1 To consider risk management policies and framework, and propose them to the Board of Directors for approval, covering significant risks as follows:-
 - 1 Corporate risk;
 - 2 Strategic risk;
 - 3 Financial risk;
 - 4 Marketing risk;
 - 5 Operational risk;
 - 6 Compliance risk;
 - 7 Corruption risk;
 - 8 Project risk;
 - 9 Other risks.
- 2.2 To promote continual and regular improvement and development of the Company's risk management framework, and to approve risk management guidelines for the Management to implement and comply with the established framework.
- 2.3 To study and assess potential risks at least once a year, including suggested approaches for mitigating such risks to an acceptable level, to monitor risk management process in order to assess the results at least once a quarter, as well as to improve relevant action plan to ensure that the risks are managed adequately and appropriately.
- 2.4 To communicate with the Board of Directors and the Audit Committee about significant risks.
- 2.5 To perform any other tasks as assigned by the Board of Directors in relation to management of significant risks.

4 Nomination and Remuneration Committee

As at 31 December 2016, the Nomination and Remuneration Committee consists of the following 6 members:

Name	Position
1 Dr. Narongchai Akrasanee	Chairman
2 Mr. Poolsak Tansitthipun	Member
3 Mr. Wiboon Rasmeepaisarn	Member
4 Mr. Nopporn Thepsithar	Member
5 Mr. Chatchai Bunnag	Member
6 Mr. Chanond Ruangkritya	Member

Mrs. Uanuj Liangsupree is the secretary of the Nomination and Remuneration Committee.

Scope of Power and Duties of the Nomination and Remuneration Committee

The scope of power and duties of the Nomination and Remuneration Committee are as follows:

- 1 To consider policies and criteria in the selection and nomination of qualified persons as well as to set the remuneration package for the Company's directors, in order to propose the matters to the Board of Directors and/or the shareholders' meeting for approval.
- 2 To consider the annual corporate budget and the criteria of salary adjustment, annual bonus and long-term incentive for executives and employees of the Company.
- 3 To assess the performance of the Chief Executive Officer, as well as to adjust the annual remuneration and long-term incentive thereof.
- 4 To consider and give opinions on the annual performance appraisal of the chief officers, Managing Director of – Housing, and Managing Director – Condominium.

5 Good Corporate Governance Committee

As at 31 December 2016, the Good Corporate Governance Committee consists of the following 3 members:

	Name	Position
1	Dr. Narongchai Akrasanee	Chairman
2	Mr. Nopporn Thepsithar	Member
3	Mr. Chanond Ruangkitya	Member

Mrs. Suwanna Vanitsombat, Company Secretary, is the secretary of the Good Corporate Governance Committee.

Scope of Power and Duties of the Good Corporate Governance Committee

The scope of power and duties of the Good Corporate Governance Committee are as follows:

- 1 To oversee and ensure that the organization performs and complies with principles of good corporate governance;
- 2 To consider and approve the action plans for enhancing good corporate governance practice in order to maintain and develop good corporate governance and to promote good corporate governance as the organization's culture by regularly communicating with and educating the directors, executives and employees of the Company;
- 3 To monitor the performance and activities in respect of corporate social responsibility and environmental responsibility;
- 4 To review and update the Company's good corporate governance principles, the Articles of Association, the rules of the Board and the Committees, business ethics and the Employees' Code of Conduct to be suitable for the Company's business and to be in line with the practices of the SET, the SEC and the Capital Market Supervisory Board;
- 5 To review the Anti-Corruption Policy, make recommendations, and set a framework for the supervision of anti-corruption activities.
- 6 To set up guidelines for the report of compliance with good corporate governance principles in the Company's annual report; and
- 7 To consider and approve the public relations aspect of the Company's good corporate governance activities and the Company's policy of disclosure of information to the public, including the improvement in the dissemination of information on the Company's corporate governance on the Company's website in the future.

6 Executive Committee

As at 31 December 2016, the Executive Committee consists of the following 5 members:

Name	Position
1 Mr. Chanond Ruangkritya	Chairman
2 Mr. Tanyalak Nunthanavorasiri	Member
3 Miss Patcharavalai Ruangkritya	Member
4 Mr. Sermsak Khwanpuang	Member
5 Mrs. Muntana Aue-kitkarjorn	Member

Mrs. Uaanuj Liangsupree is the secretary of the Executive Committee.

Scope of Power and Duties of the Executive Committee

The scope of power and duties of the Executive Committee are as follows:

- 1 The Executive Committee is responsible for managing the Company's business in accordance with the objectives of the Company's business operations, provided that management of the Company's business shall be subject to policies, rules or orders prescribed by the Board. In addition, the Executive Committee is responsible for reviewing matters to be proposed to the Board for further approval;
- 2 To prepare the vision, business strategies and direction, business policies, targets, guidelines, operational plans and the annual budget of the Company and its subsidiaries, and to present the same to the Board for approval;
- 3 To efficiently oversee and monitor the Company's operations in accordance with the Company's management policies and guidelines as approved by the Board;
- 4 To consider and approve specific matters or any action to be taken in the ordinary course of the Company's business within the amount or annual budget as approved by the Board and as authorized, provided that in taking such action, the Executive Committee shall not incur any liabilities or encumbrances exceeding Baht 100 million with a term of obligation of over 1 year (liabilities or encumbrances includes project finance facilities granted by financial institutions to the Company);

- 5 To report the result of operations for the following matters within the following period of time to the Board:
 - 5.1 quarterly report of the Company's performance to be submitted within the timeframe prescribed by the SET;
 - 5.2 report of the auditor in respect of the Company's financial statements, including annual and quarterly financial statements, to be submitted within the timeframe prescribed by the SET; and
 - 5.3 other reports deemed to be appropriate by the Executive Committee;
- 6 To consider and approve any action to be taken at each meeting of the Executive Committee, where a quorum shall be constituted when not less than half of all the members of the Executive Committee are present at such meeting;
- 7 At each meeting of the Executive Committee, each member of the Executive Committee has 1 vote. In the event that there is a tied vote, the chairman of the Executive Committee has a casting vote;
- 8 Any resolution approved by the Executive Committee shall be passed by a simple majority of all the members in attendance
- 9 The meetings of the Executive Committee shall be held as deemed necessary and appropriate. Apart from regular meetings, any member of the Executive Committee may call for a special meeting, provided that advance notice of such meeting shall be delivered to the other members to allow reasonable time for the members to consider the meeting agendas;
- 10 The Executive Committee may establish working groups and/or appoint any person to review the matters proposed to the Executive Committee, or to take any action which will benefit the performance of duties of the Executive Committee, or to take any action on behalf of the Executive Committee, to the extent of the power granted to the Executive Committee; and
- 11 To authorize and/or sub-authorize a third party to take specific action on its behalf. Such authorization or sub-authorization shall be subject to the powers specified in the Power of Attorney given and/or in accordance with regulations, rules or orders prescribed by the Board. The authorization or sub-authorization of powers, duties and responsibilities of the Executive Committee shall not allow the Executive Committee or its authorized person to approve any transactions in which the Executive Committee or its authorized person may have any conflict of interest (as defined in the notification of the Capital Market Supervisory Board or the SEC) or who may benefit in any manner which may give rise to conflicts of interest with the Company or its subsidiaries.

7 Company's Executives

As at 31 December 2016, the first 4 top-ranked management of the Company from the President successively are:-

	Name	Position
1	Mr. Chanond Ruangkritya	President and Chief Executive Officer
2	Mr. Tanyalak Nunthanavorasiri	Deputy Chief Executive Officer
3	Mr. Sermsak Khwanpuang	Chief Investment Officer
4	Mrs. Muntana Aue-Kitkarjorn	Chief Financial Officer
5	Mr. Santhad Natthakul	Chief Production Officer
6	Mr. Wirote Kappiyajanya	Managing Director - Condominium
7	Mrs. Supalak Chanpitak	Managing Director - Housing
8	Dr. John Leslie Millar	Chief Strategic Development Officer
9	Mr. Ted Poshakrishna Thirapatana	Chief Business Development Officer
10	Dr. Rachada Monthienvichienchai	Dean of Ananda Academy and Chief Learning Officer
11	Mr. Lloyd Vatanakovarun	Executive Director (in charge of Logistics & Warehousing)
12	Mr. Rerngchai Inkapakorn	Head of Office of CEO

Scope of Power and Duties of the President and Chief Executive Officer

The scope of power and duties of President and Chief Executive Officer are as follows:

- 1 The President and Chief Executive Officer is responsible for the overall and/or day-to-day operations of the Company's business in accordance with the Company's objectives, provided that the management of the Company's business shall be subject to the policies, rules or orders prescribed by the Board and/or the Executive Committee;
- 2 To propose the vision, business strategies and direction, business policies, targets, guidelines, operational plans and the annual budget of the Company and subsidiaries to the Executive Committee so that the same will be further presented to the Board, and to consider the aforesaid matters with the Executive Committee and/or the Board;
- 3 To consider and approve specific matters or any action to be taken in the ordinary course of the Company's business within the amount or annual budget as approved by the Board and to the extent of the authorization granted, provided that, in taking such action, the Chief Executive Officer shall not incur any liabilities or encumbrances in an amount exceeding Baht 50 million with a term of obligation over 1 year, liabilities and encumbrances include project finance facilities granted by financial institutions to the Company;

- 4 To put forward major matters to the Executive Committee, the Board or the shareholders' meeting for approval or for any other action to be taken as may be appropriate;
- 5 To conduct any other affairs that may be assigned by the Board, the Executive Committee and/or at a shareholders' meeting; and
- 6 To negotiate and review agreements or documents in relation to the ordinary business operations of the Company, advise and propose such matters to the Board and/or the Executive Committee and/or persons in charge of such matters for consideration, review and resolution.

However, the President and Chief Executive Officer shall not approve transactions in which the President and Chief Executive Officer, or any person may have a conflict of interest (as defined in the notification of the Capital Market Supervisory Board or the SEC) or benefit in any manner resulting in a conflict of interest with the Company or its subsidiaries.

8 Company Secretary

The Board of Directors Meeting No. 8/2013 on 12 June 2013 resolved to approve the appointment of Mrs. Suwanna Vanitsombat to be the Company Secretary in compliance with the requirements of the Securities and Exchange Act B.E. 2535 (as amended).

The main duties of the Company Secretary are to support the Board on statutory matters, undertaking arrangements for meetings of the Board, related Board Committees and the Shareholders, ensuring that the meetings conform to relevant laws and regulations, the Company's articles of associations, individual Board and Committees charters, and best practices. This includes to prepare and maintain the register of directors, notices of the Board meeting, minutes of the Board meeting, annual reports of the Company, notices to the shareholders' meeting and minutes of the shareholders' meeting, to keep the reports on conflicts of interest prepared by the directors or executives, to take any other action as required under the notifications of the Capital Market Supervisory Board and to deliver copies of reports on conflicts of interest under Section 89/14 prepared by the directors to the chairman of the Board and the chairman of the Audit Committee within 7 business days from the date on which the Company receives such reports.

Scope of Power and Duties of the Company Secretary

The scope of power and duties of the Company's Secretary are as follows:

- 1 To prepare and maintain the following documents:
 - (a) register of directors;
 - (b) notices to the Board meeting, minutes of the Board meeting and annual reports of the Company; and
 - (c) notices to the shareholders' meeting and minutes of the shareholders' meeting;
- 2 To maintain the reports on conflicts of interest prepared by directors or executives; and
- 3 To take any other action as required under the notifications of the Capital Market Supervisory Board.

Meeting of the Board

Details of Director Attendance Records in 2016

(Unit : Time)

	Name	Board of Directors	Audit Committee	Risk Management Committee	Nomination and Remuneration Committee	Good Corporate Governance Committee	Executive Committee	Shareholders' Meeting
1.	Dr. Narongchai Akrasanee	10/11	-	-	2/2	1/1	-	1/1
2.	Mr. Poolsak Tansitthipun	11/11	13/13	20/22	2/2	-	-	1/1
3.	Mr. Wiboon Rasmeepaisarn	11/11	13/13	20/22	2/2	-	-	1/1
4.	Mr. Vorapote Uchupaiboonvong	5/9	7/10	0/10	-	-	-	1/1
5.	Mr. Nopporn Thepsithar	7/11	-	18/22	1/2	0/1	-	1/1
6.	Mr. Chatchai Bunnag	10/11	-	-	2/2	-	-	1/1
7.	Mr. Chanond Ruangkritya	11/11	-	-	2/2	1/1	32/35	1/1
8.	Mr. Tanyalak Nunthanavorasiri	10/11	-	22/22	-	-	33/35	1/1
9.	Ms. Patcharavalai Ruangkritya	10/11	-	-	-	-	34/35	1/1
10.	Mr. Sermsak Khwanpuang	-	-	-	-	-	34/35	-
11.	Mrs. Muntana Aue-Kitkarjorn	-	-	-	-	-	35/35	-
12.	Mr. Rerngchai Inkapakorn	-	-	21/22	-	-	-	-

Remuneration of the Board and Executives

1 Monetary Remuneration

- **Directors**

The 2016 Annual General Shareholders' Meeting held on 28 April 2016 had approved 2016 remuneration of Directors, for the amount not exceeding 9,000,000 Baht (Nine Million Baht), which was higher than that of 2015 by 1,000,000 Baht

In 2016, the Nomination and Remuneration Committee had decided to pay the monthly remuneration by obligations and responsibilities and the director fee as follows:

Position	Remuneration of Director (Baht)	
	Monthly	Director Fee/Times
Chairman of the Board	150,000	5,000
Chairman of the Audit Committee	60,000	5,000
Member of Audit Committee	50,000	5,000
Director- Non management	50,000	5,000
Director as Company's management	30,000	-

Details of Individual Remuneration of the Directors in 2016

(Unit : Baht)

Name	Monthly Remuneration	Director Fee					Bonus	Total
		Board of Directors	Audit Committee	Risk Management Committee	Nomination and Remuneration Committee	Good Corporate Governance Committee		
1 Dr. Narongchai Akrasanee	1,800,000	50,000	-	-	10,000	5,000	150,000	2,015,000
2 Mr. Poolsak Tansitthipun	720,000	55,000	65,000	100,000	10,000	-	360,000	1,310,000
3. Mr. Wiboon Rasmeepaisarn	600,000	55,000	65,000	100,000	10,000	-	150,000	980,000
4 Mr. Vorapote Uchupaiboonvong	500,000	25,000	35,000	-	-	-	150,000	710,000
5 Mr. Nopporn Thepsithar	600,000	35,000	-	90,000	5,000	-	150,000	880,000
6 Mr. Chatchai Bunnag	600,000	50,000	-	-	10,000	-	-	660,000
7 Mr. Chanond Ruangkritya	360,000	-	-	-	-	-	-	360,000
8 Mr. Tanyalak Nunthanavorasiri	360,000	-	-	-	-	-	-	360,000
9 Ms. Patcharavalai Ruangkritya	360,000	-	-	-	-	-	-	360,000
Total	5,900,000	270,000	165,000	290,000	45,000	5,000	960,000	7,635,000

Change of Directors in 2016

- 1 Mr. Poolsak Tansitthipun was appointed as a member of the Risk Management Committee effective from 24 February 2016.
- 2 Mr. Vorapote Uchupaiboonvong resigned from the Risk Management Committee effective from 11 July 2016 and from the directorship effective from 31 October 2016.
- 3 Mrs. Supalak Chanpitak held office as the Managing Director – Housing effective from 7 June 2016.
- 4 Dr. John Leslie Millar was appointed as the Chief Strategic Development Officer effective from 20 June 2016.
- 5 Dr. Rachada Monthienvichienchai held office as the Dean of Ananda Academy and Chief Learning Officer effective from 1 November 2016.
- 6 Mr. Nopporn Thepsithar was appointed as a member of the Audit Committee effective from 1 January 2017.
- 7 Mr. Chatchai Bunnag resigned from the directorship effective from 1 January 2017.

- **Executives**

The remuneration of executives for the year 2016

Type of Remuneration	No. of Executives	Amount (Baht)
Salary	12	60,655,845.00
Bonus	11	17,342,190.00
Operating Expense (gasoline, phone bills)	12	913,646.00

2 Other Remuneration

- **Directors**

None

- **Executives**

Remuneration as the Company's provident funds contributions paid to 11 executives during 2016 was Baht 1,869,929.00.

PROFILE OF THE DIRECTORS, EXECUTIVES, AUTHORIZED SIGNATORY AND COMPANY SECRETARY

1 Profile of the Directors, Executives, Authorized Signatory and Company Secretary :

the Directors, Executives, Authorized Signatory and Company Secretary have never been punished within 5 years for offences against the Securities and Exchange B.E. 2535 or the Derivatives Act B.E. 2546.

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
1 Dr. Narongchai Akrasanee Age : 71 years Type : Independent Director Position : Chairman of the Board of Directors Chairman of the Nomination and Remuneration Committee Chairman of the Good Corporate Governance Committee Appointed date : 1 September 2015 Family Relationship between Directors and Executive : None	- Doctor of Economics, Johns Hopkins University, U.S.A. - Master of Economics, Johns Hopkins University, U.S.A. - Bachelor of Economics, University of Western Australia, Australia Training Courses - Director Accreditation Program 5/2003, Thai Institute of Directors	Listed Company		
		Sep.15 - Present	Chairman of the Board of Directors Chairman of the Nomination and Remuneration Committee Chairman of the Good Corporate Governance Committee	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		Aug.15 - Present	Chairman of the Board of Directors	MFC Asset Management Public Company Limited / Asset Management
		Oct.15 - Present	Chairman of the Board of Directors	Brooker Group Public Company Limited / Investment Advisory and Real Estate
		2016 - Present	Chairman of the Board of Directors	Thai-German Products Public Company Limited / Manufacturer and supplier of stainless steel
		2012 - 2014	Chairman of the Board of Directors Chairman of the Nomination and Remuneration Committee Chairman of the Good Corporate Governance Committee	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2012 - 2014	Chairman of the Audit Committee	Malee Sampran Public Company Limited / Manufacturer and supplier of canned fruits and juices
		2006 - 2014	Vice Chairman of the Board of Directors	Thai-German Products Public Company Limited / Manufacturer and supplier of stainless steel

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		2004 - 2014	Chairman of the Board of Directors	MFC Asset Management Public Company Limited / Asset Management
		2003 - 2014	Chairman of the Board of Directors	Brooker Group Public Company Limited / Investment Advisory and Real Estate
		Non - Listed Company		
		2016 - Present	Independent Non Executive Director	AIA Group Limited / Insurance
		Oct.15 - Present	Chairman of the Board of Directors	Seranee Holdings Co., Ltd. / Investment Advisors
		2010 - Present	Chairman of the Board (Thailand)	Pacific Economic Cooperation Council
		2006 - Present	Chairman of Council	Khon Kaen University
		2004 - Present	Chairman of the Board of Operating Directors and Vice Chairman of the Council	Mekong Institute
		2002 - Present	Member of Honorary Advisory Board	Fiscal Policy Research Institute Foundation
		1984 - Present	Member of the Board of Directors and Director of Council	Thailand Development Research Institute Foundation
		2014 - 2015	Minister	Ministry of Energy
		2012 - 2014	Independent Director	AIA Group Limited / Insurance
		2011 - 2014	Chairman of the Board (Thailand)	Monetary Policy Committee / Bank of Thailand
		2007 - 2014	Director	FPRI Advisory Co., Ltd. / Management consultant Toscana Valley Country Club Co., Ltd. / Golf
		2005 - 2014	Chairman of the Board of Directors	General Outsourcing Co., Ltd. / Advisors on commercial, industrial, manufacturing, marketing and distribution
		1997 - 2014	Chairman of the Board of Directors	Seranee Holdings Co., Ltd. / Investment Advisors

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
2 Mr. Poolsak Tansitthipun	- Master of Business Administration, Kasetsart University - Bachelor of Laws, Ramkhamheang University	Listed Company		
Age : 58 years		Dec.15 - Present	Vice Chairman of the Board of Directors Chairman of the Audit Committee Member of Risk Management Committee	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
Type : Independent Director	Training Courses by Thai Institute of Directors : - Director Accreditation Program (50/2006)		Member of the Nomination and Remuneration Committee	Union Petrochemical Public Company Limited / Importers - exporters petrochemical products
Position : Vice Chairman of the Board of Directors Chairman of the Audit Committee Member of Risk Management Committee Member of the Nomination and Remuneration Committee	- Audit Committee Program (31/2010) - Director Certification Program (144/2011) - Anti-Corruption for Executive Program (13/2014) - Role of the Chairman Program (35/2014)	2005 - Present	Member of the Audit Committee	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
Appointed date: 29 April 2011		Sep.15 - Dec.15	Vice Chairman of the Board of Directors Chairman of the Audit Committee	
Family Relationship between Directors and Executive : None		Dec.14 - Aug.15	Chairman of the Board of Directors Chairman of the Audit Committee Chairman of the Good Corporate Governance Committee	
		Sep.14 - Dec.14	Chairman of the Board of Directors Chairman of the Audit Committee Chairman of the Risk Management Committee Chairman of the Good Corporate Governance Committee	
		Jun.14 - Sep.14	Chairman of the Nomination and Remuneration Committee Chairman of the Audit Committee Chairman of the Risk Management Committee	
		2011 - Jun.14	Director Member of the Audit Committee Member of the Risk Management Committee	

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		Non - Listed Company		
		2015 - Present	Chairman of the Audit Committee	FN Factory Outlet Co.,Ltd. / Retail, wholesale, export of textile garments
		1996 - Present	Director	Sappakit Dhurakarn Co., Ltd. / Accounting & Taxation Law
		1989 - Present	Director	B. Brothers Co., Ltd. / Office of Audit
		2011 - 2012	Member of the Audit Committee	Ananda Development Two Co., Ltd. / Real estate development : Condominium
3 Mr. Wiboon Rasmeepaisarn	- Master of Business Administration, Thammasat University - Bachelor of Accounting, Chulalongkorn University Training Courses by Thai Institute of Directors : - Director Accreditation Program (28/2004) - Director Certification Program (147/2011) - Role of the Compensation Committee Program (13/2011) - Monitoring Fraud Risk Management (8/2012) - Monitoring of the Quality of Financial Reporting (16/2012) - Monitoring the Internal Audit Function (13/2012) - Monitoring system of Internal Control and Risk Management (13/2012)	Listed Company		
		Sep.15 - Present	Director Member of the Audit Committee Member of the Risk Management Committee Member of the Nomination and Remuneration Committee	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2003 - Present	Director	NFC Fertilizer Public Company Limited / Production and distribution of fertilizers
		Dec.14 - Aug.15	Director Member of the Audit Committee Chairman of the Nomination and Remuneration Committee Member of the Risk Management Committee	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
Age : 55 years				
Type : Independent Director				
Position : Director Member of the Audit Committee Member of Risk Management Committee Member of Nomination and Remuneration Committee				
Appointed date : 29 April 2011				

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
Family Relationship between Directors and Executive : None	- Audit Committee Program (41/2012) - Anti-Corruption for Executive Program (13/2014) - Role of the Chairman Program (35/2014)	Jun.14 - Dec.14	Director Member of the Audit Committee Member of the Nomination and Remuneration Committee Member of the Risk Management Committee	
		2011 - Jun.14	Director Member of the Audit Committee Member of the Nomination and Remuneration Committee	
Non - Listed Company				
		2013 - Present	Director	Technor Co.,Ltd. / Importer, distributor and installation of new electronic devices. Technology and equipment on telecommunications.
		2009 - Present	Director	Eltek Power (Thailand) Co., Ltd. / Importer, distributor and installation of new electronic devices. Technology and equipment on telecommunications.
		1992 - Present	Director / Chief Executive Officer	Warach Paisarn Co., Ltd. / Office of the Auditor
		2015 - 2016	Director	CPA Associate (Thailand) Co., Ltd. / Office of the Auditor
		2011 – 2016	Director	Thai Herb Recipe Co., Ltd / Sell products through online media
		2011 – 2012	Member of the Audit Committee	Ananda Development Two Co., Ltd. / Real estate development : Condominium

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
4 Mr. Nopporn Thepsithar Age : 62 years Type : Director Position : Director Chairman of the Risk Management Committee Member of the Nomination and Remuneration Committee Member of the Good Corporate Governance Committee Appointed date : 29 April 2011 Family Relationship between Directors and Executive : None	- Bachelor of Engineering in Electrical Engineering, Chulalongkorn University Training Courses by Thai Institute of Directors : - Director Certification Program (62/2005) - Director Accreditation Program (43/2005) - Finance for Non-Finance Director Program (21/2005) - Audit Committee Program (14/2006)	Listed Company		
		Dec.16-Present	Independent Director Chairman of the Risk Management Committee Member of the Nomination and Remuneration Committee Member of the Good Corporate Governance Committee	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		Dec.14-Dec.16	Director Chairman of the Risk Management Committee Member of the Nomination and Remuneration Committee Member of the Good Corporate Governance Committee	
		2012 - Present	Member of the Audit Committee Chairman of the Nomination and Remuneration Committee	Tipco Asphalt Public Company Limited / Producer and supplier of asphalt.
		2005 - Present	Chairman of the Audit Committee	Union Petrochemical Public Company Limited / Importers - exporters petrochemical products
		Jun.14 - Nov.14	Director Chairman of Executive Committee Member of the Risk Management Committee Member of the Nomination and Remuneration Committee Member of the Good Corporate Governance Committee	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2011 - Jun.14	Vice Chairman of the Board of Directors Chairman of the Audit Committee Chairman of the Risk Management Committee Member of the Nomination and Remuneration Committee	

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		Listed Company		
		2013 - 2014	Member of the Good Corporate Governance Committee Chairman of the Audit Committee	Bangpakong Terminal Public Company Limited / Logistics
		Non - Listed Company		
		2014 - Present	Director Executive Director	Export-Import Bank of Thailand / Bank
		2013-Present	Chairman	Thai National Shippers' Council / The Organization for shippers or exporter to promote and protect their interests
		2011 – 2012	Chairman of the Audit Committee	Ananda Development Two Co., Ltd. / Real estate development : Condominium
		Listed Company		
5 Mr. Chatchai Bunnag Age : 60 years Type : Director Member of the Nomination and Remuneration Committee Position : Director Appointed date: 15 December 2015 Family Relationship between Directors and Executive : None	- Ph.D. in Organizational Psychology, University of Wisconsin, USA. - Undergraduate and Graduate Studies in Behavioral Economics, University of Wisconsin, USA. Training Courses by Thai Institute of Directors : - Director Certification Program (0/2000, 51/2004) - Director Accreditation Program (26/2004)	Dec.15 - Dec.16	Director Member of the Nomination and Remuneration Committee	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		Non - Listed Company		
		2011 - Present	Director	CB Professional Development Service Co., Ltd. / Business Advisory Nong Not Co., Ltd. / Acquisition possession of copyrighted books, articles.
		2010 - Present	Director	People Asset Co., Ltd. / Business Advisory

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
6 Mr. Chanond Ruangkritya Age : 43 years Type : Authorized Director Position : Director Member of the Good Corporate Governance Committee Member of the Nomination and Remuneration Committee Chairman of Executive Committee President and Chief Executive Officer Appointed date : 29 April 2011 Family Relationship between Directors and Executive : Miss Patcharavalai Ruangkritya's elder brother	- Master of International Accounting and Finance, London School of Economics, U.K. - Bachelor of Economics, University of California at Berkeley, U.S.A. Training Courses by Thai Institute of Directors : - Director Accreditation Program (23/2004)	Listed Company		
		Dec.15 - Present	Director Member of the Good Corporate Governance Committee Member of the Nomination and Remuneration Committee Chairman of Executive Committee President and Chief Executive Officer	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		Dec.14 - Dec.15	Vice Chairman of the Board of Directors Member of the Good Corporate Governance Committee Member of the Nomination and Remuneration Committee Chairman of Executive Committee President and Chief Executive Officer	
		Jun.14 - Nov.14	Director Member of the Good Corporate Governance Committee Member of Executive Committee President and Chief Executive Officer	
		2011 - Jun.14	Director Member of the Good Corporate Governance Committee Chairman of Executive Committee President and Chief Executive Officer	

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		Non - Listed Company		
		2016-Present	Director	Ananda MF Asia Phetchaburi Co., Ltd. Ananda MF Asia Bangchak Co., Ltd. Ananda MF Asia Udomsuk Co., Ltd. Ananda MF Asia Saphankhwai Co., Ltd. Ananda MF Asia Phraram 9 Co., Ltd. Ananda MF Asia Victory Monument Co., Ltd. Ananda APAC Bangchak Co., Ltd. AH-SPV1 Co., Ltd. JV-CO1 Co., Ltd. ADC-JV2 Co., Ltd. ADC-JV5 Co., Ltd. ADC-JV6 Co., Ltd. ADC-JV7 Co., Ltd. ADC-JV8 Co., Ltd. / Real estate development
		2015-Present	Director	Ananda MF Asia Samyan Co., Ltd. Ananda MF Asia Bangna Co., Ltd. Ananda MF Asia Chitlom Co., Ltd. Ananda MF Asia Chongnonsi Co., Ltd. Ananda MF Asia Toapoon Co., Ltd. Ananda MF Asia Thaphra Co., Ltd. / Real estate development
		2014 - Present	Director	Ananda MF Asia Asoke Co., Ltd. / Real estate development Ideo Condo One Co.,Ltd. / Media Production
		2013 - Present	Director	Ananda MF Asia Co., Ltd. / Real estate development
		2011 - Present	Director	Ananda MF Asia Ratchathewi Co., Ltd. / Real estate development
		2010 - Present	Director	The Agent (Property Expert) Co., Ltd. / To act as an agent in the sale / purchase and procurement of lessees The Work Community Management Co., Ltd. / To provide management service for condominiums and landed housings

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		2008 - Present	Director	Baan Niravana Co., Ltd. / Real estate development : Landed housings Bira RT Kart Co., Ltd. / To sell Go-Kart parts December Sun Co., Ltd. / Trading boats, boat rentals, boat trips
		2007 - Present	Director	Ananda Development Two Co., Ltd. / Real estate development : Condominiums
		2006 - Present	Director	Bira Circuit One Co., Ltd. / To lease race tracks
		2005 - Present	Director	Ananda Development One Co., Ltd. / Real estate development : Landed housings Bira Kart Co., Ltd. / To lease Go-Kart race tracks Bluedeck Co., Ltd. / To operate a sport club and restaurants
		2003 - Present	Director	Maduro Co., Ltd. / Real estate development
		2002 - Present	Director	Kloset Design Co., Ltd. / Commercial design garments Costume
		2001 - Present	Director	Pimanda Development Co., Ltd. / Real estate development
		2000 - 2012	Director	Bira Circuit Co., Ltd. / Established Racew

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
7 Mr.Tanyalak Nunthanavorasiri Age : 52 years Type : Authorized Director Position : Director Member of the Risk Management Committee Member of Executive Committee Deputy Chief Executive Officer Appointed date : 29 April 2011 Family Relationship between Directors and Executive : None	- Master of Business Administration in Management, Ramkamheang University - Bachelor of Finance, Bangkok University Training Courses by Thai Institute of Directors : - Director Accreditation Program (85/2010)	Listed Company		
		Sep.15 - Present	Director Member of the Risk Management Committee Member of Executive Committee Deputy Chief Executive Officer	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2011 - Aug.15	Director Member of the Risk Management Committee Member of Executive Committee Assistant CEO Chief Commercial Officer	
		Non - Listed Company		
		2016-Present	Director	Ananda MF Asia Phetchaburi Co., Ltd. Ananda MF Asia Bangchak Co., Ltd. Ananda MF Asia Udomsuk Co., Ltd. Ananda MF Asia Saphankhwai Co., Ltd. Ananda MF Asia Phraram 9 Co., Ltd. Ananda MF Asia Victory Monument Co., Ltd. Ananda APAC Bangchak Co., Ltd. AH-SPV1 Co.,Ltd. JV-CO1 Co.,Ltd. ADC-JV2 Co.,Ltd. ADC-JV5 Co.,Ltd. ADC-JV6 Co.,Ltd. ADC-JV7 Co.,Ltd. ADC-JV8 Co.,Ltd. / Real estate development
		2015-Present	Director	Ananda MF Asia Samyan Co., Ltd. Ananda MF Asia Bangna Co., Ltd. Ananda MF Asia Chitlom Co., Ltd. Ananda MF Asia Chongnonsi Co., Ltd. Ananda MF Asia Toapoon Co., Ltd.

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		Non - Listed Company		
				Ananda MF Asia Thaphra Co., Ltd. / Real estate development
		2014 - Present	Director	Ananda MF Asia Asoke Co., Ltd. / Real estate development Ideo Condo One Co.,Ltd. / Media Production
		2013 - Present	Director	Ananda Development One Co., Ltd. / Real estate development : Landed housing Baan Niravana Co., Ltd. / Real estate development : Landed housing Ananda MF Asia Co., Ltd. / Real estate development
		2011 - Present	Director	Helix Co., Ltd. / Constructing Ananda MF Asia Ratchathewi Co., Ltd. / Real estate development
		2010 – Present	Director	Ananda Development Two Co., Ltd. / Real estate development : Condominium The Agent (Property Expert) Co., Ltd. / To act as an agent in the sale / purchase and procurement of lessees The Work Community Management Co., Ltd. / To provide management service for condominiums and landed housings
		2006 – Present	Director	Bira Circuit One Co., Ltd. / To lease race tracks
		2005 – Present	Director	Bluedeck Co., Ltd. / To operate a sport club and restaurants Bira Kart Co., Ltd. / To lease Go-Kart race tracks
		2004 – Present	Director	Maduro Co., Ltd. / Real estate development
		2001 – Present	Director	Pimanda Development Co., Ltd. / Real estate development

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
8 Miss Patcharavalai Ruangkritya Age : 35 years Type : Authorized Director Position : Director Member of Executive Committee Corporate Assistant Vice President – Office of CEO Appointed date : 29 April 2011 Family Relationship between Directors and Executive : Miss Patcharavalai Ruangkritya's younger sister	- Bachelor of Hospitality Administration, Boston University, U.S.A. Training Courses by Thai Institute of Directors : - Director Accreditation Program (85/2010)	Listed Company		
		2013 - Present	Director, Member of Executive Committee, Corporate Assistant Vice President - Office of CEO	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2011 - 2013	Director, Member of Executive Committee, Assistant Business Development Executive	
		Non - Listed Company		
		2016-Present	Director	Ananda MF Asia Phetchaburi Co., Ltd. Ananda MF Asia Bangchak Co., Ltd. Ananda MF Asia Udomsuk Co., Ltd. Ananda MF Asia Saphankhwai Co., Ltd. Ananda MF Asia Phraram 9 Co., Ltd. Ananda MF Asia Victory Monument Co., Ltd. Ananda APAC Bangchak Co., Ltd. AH-SPV1 Co.,Ltd. JV-CO1 Co.,Ltd. ADC-JV2 Co.,Ltd. ADC-JV5 Co.,Ltd. ADC-JV6 Co.,Ltd. ADC-JV7 Co.,Ltd. ADC-JV8 Co.,Ltd. / Real estate development
		2015-Present	Director	Ananda MF Asia Samyan Co., Ltd. Ananda MF Asia Bangna Co., Ltd. Ananda MF Asia Chitlom Co., Ltd. Ananda MF Asia Chongnonsi Co., Ltd. Ananda MF Asia Toapoon Co., Ltd. Ananda MF Asia Thaphra Co., Ltd. / Real estate development

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		2014 - Present	Director	Ananda MF Asia Asoke Co., Ltd. / Real estate development Ideo Condo One Co.,Ltd. / Media Production
		2013 - Present	Director	Ananda Development One Co., Ltd. / Real estate development : Landed housing Baan Niravana Co., Ltd. / Real estate development : Landed housing Ananda MF Asia Co., Ltd. / Real estate development
		2011 - Present	Director	Ananda Development Two Co., Ltd. / Real estate development : Condominium Helix Co., Ltd. / Construction Ananda MF Asia Ratchathewi Co., Ltd. / Real estate development
		2010 - Present	Director	The Agent (Property Expert) Co., Ltd. / To act as an agent in the sale / purchase and procurement of lessees The Work Community Management Co., Ltd. / To provide management service for condominiums and landed housings
		2007 - Present	Director	Bluedeck Co., Ltd. / To operate a sport club and restaurants Pimanda Development Co., Ltd. / Real estate development Bira Kart Co., Ltd. / To lease Go-Kart race tracks Bira Circuit One Co., Ltd. / To lease race tracks Maduro Co., Ltd. / Real estate development
		2003 - 2013	Director	More Creation Co., Ltd. / Preparation of advertising on radio and television

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
9 Mr. Sermsak Khwanpuang Age : 57 years Position : Member of Executive Committee Chief Investment Officer Family Relationship between Directors and Executive : None	- Master of Economics, National Institute of Development Administration (NIDA) - Bachelor of Economics, Chiangmai University Training Courses by Thai Institute of Directors : - Director Accreditation Program (18/2002)	Listed Company		
		Sep.15 - Present	Member of Executive Committee Chief Investment Officer	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2011 - Aug.15	Member of Executive Committee Member of the Risk Management Committee Chief Investment Officer	
		Non - Listed Company		
		2002 - Present	Director	Thanasathapana Co., Ltd. / Business Advisory BVP Business Consulting Co., Ltd. / Business Advisory
10 Mrs. Muntana Aue- Kitkarjorn Age : 50 years Position : Member of Executive Committee Chief Financial Officer Family Relationship between Directors and Executive : None	- Master of Accounting, Thammasat University - Certificate of auditor, Thammasat University - Bachelor of Accounting, Thammasat University Training Courses by Thai Institute of Directors : - Director Accreditation Program (93/2011) - Director Certification Program (173/2013)	Listed Company		
		Sep.15 - Present	Member of Executive Committee Chief Financial Officer	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2011 - Aug.15	Member of Executive Committee Member of Risk Management Committee Chief Financial Officer	
		Non - Listed Company		
		2002 - Present	Director	Tycoon Tractor Co., Ltd. / Tractor parts dealer

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
11 Mr. Santhad Natthakul Age : 52 years Position : Chief Production Officer Family Relationship between Directors and Executive : None	- Master's in Business Administration, Thammasat University - Bachelor's in Technical Education in Civil Engineering, King Mongkut's University of Technology North Bangkok Training Courses by Thai Institute of Directors : - Corporate Governance for Executives (4/2015)	Listed Company		
		2013 - Present	Chief Production Officer	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2010 - 2013	Project Director	L.P.N. Development Public Company Limited / Real estate development
		2006 - 2010	Construction and Cost Control Department Manager	
12 Mr. Wirote Kappiyajanya Age : 56 years Position : Managing Director - Condominium Family Relationship between Directors and Executive : None	- Mini MBA, Chulalongkorn University - Bachelor of Engineering (Civil), Chulalongkorn University	Listed Company		
		Aug.15 - Present	Managing Director - Condominium	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2009 - 2014	Executive Vice President	Prukha Real Estate Public Company Limited / Real estate development
		Non - Listed Company		
		2015	Executive Vice President	Siamese Asset Co., Ltd. / Real estate development

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
13 Mrs. Supalak Chanpitak Age : 58 years Position : Managing Director – Housing Family Relationship between Directors and Executive : None	- Master of Business Administration, Thammasat University - Bachelor of Architecture, Chulalongkorn University	Listed Company		
		Jun.16-Present	Managing Director - Housing	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		Jan.16 - May16	Advisor	SQE Construction Company Limited / Construction Services
		2010 - 2015	Chief Business Officer	AP (Thailand) Public Company Limited / Real estate development and management services for real estate projects
14 Dr.John Leslie Millar Age : 46 years Position : Chief Strategic Development Officer Family Relationship between Directors and Executive : None	- Bachelor of Medicine, Bachelor of Surgery (MB ChB), University of Aberdeen, Scotland	Listed Company		
		Jun.16-Present	Chief Strategic Development Officer	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2011-May16	Head of Financial Strategy & Investor Relations	

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
15 Mr. Ted Poshakrishna Thirapatana Age : 45 years Position : Chief Business Development Officer Family Relationship between Directors and Executive : None	- Master of Business Administration - Boston College, Carroll Graduate School of Management (Chestnut Hill, M A) - Bachelor of Science in Mechanical Engineering, North Carolina State University	Listed Company		
		2013 - Present	Chief Business Development Officer	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2012 - 2013	International BD and M&A Consultant (VP)	Central Pattana Public Company Limited / Develop and lease space in major shopping centers. And related business
		2010 - 2012	Business Development Department Head/Consultant	Siam City Cement Public Company Limited / Production and sales of cement
		2005 - 2012	Managing Director	Sansiri Public Company Limited / Real estate development
		Non - Listed Company		
		2012 - Present	Director	Zocial M Co., Ltd. / Software
		2010 - Present	Director	U.C.T. Holding Co.,Ltd. / Advisory
		2011 - 2013	Executive Director, Investment Banking and M&A	Trinity Advisory 2001 Co., Ltd. / Investment Banking
16 Dr. Rachada Monthienvichienchai Age : 46 years Position : Dean of Ananda Academy and Chief Learning Officer Family Relationship between Directors and Executive : None	- Ph.D., Computer Science, University College London - M.A., Education (ICT), Institute of Education, University of London - Bachelor of Science (Honors), Computer Science, University College London	Listed Company		
		Nov.16-Present	Dean of Ananda Academy and Chief Learning Officer	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		Non - Listed Company		
		2008-2016	Director	Saint John's International Officer
		2006-2016	Chief Information Officer	Saint John's for Education

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
17 Mr. Lloyd Vatanakovarun Age : 45 years Position : Executive Director (in Charge of Logistics & Warehousing) Family Relationship between Directors and Executive : None	- Master of Business Administration, University of Southern California, Marshall School of Business, U.S.A. - Bachelor of Science, Electrical Engineering, California State University, Long Beach, U.S.A.	Listed Company		
		Nov. 15 - Present	Executive Director (in Charge of Logistics & Warehousing)	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2013 - 2015	Chief Human Resources Officer	
		2013	SR. Manager Corporate Strategy and HR	TIPCO Foods Public Company Limited / Manufacturer and exporter of canned pineapple and fruit juice
		Non - Listed Company		
		2011 - 2012	HR& Admin. Manager	Sionet Asia Co., Ltd. / Research and develop children vaccines
18 Mr. Remgchai Inkapakorn Age : 60 years Position : Head of Office of CEO Family Relationship between Directors and Executive : None	- Master of Business Administration, University of Phoenix - Bachelor of Business Administration (Finance), San Francisco State University Training Courses by Thai Institute of Directors : - Director Accreditation Program (97/2012)	Listed Company		
		2013-Present	Head of Office of CEO	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
		2012-Present	Director Chairman of Audit Committee	JMT Network Services Public Company Limited / Bad debt collection and used car hire purchase
		2002 - 2013	Supply Chain Business Development Manager	Siam City Cement Public Company Limited / Producer and distributor of cement

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
19 Mrs. Suwanna Vanitsombat	- Master of Business Administration, Strayer University, U.S.A. - Bachelor of Business Administration, Assumption University	Listed Company		
		2013 - Present	Company Secretary	Ananda Development Public Company Limited / Real estate development and management services for real estate projects
Age : 53 years	Training Courses by Thai Institute of Directors : - Company Secretary Program (41/2011) - Company Reporting Program (1/2011) - Corporate Secretary Development Program	1992 - 2012	Assistance Vice President, Office of Management, Planning Investor Relations and Public relations Groups, Company Secretary	The Siam Industrial Credit Public Company Limited / Finance
Position : Company Secretary				
Family Relationship between Directors and Executive : None				

2 Directorship of Directors, Executive and Person in subsidiaries, Associated and Affiliates.

		No.	Director and Executive	Dr. Narongchai Akrasane	Mr. Poolsak Tansitthipun	Mr. Wiboon Rasmeepaisam	Mr. Nopporn Thepsithar	Mr. Chatchai Bunnag	Mr. Chanond Ruangkritya	Mr.Tanyalak Nunthanavorasiri	Miss Patcharavalai Ruangkritya	Mr. Sermsak Khwanpuang	Mrs. Muntana Aue- Kitkarjom	Mr. Santhad Natthakul	Mr. Wirote Kappiyajanya	Mrs. Supalak Chanpitak	Dr.John Leslie Millar	Mr. Ted Poshakrishna Thirapatana	Dr.Rachada Monthienvichienchai	Mr. Lloyd Vatanakovarun	Mr. Remgchai Inkapakorn
ANANDA Development Public Company Limited			*	❖	◆	◆	○	○	○●▲	○▲	▲	▲	▲	▲	+	+	+	+	+	+	+
Subsidiaries	1	Ananda Development One Co., Ltd.							○	○	○										
	2	Ananda Development Two Co., Ltd.							○	○	○										
	3	Baan Niravana Co., Ltd.							○	○	○										
	4	The Agent (Property Expert) Co., Ltd.							○	○	○										
	5	The Work Community Management Co., Ltd.							○	○	○										
	6	Helix Co., Ltd.								○	○										
	7	AH-SPV1 Co., Ltd.							○	○	○										
	8	JV-CO1 Co., Ltd.							○	○	○										
	9	ADC-JV2 Co.,Ltd.							○	○	○										
	10	ADC-JV5 Co.,Ltd.							○	○	○										
	11	ADC-JV6 Co.,Ltd.							○	○	○										
	12	ADC-JV7 Co.,Ltd.							○	○	○										
	13	ADC-JV8 Co.,Ltd.							○	○	○										
	14	Ideo Condo One Co., Ltd.							○	○	○										
	15	Bluedeck Co., Ltd.							○	○	○										
	16	Bira Circuit One Co., Ltd.							○	○	○										
	17	Bira Kart Co., Ltd.							○	○	○										
Associated	1	Bira RT Kart Co., Ltd.						○													
Joint Ventures	1	Ananda MF Asia Co., Ltd.							○	○	○										
	2	Ananda MF Asia Asoke Co., Ltd.							○	○	○										
	3	Ananda MF Asia Ratchathewi Co., Ltd.							○	○	○										
	4	Ananda MF Asia Samyan Co., Ltd.							○	○	○										
	5	Ananda MF Asia Bangna Co., Ltd.							○	○	○										
	6	Ananda MF Asia Chitlom Co., Ltd.							○	○	○										
	7	Ananda MF Asia Chongnonsi Co., Ltd.							○	○	○										
	8	Ananda MF Asia Taopoon Co., Ltd.							○	○	○										
	9	Ananda MF Asia Thaphra Co., Ltd.							○	○	○										
	10	Ananda APAC Bangchak Co., Ltd.							○	○	○										
	11	Ananda MF Asia Phetchaburi Co., Ltd.							○	○	○										
	12	Ananda MF Asia Bangchak Co., Ltd.							○	○	○										
	13	Ananda MF Asia Udomsuk Co., Ltd.							○	○	○										
	14	Ananda MF Asia Saphankhwai Co., Ltd.							○	○	○										
	15	Ananda MF Asia Phraram 9 Co., Ltd.							○	○	○										
	16	Ananda MF Asia Victory Monument Co., Ltd.							○	○	○										

No.	Director and Executive														
		Dr. Narongchai Akrasanee	Mr. Poolsak Tansithipun	Mr. Wiboon Rasmeepaisarn	Mr. Nopporn Thepsithar	Mr. Chatchai Bunnag	Mr. Chanond Ruangkritya	Mr. Tanyalak Nunthanavorasiri	Miss Patcharavalai Ruangkritya	Mr. Semsak Khwanpuang	Mrs. Muntana Aue- Kitkarjom	Mr. Santhad Natthakul	Mr. Wirote Kappiyajanya	Mrs. Supalak Chanpitak	Dr. John Leslie Millar
															Mr. Ted Poshakrishna Thirapatana
															Dr. Rachada Monthienvichienchai
															Mr. Lloyd Vatanakovarun
															Mr. Remgchai Inkapakorn
1	Seranee Holdings Co., Ltd.	●													
2	CB Professional Development Service Co., Ltd.				●										
3	People Asset Co., Ltd.				●										
4	Nong Not Co., Ltd.				●										
5	Pimanda Development Co., Ltd.					●									
6	The Valley Co., Ltd.					●		●							
7	Maduro Co., Ltd.							●							
8	Chanond Surin Co., Ltd.					●		●							
9	Mitsu Natdhanai Co., Ltd.							●							
10	Khemluk Co., Ltd.							●							
11	Kloset Design Co., Ltd.							●							
12	Toscana Valley Interior Co., Ltd.							●							
13	Tuscani Ville Co., Ltd.							●							
14	Villa Ville Co., Ltd.							●							
15	Socail M Co., Ltd.														●
16	U.T.C Holding Co., Ltd.														●

- Notes : 1. Subsidiary, Associated and Affiliates shall comply with the definitions of the Office of the Securities and Exchange Commission.
2. * = Chairman of the Board ❖ = Chairman of the Audit Committee ◆ = Audit Committee
○ = Director ▲ = Executive Director ✚ = Executive ● = Major Shareholder
3. * Directors or Executive include the persons concerned to hold shares in the company. For directors and executives to the Board, see details in section 1.

3 Changes in ANAN Shares held by Directors, Executives, Person with management's authorization and Company Secretary

No.	Name	No. of shares as of December 31,		Increase (Decrease)	% of shares held as of December 31, 2016
		2016	2015		
1	Dr. Narongchai Akrasanee Spouse and minor children	- -	- -	- -	- -
2	Mr. Poolsak Tansitthipun Spouse and minor children	- -	- -	- -	- -
3	Mr. Wiboon Rasmeepaisarn Spouse and minor children	- -	- -	- -	- -
4	Mr. Nopporn Thepsithar Spouse and minor children	- -	- -	- -	- -
5	Mr. Chatchai Bunnag Spouse and minor children	- -	- -	- -	- -
6	Mr. Chanond Ruangkritya Spouse and minor children	1,670,998,400 -	1,670,998,400 -	0 -	50.13 -
7	Mr. Tanyalak Nunthanavorasiri Spouse and minor children	5,658,800 -	6,158,800 -	(500,000) -	0.17 -
8	Miss Patcharavalai Ruangkritya Spouse and minor children	86,500,000 -	86,500,000 -	0 -	2.60 -
9	Mr. Sermsak Khwanpuang Spouse and minor children	2,427,000 -	2,427,000 -	0 -	0.07 -
10	Mrs. Muntana Aue- Kitkarjorn Spouse and minor children	2,650,000 -	2,650,000 -	0 -	0.08 -
11	Mr. Santhad Natthakul Spouse and minor children	- -	- -	- -	- -
12	Mr. Wirote Kappiyajanya Spouse and minor children	- -	- -	- -	- -
13	Mrs. Supalak Chanpitak Spouse and minor children	- -	N/A N/A	N/A N/A	- -
14	Dr. John Leslie Millar Spouse and minor children	893,000 -	N/A -	N/A -	0.03 -
15	Mr. Ted Poshakrishna Thirapatana Spouse and minor children	10,000 -	10,000 -	0 -	0.00 -
16	Dr. Rachada Monthienvichienchai Spouse and minor children	- -	N/A N/A	N/A N/A	- -
17	Mr. Lloyd Vatanakovarun Spouse and minor children	- -	- -	- -	- -
18	Mr. Rerngchai Inkapakorn Spouse and minor children	- -	- -	- -	- -
19	Mrs. Suwanna Vanitsombat Spouse and minor children	- -	- -	- -	- -

Note : List of name No. 13, No. 14 and No. 16 were appointed as the Executives in 2016. Hence, a number of shares held as of December 31, 2015 were not applicable for comparison.

LIST OF DIRECTORS IN SUBSIDIARIES

As of December 31, 2016

No.	Name	Directors in Subsidiary						
		1	2	3	4	5	6	7
		Mr. Chanond Ruangkritya	Mr. Tanyalak Nunthanavorsiri	Miss Patcharavalai Ruangkritya	Mrs. Uaauj Liangsupree	Mr. Chutha Promchinavongs	Mr. Suwit Kiatsumphan	Mr. Chawan Sintukiew
	Ananda Development Public Company Limited	D	D	D	D			
1	Ananda Development One Co., Ltd.	D	D	D	D			
2	Ananda Development Two Co., Ltd.	D	D	D	D			
3	Baan Niravana Co., Ltd.	D	D	D	D			
4	The Agent (Property Expert) Co., Ltd.	D	D	D	D			
5	The Work Community Management Co., Ltd.	D	D	D	D			
6	Helix Co., Ltd.	D	D	D	D	D		
7	AH-SPV1 Co., Ltd.	D	D	D	D			
8	JV-CO1 Co., Ltd.	D	D	D	D			
9	ADC-JV2 Co.,Ltd.	D	D	D	D			
10	ADC-JV5 Co.,Ltd.	D	D	D				
11	ADC-JV6 Co.,Ltd.	D	D	D				
12	ADC-JV7 Co.,Ltd.	D	D	D				
13	ADC-JV8 Co.,Ltd.	D	D	D				
14	Ideo Condo One Co., Ltd.	D	D	D	D			
15	Bludeck Co., Ltd.	D	D	D	D			
16	Bira Circuit One Co., Ltd.	D	D	D	D			D
17	Bira Kart Co., Ltd.	D	D	D	D			D

Note : D = Director

GOOD CORPORATE GOVERNANCE

Placing much importance on compliance with good corporate governance principles, the Company's Board of Directors recognizes the roles, duties and responsibilities of both the directors and the executives in efficient and transparent management so as to promote good corporate governance, boost competitiveness and build confidence of the shareholders, investors and all related parties. In light of this, the Good Corporate Governance Policy has been developed based on the official Good Corporate Governance Principles, covering 5 major areas as follows:-

Section 1 Rights of Shareholders

The Company values the ownership rights of all shareholders, i.e. Thai, foreign, minor and institutional ones, which can be exercised by appointing the Board of Directors to act as their representatives and make decisions on material changes of the Company.

Therefore, the Company encourages the shareholders to exercise their basic rights, namely the right to buy, sell or transfer shares, the right to gain profit sharing, the right to obtain adequate information, the right to attend shareholders' meeting and exercise voting rights regarding appointment or removal of directors, appointment of external auditors and matters that affect the Company, etc. It also ensures that such rights are protected and avoid any acts that violate or infringe the rights of shareholders, by adopting the following policies:-

- 1 The Company shall deliver the notice of the shareholders' meeting specifying the date, time, venue, together with sufficient supporting information pertinent to the objectives, reasons and the Board's opinions on each agenda item, to the shareholders 14 days in advance so that they can thoroughly study the information beforehand.
- 2 The Company shall facilitate the shareholders' attendance by convening the shareholders' meeting at an accessible venue, with a map enclosed with the notice, choosing an appropriate time and date, and allocating adequate time for the meeting.
- 3 Shareholders are invited to submit their questions regarding the Company prior to the meeting date, the criteria for which shall be clearly determined.
- 4 The Company shall not perform any acts that would hinder the shareholders' attendance. In the event that a shareholder cannot attend the meeting, the Company shall not set requirements inconvenient to his/her appointment of proxy, but shall promote the use of Proxy Form B or C on which, according to the notification of the Business Development Department, the proxy grantor can specify his/her votes. Such proxy forms are enclosed with the meeting notice and can be downloaded from the website as well.
- 5 Not less than 80% of the total number of directors must attend the shareholders' meeting. In addition, the Chairman of the Board, chairmen of committees, Chief Executive Officer and Chief Financial Officer must attend every shareholders' meeting to discuss with or to answer relevant questions of the shareholders, unless in case of necessity that they may assign other persons to attend the meeting on their behalf.

- 6 Before the shareholders' meeting commences, the shareholders shall be informed of procedures for voting or making comments and queries on the agenda items. During the meeting, the shareholders are provided equal opportunity to fully make comments or raise questions, and the Chairman of the Board shall appropriately allocate time to those who do so.
- 7 The Company arranges for inspection of the vote counting in the shareholders' meeting, by either an external legal advisor or a shareholder who attends the meeting.
- 8 The Company encourages the use of a voting ballot on each agenda item for transparency as well as future inspection in case of any objection.
- 9 The Company encourages the election of directors on an individual basis, allowing the shareholders to exercise their rights to elect the directors as they truly wish.
- 10 The Company provides the shareholders with an additional channel of access to corporate information and news, by disclosing such information as well as pertinent details on its website. The notice of the shareholders' meeting, in particular, shall be posted in advance, thus enabling the shareholders to conveniently download complete details and agenda items and have sufficient time to study relevant information before receiving the mailed documents.
- 11 For future inspection by the shareholders, minutes of the shareholders' meeting shall contain a complete, clear and correct record of information about directors present at and absent from the meeting, voting and vote tabulation procedures, resolutions of the meeting together with details of approval, disapproval and abstention votes, including significant enquiries and comments. In addition, the minutes shall be published on the Company's website for shareholders' review and submitted to the Stock Exchange of Thailand within 14 days from the date of the shareholders' meeting.
- 12 For the shareholders' convenience, the Company shall transfer the dividends (if dividend payments are required) to the shareholders' bank accounts, so that the shareholders receive the dividends promptly and are not at risk of damaged, lost or delayed checks.

In 2016, the Company encouraged the shareholders to exercise their rights, and avoid any acts that violate or infringe on the rights of shareholders, as follows:-

- 1 In 2016 Annual General shareholder Meeting, the Company invited the shareholders to pose questions for 2016 AGM in advance, and disclosed the criteria for accepting the advanced questions on the corporate website. However, there were no questions submitted.
- 2 The meetings were held at an appropriate date and time, and accessible venue. Notices of the meetings, containing clearly-separated agenda items, opinions of the Board as well as supporting documents, were sent to the shareholders 21 days in advance. Such notices, in both Thai and English versions, were also published on the Company's website not less than 30 days in advance; so that the shareholders had ample time to study the documents.
- 3 The total Board members attended the meetings, at which the Chief Executive Officer and Chief Financial Officer were present to answer relevant questions. The Company neither hindered the shareholders' late attendance, nor added or changed the order of the agenda items. It also arranged for representatives from a law firm to inspect the proxy documentations and the ballot counting of each agenda item. The election of directors was conducted on an individual basis. Before the meeting commenced, the Company informed the shareholders of ballot-based voting procedures. During the consideration of each agenda item, the chairman of the meeting allocated to the shareholders an appropriate period for comments and questions.

- 4 The Company submitted minutes of the meeting, with detailed information about vote casting along with enquiries made on each agenda item, to the Stock Exchange of Thailand within 14 days after the meeting date. The minutes were published on the Company's website as well.

Section 2 Equitable Treatment of Shareholders

To ensure the shareholders that the Board of Directors and the Management shall properly manage the shareholders' fund, the Board therefore oversees that all shareholders are treated on an equitable basis and their rights under Section 1 are protected, as follows:-

- 1 All shareholders, either executive, non-executive, Thai, foreign, individual or institutional ones, shall be treated equally.
- 2 All shareholders are entitled to vote on a one-share-one-vote basis.
- 3 Voting rights of all types of shares (if any) must be disclosed.
- 4 Minority shareholders are encouraged to exercise their rights in proposing additional agenda items or nominating qualified candidates for directorship prior to the shareholders' meeting. Criteria, procedures and conditions pertinent to the acceptance of such proposals are clearly set forth and published via the Stock Exchange of Thailand's and the Company's websites.
- 5 The meeting notice is prepared in both Thai and English versions, and fully published on the Company's website in advance at least 30 days prior to the meeting date.
- 6 The agenda items shall be considered and voted on in the predetermined order, without any unannounced changes of significant information or unapproved addition of agenda items.
- 7 A policy against abuse of inside information is formulated in writing as guidelines on the safekeeping and protection of inside information, and announced for across-the-board compliance. All the directors and executives having a duty to report their securities holding and are required to submit such reports to the Board of Directors.
- 8 A policy on the disclosure of directors', executives' and related persons' interests is formulated, so that the Company is aware of information regarding connected transactions which may lead to conflicts of interest and misappropriation of benefits between the Company and its subsidiaries.
- 9 A policy on connected transactions between the Company and persons with interests or possible conflicts of interest is clearly formulated. The Audit Committee shall give opinions on the necessity of the transactions, where the terms and conditions must be of general trading conditions and the transaction price must be measurable and comparable to market price. In a case where no comparison is possible, such transactions must be of reasonable price and carry the highest benefit to the Company and its shareholders.

In 2016, the Company treated all shareholders, regardless of being executive, non-executive, Thai, foreign, individual or institutional ones, on an equitable and fair basis, as follows:-

- 1 In 2016 AGM, the Company encouraged the shareholders to propose additional agenda items and/or nominate candidates for directorship election in advance, the criteria for which were clearly specified and published on the Company's website. However, there were none proposing additional agenda items and/or nominating candidates for directorship. The Company also offered an option

for the shareholders in appointing the independent directors, whose profiles were enclosed with the meeting notice, as their proxies. The meeting notices, both in Thai and English, were published on the Company's website in advance not less than 30 days prior to the meeting date, in order that the shareholders had time to study the information.

- 2 The Company set no complicated requirements included in the meeting notice, to facilitate the shareholders unable to attend the meeting in appointing a proxy to attend on their behalf. The meeting notice also included Proxy Form B or C, on which the votes could be predetermined according to the notification of the Business Development Department. In addition, the Company had no restrictions on the right to attend the meeting for shareholders arriving late.
- 3 In 2016, the Company provided new directors and employees with trainings on the prevention of abuse of inside information. New directors and executives shall submit the report of securities holding (Form 59-1) or the report of changes in securities holding (Form 59-2) to the Office of the SEC within the specified period. For the past year, there was no case of abuse of inside information for personal gain by directors, executives or employees.
- 4 In 2016, the Company had 2 new directors. They had already disclosed their and related persons' interests within the specified period, for the consideration of connected transaction that might lead to conflicts of interest.

Section 3 Roles of Stakeholders

The Company recognizes the rights of all stakeholders, either internal ones which comprise the shareholders and employees or external ones which comprise customers, business partners, creditors, competitors, government sectors, other organizations as well as neighboring communities. Support from these stakeholders contribute greatly to the Company's competitiveness, profitability and, above all, long-term value. The Board of Directors has therefore formulated the "Code of Business Conduct" handbook as guidelines for performing in accordance with the corporate rules and regulations, ethics, morality and integrity in a constructive manner.

3.1) Treatment of and Responsibility to Shareholders

Well aware that the shareholders are the owners of the business and the Company has a duty to bring value addition to them in the long term, the Company requires its employees to comply with the following guidelines:-

- 3.1.1) To perform their duties with integrity, and carefully and prudently make decisions that are fair to every shareholder for the benefit of shareholders as a whole;
- 3.1.2) To oversee the operations to ensure that the Company has good financial status and operating performance, and that the reports on corporate position, operating results, financial and accounting status along with other matters are prepared and presented regularly and accurately.
- 3.1.3) To report to all shareholders on future trends, both positive and negative, of the Company based on feasibility projections supported by sufficient and sensible information.
- 3.1.4) Not to use non-public information for personal or other persons' gain, or to perform any acts in a manner that may lead to conflicts of interest.
- 3.1.5) The Company shall treat every shareholder equally at a shareholders' meeting.

3.2) Treatment of and Responsibility to Government Sector

The Company places significance on compliance with the laws, rules and regulations of the government sector, particularly in undertaking its business transactions. The Company avoids any acts that may induce improper conduct of the government authorities or officials. Instead, it shall focus on developing mutually good relationships with them in an appropriate and permitted manner, such as meetings in public places and greetings on customary or festive occasions. Practices on this matter are as follows:-

- 3.2.1) To act properly when contacting government officials or authorities.
- 3.2.2) To be well aware and acknowledge that the laws, rules or regulations of different government authorities may vary in conditions, processes, or procedures, and the Company shall strictly comply with them.

3.3) Treatment of and Responsibility to Employees

Realizing at all times that all employees are the most valuable resources and crucial to the achievement of corporate goals, the Company establishes a policy toward fair treatment in terms of job opportunities, remuneration, appointment, transfer and capacity development, based on the following practices:-

- 3.3.1) To treat all employees with respect for their honor, dignity and personal rights.
- 3.3.2) To keep the working environment safe for the lives and properties of its employees.
- 3.3.3) The appointment, transfer, reward and punishment of employees shall be done in good faith, based on the knowledge, competency and qualifications of such employees.
- 3.3.4) To put emphasis on the enhancement of employees' knowledge and capacity by arranging regular seminars and trainings and also giving them equal opportunities.
- 3.3.5) To fix employee remuneration fairly based on market conditions, business competition, nature of duty, operating performance and the Company's financial capacity.
- 3.3.6) To avoid any unfair acts that may affect job security of employees.
- 3.3.7) To give employees an opportunity to make recommendations or complaints regarding their work, and to seek pertinent solutions in order to bring benefits to all parties and develop good relationships among colleagues.

3.4) Treatment of and Responsibility to Customers

The Company earnestly undertakes the real estate development business, with an aim to present to its customers creative products and services managed based on a high standards alongside ethical conduct. To achieve this, the Company has laid down the following practices:-

- 3.4.1) To supply and develop products and services that fulfill customer needs.
- 3.4.2) To deliver high quality products and services under fair conditions.

- 3.4.3) To provide correct and sufficient information of its products and services so that customers can make informed decisions; and not to make an overstatement either in advertisements or communications with customers that may mislead them over the quality, quantity or any conditions of the products and services.
- 3.4.4) To put in place a feedback and complaint procedure for customers, so that the Company can address and resolve the said problems promptly and also use the information to improve or develop its products and services.
- 3.4.5) To maintain customer confidentiality, without disclosure or abuse of such information.

3.5) Treatment of and Responsibility to Suppliers and Contractual Parties

Regarding its suppliers and contractual parties as important business partners and success factors, the Company has a policy to treat them on the basis of fairness and mutual benefits, under the following practices:-

- 3.5.1) The Company intends to attain an efficient supply of products and services under the following principles:-
- To compete based on equal information provided;
 - To set a criteria for the assessment and selection of suppliers and contractual parties;
 - To prepare contracts with proper and fair terms to both parties;
 - To set a management and monitoring system to ensure full compliance with the contractual terms and to prevent corruptive actions throughout the procurement process;
 - To make punctual payments to suppliers and contractual parties in accordance with the agreed terms of payment.
- 3.5.2) The Company is intent on developing and maintaining sustainable relationships with the suppliers and contractual parties who have a clear objective of attaining price-worthy quality of their products and services in tandem with mutual trust.
- 3.5.3) All executives and employees are prohibited from accepting, directly or indirectly, any personal benefits from suppliers and contractual parties. In this regard, the Company has set forth a policy against receiving from as well as giving to its suppliers and contractual parties any gifts/hospitalities in exchange of business gain.
- 3.5.4) Not to use the information obtained in the course of procurement for personal or other persons' gain.

3.6) Treatment of and Responsibility to Creditors

In order to secure its credibility with the creditors, the Company operates its business under principles and disciplines, as follows:-

- 3.6.1) To strictly comply with the contractual or the agreed terms;
- 3.6.2) To inform its credit in advance, in case the Company is unable to comply with the agreed terms, in order to jointly seek solutions thereto.

3.7) Treatment of and Responsibility to Competitors

The Company is intent on undertaking its business toward sustainable success and the leading position, while competing in the industry fairly and ethically under the following practices:-

- 3.7.1) To engage in fair competition.
- 3.7.2) Not to seek the confidential information of its competitors by dishonest or improper means to benefit the Company's business operations.
- 3.7.3) Not to make a malicious accusation against or bring discredit on its competitors.
- 3.7.4) Not to perform any acts that infringe intellectual property rights of other persons or competitors.

3.8) Treatment of and Responsibility to Society

Seeing itself as a part of the society, the Company values the importance of sustainable development of its neighboring communities, the society and environment. It has therefore carried out social and community activities continually alongside socially responsible business operations, as follows:-

- 3.8.1) To adopt a policy on eco-conscious business operations and to strictly comply with applicable environmental laws and rules.
- 3.8.2) To adopt a clear corporate social responsibility (CSR) policy, which is implemented across-the-board.
- 3.8.3) To promote among employees the awareness of and responsibility to the environment and society.
- 3.8.4) To have respect for the tradition, custom and culture of each locality in which the Company operates.
- 3.8.5) To regularly carry out social, community and environmental activities, either organized on its own or in cooperation with the government, private and community sector organizations, in order to help improve the quality of life in the communities in which the Company's operations are located.
- 3.8.6) To cooperate, as appropriate, with activities of neighboring communities in the areas in which the Company operates.
- 3.8.7) To respond promptly and efficiently to incidents, arisen from the Company's operations, that affect the environment, communities, lives and properties of the locals, by cooperating fully with relevant government authorities and agencies.

- 3.8.8) To adopt an anti-corruption policy, which prohibits the Company's personnel from engaging in all forms of bribery, either directly or indirectly, by offering, promising, soliciting, demanding, giving or accepting bribes, or exhibiting any behaviors indicative of misconduct or corruption, in an attempt to gain or retain any other improper business benefits either for the Company's personnel or a third party. Particularly in the giving of gifts, assets or other benefits to government officials in Thailand and other countries, it must be ensured that such giving is not against the laws and local traditions.

Anti-Corruption Policy

The Company and subsidiaries pursue a policy of conducting business with fairness and resolute responsibility to the society and all stakeholders, based on the good corporate governance principles, code of business ethics and stakeholders guidelines in order to develop into a sustainable organization.

To demonstrate its commitment against corruption in all forms, the Company has signed in the Private Sector Collective Action Coalition Against Corruption pledge so as to ensure all stakeholders that the Company has a proper management in tandem with the good corporate governance principles. Hence, the Board of Directors has formulated the "Anti-Corruption Policy" in writing as a practice guideline mandatory for all directors, executives and employees. The policy focuses on inculcating an anti-corruption mindset in executives and employees of all levels, raising awareness about the harm of corruption, along with cultivating the right values in furtherance of corporate transparency. In this regard, the "Anti-Corruption Coalition Committee" was established in August 2014, mainly responsible for supervision, formulation of policies and procedures concerning internal and external communications and employee knowledge programs on anti-corruption policy and guidelines, setting of whistle-blowing channels, and setting of appropriate practices against potential risks of corruption.

The Company has also designated persons responsible for arranging written criteria, processes, monitoring and reports. The Board of Directors has therefore assigned the Audit Committee to oversee compliance with anti-corruption measures. Accordingly, the Audit Committee shall review relevant internal control measures and practices, reports on adequacy and efficiency of anti-corruption measures, as well as risk assessment, and shall make recommendations to the Board on suggested practices for risk mitigation. The executives shall implement such recommendations. By this, all stakeholders are ensured of the Board's adherence to the good corporate governance principles.

Directors, executives and employees of the Company, subsidiaries, affiliates or group companies over which it has management control are required to strictly comply with this Anti-Corruption Policy. Major practices include prohibition against bribery in all forms, either directly or indirectly, by offering, promising, soliciting, demanding, giving or accepting bribes, or exhibiting any behaviors indicative of misconduct or corruption, in attempt to gain or maintain any other improper business benefits. The Policy is expected to serve the interests of all stakeholders in the long term, as follows:-

• Shareholders	:- Ensured of best return on their investment.
• Employees	:- Ensured of fairness in work, with available whistle-blowing channels for reporting corruption cases to independent directors.
• Suppliers	:- Ensured of fairness in selection process, fulfillment of contract provisions, and work evaluation.
• Customers	:- Ensured of quality products and good services.
• Contractors	:- Ensured of various assistance schemes provided without charge, e.g. credit facility arrangement, transfer of payment on due date, work inspection, and arrangement of routes for transporting building materials and equipment into or out of construction sites.
• Country and Society	:- Ensured of correct and full payment of taxes that would be used in state management. Meanwhile, the society derives indirect benefits from the culture of honesty inculcated into the employees as such the mindset will also extend to wider society.

Definitions

Misconduct or Corruption refers to the commission or omission of a particular act in official position or the abuse of authority under official position in all forms, either by giving or accepting bribes, offering, promising, soliciting, or demanding assets, money, items, privileges or any other benefits in violation of ethics, code of conduct, the laws, rules, regulations and policies, to government officials or any other persons doing business with the Company or its group companies, either locally or overseas, in attempt to gain undue benefits for the organization, oneself or other related persons.

Political contributions refer to the giving of assets, money, privileges or any other benefits in order to provide assistance, support or any other benefits to political parties, politicians or persons associated with politics, as well as political activities, either directly or indirectly.

Related persons refer to spouses, children, parents, siblings or close relatives of the directors, executives and employees of all levels of the Company and its group companies.

Implementation

Staff members of all levels of the Company, subsidiaries, affiliates and group companies must comply with the guidelines set out as follows:-

- 1 Comply with the Anti-Corruption and Bribery Policy, Code of Business Ethics, including rules and regulations of the Company, by avoiding either direct or indirect involvement in corruption in all forms.
- 2 Must not commit any acts indicative of a corrupt intent and giving or acceptance of bribes to and from stakeholders of Ananda group in the course of discharging their responsibilities, either directly or indirectly, in attempt to gain benefits for the organization, themselves or related persons.

- 3 Must not disregard or ignore behaviors of possible corruption related to the Company, subsidiaries, affiliates and group companies, when witnessing one. It is their duty to report the case to their supervisors or responsible persons, including cooperate in the investigation thereof.
- 4 In the course of any acts with high risk of corruption, staff members of all levels of the Company, subsidiaries, affiliates and group companies must proceed with caution in the following instances:-
 - 4.1 Giving or receiving of gifts, entertainments and other related expenses must be made in compliance with the good practices specified in the Company's Good Corporate Governance Handbook, Code of Business Conduct, including Anti-Corruption and Bribery Policy of Ananda group.
 - 4.2 Charitable donations must be made on behalf of the Company, subsidiaries, affiliates or group companies, and to trustworthy and certified organizations established for socially-charitable purposes. The donations must be carried out in a transparent and lawful manner in accordance with procedures specified by the Company, with a tracking scheme in place to ensure that such donations were not used as excuses for bribery.
 - 4.3 Sponsorships, either in the form of money or assets, to any activities or projects must be made with the name of the Company, subsidiaries, affiliates or group companies being specified, and for the purpose of promoting the businesses and good image of the Company, subsidiaries, affiliates and group companies. The sponsorships must be carried out in a transparent and lawful manner in accordance with procedures specified by the Company.
 - 4.4 Business associations, procurement transactions and interactions with public and private sectors, government officials as well as persons involving in business operations of the Company, subsidiaries, affiliates and group companies, either locally or overseas, must be carried out in a transparent and honest manner in accordance with applicable laws.
 - 4.5 The Company has a policy of political neutrality. All staff members have political rights and liberties under the law, still should keep in mind that they are not to engage in any political activities as well as not to utilize resources of the Company, subsidiaries, affiliates and group companies in any such activities, which could jeopardize the neutrality of Ananda Group or cause damages to the Company as a result of such involvement or political support.

Provisions in Implementation of Anti-Corruption Policy

In implementing its Anti-Corruption Policy, the Company has arranged relevant practice guidelines in writing as specified in the Code of Business Ethics, Director Code of Conduct, Executive and Employee Code of Conduct, Good Corporate Governance Policy, Internal Controls and Risk Management, No Gift Policy and any other policies or procedures to be specified in the future. This Anti-Corruption Policy also covers human resources management process, from the recruitment and selection of personnel to the promotion, training and development, performance appraisal and employee benefit programs. Supervisors of all levels are to communicate with their subordinates for proper practice, as well as supervise to ensure effective implementation.

Internal and External Communications

The Company places an importance on internal communications via various media such as Intranet and bulletin board, and also on human resources management in effort to inculcate, disseminate and foster ethical conduct in employees and executives so as to raise awareness about the significance of good corporate governance, risk management and internal control in corruption prevention, as well as the reporting of corruption cases to the executives. The Anti-Corruption Policy, where all the processes shall be carried out under legal framework, has been disseminated to all directors, executives and employees. In addition, the Company has provided whistle-blowing channels along with protection measures for those who report corruption cases. Details of the Policy and implementation regarding prevention of corruption involvement are disclosed on the Company's website (<http://www.ananda.co.th/ir/company/index.php>) under the heading titled Anti-Corruption Policy.

The Company has launched a series of anti-corruption campaign, i.e. publicizing the Policy through all stakeholders for their awareness-understanding-implementation. The information has been disseminated to employees via email and intranet, as well as learning anti-corruption policy through guide game for orientation to new employees on their first day. The campaign includes newsletters on anti-corruption measures, publicity posters and pamphlets at all site offices, quiz contests, tests on understanding of anti-corruption concept, and induction courses for new employees on anti-corruption policy and practices. All employees shall also officially sign the acknowledgement of the Company's Anti-Corruption Policy.

Risk Management and Assessment

The Company put great importance on risk management process to identify corruption risks associated with its business operations, e.g. embezzlement, fraudulent financial reporting and other types of misconduct. The risks are analyzed, in terms of both likelihood and impact, in order to devise risk response measures. To mitigate and prevent such risks, the process takes into consideration the control activities, the monitoring of internal control function, including the assessment of the ability to prevent and detect corrupt transactions, errors, and regulation compliance or non-compliance. Examples of corruption in the Company's operational processes are corruption cases concerning finance, sales, marketing, other services, cash, material documents, procurement and etc.

In business risk assessment program, the corruption risks in all units of the Company and subsidiaries are to be assessed at least once a year. Each unit shall identify potential risks of corruption, scores of likelihood and respective impacts, as well as suggested measures to prevent or counter potential corruption. Risks are assessed based on nature of business activities, operational processes, industrial conditions, business terms, policies concerning anti-corruption measures, along with handbooks on policies concerning anti-corruption measures which specify exact practices for each policy.

Steps of risk assessment are as follows:-

- 1 Risk identification: Head of each unit identifies potential risks of corruption.
- 2 Risk assessment: Risks are analyzed and assessed as to the effects they pose on the achievement of corporate objectives, by considering the degree of risk likelihood and potential risk impacts.

- 3 Risk prevention or management: Risk management strategies or activities are established in alignment with the Company's risk appetite. The existing risk management function is thus evaluated for adequacy, enabling it to reduce risk likelihood and impacts.
- 4 Risk governance or control activities: Policies or procedures are implemented as control activities, e.g. approval, review, reconciliation or segregation of duties, in order to ensure that corporate risk management is carried out appropriately and promptly.
- 5 Risk monitoring and reporting: Risk management activities are monitored and modified continually. Information on corruption risks is collected and presented to the Risk Management Committee, which will subsequently assess, analyze and rank such risks, devise measures against or solutions to problems in corruption risk management, as well as report the risk assessment result to the Board of Directors on a quarterly basis.

Implementation of Anti-Corruption Measures

The Company emphasizes the importance of internal audit process and the evaluation of internal control adequacy by means of self-assessment. It also encourages the use of technology in examining corruption on a regular and all-embracing basis.

Internal Audit Office is responsible for examining and reviewing that business operations are accurate and in compliance with policies, guidelines, delegated authority, rules, the laws and regulations of regulatory bodies, in order to ensure that the Company's internal control system is appropriate and adequate against potential risks of corruption. Results thereof shall be reported to the Audit Committee.

The Internal Audit Office has set out guidelines for monitoring and assessment of compliance with anti-corruption measures, as follows:-

- 1 All directors, executives and employees of the Company, subsidiaries, affiliates or group companies over which it has management control are required to strictly comply with this Anti-Corruption Policy.
- 2 Compliance with anti-corruption measures are monitored and assessed by reviewing each step of the process where internal control deficiencies may be discovered and thus exposed to corruption, in order to develop preventive guidelines and practices.
- 3 In order to mitigate risks of corruption, relevant practice processes, procedures and policies shall be revised based on the result of process review, the Audit Committee's comments and recommendations upon reviewing the result of complaint investigation and the adequacy of practice processes, the result of corruption risk assessment, as well as the employees' comments made via provided email.
- 4 Results of process revision and post-revision outcome shall be monitored in order to ensure that the recommendations intended for improvement of processes, practices and policies have been implemented in a prompt manner.

- 5 Results of monitoring and assessment of compliance with anti-corruption measures along with process revision and post-revision outcome shall be reported on a quarterly basis to the Audit Committee, which shall review the completeness, appropriateness and adequacy of processes, practices and policies relating to anti-corruption measures. The Audit Committee is responsible for reporting the review results to the Board of Directors, so that the relevant processes, practices and policies can be revised to ensure a more efficient internal control function.

Whistleblowing and Complaints Report

Adopting a policy to undertake business with fairness, transparency and accountability under the good corporate governance principles, the Company provides its stakeholders an opportunity to report or give information on irregularities in business operations of the Company via provided channels, whereas:-

Complaint	refers to	Report on any acts suspected as wrongdoings, e.g. violation of laws, breach of the Company's code of conduct or ethics, fraud, infringement of intellectual properties or copyrights, corruption, etc, in order for the Company's due investigation and action.
Eligible complainant	refers to	A stakeholder who witnesses any acts in violation of laws, or breach of the Company's regulations or code of business conduct; or a stakeholder who undergoes abuse, threat, unjust punishment or discrimination because he/she has lodged a complaint, or given or offered to give information in the course of investigation, or submitted facts to the complaint recipient, including filed a lawsuit, testified as a witness, given a statement to or cooperated with the Company, a government agency, or a court of law.
Stakeholder	refers to	A person closely related to the Company who receives any benefit or bears direct impact from the Company's operations, e.g. directors, executives, employees, customers, suppliers, competitors, shareholders or investors, communities in which the Company operates, the society or government sector.
Complaint recipient	refers to	Audit Committee Chairman of Audit Committee Chief Executive Officer Vice President of Internal Audit Office

- Whistleblowing channels** refer to
- 1 Postal mail
Ananda Development Public Company Limited
99/1 Moo 14 Bangna-Trad Road (k.m. 10.5)
Bangpleeyai subdistrict, Bangplee district
Samutprakarn 10540
 - 2 E-mail of recipients
 - 2.1 Audit Committee
E-mail : auditcommittee@ananda.co.th
 - 2.2 Chairman of Audit Committee
Mr. Poolsak Tansitthipun
E-mail : poolsak@ananda.co.th
 - 2.3 Chief Executive Officer
Mr. Chanond Ruangkritya
E-mail : chanond@ananda.co.th
 - 2.4 Secretary to Audit Committee
/ Vice President of Internal Audit Office
Mr. Chatchawan Oupani
E-mail : chatchawan@ananda.co.th
 - 3 Corporate website
<http://www.ananda.co.th/ir/company/whistle-blowing.php>
 - 4 Intranet

Fact-finding investigation refers to The process of collecting all kinds of evidence, i.e. oral evidence, documentary evidence and material evidence, proving the facts, and deciding whether the grounds for complaint are true.

Protection Measures for Whistleblowers

- 1 The whistleblower can choose to remain anonymous in case he/she anticipates damage, but must indicate sufficiently clear details, facts or evidence which can constitute reasonable grounds to believe that an act in violation of laws, or breach of the Company's regulations or code of conduct has taken place.
- 2 In case the whistleblower anticipates danger or damage, he/she can request the complaint recipient to provide appropriate protection measures, or else the complaint recipient may establish ones without the whistleblower's request if the case is deemed to potentially cause damage or danger.
- 3 In case the whistleblower or other person affected by the complaint is unjustly or inappropriately treated by an employee or complaint recipient of the Company, it is deemed that said employee or complaint recipient has committed a gross breach of discipline and is thus subject to disciplinary action, including legal action if such act violates the laws.
- 4 Any person undergoing trouble or damage shall be relieved from such distress through appropriate and fair means or process.

Section 4 Disclosure of Information and Transparency

- 4.1) The Board of Directors has a policy to disclose financial information and non-financial information pertinent to the business and operating results of the Company in a factual, complete, sufficient, regular and timely manner, which reflect the actual financial status, operations and business outlook of the Company.
- 4.2) The Board endeavors to ensure strict compliance with the laws, rules and regulations pertinent to information disclosure and transparency. The Company's information, both in Thai and English versions, shall be published via the corporate website, mass media, and the Stock Exchange of Thailand's electronic channel, so that it is widely disseminated to the shareholders and related parties. Practices on information disclosure shall be revised in line with requirements prescribed by the Stock Exchange of Thailand and the Office of the SEC.
- 4.3) The Company arranges for investor relations officers to contact investors and the shareholders, including institutional and individual ones. It periodically holds meetings to analyze corporate performance, and releases both financial and general information to the shareholders, securities analysts, credit rating companies and relevant authorities by various means, i.e. reports submitted to the Stock Exchange of Thailand and the Office of the SEC and also publicized on the Company's website. In addition, the Company gives special attention to disclosing information, both in Thai and English, on the official website regularly so as to keep the shareholders well-informed. Corporate information, encompassing vision, mission, financial statements, public relations news, annual reports, organization and shareholding structures as well as management and majority shareholder lists, shall be constantly updated.
- 4.4) The Company emphasizes importance on representing its financial reports in a manner that portrays the Company's actual financial position and operating results, based on accurate, complete and sufficient accounting information in accordance with generally accepted accounting standards.
- 4.5) The Company has disclosed information on director profiles, roles and responsibilities of the Board of Directors as well as established committees, the number of meetings held and director attendance records in the past year, including remuneration of directors and senior executives in the Company's annual report (Form 56-2) and annual registration statement (Form 56-1).
- 4.6) The Company has a policy enabling its stakeholders to make enquiries, register complaints or report cases of wrongdoings, inaccuracy of financial reports, weakness in internal control system, unfair treatment caused by a wrongdoing, or the Company's violation of business ethics to any independent director or the Audit Committee member. Such complaints and information shall be protected and treated as confidential. The independent director or the Audit Committee member shall call for an investigation into the case in order to seek a solution thereto (if possible) and report such matter to the Board of Directors.

In 2016, IR activities for disclosing corporate information to investors can be summarized as follows:-

Forms of Activities	Person/Times
Investor and Analyst Visit (persons)	316
Investor and Analyst Site Visit (times)	2
Quarterly Analyst Meeting (times)	4
Investor Conference and Road Show (times)	7
SET Opportunity Day (times)	4
Company Event (times)	2

Moreover, the Company regularly holds press conferences and media events to present key updates of the Company, and promotes its activities through press releases as well.

Interested parties can contact Investor Relations Unit at:

Dr. John Millar or Mr. Komsan Atthaphonphithak
Investor Relations Unit
Ananda Development Public Company Limited
2525 FYI Center Building, 11th Floor, Rama 4 Road,
Kwang Klongtoei, Khet Klongtoei, Bangkok 10110
Telephone : 0-2056-2222 Facsimile : 0-2056-2332
e-mail : ir@ananda.co.th
Website : www.ananda.co.th

Section 5 Responsibility of the Board of Directors

5.1) Structure of the Board of Directors

1) Composition of the Board

The Company's Board of Directors comprises directors possessing diversified qualifications, expertise, proficiency and professional backgrounds pertinent to real estate development business, with the following composition:-

- 1 The Board consists of at least 5 directors. Independent directors fully qualified under relevant notifications of the Capital Market Supervisory Board and the Stock Exchange of Thailand, shall account for not less than one-third of the total number of directors, but must not be less than 3. At least half of the total number of directors shall reside in Thailand.
- 2 Each director is allowed to simultaneously hold a director or management position in not more than 5 other listed companies, excluding the Company's subsidiaries. Any director about to be a director or an executive of another listed company must inform the Board about the matter in advance before taking such position, so that the Board shall properly consider the appropriateness of the Board composition.

- 3 The Company's President must not hold a director or management position in any other listed companies, unless such companies are the Company's subsidiaries or affiliates.
- 4 The Board shall appoint 1 independent director possessing appropriate expertise, experience and qualifications as Chairman of the Board, who shall assume responsibility as the leader of the Board, discharge a duty as the chair of the Board and shareholders' meetings, and be responsible to the Board in supervising corporate management according to the guidelines and policies set by the Board.
- 5 The Board appoints the Company Secretary to responsible for providing advice on regulatory matters to ensure compliance with the laws, code of best practices, the Company's Articles of Association and other regulations concerning the Board, taking care of the Board activities, and coordinating to ensure compliance with the Board resolutions.

Qualifications of Independent Director

The Board has set the qualifications of its independent director in accordance with the minimum requirements of relevant notifications of the Capital Market Supervisory Board, as follows:-

- 1 Holding shares not exceeding 1% of the total number of shares with voting rights of the Company, its parent company, subsidiaries, associates, the Company's major shareholders or controlling persons, including shares held by related persons of such independent director.
- 2 Neither being nor used to be an executive directors, employee, staff, advisor who receives salary or controlling person of the Company, its parent company, subsidiaries, associates, same-level subsidiaries, major shareholders or controlling persons of the Company, unless the foregoing status has ended for not less than 2 years. However, said prohibited characteristics shall not include the case where such independent director was previously a government official or an advisor of a government agency that is a major shareholder or controlling person of the Company.
- 3 Not being a person related by blood or legal registration as father, mother, spouse, sibling and child, including spouse of a child of the executive, major shareholder, controlling person or person to be nominated as executive or controlling person of the Company or its subsidiary.
- 4 Neither having nor used to have a business relationship with the Company, its parent company, subsidiaries, associates, major shareholders or controlling persons of the Company in the manner which may impede his/her independent discretion; and neither being nor used to be a significant shareholder or a controlling persons of the person having business relationship with the Company, its parent company, subsidiaries, associates, major shareholders or controlling persons of the Company, unless the foregoing status has ended for not less than 2 years.

The business relationship in the first paragraph shall include any trading transaction in the normal course of business for renting or leasing out immovable property, transactions relating to assets or services, or granting or receiving financial assistance by borrowing or lending, guaranteeing or providing collateral, including any other similar acts, which result in the Company or its contractual party being subject to indebtedness payable to

the other party in an amount of 3% or more of the net tangible asset of the Company or 20 million baht or more, whichever is lesser. Such indebtedness shall be calculated according to the calculation method for connected transaction value as specified by the notifications of the Capital Market Supervisory Board regarding the rules on connected transactions. However, the consideration of such indebtedness shall include the indebtedness incurred during the period of one year prior to the date on which the business relationship with the person commences.

- 5 Neither being nor used to be an auditor of the Company, its parent company, subsidiaries, associates, major shareholders or controlling persons of the Company, and not be a significant shareholder, controlling person or partner of an audit firm which employs auditors of the Company, its parent company, subsidiaries, associates, major shareholders or controlling persons of the Company, unless the foregoing status has ended for not less than 2 years.
- 6 Neither being nor used to be a professional service provider of any kind, including legal or financial advisor, who receives an annual service fee exceeding Baht 2 million from the Company, its parent company, subsidiaries, associates, major shareholders or controlling persons of the Company; and not being a significant shareholder, controlling person or partner of such professional service provider, unless the foregoing status has ended for not less than 2 years.
- 7 Not being a director appointed as a representative of the Company's directors, major shareholder or shareholder who is related to major shareholders.
- 8 Not operating any business of the same nature as and in competition with that of the Company or its subsidiaries to a significant extent; or not being a significant partner in a partnership, or an executive director, employee, staff or advisor who receives salary or a shareholder holding more than 1% of the total shares with voting rights of any other company that operates any business of the same nature as and in competition with that of the Company or its subsidiary to a significant extent.
- 9 Not having any other characteristics that make him/her incapable of giving independent opinions on the Company's business operations.

2) Term of Directorship

At every annual general meeting of shareholders, one-third of the directors shall retire from office. If the number of directors is not a multiple of three, then the number closest to one-third shall apply. The directors to retire from office in the first and second years after the conversion of corporate status shall be selected by drawing lots. In subsequent years, the directors having served longest in the office shall retire. The directors retiring from office may be re-elected by the shareholders' meeting.

Furthermore, the Board has imposed a limit on the maximum term of an independent director to not exceed 9 consecutive years, in order to maintain transparency and good corporate governance and also to enable independent directors to independently exercise their discretion, without the influence of any group, in making decisions on or raising objections to any matters perceived as disadvantageous to shareholders' or stakeholders' interests.

Apart from retirement by rotation, the directors shall vacate office upon:-

- 1 Death;
- 2 Resignation;
- 3 Lack of qualifications, or possession of legally prohibited characteristics;
- 4 Removal by a resolution of the shareholders' meeting by a vote of not less than three-fourth of the total shareholders attending the meeting and entitled to vote and having an aggregate number of shares not less than one-half of the total shares held by the shareholders attending the meeting and entitled to vote;
- 5 Removal by a court order.

Segregation of Positions

The Company has required the positions and capacities of the chairman of the Board, the chairman of the Audit Committee, and the President which must not be the same person or a person in the same family. So that each position is clear duty, responsibility and can comment freely. This will permit an appropriate check-and-balance system, to enhance governance and transparency of internal operations.

Chairman of the Board

The chairman of the Board must have requisite knowledge, ability, experience and appropriate qualifications before he is appointed. The chairman of the Board is responsible for leading the Board and chairs meetings of the Board and shareholders. The chairman of the Board shall maintain order of meetings, encourage active engagement by every director, provide help and advice, as well as oversee and ensure expression of independent opinions. The chairman of the Board shall be liable to the Board in managing the Company in accordance with the guidelines and policies of the Board.

Nomination of Directors

In nominating directors, the Company seeks out persons who have adequate knowledge, ability, experience, good working records, leadership qualities, farsightedness, morality, ethics and attitude. Such persons must dedicate adequate time to oversee the Company's business operations and have appropriate qualifications suitable to the Company's business strategy. The nomination process shall be both transparent and credible to the shareholders.

In selecting and appointing a person to be a director of the Company, the Nomination and Remuneration Committee shall be responsible for recruiting, selecting and nominating persons with appropriate qualifications to be presented to the Board and/or at a shareholders' meeting (as the case may be), provided that the person who is appointed as a director or executive of the Company shall have the qualifications prescribed under Section 68 of the Public Limited Company Act B.E. 2535 (1992) (as amended) and, in case of nomination for independent director, the eligible independent director qualifications in accordance with the notification of the Capital Market Supervisory Board no. TorChor.39/2559 re: Application for and Approval of Offer for Sale of Newly Issued Shares (including amendments thereto). In addition, the Company will also consider a candidate's knowledge, ability and work experience.

- (1) a shareholder shall have 1 vote per share;
- (2) each shareholder shall use all his or her votes to elect 1 or several persons as a director or directors. However, he or she may not divide his or her votes among multiple candidates; and
- (3) the persons who receive the most votes in ranking order will be elected as directors up to the number of directors the Company shall have or elect at that meeting. In the event that the persons being elected in subsequent order have equal votes but their election will exceed the number of directors required to be elected in that meeting, the chairman of the meeting shall have a casting vote.

5.2) Committees

The Board has appointed certain directors or executives to sit in various committees set up for particular task of studying and reviewing specific matters of interest. The Board has a policy to establish 5 committees, i.e. the Audit Committee, the Risk Management Committee, the Good Corporate Governance Committee, the Nomination and Remuneration Committee and the Executive Committee. The composition, qualifications, appointment, term of office, duties and responsibilities, meeting and reporting practices of each committee shall be as stated in its Scope of Authority and/or its Charter, and subject to revision on a regular basis.

5.2.1 Audit Committee

The Audit Committee consists of 3 or more independent directors, who are qualified pursuant to qualification of Independent Directors and additional qualification as follows:

- 1 cannot be a director assigned by the Board to make any decision on the business operation of the Company, the parent company, subsidiaries, associates, majority shareholders or controlling persons of the Company;
- 2 cannot be a director of the parent company, subsidiary company or a subsidiary company which is listed;
- 3 have sufficient knowledge and experience to perform duties as a member of the Audit Committee, provided that at least 1 member of the Audit Committee shall have sufficient knowledge and experience for auditing the reliability of financial statements;

The Board appoints the chairman of the Audit Committee or the appointed members of the Audit Committee elect 1 member among them to be the chairman of the Audit Committee. Chief of the Office of Internal Audit shall act as the secretary of the Audit Committee.

The criteria and procedure of appointing members of the Audit Committee is similar to the criteria and procedure to appoint the Company's director. The term of membership within the committees is 3 years from the date of appointment. Any member of the Audit Committee retiring on rotation may be re-elected. In the case of a vacancy of member's office in the Audit Committee by any reason other than a retirement on rotation, the Board shall elect a candidate who is well-qualified to be a member of the Audit Committee to ensure that the number of members of the Audit Committee is consistent with the requirement prescribed by the Board. The person so appointed shall remain in office for the same period of time as the vacating director was entitled to remain in office.

5.2.2 Risk Management Committee

The Risk Management Committee is appointed by the Board of Directors, and shall consist of at least 4 members, as follows:-

- 1 3 directors, at least 1 being independent director and at least 1 being executive director;
- 2 At least 1 senior executive;
- 3 Chairman of the committee shall be a director.

The Risk Management shall report directly to the Board of Directors. The term of membership within the committee is 3 calendar years from the date of appointment. Retiring members, including the one being an executive director but not the Company's director, may be re-appointed upon approval of the Board of Directors.

5.2.3 Nomination and Remuneration Committee

Appointed by the Board of Directors, the Nomination and Remuneration Committee consists of no less than 3 members, and at least one-third of the total members shall be independent directors. The Nomination and Remuneration Committee shall elect a member to be the chairman.

The term of membership within the committee is 3 years, but that must be the same as each member's term of directorship. Any retiring member may be re-appointed.

The members of the Nomination and Remuneration Committee are selected and are ultimately appointed by the Board of Directors. At least one third of all the members of the Nomination and Remuneration Committee shall be independent directors.

The Nomination and Remuneration Committee shall report directly to the Board of Directors. Chief Human Resource Officer shall act as the secretary of the Nomination and Remuneration Committee.

The term of membership within the committees is 3 years. Any retiring member of the Nomination and Remuneration Committee may be re-elected.

5.2.4 Good Corporate Governance Committee

The members of the Good Corporate Governance Committee are selected and appointed from candidates who have knowledge and experience in the area of good corporate governance. At least one third of all the members of the Good Corporate Governance Committee shall be independent directors.

The term of membership within the committee is 3 years, but that must be the same as each member's term of directorship. Any retiring member may be re-appointed.

5.2.5 Executive Committee

The Board appoints the Executive Committee by selecting directors or key executives of the Company who are capable of managing the Company's regular business operations, set up policies, business plans, budgets, management structure and oversees and monitor the Company's operational results as per the policy set forth by the Board of Directors.

5.3) Roles, Duties and Responsibilities of the Board

With respect to corporate governance, the Board oversees that the roles, duties and responsibilities of the Board are specified, upon endorsement of the Board, in writing and reviewed on a regular basis. (The roles, duties and responsibilities of the Board are specified under Management section.)

5.4) Board of Directors Meeting

The Company sets out the criteria for the Board of Directors meeting as follows:-

- 1) The Board meetings are pre-scheduled annually, and shall be convened at least once a quarter according to a predetermined schedule and additional special meetings when necessary, with prior notice provided at least 7 days in advance. At least one-half of the total number of directors shall attend the meeting to constitute a quorum. In case a vote is taken, not less than two-third of the total number of directors must be present.
- 2) The agenda items of the meeting shall be clearly specified in advance, where the Chairman of the Board and the Chief Executive Officer should jointly consider and select agenda items for the meeting. In this regard, the Company Secretary is responsible for delivering the meeting notice and supporting documents to the directors at least 5 days in advance, so that they have sufficient time to review the matters for due opinions and votes.
- 3) The Board shall receive sufficient, complete and continuous information in a timely manner prior to each meeting. The directors can directly and independently contact the Company Secretary, who has a duty to provide them with consultation in relation to legal and regulatory compliance.
- 4) The Chairman of the Board shall duly allocate sufficient time for the Management to present pertinent information and for the directors to discuss significant issues. Each director is encouraged to express his/her opinion before a conclusion is reached.
- 5) The Board has a policy to allow non-executive directors to hold meetings among themselves as necessary, without the presence of the Management, to discuss management issues and concerns. The Chief Executive Office should be informed of the meeting results as well.
- 6) The Board encourages the Chief Executive Officer and President to invite senior executives to attend the Board meetings so that they, as the persons in direct charge, can provide more in-depth details. This gives the Board an opportunity to gather information for management succession planning.
- 7) During the consideration of the agenda items, directors having interests in any agenda item shall not be entitled to vote on such matter and exclude themselves from the meeting.

- 8) Records of each meeting shall be taken in writing. The Board-approved minutes of all meetings shall be kept for future inspection by the directors and relevant parties.

5.5) Self-Assessment of the Board

The Board shall conduct self-assessments of the collective Board, of individual directors and of all established committees at least once a year, in order to use the assessment results for reviewing performances, problems or challenges experienced over the previous year as well as for enhancing efficacy of the Board and other committees to attain optimal corporate benefit. The results are also used as information to support the determination of remuneration. Assessment forms are prepared in consonance with the Good Corporate Governance principles of the Company and the scope of responsibilities of the Board.

In 2016, the Company arranged for all the directors to conduct 6 performance assessments, as follows:-

- 1) Self-assessment of the collective Board;
- 2) Self-assessment of directors (individual);
- 3) Self-assessment of the Audit Committee;
- 4) Self-assessment of the Risk Management Committee;
- 5) Self-assessment of the Nomination and Remuneration Committee; and
- 6) Self-assessment of the Good Corporate Governance Committee.

Assessment Process and Criteria

At each year-end, the Company Secretary sends assessment forms to members of the Board and all committees. Directors, upon completing their annual self-assessments, shall return the forms to the Company Secretary Office or respective committee secretaries. Assessment results of each committee's annual performance are then summarized and reported to the Board of Directors for acknowledgement. The results are assessed in percentage terms based on the following criteria:-

Scores	Grade
Over 90%	Excellent
Over 80%	Very good
Over 70%	Good
Over 60%	Fair
Below 60%	Improvement needed

Assessment results of each committee can be summarized as follows:-

1 Self-assessment of the collective Board, consisting of 6 sections, namely:-

Section	Topic
1	Composition and qualifications of the Board
2	Roles, duties and responsibilities of the Board
3	Board meetings
4	Discharge of duties
5	Relationship with the Management
6	Self-development of directors and development of executives

According to the assessment results, the overall performance of the collective Board on 6 sections was rated Very good with an average score of 87.47%. It can be concluded that the Board had performed its duties in compliance with the Good Corporate Governance principles and the Business Ethics of the Company. The section with the highest average score was Section 5: Relationship with the Management, while the topics with highest score was the President's ability to seek the Board's advice when necessary. The section with the lowest average score was Section 6: Self-development of directors and development of executives, while the topic with the lowest score was the Board's adequate consideration in setting the management succession plan to serve the company's business operations without interruption.

2 Self-assessment of individual director, consisting of 8 sections, namely:-

Section	Subject
1	Roles and duties of directors
2	Strategic and business planning
3	Risk management and internal control
4	Supervision against conflicts of interest
5	Monitoring of financial and operational reports
6	Board meetings
7	Nomination and remuneration review process
8	Self-development of directors and development of executives

According to the assessment results, the overall performance of individual directors on 8 sections was rated Very good with an average score of 88.69%. The section with the highest average score was Section 4: Supervision against conflicts of interest, while the topic with highest score was the directors' decision-making based on the full consideration of possible conflict of interest, e.g. the exclusion of interested directors from the meeting during the agenda voting. The section with the lowest average score was Section 7: Nomination and remuneration review process, while the topic with the lowest score was the appropriateness of management succession process.

3 Self-assessment of the Audit Committee (collective), consisting of 3 sections, namely:-

Section	Subject
1	Composition and qualifications of Audit Committee
2	Discharge of duties within the scope of duties and responsibilities
3	Charter and meetings

For Section 2: Discharge of duties within the scope of duties and responsibilities, assessment is conducted on 6 main topics, namely:-

- 1 Review of the accuracy and adequacy of the Company's financial reporting;
- 2 Review of the Company's internal control and internal audit systems, as well as Internal Audit Unit's independence;
- 3 Review of the Company's compliance with the Securities and Exchange Act, regulations of the SET, and other relevant laws;
- 4 Selection and nomination of external auditor, and recommendation on audit fee;
- 5 Consideration of connected or potential conflict-of-interest transactions, as to be in compliance with the laws and regulations of the SET;
- 6 Preparation and disclosure of the Audit Committee's Report in the Company's annual report.

According to the assessment results, the overall performance of the Audit Committee on 3 sections was rated Excellent with an average score of 92.50%. The Audit Committee had made additional suggestions on the review of internal control and risk management, which could be used as guidelines for the Risk Management Committee in revising the internal control system in accordance with regulations of the SET. It had also reported issues upon reviewing corporate financial reports to the Board, and monitored to ensure that actions had been taken within the specified period. In 2016 the Audit Committee has reviewed the charter in accordance with the requirements of the Stock Exchange of Thailand.

- 1 Assessments of 3 committees (collective), i.e. self-assessment of the Risk Management Committee, self-assessment of the Nomination and Remuneration Committee, and self-assessment of the Good Corporate Governance Committee, consisting of 3 sections, namely:-

Topic	Subject
1	Composition and qualifications (of each committee)
2	Discharge of duties within the scope of duties and responsibilities
3	Charter and meetings

Assessment results of overall performance of 3 committees on 3 sections are as follows:-

- The Risk Management Committee's performance was rated Excellent with an average score of 93.40%. Based on the results, the Risk Management Committee recommended that the Management regularly amend risk management measures and plan, according to changing circumstances, in alignment with strategic plan and business goal. Furthermore, risk analysis of any factor can be caused by both internal and external factors. This includes risk strategy, operations, reporting, compliance, and information technology.
- The Nomination and Remuneration Committee's performance was rated Very Good with an average score of 84.84%. Based on the results, the Nomination and Remuneration Committee planned to arrange in 2016 continual knowledge development program in areas suiting the Company's business and strategic plan for directors and executives to enhance their competency. It shall also review succession plan for CEO and senior executives in order to ensure management continuity.

The Good Corporate Governance Committee's performance was rated Excellent with an average score of 91.86%. The Good Corporate Governance Committee reviewed the Company's Good Corporate Governance Policy on a regular basis, for it put much emphasis on and conformed to the good corporate governance principles of the SET as well as ASEAN CG Scorecard standards in order to be a sustainable organization.

5.6) Remuneration

The Board assigns the Nomination and Remuneration Committee to consider and propose the criteria for determining director remuneration, which shall be approved by the shareholders' meeting and subsequently adopted as the policy. The criteria are as follows:-

- 1) The Company's operating results and business size in comparison with director remuneration set by other listed companies in the same sector and of the same business size;
- 2) Experiences, roles, duties and scope of responsibilities of each director;
- 3) Benefits expected from each director;
- 4) The remuneration must be appropriate enough to attract persons whose qualifications suit corporate needs and circumstances to be directors or executives of the Company.

5.7) Development of Directors and Executives

To enable continual performance improvements, the Board has a policy to encourage and facilitate trainings for persons related to the Company's corporate governance system, such as directors, Audit Committee members, top executives, etc. Upon change of directors or appointment of new directors, the Management shall provide the new directors with documents and information helpful for the discharge of their duties, including the induction session on the nature of the Company's business and operations.

The Board has determined a succession plan for top executives, i.e. the President, Chief Executive Officer and all Chief Officers, by identifying at least 3 personnel who are highly potential and qualified in terms of ability, namely knowledge, experience, beyond-expectation performance together with attitude and behavior that match the corporate culture, and also seniority as successor candidates for one top executive position. If necessary, qualification requirements may be set for external recruitment. The Nomination and Remuneration Committee shall select the most qualified candidate to assume such position right away when it falls vacant, and subsequently propose the nomination to the Board for approval. The plan shall maintain management continuity that contributes to the Company's sustainable growth.

In 2016, the Company appointed 2 new executive, namely Mrs. Supalak Chanpitak, Managing Director – Housing, and Dr. John Leslie Millar, Chief Strategic Development Officer, The Management held an induction meeting for briefings on the nature of the Company's business and operations, code of business conduct, director code of conduct, duty of disclosure.

Pursuing development of its management staff in 2016, the Company brought over 10 executives on a study trip to Silicon Valley - America's center of innovation, technological progress, and hi-tech corporations. The trip was aimed at broadening the executives' horizons as well as inspiring their technological creativity to apply these innovations at work.

5.8) Internal Control and Risk Management

The Board has put in place comprehensive internal control and risk management systems that cover all risks, including enterprise risk, strategic risk, financial risk, marketing risk, operational risk, project risk and compliance risk, and is in accordance with relevant laws, rules and regulations. Furthermore, it has arranged for the assessment of potential corruption risks in business operations, by establishing an efficient check-and-balance mechanism for safeguarding the Company's assets, defining a hierarchy of approval authority and verifiable responsibilities of executives and employees, and setting operational procedures in writing. An independent internal audit unit has been assigned to monitor and ensure regulatory compliance of all operating units, and to assess the efficiency and adequacy of the internal control systems of such units.

5.9) Supervision of Use of Inside Information

Recognizing the importance of good corporate governance, the Board has formulated a policy on the use of inside information in order to attain transparency and to prevent abuse of non-public inside information for personal gain, as follows:-

- 1 The Company shall acquaint its directors, top executives as well as persons holding a management position in accounting or finance or equivalent with the duty of preparing and submitting reports on their securities holding and the holding of securities by their spouse and minor children to the Office of the SEC in pursuant to Section 59 and the penalty provisions under Section 275 of the Securities and Exchange Act B.E.2535 (including amendments thereto).
- 2 The directors, top executives as well as persons holding a management position in accounting or finance or equivalent are required to prepare and submit all securities holding reports of theirs, their spouse and minor children to the Company Secretary before submitting said reports to the Office of the SEC. Such reports shall be prepared and submitted within 30 days from the date of appointment or, in case of changes in such holding, within 3 business days from the date of transaction.
- 3 The directors, top executives, persons holding a management position in accounting or finance or equivalent as well as relevant staff having access to material inside information that may affect the price of the Company's securities are prohibited from trading the Company's securities for a certain period prior to the disclosure of financial statements or financial position of the Company until such matters are publicly disclosed. In this regard, the Company shall notify these persons of the trading blackout period at least 30 days in advance of the public disclosure, with a recommended on-hold period of 24 hours thereafter. In addition, they are prohibited from disclosing such material inside information to any third party

Violation of this policy is subject to disciplinary actions proportionate to the intent and gravity of the misconduct, ranging from written warning, pay deduction, suspension without pay or dismissal.

5.10) Annual Report

The Board is responsible for the preparation of the Company's financial reports and financial information in the annual report. It has exercised careful judgment in ensuring that these financial reports are prepared in accordance with generally accepted accounting standards, appropriate accounting policies are applied and regularly practiced, and material information is sufficiently disclosed in the notes to financial statements. The Board has also assigned the Audit Committee to be responsible for overseeing the quality of the Company's financial reports and giving pertinent opinions to the Board.

Additionally, the Company has prepared and published the Director Code of Conduct and the Executive and Employee Code of Conduct on its website under the heading "Corporate Governance" within "Company Profile" section, as well as on Intranet site.

INTERNAL CONTROLS AND RISK MANAGEMENT

1 Control Environment

- 1.1 The Company has established clear vision, mission and purpose as a practice for the Management and employees of all levels, as well as setting Key Performance Indicators (KPIs) as guidelines for implementation and monitoring of results against the targets to ensure accomplishment of goals.
- 1.2 The Company has established an appropriate organization structure and has it adjusted according to the change in environment to support the business growth. The approval authority and duties are clearly defined; hence, enabling agile operations suitable for business conditions.
- 1.3 The Company has established business ethics and code of conducts in writing for the directors and employees as practice guidelines. In addition, there are trainings for new employees for understanding and acknowledgement of such practice. The management has developed in writing rules, which were informed to all employees to follow.
- 1.4 The Company has established a policy to take part in the declaration of intent on anti-corruption action, and the Management has improved the internal control system to ensure conformity to the regulations and practice guidelines specified by the criteria of the Anti-Corruption Project. The system shall be implemented in all companies under Ananda Group.
- 1.5 The Company has established in writing policy and procedures for human resources management, e.g. selection, trainings, promotion, benefit package, etc. The policy focuses on continuously developing employees' skills and knowledge so that they acquire capabilities that match business needs and support future expansion plans.
- 1.6 The Company has put in place processes for selection, development and retention of all executives and employees, e.g. mentoring system, and training program. In this regard, it has conducted training needs surveys for each position, drawn up an annual employee training plan, and issued a program summary report.
- 1.7 The Company has established succession plan and process for key positions, and shall execute the plan during the years 2016 – 2018.

2 Risk Assessment

- 2.1 Current organization structure is comprised the Risk Management Committee, including independent directors and executive directors, responsible for setting and reviewing risk management policy framework and risk management structure, as well as offering guidance on risk management suitable for the strategic direction and business plan. It also supervises, monitors, and reviews the report of material risk management matters. In addition, the Risk Management Unit is set up to implement the risk management policy and to consider investment projects. The Board of Directors has delegated authority to the Executive Management Committee to consider and approve, as agreed by the Risk Management Committee, exclusively investment projects for development of condominiums and houses.

Therefore, the Risk Management Committee has developed the Project Risk Management Handbook to ensure all related units acknowledge and understand their roles and responsibilities pertinent to project risk management.

- 2.2 The Company has participated in Thailand's Private Sector Collective Action Coalition Against Corruption Project for implementation in 2017. The Audit Committee has considered and discussed with the executives at least once a year about probability of corruption as well as preventive and corrective measures in the event that cases of employee corruption are detected.

3 Control Activities

- 3.1 The Company has set an organization structure and delegation of authority to the management along the business lines that enable appropriate internal control. Various committees, e.g. Corporate Marketing Committee, Production Improvement Committee, and Procurement Committee, have also been established to attain balance in operations.
- 3.2 The Company has established in writing a policy on "Table of Authority" for each level of management, regulations and procedures in order to support business expansion and corporate growth, to facilitate check and balance, and to control operating activities in consonance with organizational goals.
- 3.3 The Company has set control measures appropriate to exposed risks and corporate characteristics, e.g. business environment, intricacy and nature of business, scope of work and other attributes, as follows:-

It has therefore employed CRM and Real Estate Management (CRM-RE) System in sales, ownership transfer, and complaint management, and is in the process of developing the system further to secure more prudent internal control for effective prevention of corruption. The Company has also used System, Applications and Products in Data Processing (SAP) program in budget management, procurement and accounting operations, and initiated development of Ananda Production System (APS) along with Total Quality Project Management technique.

- 1) The Table of Authority is revised to ensure greater accord with the business;
- 2) Customer Relationship Management and Real Estate Management System (CRM-RE), Systems Applications and Products in Data Processing (SAP), Human Resource Management System (HRMS), Building Information Modelling (BIM), and Qlik Sense (BI Report) Program are put in place, with access control and clear segregation of responsibilities in IT systems;
- 3) Handbooks are issued, e.g. Design Standard (DS) & Key Quality Item (KQI) under ATQPM Project to improve construction standards, and Operating Manuals for all working units to set the same operating standards;
- 4) Business partnership policy is adopted to engage contractors, vendors and service providers in the supply chain in order to ensure sustainable and synchronized business development;
- 5) LEAN System is developed to reduce waste in internal control system of the Company.

- 3.4 The Company has a clear segregation of significant duties, e.g. approval, transaction recording, data processing, safe custody of assets, in order to ensure checks and balances
- 3.5 The Company has in place enterprise-wide internal control covering activities at corporate, business unit and functional levels, by putting all business processes in writing for use as operating guidelines. It has also established appropriate manual and automated internal control approaches, e.g. record list, inspection of operating documents, allocation of access rights to certain systems, and budget control for the Systems Applications and Products in Data Processing (SAP) system.
- 3.6 The Audit Committee reviews related-party and connected transactions in order to ensure compliance with the Stock Exchange of Thailand's regulations and strict disclosure of information. In this regard, the Company has kept detailed record of major shareholders and their related persons for monitoring and reviewing related-party and connected transactions. The Accounting Department is responsible for preparing and submitting related-party and connected transaction report to the Audit Committee on a quarterly basis
- 3.7 The Company has established Key Performance Indicators (KPIs) as a tool for planning, controlling and monitoring performances of executives of all levels in order to ensure accomplishment of the set goals

4 Information & Communication

The Company has provided sufficient information for efficient operations and has disclosed information to employees, directors and third parties as follows:-

- 4.1 The Company has arranged channels of internal communication through the Intranet system, Facebook at Work, Jabber, We Present as well as Town Hall so that all employees receive information on corporate goals, policies, and rules/regulations of the Company necessary for operations. It also enables the executives to follow up the sales results of each investment project against daily targets, where reports on total sales and transfers (or to be transferred) against targets shall be submitted to senior executives on a monthly basis.
- 4.2 The Company has employed CRM-RE (CRM and Real Estate Management System) and SAP (Systems, Applications and Products in Data Processing) applications in its information system, and used Qlik Sense Program for processing and presenting data to support executive decisions
- 4.3 President/Chief Executive Officer calls Management Committee Meeting, Management Weekly Meeting, Accounting/Finance Weekly Meeting with the Management to monitor policy implementation, work progress and problem-solving (if any) implementation of policies, thereby providing executives of all levels with sufficient information to operate and make decisions. In 2016, the Executive Management Committee has established new sub-committees to assist in screening operations, e.g. Sub-Risk Committee overseeing land sale/purchase agreements as well as investments in property development projects, and Pricing Sub-committee, etc.
- 4.4 The Company has kept all documents used for preparation of financial statements and accounting records and other important documents in categories

- 4.5 The Company has set whistle blower hotline procedures for whistleblowing or lodging complaints about non-compliance with the code of conduct, and communicated to all employees that they are to report any suspicious cases of fraud or corruption in the organization directly either to the Audit Committee Chairman Chief Executive Officer or Vice President of Internal Audit Office via e-mail on Intranet or by phone.
- 4.6 Prior to a scheduled committee meeting, each committee members will receive an invitation to meeting and supplements containing necessary and sufficient information in a timely manner. In addition, meeting minutes will be recorded for reference and auditing.
- 4.7 The Audit Committee is to hold a meeting between auditors and the management to review accounting preparation in accordance with generally accepted accounting standards.
- 4.8 The Company discloses the information through the Stock Exchange of Thailand's (SET) system. It also provides appropriate communication channels through which external stakeholders or organizations can contact and or lodge complaints, i.e. official website www.ananda.co.th and 24-hour call center hotline service at 02-316-2222, in order to enable third parties, shareholders and investors to obtain complete, correct and timely information of the Company so that they can make a well-informed decision.

5 Monitoring Activities

- 5.1 The Company has set a clear target for the year 2016 in order to guide the management and employees and has established Key Performance Indicators (KPIs) to measure the results from implementation. In addition, President/Chief Executive Officer holds Management Business Weekly Meeting, Accounting/Finance Weekly Meeting and Management Meeting to monitor work progress and fix problems (if any)
- 5.2 The Company has nominated EY Office Limited, an independent auditor, to be an external auditor for the financial year 2016. Appointed by the Annual General Meeting of Shareholders, the external auditor was responsible auditing the Company's financial statements, giving opinions thereon, reviewing the internal control system in accounting and finance, and subsequently reporting audit results to the Audit Committee. In this regard, it has opined that there was no material deficiency in the Company's internal control system.
- 5.3 The Company has, by the Internal Audit Office, reviewed the appropriateness and adequacy of the internal control of all processes, and had the system monitored and assessed by competent staff. The Head of Internal Audit, whose appointment, removal and transfer shall be considered by the Audit Committee, is responsible for implementing 2016 internal audit plan and carrying out internal audit reviews based on the Internal Audit Handbook and auditing standards. Review results are reported to heads of the units being audited for acknowledgement and due correction, and shall also be independently reported to the Audit Committee. In this regard, the assessment results for the past year indicated no material deficiency in the Company's internal control system
- 5.4 The Company has assessed its internal control system in 2016 using the guidelines from the Securities and Exchange Commission (SEC) and reported the assessment results to the Audit Committee and the Board of Directors.

RELATED PARTY TRANSACTIONS

1 Business Transactions with Related Parties

In 2016, Ananda Development Public Company Limited ("Company") and subsidiaries had significant business transactions with related parties and businesses. These transactions, summarized below, were in compliance with trading terms and criteria agreed upon between the Company and the related parties or businesses, and conducted in the normal course of business.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
(1) Connected transactions between the Company and other persons or juristic persons				
1 Green Valley Properties Co., Ltd. This company has Mr. Chanond Ruangkritya, Ms. Natthavipha Ruangkritya, Ms. Patcharavalai Ruangkritya and Ms. Mollika Ruangkritya as major shareholders holding in aggregate 22.84% of its shares. It is currently under bankruptcy proceedings.	Account receivable incurred from advance payment for the repair of customers' houses in the projects managed by Green Valley Properties Co., Ltd.	2,146,195.07	2,146,195.07	The transaction was executed in 2004 between the Company and Green Valley Properties, in which the Company's directors held shares, as repair expenses for customers of Green Valley's projects and was therefore a transaction regarding offer/receipt of financial assistance. The Audited Committee instructed that the Company should be cautious and not repeat similar transaction. The Company collected payments for the actual expenses incurred, set aside debt provisions thereof in full, and filed a claim for debt repayments with the official receiver. There is no additional change in 2016.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
2 Ms. Patcharavalai Ruangkritya This person is an authorized director and a major shareholder of the Company.	Payment received in advance from the customer	-	1,020,000.00	The transaction was executed between the Company and Ms. Patcharavalai Ruangkritya, an authorized director and a major shareholder of the Company. The transaction was payment received in advance from the connected person for the sale of condominium at a price sold to general customers, thus being a normal business transaction of the Company.
	Revenue from sale of condominium	15,043,133.00	-	The transaction was executed between the Company and Ms. Patcharavalai Ruangkritya, and authorized director and a major shareholder of the Company. The transaction was income from sale of condominium from the connected person at a price sold to general customers, thus being a normal business transaction of the Company.
3 Mr. Tanyalak Nunthanavorasiri This person is an authorized director of the Company.	Payment received in advance from the customer	217,100.00	115,100.00	The transaction was executed between the Company and Mr. Tanyalak Nunthanavorasiri, an authorized director of the Company. The transaction was payment received in advance from the connected person for the sale of condominium at a price sold to general customers, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
4 Kloset Design Co., Ltd. This company has Ms. Natthavipha Ruangkritya, Ms. Mollika Ruangkritya, Ms. Khemthong Ruangkritya, Mr. Chanond Ruangkritya, Mr. Natdanai Ruangkritya and Ms. Patcharavalai Ruangkritya as major shareholders holding in aggregate 99.5% of its shares.	Expense	1,468,076.22	-	The transaction was executed between the Company and Kloset Design Co., Ltd., which had shareholders and directors of the Company as its shareholders and directors. The transaction was expenses, including designing fees, for New Year gifts for the Company's customers, at a price charged in general shops, thus being a transaction relating to assets or services.
5 Kloset Café Co., Ltd. This company has Ms. Mollika Ruangkritya and Ms. Patcharavalai Ruangkritya, members of the major shareholder group of the Company, as major shareholders holding in aggregate 85% of its shares.	Expense	9,424,444.09	-	The transaction was executed between the Company and Kloset Café Co., Ltd., which had shareholders and directors of the Company as its shareholders and directors. The transaction was expenses for staff welfare lunch provided for every employee. The Audit Committee considered that the transaction was a normal business transaction and was necessary to the Company's policy on equitable welfare package for staff. It was executed at a reasonable price based on price and quality comparison.
6 Tuscan Hill Co., Ltd. This company has Ms. Natthavipha Ruangkritya, Mr. Chanond Ruangkritya, Ms. Mollika Ruangkritya, Mr. Natdanai Ruangkritya and Ms. Patcharavalai Ruangkritya, members of the major shareholder group of the Company, as shareholders holding in aggregate 10% of its shares.	Expense	27,600.00	-	The transaction was executed between the Company and Tuscan Hill Co., Ltd., directors of which were close relatives of the Company's directors. The transaction was hospitality expenses for business partners, provided at a price charged to general customers, thus being a transaction relating to assets or services.
	Accrued expense	27,600.00	-	The transaction was executed between the Company and Tuscan Hill Co., Ltd., directors of which were close relatives of the Company's directors. The transaction was accrued hospitality expenses for business partners, provided at a price charged to general customers, thus being a transaction relating to assets or services.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
7 Toscana Valley Country Club Co., Ltd. This company has Mr. Chanat Ruangkritya, Ms. Natthavipha Ruangkritya, Mr. Chanond Ruangkritya, Ms. Mollika Ruangkritya, Mr. Natdanai Ruangkritya and Ms. Patcharavalai Ruangkritya, members of the major shareholder group of the Company, as shareholders holding in aggregate 45% of its shares.	Expense	82,250.01	-	The transaction was executed between the Company and Toscana Valley Country Club Co., Ltd., directors of which were close relatives of the Company's directors. The transaction was hospitality expenses for business partners, provided at a price charged to general customers, thus being a transaction relating to assets or services.
	Accrued expense	82,250.01	-	The transaction was executed between the Company and Toscana Valley Country Club Co., Ltd., directors of which were close relatives of the Company's directors. The transaction was accrued hospitality expenses for business partners, provided at a price charged to general customers, thus being a transaction relating to assets or services.
8 Ananda MF Asia Co., Ltd. This company is a joint venture with a 51 % stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	6,462,478.13	8,083,060.88	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other receivable	237,983.00	-	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was other receivables arose from the Company's advance payment, on behalf of Ananda MF Asia Co., Ltd., for credit card terminal fees charged by banks, thus being a transaction supporting normal business.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Deposit	406,488.00	-	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was deposit payment for rental space for TCDC Library Project. The Audit Committee considered and opined that the transaction was necessary for the Company's strategic plan as it supported participation of private sector in the learning center project of the Office of Knowledge Management and Development (Public Organization). It was a transaction relating to property lease or lease-out, and the price was reasonable as per an independent appraiser's opinion.
	Unbilled receivable	-	2,800,969.18	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was unbilled project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other payable	175,335.76	-	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was the Company's advance receipt of condominium sales on behalf of Ananda MF Asia Co., Ltd., the amount of which due to be repaid accordingly. It was thus a normal business transaction of the Company.
	Payment received in advance for project management	18,582,983.89	-	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Project management income	54,158,671.72	153,318,592.03	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Commission income	47,270,155.38	-	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.
	Interest income	22,920,657.27	17,289,000.00	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate and according to the terms of the long-term loan agreement, thus being a financial assistance transaction.
	Dividend income	254,999,944.44	-	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was dividend income from investment in the joint venture based on the investment proportion specified in the joint venture agreement, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Long-term loan	-	288,150,000.00	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	-	30,865,339.73	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
	Rental	437,652.12	-	The transaction was executed between the Company and Ananda MF Asia Co., Ltd., a joint venture. The transaction was rental fees for TCDC Library Project. The Audit Committee considered and opined that the transaction was necessary for the Company's strategic plan as it supported participation of private sector in the learning center project of the Office of Knowledge Management and Development (Public Organization). It was a transaction relating to property lease or lease-out, and the price was reasonable as per an independent appraiser's opinion.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
9 Ananda MF Asia Asoke Co., Ltd. This company is a joint venture with a 51 % stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Payment received in advance for project management	186,264,712.55	161,075,929.20	The transaction was executed between the Company and Ananda MF Asia Asoke Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.
	Project management income	60,647,929.20	81,918,503.15	The transaction was executed between the Company and Ananda MF Asia Asoke Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Commission income	-	781,322.50	The transaction was executed between the Company and Ananda MF Asia Asoke Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company
	Interest income	16,876,109.59	14,382,000.00	The transaction was executed between the Company and Ananda MF Asia Asoke Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Long-term loan	280,500,000.00	280,500,000.00	The transaction was executed between the Company and Ananda MF Asia Asoke Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	34,955,260.27	18,079,150.65	The transaction was executed between the Company and Ananda MF Asia Asoke Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
10 Ananda MF Asia Ratchathewi Co., Ltd. This company is a joint venture with a 51% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Project management income	69,863,302.67	51,613,633.27	The transaction was executed between the Company and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Interest income	16,188,657.53	13,770,000.00	The transaction was executed between the Company and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate and according to the terms of the long-term loan agreement, thus being a financial assistance transaction.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Long-term loan	280,500,000.00	229,500,000.00	The transaction was executed between the Company and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	31,429,972.60	15,241,315.07	The transaction was executed between the Company and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
	Payment received in advance for project management	85,383,465.54	94,743,071.41	The transaction was executed between the Company and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
11 Ananda MF Asia Samyan Co., Ltd. This company is a joint venture with a 51 % stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	502,017.25	1,586,568.48	The transaction was executed between the Company and Ananda MF Asia Samyan Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Project management income	86,855,340.39	129,659,726.81	The transaction was executed between the Company and Ananda MF Asia Samyan Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Commission income	11,382,280.00	99,579,314.89	The transaction was executed between the Company and Ananda MF Asia Samyan Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.
	Other service income	-	24,286,602.74	The transaction was executed between the Company and Ananda MF Asia Samyan Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Interest income	23,608,109.59	12,005,260.27	The transaction was executed between the Company and Ananda MF Asia Samyan Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction.
	Long-term loan	408,000,000.00	204,000,000.00	The transaction was executed between the Company and Ananda MF Asia Samyan Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	35,613,369.86	12,005,260.27	The transaction was executed between the Company and Ananda MF Asia Samyan Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
	Payment received in advance for project management	230,470,302.46	192,842,621.71	The transaction was executed between the Company and Ananda MF Asia Samyan Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
12 Ananda MF Asia Chitlom Co., Ltd. This company is a joint venture with a 51% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	1,464,244.07	14,301,227.39	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other receivable	29,967.42	21,315.02	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was other receivables arose from the Company's advance payment, on behalf of Ananda MF Asia Chitlom Co., Ltd., for credit card terminal fees charged by banks, thus being a transaction supporting normal business.
	Unbilled receivable	-	2,201,770.25	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was unbilled project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other payable	1,286,600.00	826,200.00	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was the Company's advance receipt of condominium sales on behalf of Ananda MF Asia Chitlom Co., Ltd., the amount of which due to be repaid accordingly. It was thus a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Project management income	44,497,846.38	84,585,280.55	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Commission income	5,466,917.75	19,560,674.71	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.
	Other service income	-	14,222,420.40	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.
	Interest income	8,517,698.63	3,025,000.14	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Long-term loan	153,000,000.00	102,000,000.00	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	10,881,863.01	2,364,164.38	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
	Payment received in advance for project management	38,085,745.27	-	The transaction was executed between the Company and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
13 Ananda MF Asia Bangna Co., Ltd. This company is a joint venture with a 51 % stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	1,922,618.03	2,838,537.95	The transaction was executed between the Company and Ananda MF Asia Bangna Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other receivable	3,548.30	31,284.86	The transaction was executed between the Company and Ananda MF Asia Bangna Co., Ltd., a joint venture. The transaction was other receivables arose from the Company's advance payment, on behalf of Ananda MF Asia Bangna Co., Ltd., for credit card terminal fees charged by banks, thus being a transaction supporting normal business.
	Other payable	287,200.00	490,826.49	The transaction was executed between the Company and Ananda MF Asia Bangna Co., Ltd., a joint venture. The transaction was the Company's advance receipt of condominium sales on behalf of Ananda MF Asia Bangna Co., Ltd., the amount of which due to be repaid accordingly. It was thus a normal business transaction of the Company.
	Project management income	85,485,889.97	82,591,076.23	The transaction was executed between the Company and Ananda MF Asia Bangna Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Commission income	25,319,844.71	23,772,235.94	The transaction was executed between the Company and Ananda MF Asia Bangna Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.
	Other service income	-	25,832,771.40	The transaction was executed between the Company and Ananda MF Asia Bangna Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.
	Interest income	11,104,027.40	1,006,314.79	The transaction was executed between the Company and Ananda MF Asia Bangna Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction.
	Long-term loan	216,750,000.00	12,750,000.00	The transaction was executed between the Company and Ananda MF Asia Bangna Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	11,298,945.20	194,917.80	The transaction was executed between the Company and Ananda MF Asia Bangna Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Payment received in advance for project management	73,037,543.52	21,771,920.51	The transaction was executed between the Company and Ananda MF Asia Bangna Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.
14 Ananda MF Asia Chongnonsi Co., Ltd. This company is a joint venture with a 51 % stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	230,991.60	43,556,153.22	The transaction was executed between the Company and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other receivable	30,826.48	253,262.96	The transaction was executed between the Company and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The transaction was other receivables arose from the Company's advance payment, on behalf of Ananda MF Asia Chongnonsi Co., Ltd., for credit card terminal fees charged by banks, thus being a transaction supporting normal business.
	Other payable	1,906,200.00	4,697,101.79	The transaction was executed between the Company and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The transaction was the Company's advance receipt of condominium sales on behalf of Ananda MF Asia Chongnonsi Co., Ltd., the amount of which due to be repaid accordingly. It was thus a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Project management income	110,009,652.36	65,873,610.07	The transaction was executed between the Company and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Commission income	27,922,223.88	40,706,685.25	The transaction was executed between the Company and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.
	Other service income	-	8,871,452.34	The transaction was executed between the Company and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.
	Interest income	13,983,780.86	2,142,000.00	The transaction was executed between the Company and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Long-term loan	255,000,000.00	178,500,000.00	The transaction was executed between the Company and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	16,125,780.86	2,142,000.00	The transaction was executed between the Company and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
	Payment received in advance for project management	109,693,242.51	39,696,651.78	The transaction was executed between the Company and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.
15 Ananda MF Asia Taopoon Co., Ltd. This company is a joint venture with a 51 % stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	64,601.25	4,355,891.53	The transaction was executed between the Company and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Other receivable	3,547.16	117,410.32	The transaction was executed between the Company and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The transaction was other receivables arose from the Company's advance payment, on behalf of Ananda MF Asia Taopoon Co., Ltd., for credit card terminal fees charged by banks, thus being a transaction supporting normal business.
	Other payable	151,100.00	1,817,600.00	The transaction was executed between the Company and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The transaction was the Company's advance receipt of condominium sales on behalf of Ananda MF Asia Taopoon Co., Ltd., the amount of which due to be repaid accordingly. It was thus a normal business transaction of the Company.
	Project management income	49,966,834.20	31,890,501.10	The transaction was executed between the Company and Ananda MF Asia Taopoon, a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Commission income	8,551,217.53	9,201,489.86	The transaction was executed between the Company and Ananda MF Asia Taopoon, a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.
	Other service income	-	11,835,616.82	The transaction was executed between the Company and Ananda MF Asia Taopoon, a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Interest income	9,423,123.30	544,931.50	The transaction was executed between the Company and Ananda MF Asia Taopoon, a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction.
	Long-term loan	178,500,000.00	25,500,000.00	The transaction was executed between the Company and Ananda MF Asia Taopoon, a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	9,968,054.80	544,931.50	The transaction was executed between the Company and Ananda MF Asia Taopoon, a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
	Payment received in advance for project management	51,867,147.42	7,638,119.58	The transaction was executed between the Company and Ananda MF Asia Taopoon, a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
16 Ananda MF Asia Thaphra Co., Ltd. This company is a joint venture with a 51% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	227,508.75	-	The transaction was executed between the Company and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other receivable	17,143.02	-	The transaction was executed between the Company and Ananda MF Asia Thaphra, a joint venture. The transaction was other receivables arose from the Company's advance payment, on behalf of Ananda MF Asia Thaphra, for credit card terminal fees charged by banks, thus being a transaction supporting normal business.
	Other payable	365,715.50	20,000.00	The transaction was executed between the Company and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The transaction was the Company's advance receipt of condominium sales on behalf of Ananda MF Asia Thaphra Co., Ltd., the amount of which due to be repaid accordingly. It was thus a normal business transaction of the Company.
	Project management income	69,378,898.51	14,540,333.81	The transaction was executed between the Company and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Other service income	-	22,686,485.05	The transaction was executed between the Company and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Commission income	15,522,654.00	-	The transaction was executed between the Company and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.
	Interest income	10,110,575.34	584,753.43	The transaction was executed between the Company and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction.
	Long-term loan	267,750,000.00	38,250,000.00	The transaction was executed between the Company and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	10,695,328.76	584,753.42	The transaction was executed between the Company and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
	Payment received in advance for project management	65,445,367.68	8,944,666.19	The transaction was executed between the Company and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
17 Ananda MF Asia Phetchaburi Co., Ltd. This company is a joint venture with a 51% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	2,051,939.25	-	The transaction was executed between the Company and Ananda MF Asia Phetchaburi Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other payable	10,000,000.00	-	The transaction was executed between the Company and Ananda MF Asia Phetchaburi Co., Ltd., a joint venture. The transaction was accrued repayment of deposit for demolition on project land payable to the joint venture according to the terms of the land sale and purchase agreement, thus being a normal business transaction of the Company.
	Project management income	56,712,734.72	-	The transaction was executed between the Company and Ananda MF Asia Phetchaburi Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Other service income	19,417,614.95	-	The transaction was executed between the Company and Ananda MF Asia Phetchaburi Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.
	Commission income	34,624,873.40	-	The transaction was executed between the Company and Ananda MF Asia Phetchaburi Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Interest income	7,054,409.31	-	The transaction was executed between the Company and Ananda MF Asia Phetchaburi Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction.
	Long-term loan	25,500,000.00	-	The transaction was executed between the Company and Ananda MF Asia Phetchaburi Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	599,424.66	-	The transaction was executed between the Company and Ananda MF Asia Phetchaburi Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
	Payment received in advance for project management	9,186,425.28	-	The transaction was executed between the Company and Ananda MF Asia Phetchaburi Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
18 Ananda MF Asia Bangchak Co., Ltd. This company is a joint venture with a 51% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	8,924,503.53	-	The transaction was executed between the Company and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other receivable	23,170.36	-	The transaction was executed between the Company and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The transaction was other receivables arose from the Company's advance payment, on behalf of Ananda MF Asia Bangchak Co., Ltd., for credit card terminal fees charged by banks, thus being a transaction supporting normal business.
	Other payable	336,307.52	-	The transaction was executed between the Company and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The transaction was the Company's advance receipt of condominium sales on behalf of Ananda MF Asia Bangchak Co., Ltd., the amount of which due to be repaid accordingly. It was thus a normal business transaction of the Company.
	Project management income	80,234,238.25	-	The transaction was executed between the Company and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Other service income	44,673,260.75	-	The transaction was executed between the Company and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Commission income	75,056,701.27	-	The transaction was executed between the Company and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.
	Interest income	1,798,273.97	-	The transaction was executed between the Company and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction
	Long-term loan	76,500,000.00	-	The transaction was executed between the Company and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	1,798,273.97	-	The transaction was executed between the Company and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
	Payment received in advance for project management	48,938,171.25	-	The transaction was executed between the Company and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
19 Ananda MF Asia Udomsuk Co., Ltd. This company is a joint venture with a 51% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	2,420,448.93	-	The transaction was executed between the Company and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Project management income	34,862,325.30	-	The transaction was executed between the Company and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Other service income	11,303,314.50	-	The transaction was executed between the Company and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.
	Commission income	11,901,332.45	-	The transaction was executed between the Company and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.
	Payment received in advance for project management	9,842,206.95	-	The transaction was executed between the Company and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The transaction was advance receipt of project management fees recognized as the remaining amount of the fees billed according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
20 Ananda MF Asia Saphankhwai Co., Ltd. This company is a joint venture with a 51 % stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	26,793,906.16	-	The transaction was executed between the Company and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other receivable	411,986.27	-	The transaction was executed between the Company and Ananda MF Asia Saphankhwai, a joint venture. The transaction was other receivables arose from the Company's advance payment, on behalf of Ananda MF Asia Saphankhwai Co., Ltd., for credit card terminal fees charged by banks, thus being a transaction supporting normal business.
	Other payable	4,145,494.74	-	The transaction was executed between the Company and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The transaction was the Company's advance receipt of condominium sales on behalf of Ananda MF Asia Saphankhwai Co., Ltd., the amount of which due to be repaid accordingly. It was thus a normal business transaction of the Company.
	Project management income	23,235,726.00	-	The transaction was executed between the Company and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Other service income	11,805,812.15	-	The transaction was executed between the Company and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.
	Commission income	12,315,800.00	-	The transaction was executed between the Company and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The transaction was commission income for the Company's project sale services rendered to the joint venture according to the contractual terms, thus being a normal business transaction of the Company.
	Interest income	213,780.83	-	The transaction was executed between the Company and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction
	Long-term loan	25,500,000.00	-	The transaction was executed between the Company and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	213,780.83	-	The transaction was executed between the Company and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
21 Ananda MF Asia Phraram 9 Co., Ltd. This company is a joint venture with a 51% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	121,840,111.16	-	The transaction was executed between the Company and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Other payable	300,000.00	-	The transaction was executed between the Company and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The transaction was the Company's advance receipt of condominium sales on behalf of Ananda MF Asia Rama 9 Co., Ltd., the amount of which due to be repaid accordingly. It was thus a normal business transaction of the Company.
	Project management income	18,258,202.02	-	The transaction was executed between the Company and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Other service income	95,611,060.75	-	The transaction was executed between the Company and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Interest income	1,266,183.77	-	The transaction was executed between the Company and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction
	Long-term loan	1,503,600,000.00	-	The transaction was executed between the Company and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	20,445,711.48	-	The transaction was executed between the Company and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
22 Ananda MF Asia Victory Monument Co., Ltd. This company is a joint venture with a 51 % stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	16,883,402.49	-	The transaction was executed between the Company and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The transaction was trade receivables arose from accrued project management fees and was in accordance with the contractual terms, thus being a normal business transaction of the Company.
	Project management income	8,685,909.98	-	The transaction was executed between the Company and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The transaction was project management fees recognized based on the percentage of completion. The income was recognized according to the financial reporting standards and under the contractual terms, thus being a normal business transaction of the Company.
	Other service income	7,092,970.81	-	The transaction was executed between the Company and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The transaction was income from project land acquisition services provided according to the contractual terms, thus being a normal business transaction of the Company.
	Interest income	2,454,263.23	-	The transaction was executed between the Company and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Long-term loan	121,140,000.00	-	The transaction was executed between the Company and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	2,454,263.23	-	The transaction was executed between the Company and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.
23 Ananda APAC Bangchak Co., Ltd. This company is a joint venture with a 99% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Other payable	257,754,000.00	-	The transaction was executed between the Company and Ananda APAC Bangchak Co., Ltd., a joint venture. The transaction was accrued investments that must be paid according to the joint venture agreement, thus being a transaction relating to assets or services.
	Interest income	278,113.15	-	The transaction was executed between the Company and Ananda APAC Bangchak Co., Ltd., a joint venture. The transaction was interest income on the long-term loan granted to the joint venture at an appropriate rate according to the terms of the long-term loan agreement, thus being a financial assistance transaction

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
	Long-term loan	153,805,000.00	-	The transaction was executed between the Company and Ananda APAC Bangchak Co., Ltd., a joint venture. The transaction was long-term loan granted under the joint venture agreement with the interest rate of 6% p.a. according to the terms of the joint venture agreement, thus being a financial assistance transaction.
	Interest receivable	278,113.15	-	The transaction was executed between the Company and Ananda APAC Bangchak Co., Ltd., a joint venture. The transaction was interest receivable under the long-term loan agreement granted to the joint venture under the terms specified in the long-term loan agreement, thus being a financial assistance transaction.

(2) Connected transactions between Baan Niravana Co., Ltd., a subsidiary, and Ananda MF Asia Chitlom Co., Ltd.

1 Ananda MF Asia Chitlom Co., Ltd. This company is a joint venture with a 51% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Accrued income	518,475.00	-	The transaction was executed between the Baan Niravana Co., Ltd. and Ananda MF Asia Chitlom Co., Ltd., which had shared authorized directors who were the Company's directors. The transaction arose from transfer of accrued income due to the customers' changing of presale projects at a price sold to general customers, thus being a normal business transaction of the Company.
--	----------------	------------	---	--

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
(3) Connected transactions between The Agent (Property Expert) Co., Ltd., a subsidiary, and other persons				
1 Mr. Tanyalak Nunthanavorasiri This person is the Company's authorized director.	Service income	-	65,420.56	The transaction was executed between The Agent (Property Expert) Co., Ltd. and Mr. Tanyalak Nunthanavorasiri, the Company's director. The transaction was commission income the Company rendered to the related person at a rate charged to general customers, thus being a normal business transaction of the Company.
(4) Connected transactions between Helix Co., Ltd. ("Helix"), a subsidiary, and other persons or juristic persons				
1 Toscana Piazza Co., Ltd. This company is related to major shareholders and directors, who are close relatives of the Company's executives.	Trade receivable	61,285,838.12	17,606,378.03	The transaction was executed between Helix and Toscana Piazza Co., Ltd., directors of which were related as close relatives of the Company's executives. The transaction arose from construction services, which was Helix's core business. The Audit Committee considered that the construction of buildings for Toscana Piazza Co., Ltd. was a normal business transaction, on grounds that 1) construction fee charged to the connected entity was in accordance with the predetermined policy, 2) when compared to construction fees of other company (public limited companies), Helix had set a gross profit margin at a rate comparable to (higher than) that of other companies (public limited companies).
	Unbilled receivable	11,741,417.71	4,638,082.88	
	Deposits received in advance	733,021.02	9,141,630.71	
	Retention	2,541,954.97	281,095.45	
	Construction income	94,376,020.56	28,175,046.73	

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
(4) Connected transactions between Helix Co., Ltd. (“Helix”), a subsidiary, and other persons or juristic persons				
2 Tuscany Ville Co, Ltd. Its major shareholders and directors are close relatives of the Company’s executives.	Construction income	803,738.32	-	The transaction was executed between Helix and Tuscany Ville Co., Ltd., directors of which were related as close relatives of the Company’s executives. The transaction arose from construction services, which was Helix’s core business. The Audit Committee considered that the construction income was in accordance with the agreed contract and the service price was set for a gross profit margin rate higher than that of construction services rendered to general customers, thus being a normal business transaction of Helix.
3 Mr. Chanond Ruangkritya The major shareholder and director are close relatives of the Company’s executives.	Trade receivable	3,574,254.65	-	The transaction was executed between Helix and Mr. Chanond Ruangkritya, directors of which were related as close relatives of the Company’s executives.
	Deposits received in advance	2,184,996.14	-	The transaction arose from construction services, which was Helix’s core business.
	Advance payments for constructions	1,422,156.69	-	The Audit Committee considered that the construction of buildings for Mr. Chanond Ruangkritya was a normal business transaction, on grounds that 1) construction fee charged to the connected entity was in accordance with the predetermined policy, 2) when compared to construction fees of other company (public limited companies), Helix had set a gross profit margin at a rate comparable to (higher than) that of other companies (public limited companies).
	Construction income	4,942,569.52	-	
	Retention	55,960.47	-	

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
(5) Connected transactions between Bira Circuit One Co., Ltd., a subsidiary, and other juristic persons				
1 Bira Circuit Co., Ltd. This company is a related entity as its major shareholders and directors are close relatives of the Company’s executives.	Accrued land rental	3,865,157.41	4,676,857.22	The transaction was executed between Bira Circuit One Co., Ltd. and Bira Circuit Co., Ltd., directors of which were related as close relatives of the Company’s executives. The transaction took place in 2007. The company fixed rental according to the business investment plan adopted in 2007. However, the transaction was a long-term agreement still binding the company in the future. The Audit Committee thus directed that the Management closely monitor the operating performance as well as review the agreement occasionally. In June 2012, the company amended the agreement so that it was able to terminate the agreement prior to expiry date if the operating results differed from the business plan. The Audit Committee also instructed the Management to be cautious about transactions of this nature. The transaction was subject to proposal under a revised business plan, rental assessment by a third party, and re-approval process according to investment policy in 2012. At present, the transaction is still a related transaction by a related party, but the transaction value (rental) remains unchanged. The rental agreement shall expire in 2017.
	Land rental	2,391,629.63	3,326,209.07	

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Reasonableness and Necessity of Connected Transaction
		As of 31 Dec.2016	As of 31 Dec.2015	
(6) Connected transactions between Bira Kart Co., Ltd., a subsidiary, and other juristic persons				
1 Bira Circuit Co., Ltd. This company is a related entity as its major shareholders and directors are close relatives of the Company's executives.	Accrued land rental	2,882,901.04	2,620,440.52	The transaction was executed between Bira Kart Co., Ltd. and Bira Circuit Co., Ltd., directors of which were related as close relatives of the Company's executives. The transaction took place in 2005. The company fixed rental according to the business investment plan adopted in 2005. However, the transaction was a long-term agreement still binding the company in the future. The Audit Committee thus directed that the Management closely monitor the operating performance as well as review the agreement occasionally. In June 2012, the company amended the agreement so that it was able to terminate the agreement prior to expiry date if the operating results differed from the business plan. The Audit Committee also instructed the Management to be cautious about transactions of this nature. The transaction was subject to proposal under a revised business plan, rental assessment by a third party, and re-approval process according to investment policy in 2012. At present, the transaction is still a related transaction by a related party, but the transaction value (rental) remains unchanged. The rental agreement shall expire in 2016.
	Land rental	1,262,460.52	1,262,460.52	

2 Items with Possible Conflict of Interests

The Company's Board of Directors and executives are knowingly cautious about possible conflict of interests and connected transactions, and therefore carefully, fairly, and transparently consider such transactions as to their appropriate effects. Where there is an event, at a Board of Directors' meeting, that a director happens to have any conflict of interest in a particular agenda, such director would abstain from voting and not attend the meeting at the consideration of the related matter. The Company has set measures for standard practice as follows:-

1 Measures or Procedures for Approving Connected Transactions

In the event of any connected transaction of the Company with a person who may have a conflict of interest or has an interest in such matter, the Audit Committee will provide an opinion on the necessity of the Company to enter into the transaction, provided that the terms and conditions of such connected transaction be consistent with the market practice and the consideration for such transaction shall be appraisable and comparable with market prices. In the event that there is no comparable price, the price for such connected transaction shall be deemed to be reasonable and in the best interest of the Company and the Company's shareholders. In the event that the Audit Committee does not have the appropriate expertise to evaluate the connected transaction, the Company will engage an independent expert to provide an opinion on the connected transaction to be considered by the Board of Directors, the Audit Committee or at a shareholders' meeting, as the case may be. The person who may have a conflict of interest or has an interest in such matter shall not be entitled to vote in respect of the meeting agenda for such connected transaction. The details of the connected transaction will be disclosed in the notes to the financial statements to be reviewed or audited by the Company's auditor, in the Company's annual reports and annual registration statement.

2 Policy relating to Future Connected Transactions

For any future connected transaction, the Company shall comply with the Securities and Exchange Act, regulations, notifications, orders or rules of the Capital Market Supervisory Board, the Securities and Exchange Commission and the Stock Exchange of Thailand, as well as Thailand's generally accepted accounting standards in respect of information disclosure on related persons or businesses as prescribed by the Certified Public Accountant Association of Thailand and the Company's Regulations.

Should the Company enter into a connected transaction, the Company will arrange for the Audit Committee to provide an opinion as to the appropriateness of such transaction. In the event that the Audit Committee has no skill and expertise in relation to such connected transaction, the Company will seek an opinion from an expert (such as an appraiser) who is independent. Such opinion of the Audit Committee or the independent expert will be used to support a decision of the Board of Directors or shareholders, as the case may be, so as to provide assurance that the transaction will not result in a misappropriation of benefits between the Company and its shareholders. The Company will take into account the best interests of all shareholders when considering whether to enter into such transaction.

The Company and its subsidiaries agree not to enter into any connected transaction with their directors, executives or related persons of the Company or its subsidiaries, unless such transaction was concluded on normal commercial terms in the same manner as any reasonable man would have based on similar circumstances and without influential commercial bargaining power of an individual in the capacity of a director, executive or related person.

MANAGEMENT DISCUSSION AND ANALYSIS

1 Analysis of Operating Results and Financial Position

Details of the company's and subsidiaries' operating results for the year ended 31 December 2016 are as follows :

Statement of Comprehensive income	2016		2015		Increase (Decrease)	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenues						
Revenue from sale of real estate	9,780.4	80.0	9,598.1	87.1	182.3	1.9
Revenue from project management services & Commission Incomes	1,242.8	10.2	961.2	8.7	281.6	29.3
Construction service income	539.4	4.4	45.2	0.4	494.3	1,096.0
Revenue from sales and services	167.4	1.4	147.6	1.3	19.8	13.4
Other incomes	499.9	4.0	273.3	2.5	226.5	82.9
Total Revenues	12,229.8	100.0	11,025.4	100.0	1,204.5	10.9
Cost of Goods Sold						
Cost of real estate sold	6,472.9	52.9	6,002.2	54.4	470.7	7.8
Cost of project management services & Commission Income	604.9	4.9	450.4	4.1	154.5	34.3
Cost of construction services	492.6	4.0	41.4	0.4	451.2	1,088.5
Cost of sale and services	116.6	1.0	101.6	0.9	15.0	14.8
Total Cost of Goods Sold	7,687.0	62.8	6,595.6	59.8	1,091.4	16.5
Profit before sellings & administration expenses	4,542.8	37.2	4,429.8	40.2	113.1	2.5
Selling & Administration Expenses	2,515.6	20.6	2,152.1	19.5	363.5	16.9
Selling expenses	1,016.0	8.3	1,150.7	10.4	(134.7)	(11.7)
Administration expenses	1,499.6	12.3	1,001.4	9.1	498.2	49.8
Operating Profit (Loss)	2,027.2	16.6	2,277.7	20.7	(250.4)	(11.0)
Finance cost	334.8	2.7	253.6	2.3	81.2	32.0
Income tax expenses	306.3	2.5	340.8	3.1	(34.5)	(10.1)
Profit (Loss) before share of loss from investments in joint ventures	1,386.1	11.3	1,683.3	15.3	(297.1)	(17.7)
Share of loss from investments in joint ventures	115.4	0.9	(476.6)	(4.3)	592.0	(124.2)
Profit for the period	1,501.5	12.3	1,206.6	10.9	294.9	24.4
Other comprehensive income for the period	2.2	0.0	-	-	2.2	100.0
Total comprehensive income for the period	1,503.7	12.3	1,206.6	10.9	297.1	24.6

Total Revenue

For the Year 2016, the Company and its subsidiaries generated total revenues of Baht 12,229.8 million, an increase of Baht 1,204.5 million or 10.9% compared to the same period of last year resulting mainly from an increase in Revenue from the Sale of Real Estate of Baht 182.3 million; Revenue from Project management services and commission incomes of Baht 281.6 million and Revenue from Construction Service Income of Baht 494.3 million and Revenue from sales and services of Baht 19.8 million. Revenue from the Sale of Real Estate contributed 80.0% of total revenues.

For the year 2016, the Company recognised the transfer of Condominium and Single-Detached Houses totalling 3,392 units, a decrease of 45 units compared to the same period of last year. However, the Revenue from the Sale of Real Estate for the year 2016 was Baht 9,780.4 million, an increase of 182.3 or 1.9% compared to the same period of last year because the average selling prices were higher by Baht 0.1 million per unit compared to the same period of last year.

For the year 2016 the revenue from Project Management Services and Commission income was increased by Baht 281.6 million compared to the same period of last year mainly due to the recognition of revenues of Project Management Services totalling 15 projects an increase of 6 projects from last year.

For the year 2016 the revenue from Construction Service income was increased by Baht 494.3 million or 1,096.0% compared to the same period of last year mainly due to increased revenue from Construction services from our subsidiary, Helix Company Limited (Helix). The Construction Services Revenue increased significantly as Helix started to provide the service to external customers as previously all Helix's construction service revenues were derived from Ananda projects.

Cost of Goods Sold

For the Year 2016, the Cost of Goods Sold was Baht 7,687.0 million, an increase of Baht 1,091.4 million or an increase of 16.5% from the same period of last year, which was in line with the increase in Revenue. The cost of Real Estate Sales was Baht 6,472.9 million or 66.2% of the revenue from sale of real estate, an increase of Baht 470.7 million or 7.8% from the cost of Real Estate Sales in 2015 which was Baht 6,002.2 million or 62.5% of the revenue from sale of real estate. The ratio of the cost of sale to the revenue from sale of real estate increased by 3.7% when compared to the same period last year, due to the recognition of income from Unio Charan 3 Project during the year and the increase in income recognized from Townhouse Projects. The costs of sales of Townhouse and Unio Charan 3 Projects were higher than the company's average cost of real estate projects.

Selling and Administrative Expenses	2016		2015		Increase (Decrease)	
	Amt.	%	Amt.	%	Amt.	%
Selling Expenses	1,016.0	40.4	1,150.7	53.5	(134.7)	(11.7)
Administrative expenses	1,499.6	59.6	1,001.4	46.5	498.2	49.8
Total Selling & Administrative Expenses	2,515.6	100.0	2,152.1	100.0	363.5	16.9

For the Year 2016, the company and its subsidiaries Selling and Administrative Expenses were Baht 2,515.6 million or 20.6% of total revenues a year-on-year increase of Baht 363.5 million or 16.9. %

The Total Selling Expenses in the Year 2016 was Baht 1,016 million, a decrease of Baht 134.7 million or 11.7% from that of last year, due to some real estate projects being postponed to launch next year and additionally no expenses of a corporate selling event: Ananda Urban Pulse at Siam Paragon, for which the company usually holds the event every year.

The Administrative Expenses of the Year 2016 were Baht 1,499.6 million, an increase of Baht 498.2 million, an increase of 49.8% from the same period of last year, mainly due to an increase in staff expenses, which were incurred to support upcoming Real Estate projects and the office's rental expenses as the company and its subsidiaries were moved to the new office at FYI Building during Quarter 3/2016.

Finance Costs

For the Year 2016, Finance Costs were Baht 334.8 million or 2.7% of total revenues, an increase of Baht 81.2 million from the same period of last year which was in line with the increase of Interest Bearing Debt for support of the Real Estate Projects.

During the 2nd of 2016, the Company issued subordinated capital debentures payable upon dissolution, with the issuer's right to early redemption and unconditional interest deferral, in the amount of Baht 1,000 million on a fixed coupon of 8.5% for the first 5 years, after which the coupon rate would be adjusted as per the details specified in the Terms and Conditions of the debentures. The proceeds from the issuance shall be invested in the joint venture with SEA Investment Five Pte. Ltd. ("SEAI5"), a company under Mitsui Fudosan Co., Ltd. in order to generate future income. The Company also issued the Unsecured Debentures during the 4th quarter in the amount of Baht 3,000 million and the summary are as follows:

No	Amount (Million Baht)	Tenors	Coupon (%)	Maturity Year
1	1,000	1	3.05	2017
2	500	3	3.50	2019
3	1,500	5	4.00	2021

As of 31 December 2016, the Company had outstanding long term and short term debentures totalling Baht 9,000 million and had a Debt to Equity ratio of 1.4 times, an Interest Bearing Debt to Equity ratio of 1.0 times and a Net Cash Interest Bearing Debt to Equity ratio of 0.8 times.

Share of loss from investment in associates and joint ventures

The share of loss from investment in associates and joint ventures came largely from the loss from joint ventures for development of condominium projects between the Company and SEAI5, a group company of Mitsui Fudosan Co., Ltd. – a leading real estate developer in Japan. The Company shall hold not less than 51% stakes in the joint venture companies. Revenue recognition for these SEAI5 joint venture projects shall commence since 2016 onwards. Therefore, revenues on projects in the process of development have not been recognized, resulting in incurred loss which is the normal course of property business.

In 2016, the Company started to recognize share of profit from IDEO Q Chula-Samyan Project, which had a project value of Baht 6,917 million. The Project was completed and the Company has been realizing the income since the end of the 3rd quarter of 2016. As of 31 December 2016, 88.0% of IDEO Q Chula-Samyan Project income was recognized, and the remaining amount would be gradually realized in 2017.

During the 3rd quarter of 2016, the Company made investments, at the same proportion of 51%, in more SEAI5 joint ventures. In 2016, 4 new projects were launched, namely IDEO Mobi Asoke, IDEO Mobi Sukhumvit 66, IDEO Sukhumvit 93 and IDEO Phaholyothin-Chatuchak, with a total project value of Baht 14,463 million.

For the year 2016, the share of profit from investment in associates and joint ventures was Baht 115.4 million, an increase of 124.2% from the same period last year which registered a loss of Baht 476.6 million due to the income recognition of IDEO Q Chula-Samyan Project.

Income Tax Expenses

For the Year 2016, the Income Tax Expenses were Baht 306.3 million or 2.5% of total revenues, a decrease of Baht 34.5 million from the same period of last year because the Unio Charan 3 Project was granted an income tax exemption by the Board of Investment (BOI).

Net Profit

The Company and its subsidiaries generated a Net Profit for the Year 2016 of Baht 1,501.5 million, equal to 12.3% of total revenues. This was an increase of Baht 294.9 million or an increase 24.4% from the same period of last year, which was in line with the increase in Revenue. The main factor was increased in revenue from sales of houses and condominiums and revenue from project management services such as the projects of Arden Rama III, Arden Phattanakan, Ideo Q Ratchathewi, Unio Charan 3, including a share of profit in joint venture from Ideo Q Chula-Samyan.

Statements of Financial Position

Assets

As of 31 December 2016, total assets of the Company and subsidiaries amounted to Baht 25,365.9 million, an increase of Baht 4,895.4 million or 23.9% from Baht 20,470.5 million total assets in 2015. The return on asset ratio at 31 December 2016 equated to 6.7%. Details of major changes in assets are as follows:-

- **Trade and Other Receivables**

The Company has a policy to recognize revenue from the sale of real estate upon the transfer of ownership to customers. As advances, deposits and contractual payments shall not be recognized as revenue but as advance payments from customers, the Company has no trade receivables from the sale of real estate. In this regard, its trade receivables are the pending collection of project management fees, which are mostly connected transactions.

As of 31 December 2016, trade and other receivables were Baht 369.1 million or 1.5% of total assets, growing from 2015 by Baht 247.2 million. They consisted mainly of receivables from related parties, which were Baht 61.3 million deferred construction service fees of Toscana Piazza Co., Ltd. and Baht 187.2 million deferred project management and commission fees of joint venture groups under Ananda MF Asia Phraram 9 Co., Ltd. and Ananda MF Asia Saphankhwai Co., Ltd.

- **Real Estate Development Costs**

Costs associated with real estate development incurred prior to the transfer of ownership shall be recorded as real estate development costs in the Company's statement of financial position, and subsequently recognized as real estate development costs in the statement of comprehensive income upon the transfer of ownership to customers. As of 31 December 2016, net costs of real estate development amounted to Baht 12,352.1 million or 48.7% of the consolidated total assets, an increase of Baht 292.2 million or 2.4% from Baht 12,059.9 million in 2015.

- **Short-term Loans to and Interest Receivables from Related Parties**

As of 31 December 2016, the Company's short-term loans and interest receivables from related parties totaled Baht 1,647.6 million, comprising Baht 1,524.0 million loans and interest receivables of Ananda MF Asia Phraram 9 Co., Ltd. for ownership transfer of land on Rama 9 Road for condominium project development, and Baht 123.6 million loans and interest receivables of Ananda MF Asia Victory Monument Co., Ltd. for deposit on land in Victory Monument area.

- **Current Portion of Long-term Loans to and Interest Receivables from Related Parties**

In 2017, the SEA15 joint venture projects, namely Ideo Q Siam-Ratchathewi, Ashton Asoke, Ideo Q Chidlom-Phetchaburi and Ideo Mobi Bangsue-Grand Interchange, are due to complete and subsequent ownership transfer shall be made. After all the loans and interest owing are paid to financial institutions, the joint venture companies shall repay such loans and interest by instalments to the Company as of 31 December 2017 as follows:-

Company	Loan Amount and Interest Receivable (Mil.Bt.)	Principal and Interest Repayment Due Date
Ananda MF Asia Ratchathewi Co., Ltd.	311.9	31 March 2017
Ananda MF Asia Asoke Co., Ltd.	315.5	31 December 2017
Ananda MF Asia Chidlom Co., Ltd.	163.9	31 December 2017
Ananda MF Asia Taopoon Co., Ltd.	188.4	31 December 2017
Total	979.8	

- **Advance Payments for Constructions**

A real estate developer generally outsources contractors to deal with construction works for its and subsidiaries' development projects, and these contractors typically require advance payments. The Company and subsidiaries shall deduct a part of each periodical payment made to them in order to offset such amount against the advance payments until the entire payment made upfront has been fully recovered, and also deduct another part as retention proceeds, which will be returned to the contractors after the retention period of the construction works has come to an end. As of 31 December 2016, the Company and subsidiaries recorded advance payments for constructions of Baht 148.2 million, a decrease of Baht 80.4 million from Baht 228.6 million in 2015.

- **Advance Payments for Land Acquisition and Related Costs**

As of 31 December 2016, the Company made deposit payments for development project land totaling Baht 38.2 million, a decrease of Baht 599.3 million from 2015. Developments on several plots of said land have commenced since the 2nd quarter 2015.

- **Investments in Joint Venture**

Since 2013, the Company has entered into joint venture agreements on development of condominium projects with SEAI5, a subsidiary of Mitsui Fudosan Co., Ltd. which is a largest real estate developer in Japan. The Company holds not less than 51 % stakes in the joint venture companies, Ideo Q Chula-Samyan was the first project run under SEAI5 joint investment. Subsequently in 2014, the Company made additional investments in 3 new projects, i.e. Ashton Asoke, Ideo Q Siam-Ratchathewi and Ashton Chula-Silom. Further investments were made in 5 projects in 2015, and another 6 projects in 2016.

As of 31 December 2016, the Company had investments in 15 joint venture projects as follows:-

Company	Project	Carrying amounts based on equity method (Mil.Bt.)
Ananda MF Asia Co., Ltd.	Ideo Q Chula-Samyan	680.8
Ananda MF Asia Ratchathewi Co., Ltd.	Ideo Q Siam-Ratchathewi	135.5
Ananda MF Asia Asoke Co., Ltd.	Ashton Asoke	211.9
Ananda MF Asia Samyan Co., Ltd.	Ashton Chula-Silom	329.6
Ananda MF Asia Chidlom Co., Ltd.	Ideo Q Chidlom-Phetchaburi	120.3
Ananda MF Asia Bangna Co., Ltd.	Ideo O2	198.5
Ananda MF Asia Chongnonsri Co., Ltd.	Ashton Silom	187.9
Ananda MF Asia Taopoon Co., Ltd.	Ideo Mobi Bangsue-Grand Interchange	125.5
Ananda MF Asia Thaphra Co., Ltd.	Ideo Thaphra Interchange	156.9
Ananda MF Asia Phetchaburi Co., Ltd.	Ideo Mobi Asoke	203.3
Ananda MF Asia Bangchak Co., Ltd.	Ideo Sukhumvit 93	390.8
Ananda MF Asia Udomsuk Co., Ltd.	Ideo Mobi Sukhumvit 66	203.3
Ananda MF Asia Saphankhwai Co., Ltd.	Ideo Phaholyothin-Saphankhwai	202.6
Ananda APAC Bangchak Co., Ltd.	Ideo Sukhumvit 93	257.4
Ananda MF Asia Rama 9 Co., Ltd.	2017 project, Rama 9 area	(66.9)
Ananda MF Asia Victory Monument Co., Ltd.	2017 project, Victory Monument area	(8.3)
Total		3,329.1

- **Long-term Loans to and Interest Receivables from Related Parties**

As of 31 December 2016, the Company had long-term loans to and interest receivables from related parties of Baht 1,505.4 million, a year- on-year increase of Baht 383.3 million. All the long-term loans and interest receivables belonged to its joint venture companies according to the agreements under which joint venture shareholders were required to provide financial support to project development. The loans granted were unsecured and carried interest at a rate of 6%, as per following details:-

Company	Loan amount and interest receivable (Mil.Bt.)		Principal and interest payment due date
	As of 31 Dec.2016	As of 31 Dec.2015	
Ananda MF Asia Co., Ltd.	-	319.0	31 November 2016
Ananda MF Asia Ratchathewi Co., Ltd.	311.9	244.7	31 March 2017
Ananda MF Asia Asoke Co., Ltd.	315.4	298.6	31 December 2017
Ananda MF Asia Samyan Co., Ltd.	443.6	216.0	31 July 2018
Ananda MF Asia Chidlom Co., Ltd.	163.9	104.4	31 December 2017
Ananda MF Asia Bangna Co., Ltd.	228.0	12.9	30 September 2018
Ananda MF Asia Chongnonsri Co., Ltd.	271.1	180.6	30 November 2018
Ananda MF Asia Taopoon Co., Ltd.	188.5	26.0	31 December 2017
Ananda MF Asia Thaphra Co., Ltd.	278.4	38.8	31 May 2018
Ananda MF Asia Phetchaburi Co., Ltd.	26.1	-	28 December 2018
Ananda MF Asia Bangchak Co., Ltd.	78.3	-	30 November 2019
Ananda MF Asia Saphankhwai Co., Ltd.	25.8	-	
Ananda APAC Bangchak Co., Ltd.	154.1		
Less Current portion	(979.7)	(319.0)	
Total	1,505.4	1,122.2	

- **Investment Properties**

From 2012 onward, the Company and subsidiaries have reclassified items under “real estate development costs,” specifically for the areas leased out to retail shops in its condominium projects, to “investment properties” items for the fact that such areas are not for sale, but held by the Company and subsidiaries for lease-out to retail shops. As of 31 December 2016, investment properties of the Company and subsidiaries totaled Baht 267.6 million.

- **Property, Buildings and Equipment**

As of 31 December 2016, net amount of property, buildings and equipment was Baht 902.5 million, increasing by Baht 385.7 million or 74.6% from Baht 516.8 million recorded in 2015. The increase arose largely from office decoration expenses as the Company has moved to the new rental office at FYI Center.

- **Intangible Assets**

As of 31 December 2016, net tangible asset amounted to Baht 185.7 million, an increase of Baht 31.0 million from Baht 154.6 million in 2015. The intangible assets consisted of computer software.

Liabilities

As of 31 December 2016, total liabilities of the Company and subsidiaries amounted to Baht 14,611.6 million, an increase of Baht 2,868.2 million or 24.4% from Baht 11,743.4 million total liabilities in 2015. Details of major changes in liabilities are as follows:-

- **Trade and Other Payables**

As of 31 December 2016, the Company had trade and other payables of Baht 1,382.9 million or equivalent to 9.5% of total liabilities. The figure increased from 2015 by Baht 315.9 million or 29.6%.

- **Short-term Loans from Financial Institutions**

As of 31 December 2016, the Company had, to support acquisition of land, short-term loans from financial institutions of Baht 854.0 million and short-term bills of exchange of Baht 199.8 million.

- **Debentures**

As of 31 December 2016, the Company recorded a net current portion of long-term debentures of Baht 3,997.5 million against the total value of debentures of Baht 4,000 million maturing on 12 May 2017. The Company also issued unsecured debentures during the 4th quarter 2016 in the amount of Baht 3,000 million.

As of 31 December 2016, the net long-term debentures after current portion totaled Baht 3,991.4 million, a year-on-year decrease of Baht 1,994.3 or 33.3%.

- **Advances Received from Customers**

Cash received from customers before the date of ownership transfer, e.g. advances, deposits and contractual payments, shall be recorded as advances received from customers and subsequently recognized as revenue upon the transfer of ownership to customers. Such advances, deposits and contractual payments generally account for 10 to 25% of selling price, depending on the policy of each project. As of 31 December 2016, advances received from customers amounted to Baht 541.9 million, a decrease of Baht 152.6 million or 22.0% which was consistent with revenue recognition of real estate business.

- **Long-term Borrowings**

As of 31 December 2016, a net current portion of long-term borrowings was Baht 194.9 million, a decrease of Baht 148.9 million from 2015 year-end which recorded a net current portion of Baht 298.8 million. The net current portion of long-term borrowings was Baht 947.3 million, an increase of Baht 940.0 million from Baht 7.3 million last year. The long-term borrowings were used mostly for development of condominium projects and detached house projects of Helix.

Shareholders' Equity

As of 31 December 2016, shareholders' equity was Baht 10,754.3 million, accounting for 42.4% of total liabilities and shareholders' equity. The shareholders' equity improved from 2015 year-end due to profits from continual success of the Company and subsidiaries in transferring the ownership of condominium units and detached houses. During the 2nd quarter 2016, the Company also issued capital debentures, payable upon dissolution or upon exercise of right of early redemption since the 5th year onward or upon specified terms and conditions, in the amount of Baht 1,000 million. The return on equity ratio at ending 2016 was 15.4%.

Statement of Cash Flows

- **Cash Flows from Operating Activities**

In 2016, the Company had net cash flows from operating activities of Baht 2,074.5 million, increasing from 2015 by Baht 922.9 million in line with the Company's revenue.

- **Cash Flows from Investment Activities**

In 2016, net cash used in investment activities of the Company and subsidiaries amounted to Baht 4,646.3 million, the majority of which or Baht 3,045.9 million was arranged for loans to related parties to support development of 15 joint venture condominium projects.

- **Cash Flows from Financing Activities**

In 2016, the Company and its subsidiaries had net cash flows from financing activities of Baht 2,181.2 million, divided into the main portion of Baht 1,000 million from issuance of capital debentures, Baht 605 million net cash received from debentures after repayment of debentures maturing in 2016, and Baht 795 million net cash received after repayment of long-term borrowings.

As of 31 December 2016, the Company and subsidiaries had cash and cash equivalents of Baht 2,182.7 million, an decrease of Baht 390.7 million from 2015 year-end.

Auditor's Remunerations

The Company, by the Audit Committee, has reviewed the qualifications of external auditors, taking into account their independence, appropriateness, accountability, and absence of relationship or interest or conflict of interest with the Company, subsidiaries, executives, major shareholders or related persons. Furthermore, the Audit Committee has annually reviewed and determined audit fee commensurate with the scope of audit work. The Audit Committee shall propose the qualified external auditors and audit fee to the Board of Directors, who shall consider and propose the appointment of external auditors and determination of audit fee to the annual general meeting of shareholders for approval.

- **Auditor's Remunerations**

Company	Audit Office		Audit Fees		Other Fees	
	2016	2015	2016	2015	2016	2015
Ananda Development PCL	EY Office Limited		1,750,000	1,750,000	149,013	122,727
Subsidiaries			4,565,000	3,235,000	214,574	193,641
Total			6,315,000	4,985,000	363,587	316,368

2 Factors that May Affect Future Business Operations or Financial Position

The Company has persistently conformed to its project development plans, thereby managing to achieve targets on sales management, construction, unit hand-over and ownership transfer. As a result, the Company has sufficient liquidity to attain continual and solid growth.

Accounting Policy

From 2013 onward, the Company and subsidiaries has changed significant accounting policies due to the adoption of Thai Accounting Standard (TAS) 12 re Income Taxes. The cumulative effect of changes in accounting policies has been separately presented in the statements of changes in shareholders' equity. This TAS requires the Company to identify temporary differences arisen from differences between the carrying amounts of assets and liabilities in the statements of financial position and their respective tax bases, and to recognize the tax consequences as deferred tax assets or liabilities under the specified criteria.

The Company and subsidiaries changed pertinent accounting policy in 2013, by making retrospective adjustments on preceding year's financial statements presented as comparative information as though the Company and subsidiaries had initially recognized the tax consequences as deferred tax assets or liabilities.

Economic Volatility and Political Crisis

Global economic volatility and domestic political crisis have inflicted Thailand and consumer sentiment. Consumers may have dwindling purchasing power or decide to hold off their purchases, causing the Company to take longer time in selling its projects which may affect its operating results and financial position.

Aggravating Household Debt and Financial Institutions' Stringent Housing Loan Policies

According to Kasikorn Research Center report, Thailand's household debt at the end of the 3rd quarter 2016 was 81.0% of GDP compared to 81.1% in the 3rd quarter 2015. The decrease in household debt resulted from commercial banks' deceleration of loan growth, mainly in housing loans which dropped by 8% against the same period last year in line with declining ownership transfer of houses in Bangkok and perimeters. Likewise, consumption and multi-purpose loans grew at a sluggish pace as financial institutions devised a more stringent lending policy to curb NPL problems amid slow economic recovery. However, credit card loans still saw further expansion due to higher credit card spending, while auto hire purchase loans could maintain positive growth rate as at ending 2015.

In 2017, household debt is expected to remain steady or decrease slightly to 80.5-81.5% of GDP (if GDP grows by 3.3%). Although outstanding household debt may rise to 4.0-5.0% against the 3.0% expected for 2016 year-end, the ratio of household debt to GDP may go down during 2017 by virtue of economic expansion (with effect on GDP value which is a divisor of household debt to GDP ratio) that has been conceivably supported by the government's economic and investment stimulus measures along with increasing commodity prices, especially global oil prices. Retail lending products influencing household debt are home loans, consumption loans and auto hire purchase loans. As for home loans, launches of new projects and intense marketing activities by property developers as well as interest rates that remain unchanged in 2017 but tend to increase in 2018 will prompt those with residential need to make decisions and loan drawdowns in order to curb their interest costs at a low level and to suit individual debt repayment capacity. Consumption loans, personal loans and credit card loans should be encouraged by the cost of living that is inclined to rise corresponding to raises in energy costs and wages. Having contracted or remained steady for many years, auto hire purchase loans in 2017 will now revert to a more positive growth in agreement with recuperating domestic car sales and debt settlements by approximately 30% of borrowers under the First Car Buyer program, which help prevent the loans from falling further. Major lenders to households in 2017 will certainly be commercial banks, specialized financial institutions and savings cooperatives, while non-bank financial institutions will take a greater role after two years of stagnation. Yet, lower-middle consumers with monthly income of Baht 15,000-50,000 usually incur high cumulative debt. New loan approvals are therefore quite restricted as most financial institutions extend loans prudently. These institutions then veer toward upper-middle consumers who still have ability to afford a loan when compared to other segments.

The Company has recorded a backlog for 2 types of customers, i.e. those buying houses and condominiums in cash, which in 2016 represented 35% of total backlog. In part of the backlog from customers buying houses and condominiums on loans with financial institutions, it bore a mortgage rejection rate at ending 2016 of 5.5% comparable to that in 2015. The rate has decreased because the Company has examined financial capabilities of customers upon reservation of detached houses and condominiums, and additionally 3-6 months prior to the date of condominium ownership transfer.

RESPONSIBILITY OF THE BOARD OF DIRECTORS FOR FINANCIAL REPORTING

The Board of Directors recognizes its duties and responsibilities, as directors of a listed company, for the Company's separate and consolidated financial reports, as well as other financial information appearing in the Annual Report.

To ensure that the financial reports and information are prepared in accordance with generally accepted accounting standards, under the adoption of and regular adherence to suitable accounting policies alongside the exercise of proper and prudent discretion, so that the shareholders, investors and the public obtain sufficient, accurate and timely information; the Board of Directors has assigned the Audit Committee, being experienced and competent in financial and accounting systems, to consider and select an audit firm that is of internationally-recognized standards and certified by the Office of the Securities and Exchange Commission to be the Company's external auditor.

With these objectives in view, the Board of Directors has assigned the Audit Committee, comprised of independent directors, to be responsible for reviewing the quality of the Company's quarterly, 6-month and annual financial reports, including giving advice on the internal control review in order to make certain that the information in these financial reports is prepared according to the intended objectives and under the good corporate governance system.

Furthermore, the Board of Directors has promoted the Company's compliance with good corporate governance principles along with efficient and effective risk management and internal control systems. This is to ensure that the accounting records are accurate, complete and sufficient for securing the Company's and subsidiaries' assets, and also for preventing any material misconduct or malpractice.

The Board of Directors is therefore of the opinion that the Company has adequate and appropriate corporate governance, risk management system and internal control system, thus providing reasonable confidence that financial reports and information of the Company and subsidiaries have been prepared under the financial reporting standards, suitable and consistently-conformed accounting policies, with proper and prudent discretion, as well as with sufficient, accurate and timely information disclosure.



(Dr. Narongchai Akrasanee)
Chairman



(Mr. Chanond Ruangkritya)
President and Chief Executive Officer

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Ananda Development Public Company Limited

Opinion

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

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Ananda Development Public Company Limited and its subsidiaries and of Ananda Development Public Company Limited as at 31 December 2016, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the financial statements of the current period. These matters were addressed in the context of my audit of the financial statements as a whole, and in forming my opinion thereon, and I do not provide a separate opinion on these matters.

I have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

Key audit matters and how audit procedures respond for each matter are described below.

Recognition of revenue from sale of real estate

Revenue from sale of real estate is the most significant amount in the statements of comprehensive income and it is a key performance indication in the real estate industry on which the financial statements' users focus. In addition, the Company and its subsidiaries have a significant number of property units for sale and property sale agreements. There are therefore risks with respect to the occurrence of revenue from sale of real estate presented in the financial statements, and the relation between business and revenue.

I have examined the recognition of revenue from sale of real estate of the Company and its subsidiaries by:

- Assessing and testing the Company's and its subsidiaries' IT system and their internal controls with respect to the cycle of revenue from sale of real estate by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls, and with special consideration given to expanding the scope of the testing of the internal controls which respond to the above risks.
- Applying a sampling method to select sales agreements to assess whether recognition of revenue from sale of real estate was consistent with the conditions of the relevant agreements, and whether it was in compliance with the Company's and its subsidiaries' policy.
- On a sampling basis, examining supporting documents for actual sales transactions occurring during the year and near the end of the accounting period.
- Performing analytical procedures on disaggregated data to detect possible irregularities in sales transactions of revenue from sale of real estate throughout the period, particularly for accounting entries made through journal vouchers.

Impairment of real estate development costs

Estimating the net realisable value of real estate development costs, as disclosed in Note 13 to the financial statements, is an area of significant management judgement, particularly with regard to the estimation of allowance for diminution in the value of real estate development costs with impairment indicators. This requires detailed analysis of the project nature, the competitive environment, economic circumstances and the situation within real estate business. There is a risk with respect to the amount of allowance for diminution in value of real estate development costs, which real estate development costs is the biggest item in the statement of financial position.

I assessed and tested the internal controls of the Company and its subsidiaries relevant to the determination of allowance for diminution in value of real estate development costs by making enquiry of responsible executives, gaining an understanding of the controls and selecting representative samples to test the operation of the designed controls. In addition, I also assessed the method and the assumptions applied by management in determining such allowance. The procedures that I performed included:

- Gaining an understanding of the basis applied in determining the allowance for diminution in value of real estate development costs, and reviewing the consistency of the application of that basis, and the rationale for the recording of allowance for diminution in the value of real estate development costs.
- Comparing the holding periods of the real estate development projects and their movements with indicators of lower than normal inventory turnover including the consideration of related internal and external information to assess whether real estate development projects have any impairment indicators.
- Comparing details of sales transactions occurring after the date of the financial statements with the cost of real estate development costs for each project.
- Gaining an understanding of and assessing the method and the assumptions of the estimation of the net realisable value of real estate development costs prepared by the management of the Company and its subsidiaries or appraisal reports of independent appraisers.

Compliance with loan covenants in loan agreements and prospectus

Compliance with loan covenants in loan agreements and prospectus is a key audit matter as the Company and its subsidiaries have significant loan and debenture balances, which is the biggest item of the Company's and the subsidiaries' liabilities, comprising a number of loan agreements and prospectus. Each loan agreement and prospectus has specified loan covenants, for example, debt to equity ratio.

As stipulated in the Thai Financial Reporting Standards, in case loan covenants are violated on or before the period end, the Company and its subsidiaries have to classify all outstanding balances of loan and/or debenture as current liabilities since the liabilities become payable on demand.

We have read the significant conditions in loan agreements and prospectus and verified the Company's and the subsidiaries' financial ratio calculation and compared with the applicable debt covenants for all outstanding loans and debentures as at 31 December 2016. In addition, I reviewed the presentation and disclosure of information with respect to loans and debentures in the financial statements.

Other Information

Management is responsible for the other information. The other information comprises the information included in annual report of the Group, but does not include the financial statements and my auditor's report thereon. The annual report of the Group is expected to be made available to me after the date of this auditor's report.

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

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated. When I read the annual report of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

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

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the financial statements 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 Thai Standards on Auditing 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 financial statements.

As part of an audit in accordance with Thai Standards on Auditing, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the 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 Group'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 Group'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 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 Group to cease to continue as a going concern.

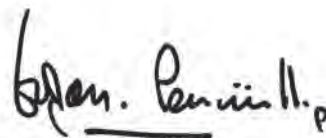
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
 - Obtain sufficient appropriate audit evidence regarding the financial information of the entities or 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 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 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 communication.

The engagement partner on the audit resulting in this independent auditor's report is Mr. Sophon Permsirivallop.



Sophon Permsirivallop
 Certified Public Accountant (Thailand) No. 3182
 EY Office Limited
 Bangkok: 20 February 2017

Ananda Development Public Company Limited and its subsidiaries

Statement of financial position

As at 31 December 2016

(Unit: Baht)					
	Note	Consolidated financial statements		Separate financial statements	
		2016	2015	2016	2015
Assets					
Current assets					
Cash and cash equivalents	7	2,182,743,520	2,573,392,341	1,430,556,393	2,022,295,794
Current investments	8	500,064,680	-	500,064,680	-
Trade and other receivables	6, 9	369,076,923	121,920,860	201,558,922	88,154,176
Unbilled receivables	6, 10, 11	230,569,465	20,109,133	2,548,144	5,002,739
Current portion of long-term loans to and interest receivable from related parties	6	979,735,151	319,015,340	979,735,151	319,015,340
Short-term loans to and interest receivable from related parties	6	1,647,639,975	-	5,607,595,718	537,775,686
Project management in progress	11	75,256,151	54,098,319	145,127,658	108,663,273
Inventories	12	3,786,813	7,465,984	236,453	402,271
Real estate development costs	13	12,352,083,711	12,059,850,663	7,002,809,693	10,115,990,911
Construction in progress	10	42,648,120	5,158,242	-	-
Advance payments for constructions	6	148,209,627	228,614,057	87,749,829	229,352,605
Advance payments for purchase of project land and related costs		38,209,150	637,495,750	38,209,150	637,495,750
Other current assets		175,415,831	115,470,926	30,390,621	49,520,513
Total current assets		18,745,439,117	16,142,591,615	16,026,582,412	14,113,669,058
Non-current assets					
Restricted financial institution deposits/withdrawal conditions	14	288,454,505	167,606,485	190,418,145	9,631,750
Investment in associate	15	-	-	-	-
Investments in subsidiaries	16	-	-	2,583,600,302	2,589,102,102
Investments in joint ventures	17	3,329,064,950	2,025,697,430	4,389,430,313	2,907,524,013
Long-term loans to and interest receivable from related parties - net of current portion	6	1,505,428,017	1,122,156,493	1,505,428,017	1,122,156,493
Investment properties	18	267,565,949	260,730,734	135,574,472	120,257,219
Property, buildings and equipment	19	902,500,132	516,814,815	496,521,751	209,400,180
Intangible assets	20	185,676,630	154,632,527	174,070,875	142,660,790
Deferred tax assets	33	84,359,512	50,707,399	68,829,425	39,265,478
Other non-current assets		57,419,664	29,593,991	42,000,386	20,493,994
Total non-current assets		6,620,469,359	4,327,939,874	9,585,873,686	7,160,492,019
Total assets		25,365,908,476	20,470,531,489	25,612,456,098	21,274,161,077

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

Ananda Development Public Company Limited and its subsidiaries
Statement of financial position (continued)
As at 31 December 2016

		(Unit: Baht)			
		Consolidated financial statements		Separate financial statements	
	Note	2016	2015	2016	2015
Liabilities and shareholders' equity					
Current liabilities					
Short-term loans from financial institutions	21	854,019,920	-	288,877,131	-
Trade and other payables	6, 22	1,382,882,593	1,067,009,026	925,527,742	694,416,391
Current portion of long-term debentures	23	3,997,584,431	2,390,561,666	3,997,584,431	2,390,561,666
Current portion of liabilities under finance lease agreements	24	15,857,920	22,861,923	7,225,730	8,808,108
Current portion of long-term loans	25	149,918,291	298,811,187	149,918,291	298,811,187
Short-term debentures	27	997,065,690	-	997,065,690	-
Short-term loans from and interest payable to related party	6	-	-	2,059,133,814	941,837,688
Income tax payable		99,470,540	160,022,846	92,220,362	158,525,346
Short-term provisions	28	238,646,968	173,902,500	193,403,596	131,443,304
Unbilled payables		45,929,627	26,413,888	46,716,673	31,966,977
Advances received from project management services	6, 11	926,797,318	526,712,980	1,084,943,822	755,726,327
Advances received from customers	6	541,973,942	694,586,970	291,508,391	626,696,141
Retention payables	6	217,533,085	231,115,831	242,043,113	218,218,929
Other current liabilities		79,206,491	60,890,464	45,954,440	37,465,210
Total current liabilities		9,546,886,816	5,652,889,281	10,422,123,226	6,294,477,274
Non-current liabilities					
Long-term debentures - net of current portion	23	3,991,418,463	5,985,704,045	3,991,418,463	5,985,704,045
Liabilities under finance lease agreements - net of current portion	24	12,712,382	29,771,082	11,273,188	19,699,698
Long-term loans - net of current portion	25	947,318,294	7,332,707	245,911,608	7,332,707
Deferred tax liabilities	33	7,144,738	7,604,823	-	-
Provision for long-term employee benefits	29	63,902,030	50,056,653	50,626,322	40,962,025
Long-term provisions	28	32,184,543	-	28,796,539	-
Other non-current liabilities		10,000,000	10,000,000	10,000,000	10,000,000
Total non-current liabilities		5,064,680,450	6,090,469,310	4,338,026,120	6,063,698,475
Total liabilities		14,611,567,266	11,743,358,591	14,760,149,346	12,358,175,749

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

Ananda Development Public Company Limited and its subsidiaries

Statement of financial position (continued)

As at 31 December 2016

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2016	2015	2016	2015
Shareholders' equity					
Share capital					
Registered					
3,333,000,000 ordinary shares of Baht 0.10 each		333,300,000	333,300,000	333,300,000	333,300,000
Issued and fully paid-up					
3,333,000,000 ordinary shares of Baht 0.10 each		333,300,000	333,300,000	333,300,000	333,300,000
Share premium on ordinary shares		5,159,491,182	5,169,453,296	5,159,491,182	5,169,453,296
Subordinated perpetual debentures	30	2,000,000,000	1,000,000,000	2,000,000,000	1,000,000,000
Retained earnings					
Appropriated - statutory reserve	31	33,330,000	33,330,000	33,330,000	33,330,000
Unappropriated		3,224,749,474	2,187,528,831	3,326,185,570	2,379,902,032
Other components of shareholders' equity		3,470,554	3,560,771	-	-
Total shareholders' equity		10,754,341,210	8,727,172,898	10,852,306,752	8,915,985,328
Total liabilities and shareholders' equity		25,365,908,476	20,470,531,489	25,612,456,098	21,274,161,077

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

Ananda Development Public Company Limited and its subsidiaries
Statement of comprehensive income
For the year ended 31 December 2016

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2016	2015	2016	2015
Profit or loss:					
Revenues					
Revenue from sale of real estate	6	9,780,358,801	9,598,072,450	7,613,655,001	8,025,745,650
Revenue from project management services	6	852,853,502	695,991,257	923,720,344	814,881,515
Construction service income	9	539,415,968	45,162,824	-	-
Commission income	6	389,920,465	265,230,880	275,334,000	193,601,723
Service income		142,203,276	118,491,589	-	13,019,352
Revenue from sale of food and beverages		25,164,635	29,059,141	8,109,006	7,025,148
Interest income	6	157,452,498	74,488,155	288,301,800	116,412,968
Dividend income	6, 16	-	-	254,999,944	-
Gain on sale of project land and real estate development costs	6	-	-	41,101,275	-
Other income		342,406,864	198,856,524	291,681,413	181,604,099
Total revenues		12,229,776,009	11,025,352,820	9,696,902,783	9,352,290,455
Expenses					
Cost of real estate sold		6,472,918,914	6,002,150,448	5,035,819,237	5,074,355,651
Cost of project management services		412,413,381	315,241,662	461,889,794	403,053,092
Cost of construction services		492,598,031	41,446,862	-	-
Cost of commission income		192,503,555	135,108,475	106,825,950	79,172,712
Cost of services		106,414,970	89,300,445	-	7,453,450
Cost of sale of food and beverages		10,142,186	12,256,657	4,103,790	3,547,195
Selling expenses		1,015,998,977	1,150,719,421	773,433,610	933,989,063
Administrative expenses		1,499,628,307	1,001,390,199	1,212,208,466	782,193,953
Other expenses					
Loss from impairment of investments in subsidiaries	16	-	-	9,000,000	7,500,000
Total expenses		10,202,618,321	8,747,614,169	7,603,280,847	7,291,265,116
Profit before share of profit (loss) from investments in joint ventures, finance cost and income tax		2,027,157,688	2,277,738,651	2,093,621,936	2,061,025,339
Share of profit (loss) from investments in joint ventures	17.2	115,415,395	(476,644,392)	-	-
Profit before finance cost and income tax		2,142,573,083	1,801,094,259	2,093,621,936	2,061,025,339
Finance cost	6	(334,835,726)	(253,642,990)	(389,361,811)	(306,933,715)
Profit before income tax		1,807,737,357	1,547,451,269	1,704,260,125	1,754,091,624
Income tax expense	33	(306,295,602)	(340,808,828)	(293,641,317)	(294,917,233)
Profit for the year		1,501,441,755	1,206,642,441	1,410,618,808	1,459,174,391

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

Ananda Development Public Company Limited and its subsidiaries
Statement of comprehensive income (continued)
For the year ended 31 December 2016

(Unit: Baht)

Note	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Other comprehensive income:				
Other comprehensive income not to be reclassified to profit or loss in subsequent periods				
Actuarial gain	2,769,378	-	2,626,680	-
Less: Income tax effect	(553,876)	-	(525,336)	-
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax	2,215,502	-	2,101,344	-
Other comprehensive income for the year	2,215,502	-	2,101,344	-
Total comprehensive income for the year	<u>1,503,657,257</u>	<u>1,206,642,441</u>	<u>1,412,720,152</u>	<u>1,459,174,391</u>
Earnings per share	35			
Basic earnings per share				
Profit for the year	<u>0.42</u>	<u>0.36</u>	<u>0.39</u>	<u>0.44</u>

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

Ananda Development Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the year ended 31 December 2016

(Unit: Baht)

Consolidated financial statements										
	Note	Other components of equity								
		Issued and fully paid-up share capital	Share premium on ordinary shares	Subordinated perpetual debentures	Retained earnings		Surplus on business combination under common control	Other changes by the owners		Total shareholders' equity
					Appropriated - statutory reserve	Unappropriated		Valuation surplus of the fair value of assets from an acquisition	Total other components of shareholders' equity	
Balance as at 1 January 2015		333,300,000	5,210,297,103	-	33,330,000	1,332,331,453	2,239,713	1,612,923	3,852,636	6,913,111,192
Profit for the year		-	-	-	-	1,206,642,441	-	-	-	1,206,642,441
Other comprehensive income for the year		-	-	-	-	-	-	-	-	-
Total comprehensive income for the year		-	-	-	-	1,206,642,441	-	-	-	1,206,642,441
Amortisation of valuation surplus		-	-	-	-	-	-	(291,865)	(291,865)	(291,865)
Issuance of subordinated perpetual debentures	30	-	(40,843,807)	1,000,000,000	-	-	-	-	-	959,156,193
Dividend paid for ordinary shares	38	-	-	-	-	(333,297,118)	-	-	-	(333,297,118)
Dividend paid for subordinated perpetual debentures	30	-	-	-	-	(18,147,945)	-	-	-	(18,147,945)
Balance as at 31 December 2015		333,300,000	5,169,453,296	1,000,000,000	33,330,000	2,187,528,831	2,239,713	1,321,058	3,560,771	8,727,172,898
Balance as at 1 January 2016		333,300,000	5,169,453,296	1,000,000,000	33,330,000	2,187,528,831	2,239,713	1,321,058	3,560,771	8,727,172,898
Profit for the year		-	-	-	-	1,501,441,755	-	-	-	1,501,441,755
Other comprehensive income for the year		-	-	-	-	2,215,502	-	-	-	2,215,502
Total comprehensive income for the year		-	-	-	-	1,503,657,257	-	-	-	1,503,657,257
Amortisation of valuation surplus		-	-	-	-	-	-	(90,217)	(90,217)	(90,217)
Issuance of subordinated perpetual debentures	30	-	(9,962,114)	1,000,000,000	-	-	-	-	-	990,037,886
Dividend paid for ordinary shares	38	-	-	-	-	(359,959,900)	-	-	-	(359,959,900)
Dividend paid for subordinated perpetual debentures	30	-	-	-	-	(106,476,714)	-	-	-	(106,476,714)
Balance as at 31 December 2016		333,300,000	5,159,491,182	2,000,000,000	33,330,000	3,224,749,474	2,239,713	1,230,841	3,470,554	10,754,341,210
		-	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-	-

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

Ananda Development Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity (continued)

For the year ended 31 December 2016

(Unit: Baht)

		Separate financial statements					
	Note	Issued and fully paid-up	Share premium	Subordinated	Retained earnings		Total
		share capital	on ordinary shares	perpetual debentures	Appropriated - statutory reserve	Unappropriated	shareholders' equity
Balance as at 1 January 2015		333,300,000	5,210,297,103	-	33,330,000	1,272,172,704	6,849,099,807
Profit for the year		-	-	-	-	1,459,174,391	1,459,174,391
Other comprehensive income for the year		-	-	-	-	-	-
Total comprehensive income for the year		-	-	-	-	1,459,174,391	1,459,174,391
Issuance of subordinated perpetual debentures	30	-	(40,843,807)	1,000,000,000	-	-	959,156,193
Dividend paid for ordinary shares	38	-	-	-	-	(333,297,118)	(333,297,118)
Dividend paid for subordinated perpetual debentures	30	-	-	-	-	(18,147,945)	(18,147,945)
Balance as at 31 December 2015		333,300,000	5,169,453,296	1,000,000,000	33,330,000	2,379,902,032	8,915,985,328
Balance as at 1 January 2016		333,300,000	5,169,453,296	1,000,000,000	33,330,000	2,379,902,032	8,915,985,328
Profit for the year		-	-	-	-	1,410,618,808	1,410,618,808
Other comprehensive income for the year		-	-	-	-	2,101,344	2,101,344
Total comprehensive income for the year		-	-	-	-	1,412,720,152	1,412,720,152
Issuance of subordinated perpetual debentures	30	-	(9,962,114)	1,000,000,000	-	-	990,037,886
Dividend paid for ordinary shares	38	-	-	-	-	(359,959,900)	(359,959,900)
Dividend paid for subordinated perpetual debentures	30	-	-	-	-	(106,476,714)	(106,476,714)
Balance as at 31 December 2016		333,300,000	5,159,491,182	2,000,000,000	33,330,000	3,326,185,570	10,852,306,752
		-	-	-	-	-	-
		-	-	-	-	-	-

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

Ananda Development Public Company Limited and its subsidiaries

Cash flow statement

For the year ended 31 December 2016

	(Unit: Baht)			
	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Cash flows from operating activities				
Profit before tax	1,807,737,357	1,547,451,269	1,704,260,125	1,754,091,624
Adjustments to reconcile profit before tax to				
net cash provided by (paid from) operating activities:				
Decrease in real estate development costs as a result				
of transfer to cost of sales	6,472,918,914	6,002,150,448	5,035,819,237	5,074,355,651
Decrease in project management in progress as a result				
of transfer to cost of project management services	412,413,381	315,241,662	461,889,794	403,053,092
Decrease in construction in progress as a result				
of transfer to cost of construction services	492,598,031	41,446,862	-	-
Depreciation and amortisation	94,718,339	69,762,414	60,744,875	40,065,559
Doubtful accounts (reversal)	271,663	(846,193)	271,663	(1,254,163)
Reduction of real estate development costs to net realisable value	18,092,720	13,388,397	34,052,531	-
Long-term employee benefits expenses	16,614,755	13,288,530	12,290,977	10,206,003
Provisions expenses	121,364,710	143,036,030	103,145,196	102,689,398
Reversal of provision for loss on project management	-	-	-	(1,558,578)
Loss on impairment of assets	20,486,838	8,121,517	20,115,999	6,894,232
Loss on impairment of investments in subsidiaries	-	-	9,000,000	7,500,000
Gain on sale of investments in subsidiaries	(1,251,213)	(1,620,598)	-	-
Gain on changes in fair value of investments in trading securities	(64,680)	-	(64,680)	-
Loss on sale/write-off of buildings, equipment				
and vehicles	15,113,594	2,516,728	13,012,233	1,994,784
Reversal of withholding tax	-	(11,144,927)	-	(11,144,927)
Transfer of deferred financial fees to finance cost	20,602,790	40,368,596	20,602,790	40,368,596
Gain on receipt of shares from directors	-	(200,100)	-	(200,100)
Share of loss (profit) from investments in joint ventures	(115,415,395)	476,644,392	-	-
Interest income	(157,452,498)	(74,488,155)	(288,301,800)	(116,412,968)
Dividend income	-	-	(254,999,944)	-
Interest expenses	314,232,936	213,274,394	368,759,021	266,565,119
Profit from operating activities before changes in				
operating assets and liabilities	9,532,982,242	8,798,391,266	7,300,598,017	7,577,213,322
Operating assets (increase) decrease				
Trade and other receivables	(249,017,312)	(91,941,334)	(113,692,522)	(50,547,327)
Unbilled receivables	(210,460,332)	(20,109,133)	2,454,595	(5,002,739)
Project management in progress	(433,571,213)	(326,371,786)	(498,354,179)	(399,293,421)
Inventories	3,679,171	2,259,244	165,817	(152,639)
Real estate development costs	(6,552,942,137)	(8,055,553,216)	(1,819,221,782)	(7,043,641,818)
Construction in progress	(530,087,910)	(46,605,104)	-	-
Advance payments for constructions	77,452,430	67,440,691	141,602,776	200,424,592
Advance payments for purchase of project land and related costs	599,286,600	653,084,303	599,286,600	653,084,303
Other current assets	(27,461,479)	22,094,078	14,940,413	(16,082,817)
Other non-current assets	(27,825,671)	(118,844,401)	(21,506,393)	(49,064,471)

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

Ananda Development Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2016

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Operating liabilities increase (decrease)				
Trade and other payables	85,358,520	132,970,736	(22,292,488)	(41,047,687)
Short-term provisions	(56,620,241)	(65,165,706)	(41,184,903)	(32,511,872)
Unbilled payables	19,515,739	15,097,202	14,749,697	14,134,181
Advances received from project management services	400,084,337	460,304,238	329,217,495	397,807,662
Advance received from customers	(152,613,028)	(53,200,588)	(335,187,750)	(96,455,019)
Other current liabilities	3,384,115	(27,162,740)	29,984,647	49,734,636
Provision for long-term employee benefits	-	(89,600)	-	-
Other non-current liabilities	-	10,000,000	-	10,000,000
Cash flows from operating activities	2,481,143,831	1,356,598,150	5,581,560,040	1,168,598,886
Cash received from income tax refund	-	116,770,899	-	51,133,910
Cash paid for corporate income tax	(406,687,848)	(321,767,671)	(358,597,109)	(246,624,454)
Net cash flows from (used in) operating activities	2,074,455,983	1,151,601,378	5,222,962,931	973,108,342
Cash flows from investing activities				
Decrease (increase) in restricted financial institution deposits/withdrawal conditions	(120,848,021)	240,737,177	(180,786,394)	(7,884,750)
Increase in current investment	(500,000,000)	-	(500,000,000)	-
Decrease (increase) in short-term loans to related parties	(1,624,740,000)	-	(4,959,025,829)	838,973,898
Cash paid for long-term loans to related parties	(1,421,155,000)	(612,000,000)	(1,421,155,000)	(612,000,000)
Cash received from long-term loans to related parties	459,000,000	-	459,000,000	-
Cash received (paid) from sale of investments in subsidiaries	(29,386,706)	(1,641,217)	343,000	245,000
Cash paid for investments in subsidiaries	-	-	(4,197,500)	(103,499,500)
Cash paid for investments in joint ventures	(1,223,796,000)	(1,733,744,400)	(1,223,796,000)	(1,733,744,900)
Cash received from interest income	52,725,773	11,194,072	95,687,376	12,325,269
Dividend income	254,999,944	-	254,999,944	299,999,990
Proceeds from sales of buildings, equipment and vehicles	5,034,159	1,106,785	5,034,008	999,652
Cash paid for acquisitions of buildings, equipment and intangible assets	(498,168,354)	(102,939,396)	(375,190,684)	(85,888,915)
Net cash flows used in investing activities	(4,646,334,205)	(2,197,286,979)	(7,849,087,079)	(1,390,474,256)

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

Ananda Development Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the year ended 31 December 2016

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Cash flows from financing activities				
Increase in short-term loans from financial institutions	855,550,000	-	289,170,000	-
Increase (decrease) in short-term bills of exchange	-	(650,000,000)	-	(650,000,000)
Increase (decrease) in short-term loans from related party	-	-	1,060,000,000	(288,294,476)
Cash paid for liabilities under finance lease agreements	(22,822,646)	(18,714,130)	(8,768,832)	(7,799,893)
Cash received from long-term loans	2,334,702,900	935,000,000	1,312,402,900	935,000,000
Repayment of long-term loans	(1,539,402,900)	(1,227,937,000)	(1,223,002,900)	(1,227,937,000)
Cash received from long-term loans	2,000,000,000	2,000,000,000	2,000,000,000	2,000,000,000
Cash received from short-term loans	1,000,000,000	-	1,000,000,000	-
Repayment of debentures	(2,395,000,000)	-	(2,395,000,000)	-
Cash received from issuance of subordinated perpetual debentures	1,000,000,000	1,000,000,000	1,000,000,000	1,000,000,000
Cash paid for financial fees	(24,936,082)	(45,346,408)	(16,128,667)	(45,346,408)
Cash paid for fees related to issuance of subordinated perpetual debentures	(12,452,643)	(15,938,915)	(12,452,643)	(15,938,915)
Cash paid for interest expenses	(521,353,435)	(483,802,521)	(478,779,318)	(478,156,983)
Cash paid for dividend of ordinary shares	(359,959,900)	(333,297,118)	(359,959,900)	(333,297,118)
Cash paid for dividend of subordinated perpetual debentures	(133,095,893)	(18,147,945)	(133,095,893)	(18,147,945)
Net cash flow from financing activities	2,181,229,401	1,141,815,963	2,034,384,747	870,081,262
Net increase (decrease) in cash and cash equivalents	(390,648,821)	96,130,362	(591,739,401)	452,715,348
Cash and cash equivalents at beginning of year	2,573,392,341	2,477,261,979	2,022,295,794	1,569,580,446
Cash and cash equivalents at end of year	2,182,743,520	2,573,392,341	1,430,556,393	2,022,295,794
	-	-	-	-
Supplemental cash flow information				
Non-cash transactions				
Transfer of real estate development costs to investment properties	30,766,285	102,151,088	30,766,285	102,151,088
Transfer of real estate development costs to buildings	-	4,619,518	-	4,619,518
Transfer of investment properties to building	-	4,005,964	-	4,005,964
Liabilities under finance lease agreements decreased from sale of vehicle acquired under finance lease agreements	1,240,056	-	1,240,056	-
Investments in subsidiaries changed to investments in joint ventures	356,300	255,000	356,300	255,000
Motor vehicles acquired under finance lease agreements	-	37,832,875	-	16,696,875
Transfer of other current assets as share deficit related to subordinated perpetual debenture	-	28,092,675	-	28,092,675
Amortisation of valuation surplus of the fair value of assets from an acquisition	90,217	291,865	-	-
Actuarial gain	2,769,378	-	2,626,280	-
Increase in other current liabilities from deferred tax assets	2,328,767	-	2,328,767	-
Investment payable	257,754,000	-	257,754,000	-
Estimated cost of decommissioning	31,338,001	-	28,039,112	-

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

Ananda Development Public Company Limited and its subsidiaries
Notes to consolidated financial statements
For the year ended 31 December 2016

1 Corporate information

Ananda Development Public Company Limited ("the Company") is a public company incorporated and domiciled in Thailand. The Company is principally engaged in development and sale of real estate, provision of house construction service and management of real estate development projects. Its registered address is 99/1 Moo 14, Bangna-Trad Km. 10.5 Rd., Bangpleeyai, Bangplee, Samutprakarn.

2 Basis of preparation

- 2.1 The financial statements have been prepared in accordance with Thai Financial Reporting Standards enunciated under the Accounting Professions Act B.E. 2547 and their presentation has been made in compliance with the stipulations of the Notification of the Department of Business Development dated 28 September 2011, issued under the Accounting Act B.E. 2543.

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

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

2.2 Basis of consolidation

- a) The consolidated financial statements include the financial statements of Ananda Development Public Company Limited ("the Company") and the following subsidiaries ("the subsidiaries").

Subsidiaries' name	Nature of business	Country of incorporation	Percentage of shareholding	
			2016 (Percent)	2015 (Percent)
Ananda Development Two Co., Ltd.	Development of real estate projects and provision of property rental services	Thailand	100.00	100.00
Ananda Development One Co., Ltd.	Development of real estate projects	Thailand	100.00	100.00

Subsidiaries' name	Nature of business	Country of incorporation	Percentage of shareholding	
			2016 (Percent)	2015 (Percent)
Blue Deck Co., Ltd.	Development of real estate, sale of food and beverages, and service sport club members	Thailand	100.00	100.00
The Agent (Property Expert) Co., Ltd.	Real estate brokerage	Thailand	100.00	99.98
The Works Community Management Co., Ltd.	Management of juristic person	Thailand	99.98	99.98
Bira Circuit One Co., Ltd.	Services about car racetrack	Thailand	100.00	100.00
Bira Kart Co., Ltd. (50.69% equity interest held by Bira Circuit One Co., Ltd.)	Services about car racetrack	Thailand	49.31	49.31
Helix Co., Ltd.	Construction, manufacture and distribution of building materials	Thailand	100.00	100.00
Ideo Condo One Co., Ltd.	Advertising production	Thailand	99.80	99.80
JV-Co1 Co., Ltd.	Development of real estate projects	Thailand	99.80	-
ADC-JV2 Co., Ltd.	Development of real estate projects	Thailand	99.80	-
ADC-JV5 Co., Ltd.	Development of real estate projects	Thailand	99.70	-
ADC-JV6 Co., Ltd.	Development of real estate projects	Thailand	99.70	-
ADC-JV7 Co., Ltd. Co., Ltd.	Development of real estate projects	Thailand	99.70	-
ADC-JV8 Co., Ltd.	Development of real estate projects	Thailand	99.70	-
AH-SPV1 Co., Ltd.	Development of real estate projects of mixed-use building	Thailand	99.80	-

The subsidiary which the Company owns through Ananda Development One Company Limited is as follows:

Subsidiary's name	Nature of business	Country of incorporation	Percentage of indirect shareholding	
			2016 (Percent)	2015 (Percent)
Baan Niravana Co., Ltd.	Development of real estate projects	Thailand	100.00	100.00

Details of changes in the composition of the group of companies during the current year are presented in Notes 16 and 17.

- b) The Company is deemed to have control over an investee or subsidiaries if it has rights, or is exposed, to variable returns from its involvement with the investee, and it has the ability to direct the activities that affect the amount of its returns.
- c) Subsidiaries are fully consolidated, being the date on which the Company obtains control, and continue to be consolidated until the date when such control ceases.
- d) The financial statements of the subsidiaries are prepared using the same significant accounting policies as the Company.
- e) Material balances and transactions between the Company and its subsidiaries have been eliminated from the consolidated financial statements.

2.3 The separate financial statements present investments in subsidiaries, joint ventures and associates under the cost method.

3 New financial reporting standards

(a) Financial reporting standards that became effective in the current year

During the year, the Company and its subsidiaries have adopted the revised (revised 2015) and new financial reporting standards and accounting treatment guidance issued by the Federation of Accounting Professions which become effective for fiscal years beginning on or after 1 January 2016. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards, with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of standards. The adoption of these financial reporting standards does not have any significant impact on the Company's and its subsidiaries' financial statements.

(b) Financial reporting standard that will become effective in the future

During the current year, the Federation of Accounting Professions issued a number of the revised financial reporting standards and interpretations (revised 2016) and new accounting treatment guidance which is effective for fiscal years beginning on or after 1 January 2017. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of standards.

The management of the Company and its subsidiaries believe that the revised financial reporting standards and interpretations and new accounting treatment guidance will not have any significant impact on the financial statements when they are initially applied. However, one standard involves changes to key principles, which are summarised below.

TAS 27 (revised 2016) Separate Financial Statements

This revised standard stipulates an additional option to account for investments in subsidiaries, joint ventures and associates in separate financial statements under the equity method, as described in TAS 28 (revised 2016) Investments in Associates and Joint Ventures. However, the entity is to apply the same accounting treatment for each category of investment. If an entity elects to account for such investments using the equity method in the separate financial statements, it has to adjust the transaction retrospectively.

At present, the management of the Company and its subsidiaries is evaluating the impact of this standard to the financial statements in the year when it is adopted.

4 Significant accounting policies

4.1 Revenue recognition

Revenue from sale of real estate

Revenue from sale of real estate comprised of revenue from sale of land and houses and revenue from sale of residential condominium units. The Company and its subsidiaries recognised revenue from sale of real estate when the construction works are completed and the ownerships have been transferred to buyers after all payments are received from the buyers.

Rendering of project management and construction

The Company recognised service income from project management contracts on the basis of percentage of completion, and the consideration of the percentage of completion is arrived at based on the proportion of actual construction costs or projects management cost incurred up to the end of the year to the total anticipated service costs. Allowance for the total anticipated loss on project management projects will be made in the accounts as soon as the possibility of loss is ascertained.

Construction service income from construction contracts is recognised on the basis of percentage of completion based on the assessment of the project engineer, and consideration of the percentage of completion which is arrived at based on the proportion of actual construction costs incurred up to the end of the year to the total anticipated construction costs.

The recognised revenues which have not yet been due as per contracts have been shown under the caption of “Unbilled receivables” in the statements of financial position.

Commission income

Commission income is recognised when service is completed, and represents the invoiced value, excluding value added tax.

Service income

Service income is recognised when services have been rendered, and represents the invoiced value, excluding value added tax.

Rental of units in residential buildings and related services income are recognised on accrual basis over the period of contract.

Service income from sport club member service is recognised on the straight-line basis over the subscription period.

Revenue from sale of food and beverages

Revenues from sale of food and beverages represent the invoiced value, excluding value added tax, of goods supplied after deducting discounts and allowance.

Interest income

Interest income is recognised on an accrual basis based on the effective interest rate.

Dividend income

Dividend income is recognised when the right to receive the dividends is established.

4.2 Cost recognition

Cost of real estate sold

Cost of real estate sold comprised cost of land and houses sold and cost of residential condominium units. In determining the cost of real estate sold, the anticipated total development costs (taking into account actual costs incurred to date) are attributed to land and houses sold on the basis of the salable area and to residential condominium units sold on the basis of the salable area weighted to the selling price of the unit, and then recognised as costs in profit or loss concurrently with revenue from sales.

Project development costs are stated at cost, consisting of cost of land, design fees, utilities, construction and related interest.

Cost of project management and construction services

In determining cost of project management services, the total anticipated costs are attributed to each management project (taking into account actual costs incurred to date) and then recognised as cost of services in profit or loss on the basis of portion of revenue recognition.

In determining cost of construction service, the total anticipated construction costs are attributed to each construction project (based on actual cost) and then recognised as cost of construction service in profit or loss on the basis of percentage of completion. Allowance for total anticipated loss on each construction project will be made in the accounts as soon as the possibility of loss is ascertained.

The recognised cost which has not yet been due has been shown under the caption of “Unbilled payables” in the statements of financial position.

The actual cost of services incurred but not yet recognised as cost of services in profit or loss has been regarded as “Construction in progress” and “Project management in progress” in the statements of financial position.

Construction in progress and project management in progress include the cost of raw materials, direct labour and other expenses incurred for each project. Such construction in progress and project management in progress are valued at the lower of cost or net realisable value.

4.3 Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and at banks, due cheques which are not yet deposited and all highly liquid investments with an original maturity of three months or less and not subject to withdrawal restrictions.

4.4 Trade accounts receivable

Trade accounts receivable are stated at the net realisable value. Allowance for doubtful accounts is provided for the estimated losses that may be incurred in collection of receivables. The allowance is generally based on collection experience and analysis of debt aging.

4.5 Inventories

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

4.6 Real estate development costs

Land and construction in progress are stated at cost less provision for loss on diminution in value of projects. The details of cost calculation are as follows:

Land - Cost of land is recorded using the average method, and calculating it separately for each project.

Construction in progress - Construction in progress consists of the cost of construction, public utility costs and interest capitalised to cost of projects by recording cost of construction and public utilities based on the actual cost incurred.

4.7 Investments

- a) Investments in securities held for trading are stated at fair value. Changes in the fair value of these securities are recorded in profit or loss.
- b) Investments in joint ventures and associates are accounted for in the consolidated financial statements using the equity method.

- c) Investments in subsidiaries, joint ventures and associates are accounted for in the separate financial statements using the cost method, less allowance for loss on impairment of investments (if any).

The fair value of unit trusts is determined from their net asset value at the end of reporting period.

The weighted average method is used for computation of the cost of investments.

4.8 Investment properties

The Company and its subsidiaries recognised investment properties initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and allowance for loss on impairment (if any).

Depreciation of investment properties is calculated by reference to their costs on the straight-line basis over estimated useful lives of 20 and 30 years. Depreciation of the investment properties is included in determining income.

On disposal of investment properties, the difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period when the asset is derecognised.

4.9 Property, buildings and equipment/Depreciation

Land is stated at cost. Buildings and equipment are stated at cost less accumulated depreciation and allowance for loss on impairment of assets (if any). The costs comprise any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management. These include decommissioning costs, relocation and restoration costs, and any obligation associated with either its acquisition or a consequence of having used the items.

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

Buildings and structure	20 - 30	years
Building improvement	6 and 12	years
Equipment	5	years
Furniture, fixtures and office equipment	5	years
Motor vehicles	5 and 7	years

Restaurant operating equipment, consisting of crockery, glassware and utensils, is determined annually by a physical count, and valued at net book value, after deducting an appropriate portion of depreciation.

Depreciation is included in determining income.

No depreciation is provided for land and assets under installation and under construction.

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

4.10 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they are incurred. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

4.11 Intangible assets

Intangible assets acquired through business combination are initially recognised at their fair value on the date of business acquisition while intangible assets acquired in other cases are recognised at cost. Following the initial recognition, the intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses (if any).

Intangible assets with finite lives are amortised on a systematic basis over the economic useful life and tested for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method of such intangible assets are reviewed at least at each financial year end. The amortisation expense is charged to profit or loss.

A summary of the intangible assets with finite useful lives is as follows:

	<u>Useful lives</u>
Computer software	5 and 10 years
Deferred franchise fee	6 years
Agreements to buy and to sell condominium signed with customers	By conveyancing

4.12 Deferred financial fees

Financial expenses related to borrowings that are typically incurred on or before signing facility agreements and before actual draw down of the loans are recorded as deferred financial fees. A portion of deferred financial fees proportionate to the amount of the loan facility already drawn is presented as a deduction against the related loan account and amortised using the effective interest rate method over the term of the loans.

The amortisation of deferred financial fees is included in profit or loss.

4.13 Related party transactions

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

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

4.14 Long-term leases

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

Leases of property, buildings or equipment which do not transfer substantially all the risks and rewards of ownership are classified as operating leases. Operating lease payments are recognised as an expense in profit or loss on a straight-line basis over the lease term.

4.15 Foreign currencies

The consolidated and separate financial statements are presented in Baht, which is also the Company's functional currency. Items of each entity included in the consolidated financial statements are measured using the functional currency of that entity.

Transactions in foreign currencies are translated into Baht at the exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Baht at the exchange rate ruling at the end of reporting period.

Gains and losses on exchange are included in determining income.

4.16 Impairment of assets

At the end of each reporting period, the Company and its subsidiaries perform impairment reviews in respect of the investment properties, property, buildings and equipment and intangible assets whenever events or changes in circumstances indicate that an asset may be impaired. An impairment loss is recognised when the recoverable amount of an asset, which is the higher of the asset's fair value less costs to sell and its value in use, is less than the carrying amount. In determining value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used.

These calculations are corroborated by a valuation model that, based on information available, reflects the amount that the Company and its subsidiaries could obtain from the disposal of the asset in an arm's length transaction between knowledgeable, willing parties, after deducting the costs of disposal.

An impairment loss is recognised in profit or loss.

4.17 Employee benefits

Short-term employee benefits

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

Post-employment benefits

Defined contribution plans

The Company, the subsidiaries and its employees have jointly established a provident fund. The fund is monthly contributed by employees and by the Company and its subsidiaries. The fund's assets are held in a separate trust fund and the Company's and its subsidiaries' contributions are recognised as expenses when incurred.

Defined benefit plans

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

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

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

For the first-time adoption of TAS 19 Employee Benefits in 2011, the Company elected to recognise the transitional liability, which exceeds the liability that would have been recognised at the same date under the previous accounting policy, through an adjustment to the beginning balance of retained earnings in 2011.

4.18 Provisions

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

4.19 Income tax

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

Current tax

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

Deferred tax

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

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

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

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

4.20 Fair value measurement

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

- Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities.
- Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly.
- Level 3 - Use of unobservable inputs such as estimates of future cash flows.

At the end of each reporting period, the Company and its subsidiaries 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.

5. Significant accounting judgements and estimates

The preparation of financial statements in conformity with financial reporting standards at times requires management to make subjective judgements and estimates regarding matters that are inherently uncertain. These judgements and estimates affect reported amounts and disclosures and actual results could differ from these estimates. Significant judgements and estimates are as follows:

Non-consolidation of the companies in which the Company's shareholding is more than half of the total shares

a) The Company's management has decided that the Company has no control over the following companies:

- Ananda MF Asia Co., Ltd.
- Ananda MF Asia Ratchathewi Co., Ltd.
- Ananda MF Asia Asoke Co., Ltd.
- Ananda MF Asia Samyan Co., Ltd.
- Ananda MF Asia Chitlom Co., Ltd.
- Ananda MF Asia Bangna Co., Ltd.
- Ananda MF Asia Chongnonsi Co., Ltd.
- Ananda MF Asia Taopoon Co., Ltd.
- Ananda MF Asia Thaphra Co., Ltd.
- Ananda MF Asia Petchaburi Co., Ltd.
- Ananda MF Asia Bangchak Co., Ltd.
- Ananda MF Asia Udomsuk Co., Ltd.
- Ananda MF Asia Saphankhwai Co., Ltd.
- Ananda MF Asia Phraram 9 Co., Ltd.
- Ananda MF Asia Victory Monument Co., Ltd.

Even though the Company holds 51% of shares and voting rights in these companies, which is more than half, the Company entered into joint venture agreements to incorporate these companies. The agreements stipulate that key matters, as defined in the agreements, must be approved by at least one member appointed by each venturer in writing. As a result, the Company decided that it has no control over these companies, that the investments are investments in joint ventures, and that these companies are not to be included in the consolidated financial statements.

b) The Company's management has decided that the Company has no control over Ananda APAC Bangchak Co., Ltd. Even though the Company holds 99% of shares in this company, which is more than half, the Company entered into shareholder agreement to incorporate this company. The agreement stipulated that key matters, as defined in the agreement, must be approved by at least one member appointed by each venturer in writing. As a result, the Company decided that it has no control over this company, that the investments are investments in joint ventures, and that this company is excluded in the consolidated financial statements. However, the Company recognised share of profit or loss from investment in this company at 51% in accordance with the conditions in the shareholder agreement.

Leases

In determining whether a lease is to be classified as an operating lease or finance lease, the management is required to use judgement 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

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

Project management costs estimation

In recognising revenue and cost from project management, the Company has to estimate all project management costs, comprising payroll cost, promotional expenses and other related costs. The management estimates these costs based on their business experience and revisits the estimations on a periodical basis or when the actual costs incurred significantly vary from the estimated costs. The important factors in estimating the cost of project management are the expected duration of the project and personnel costs. These factors are uncertain, and depend on the overall state of the economy.

Project development costs estimation

In calculating cost of condominium and cost of land and buildings sold, the Company and subsidiaries have to estimate all project development costs, comprising land and land improvement costs, design and construction costs, public utility costs, borrowing costs and other related costs. The management estimates these costs based on their business experience and revisits the estimations on a periodical basis or when the actual costs incurred significantly vary from the estimated costs.

Allowance for diminution in value of real estate development costs

The Company and its subsidiaries treat real estate development costs as impaired when a significant decline in the fair value is noted, with management determining the devaluation based on net realisable value. However, the determination of what is "significant" and the amount of devaluation requires the management to exercise judgment.

Impairment of investments in subsidiaries and associates

The Company treats investments in subsidiaries and associates as impaired if the business operations of such companies are severely impacted by the economic crisis and the investments will take time to recover their value. The management determines devaluation of such investments based on management's judgement. The use of different estimates and assumptions could affect the amounts of allowances for impairment of investments in subsidiaries and associates and adjustments to the allowances may therefore be required in the future.

Depreciation and amortisation

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

In determining amortisation of intangible assets with finite lives, the management is required to make estimates of the useful lives of the Company's intangible assets and to review estimate useful lives when there are any changes.

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

Provision for fee from recommendation of new customers and reward for repurchase

In estimating the Company's provision for fee from recommendation of new customers and reward for repurchase, the management considered historical data and/or currently available information about the exercise of entitlement by members who have received recommendation fees based on the value of properties which were purchased and in accordance with the stipulated conditions.

Provision for maintenance of housing and condominium units

In recording provision for maintenance of housing and condominium units care warrantee, the management estimates the expenses expected to be incurred as a result of providing maintenance based on past experiences of actual expenses claimed.

Provision for public utilities maintenance

In estimating the Company's and subsidiaries' provision for public utilities maintenance, the management considered historical data and/or currently available information about the costs of various types of repairment work.

Compensation for Housing Estate Juristic Persons

The Company and its subsidiaries estimate the compensation for Housing Estate Juristic Persons using the rate specified by the laws and regulations and the budgeted public utilities costs as a basis for the calculation.

Provision for decommissioning costs

The Company and its subsidiaries estimate provision for decommissioning costs based on estimated amount of decommissioning determined and reviewed by the Company and its subsidiaries's engineers together with the management's judgement. Provisions for decommissioning costs depend on various current circumstances such as laws and regulations, technological changes and material and equipment prices. Therefore, the actual result is likely to be different from estimations and assumptions.

Deferred tax assets

The Company and its subsidiaries recognised deferred tax assets for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the temporary differences and losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of estimate future taxable profits.

Post-employment benefits under defined benefit plans

The obligation under the defined benefit plan is determined based on actuarial techniques. Such determination is made based on various assumptions, including discount rate, future salary increase rate, mortality rate and staff turnover rate.

Litigation

The Company and its subsidiaries have contingent liabilities as a result of litigation. The management of the Company and its subsidiaries has used judgement to assess the results of the litigation and believes that such provision for contingent liabilities (if any) as at the end of reporting period is appropriate.

6. Related party transactions

The relationships between the Company and related parties are summarised below:

Name	Relationship
Ananda Development Two Co., Ltd.	Subsidiary
Ananda Development One Co., Ltd.	Subsidiary
Baan Niravana Co., Ltd.	Subsidiary
Blue Deck Co., Ltd.	Subsidiary
The Agent (Property Expert) Co., Ltd.	Subsidiary
The Works Community Management Co., Ltd.	Subsidiary
Bira Circuit One Co., Ltd.	Subsidiary
Bira Kart Co., Ltd.	Subsidiary
Helix Co., Ltd.	Subsidiary
Ideo Condo One Co., Ltd.	Subsidiary
JV-Co1 Co., Ltd.	Subsidiary
ADC-JV2 Co., Ltd.	Subsidiary
ADC-JV5 Co., Ltd.	Subsidiary
ADC-JV6 Co., Ltd.	Subsidiary
ADC-JV7 Co., Ltd.	Subsidiary
ADC-JV8 Co., Ltd.	Subsidiary
AH-SPV1 Co., Ltd.	Subsidiary
Bira RT Kart Co., Ltd.	Associate
Ananda MF Asia Co., Ltd.	Joint Venture
Ananda MF Asia Ratchathewi Co., Ltd.	Joint Venture
Ananda MF Asia Asoke Co., Ltd.	Joint Venture
Ananda MF Asia Samyan Co., Ltd.	Joint Venture
Ananda MF Asia Chitlom Co., Ltd.	Joint Venture (being subsidiary from 30 January 2015 to 21 June 2015)
Ananda MF Asia Bangna Co., Ltd.	Joint Venture (being subsidiary from 30 January 2015 to 21 June 2015)
Ananda MF Asia Chongnonsi Co., Ltd.	Joint Venture (being subsidiary from 22 June 2015 to 23 June 2015)
Ananda MF Asia Taopoon Co., Ltd.	Joint Venture (being subsidiary from 23 July 2015 to 24 August 2015)
Ananda MF Asia Thaphra Co., Ltd.	Joint Venture (being subsidiary from 23 July 2015 to 30 September 2015)
Ananda MF Asia Petchaburi Co., Ltd. (formerly known as "Gem-Line 38 Co., Ltd.")	Joint Venture (being subsidiary from 19 January 2016 to 14 July 2016)

Name	Relationship
Ananda MF Asia Bangchak Co., Ltd. (formerly known as "JV-Co 2 Co., Ltd.")	Joint Venture (being subsidiary from 7 January 2016 to 14 July 2016)
Ananda MF Asia Udomsuk Co., Ltd. (formerly known as "ADC - JV 4 Co., Ltd.")	Joint Venture (being subsidiary from 11 April 2016 to 14 July 2016)
Ananda MF Asia Saphankhwai Co., Ltd. (formerly known as "ADC-JV1 Co., Ltd.")	Joint Venture (being subsidiary from 11 April 2016 to 31 October 2016)
Ananda APAC Bangchak Co., Ltd.	Joint Venture (being subsidiary from 11 August 2016 to 20 November 2016)
Ananda MF Asia Phraram 9 Co., Ltd. (formerly known as "JV-CV3 Co., Ltd.")	Joint Venture (being subsidiary from 7 January 2016 to 25 December 2016)
Ananda MF Asia Victory Monument Co., Ltd. (formerly known as "ADC-JV3 Co., Ltd.")	Joint Venture (being subsidiary from 11 April 2016 to 25 December 2016)
Greenvalley Properties Co., Ltd.	Common shareholders/Common directors
Toscana Piazza Co., Ltd.	Major shareholder and director is a close relative of the Company's management
Tuscani Ville Co., Ltd.	Major shareholder and director is a close relative of the Company's management
Bira Circuit Co., Ltd.	Major shareholder and director is a close relative of the Company's management
Kloset Design Co., Ltd.	Major shareholder and director is a close relative of the Company's management
Kloset Café Co., Ltd.	Major shareholder and director is a close relative of the Company's management
Tuscan Hill Co., Ltd.	Major shareholder and director is a close relative of the Company's management
Toscana Valley Country Club Co., Ltd.	Major shareholder and director is a close relative of the Company's management
Directors	Directors of the Company and its subsidiaries

During the years, the Company and its subsidiaries had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Company and those related parties:

(Unit: Million Baht)

	Consolidated		Separate		
	financial statements		financial statements		
	2016	2015	2016	2015	Pricing policy
<u>Transactions with subsidiary companies</u>					
(eliminated from the consolidated financial statements)					
Project management income	-	-	70.8	118.9	Contract price by the project and 6.5% of project value, as specified in contracts
Service income	-	-	-	13.0	Contract price
Other service income	-	-	6.5	1.5	Contract price
Rental income	-	-	0.6	0.6	Contract price
Interest income	-	-	135.5	45.8	MLR + 2%, MOR - 1.4% and 3.50 - 5.38% per annum and interest rate on 12-month fixed deposit at bank (2015: MLR+2%, MOR-1.4% and 3.50% - 5.38% per annum, and interest rate on 12-month fixed deposit at bank)
Sale of project land and real estate					
development cost	-	-	1,103.1	-	Contract price
Construction cost	-	-	608.3	1,281.3	Market price
Commission expenses	-	-	65.8	58.4	0.376% - 6% of sale value of condominium units for which deposits were paid during the year (2015: 1% - 2.5% of sales value of condominium units for which deposits were paid during the year)
Interest expenses	-	-	57.3	55.1	MOR - 1.4% per annum and interest rate on 12-month + 0.1 (2015: MOR - 1.4% per annum and interest rate on 12-month fixed deposit at bank)
Other service expenses	-	-	14.3	8.4	Contract price
Rental expenses	-	-	-	0.2	Contract price
<u>Transactions with joint ventures</u>					
Project management income	852.9	696.0	852.9	696.0	Contract price by the project and 7.5% of project value, as specified in contract
Service income	0.8	-	-	-	Contract price

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements		Pricing policy
	2016	2015	2016	2015	
Commission income	275.3	193.6	275.3	193.6	2.5% of sale value of condominium units for contract completed and transferred during the year
Other service income	227.3	107.7	189.9	107.7	Contract price
Interest income	145.7	64.7	145.7	64.7	4.80% - 6.00% per annum (2015: MLR-1.15% and 5.17%-6% per annum)
Dividend income	-	-	255.0	-	As declared
Rental expenses	437.7	-	437.7	-	Contract price
Transactions with related parties					
Service income	-	0.1	-	-	Market price
Service income from construction	102.1	28.2	-	-	Contract price
Rental expenses	3.7	4.6	-	-	Contract price
Other expenses	11.0	-	11.0	-	Contract price
Transactions with directors					
Revenue from sale of real estate	15.0	-	15.0	-	Contract price

The balances of the accounts as at 31 December 2016 and 2015 between the Company and those related companies are as follows:

	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Trade and other receivables - related parties (Note 9)				
Subsidiaries	-	-	651	1,991
Joint ventures	188,517	75,145	187,999	75,145
Related parties	67,006	19,752	2,146	2,146
Total	255,523	94,897	190,796	79,282
Less: Allowance for doubtful accounts	(2,146)	(2,146)	(2,146)	(2,146)
Total trade and other receivables - related parties, net	253,377	92,751	188,650	77,136
Advance payments for constructions - related party				
Subsidiary	-	-	27,270	49,911
Related party	2,542	281	-	-
Director	56	-	-	-
Total Advance payments for constructions - related party	2,598	281	27,270	49,911

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
<u>Unbilled receivables - related parties</u>				
Joint ventures	2,548	5,003	2,548	5,003
Related party	11,741	4,638	-	-
Director	2,185	-	-	-
Total unbilled receivables - related parties	16,474	9,641	2,548	5,003
<u>Deposits - related parties</u>				
Subsidiaries	-	-	213	213
Joint ventures	406	-	406	-
Total deposits - related parties	406	-	619	213
<u>Trade and other payables - related parties (Note 22)</u>				
Subsidiaries	-	-	13,689	118,572
Joint ventures	276,708	7,852	276,708	7,852
Related party	6,404	16,439	110	-
Total trade and other payables - related parties	283,112	24,291	290,507	126,424
<u>Advances received from project management services - related parties</u>				
Subsidiaries	-	-	158,147	229,013
Joint venture	926,797	526,713	926,797	526,713
Total advances received from project management service - related parties	926,797	526,713	1,084,944	755,726
<u>Advances received from customers - related parties</u>				
Related party	733	-	-	-
Directors	1,639	1,135	217	1,135
Total advances received from customers - related parties	2,372	1,135	217	1,135
<u>Deposit payables - related parties</u>				
Subsidiaries	-	-	208	-
<u>Retention payable - related parties</u>				
Subsidiaries	-	-	114,424	86,058

As at 31 December 2016 and 2015, the balance of loans between the Company and those related companies and the movement are as follows:

(Unit: Thousand Baht)

Consolidated financial statements								
Balance as at 1 January 2016		Increase		Decrease		Balance as at 31 December 2016		
Loans	Interest	Loans	Interest	Loans	Interest	Loans	Interest	
Short-term loans to and interest receivable from related parties								
Joint Ventures								
Ananda MF Asia Petchaburi Co., Ltd. (formerly known as "Gem-Line 38 Co., Ltd." being subsidiary until 14 July 2016, being joint venture since 15 July 2016)	-	-	726,000	17,128	(726,000)	(17,128)	-	-
Ananda MF Asia Saphankhwai Co., Ltd. (formerly known as "ADC-JV1 Co., Ltd." being subsidiary until 31 October 2016, being joint venture since 1 November 2016)	-	-	618,300	9,844	(618,300)	(9,844)	-	-
Ananda MF Asia Phraram 9 Co., Ltd. (formerly known as "JV-Co3 Co., Ltd." being subsidiary until 25 December 2016, being joint venture since 26 December 2016)	-	-	1,503,600	20,446	-	-	1,503,600	20,446
Ananda MF Asia Victory Monument Co., Ltd. (formerly known as "ADC-JV3 Co., Ltd." being subsidiary until 25 December 2016, being joint venture since 26 December 2016)	-	-	121,140	2,454	-	-	121,140	2,454
Total short-term loans to and interest receivable from related parties	-	-	2,969,040	49,872	(1,344,300)	(26,972)	1,624,740	22,900
Long-term loans to and interest receivable from related parties								
Joint Ventures								
Ananda MF Asia Co., Ltd.	288,150	30,865	170,850	22,921	(459,000)	(53,786)	-	-
Ananda MF Asia Ratchathewi Co., Ltd.	229,500	15,241	51,000	16,189	-	-	280,500	31,430
Ananda MF Asia Asoke Co., Ltd.	280,500	18,079	-	16,876	-	-	280,500	34,955
Ananda MF Asia Samyan Co., Ltd.	204,000	12,005	204,000	23,608	-	-	408,000	35,613
Ananda MF Asia Chitlom Co., Ltd.	102,000	2,364	51,000	8,518	-	-	153,000	10,882
Ananda MF Asia Bangna Co., Ltd.	12,750	195	204,000	11,104	-	-	216,750	11,299
Ananda MF Asia Chongnonsi Co., Ltd.	178,500	2,142	76,500	13,984	-	-	255,000	16,126
Ananda MF Asia Taopoon Co., Ltd.	25,500	545	153,000	9,423	-	-	178,500	9,968
Ananda MF Asia Thaphra Co., Ltd.	38,250	585	229,500	10,110	-	-	267,750	10,695
Ananda MF Asia Phetchaburi Co., Ltd. (formerly known as "Gem-Line 38 Co., Ltd." being subsidiary until 14 July 2016, being joint venture since 15 July 2016)	-	-	25,500	7,055	-	(6,455)	25,500	600

(Unit: Thousand Baht)

Consolidated financial statements								
	Balance as at						Balance as at	
	1 January 2016		Increase		Decrease		31 December 2016	
	Loans	Interest	Loans	Interest	Loans	Interest	Loans	Interest
Ananda MF Asia Bangchak Co., Ltd. (formerly known as "JV-Co2 Co., Ltd." being subsidiary until 14 July 2016, being joint venture since 15 July 2016)	-	-	76,500	1,798	-	-	76,500	1,798
Ananda MF Asia Saphankhwai Co., Ltd. (formerly known as "ADC-JV1 Co., Ltd." being subsidiary until 31 October 2016, being joint venture since 1 November 2016)	-	-	25,500	214	-	-	25,500	214
Ananda APAC Bangchak Co., Ltd. (being subsidiary until 20 November 2016, being joint venture since 21 November 2016)	-	-	153,805	278	-	-	153,805	278
Total long-term loans to and interest receivable from related parties	1,359,150	82,021	1,421,155	142,078	(459,000)	(60,241)	2,321,305	163,858
Less: Current portion	(288,150)	(30,865)					(892,500)	(87,235)
Long-term loans to and interest receivable from related parties - net of current portion	1,071,000	51,156					1,428,805	76,623

(Unit: Thousand Baht)

Separate financial statements								
	Balance as at						Balance as at	
	1 January 2016		Increase		Decrease		31 December 2016	
	Loans	Interest	Loans	Interest	Loans	Interest	Loans	Interest
Short-term loans to and interest receivable from related parties								
Subsidiaries								
Ananda Development One Co., Ltd.	20,000	38	-	54	(20,000)	(92)	-	-
Blue Deck Co., Ltd.	10,760	206	6,280	573	-	-	17,040	779
The Works Community Management Co., Ltd.	20,940	158	-	250	-	-	20,940	408
Bira Circuit One Co., Ltd.	5,226	2,885	-	437	-	-	5,226	3,322
Helix Co., Ltd.	465,943	11,620	2,140,196	74,155	(202,016)	(2,579)	2,404,123	83,196
JV-Co1 Co., Ltd.	-	-	673,000	14,001	(230,000)	(3,697)	443,000	10,304
ADC-JV2 Co., Ltd.	-	-	828,900	3,037	(450,000)	(1,429)	378,900	1,608
ADC-JV6 Co., Ltd.	-	-	536,000	2,772	-	-	536,000	2,772
AH-SPV1 Co., Ltd.	-	-	51,926	412	-	-	51,926	412
Joint Ventures								
Ananda MF Asia Petchaburi Co., Ltd. (formerly known as "Gem-Line 38 Co., Ltd." being subsidiary until 14 July 2016, being joint venture since 15 July 2016)	-	-	726,000	17,128	(726,000)	(17,128)	-	-
Ananda MF Asia Saphankhwai Co., Ltd. (formerly known as "ADC-JV1 Co., Ltd." being subsidiary until 31 October 2016, being joint venture since 1 November 2016)	-	-	618,300	9,844	(618,300)	(9,844)	-	-

(Unit: Thousand Baht)

	Separate financial statements							
	Balance as at						Balance as at	
	1 January 2016		Increase		Decrease		31 December 2016	
	Loans	Interest	Loans	Interest	Loans	Interest	Loans	Interest
Ananda MF Asia Phraram 9 Co., Ltd. (formerly known as "JV-Co3 Co., Ltd." being subsidiary until 25 December 2016, being joint venture since 26 December 2016)	-	-	1,503,600	20,446	-	-	1,503,600	20,446
Ananda MF Asia Victory Monument Co., Ltd. (formerly known as "ADC-JV3 Co., Ltd." being subsidiary until 25 December 2016, being joint venture since 26 December 2016)	-	-	121,140	2,454	-	-	121,140	2,454
Total short-term loans to and interest receivable from related parties	<u>522,869</u>	<u>14,907</u>	<u>7,205,342</u>	<u>145,563</u>	<u>(2,246,316)</u>	<u>(34,769)</u>	<u>(5,481,895)</u>	<u>125,701</u>
Long-term loans to and interest receivable from related parties								
Joint Ventures								
Ananda MF Asia Co., Ltd.	288,150	30,865	170,850	22,921	(459,000)	(53,786)	-	-
Ananda MF Asia Ratchathewi Co., Ltd.	229,500	15,241	51,000	16,189	-	-	280,500	31,430
Ananda MF Asia Asoke Co., Ltd.	280,500	18,079	-	16,876	-	-	280,500	34,955
Ananda MF Asia Samyan Co., Ltd.	204,000	12,005	204,000	23,608	-	-	408,000	35,613
Ananda MF Asia Chitlom Co., Ltd.	102,000	2,364	51,000	8,518	-	-	153,000	10,882
Ananda MF Asia Bangna Co., Ltd.	12,750	195	204,000	11,104	-	-	216,750	11,299
Ananda MF Asia Chongnonsi Co., Ltd.	178,500	2,142	76,500	13,984	-	-	255,000	16,126
Ananda MF Asia Taopoon Co., Ltd.	25,500	545	153,000	9,423	-	-	178,500	9,968
Ananda MF Asia Thaphra Co., Ltd.	38,250	585	229,500	10,110	-	-	267,750	10,695
Ananda MF Asia Phetchaburi Co., Ltd. (formerly known as "Gem-Line 38 Co., Ltd." being subsidiary until 14 July 2016, being joint venture since 15 July 2016)	-	-	25,500	600	-	-	25,500	600
Ananda MF Asia Bangchak Co., Ltd. (formerly known as "JV-Co2 Co., Ltd." being subsidiary until 14 July 2016, being joint venture since 15 July 2016)	-	-	76,500	1,798	-	-	76,500	1,798
Ananda MF Asia Saphankhwai Co., Ltd. (formerly known as "ADC-JV1 Co., Ltd." being subsidiary until 31 October 2016, being joint venture since 1 November 2016)	-	-	25,500	214	-	-	25,500	214
Ananda APAC Bangchak Co., Ltd. (being subsidiary until 20 November 2016, being joint venture since 21 November 2016)	-	-	153,805	278	-	-	153,805	278
Total long-term loans to and interest receivable from related parties	<u>1,359,150</u>	<u>82,021</u>	<u>1,421,155</u>	<u>135,623</u>	<u>(459,000)</u>	<u>(53,786)</u>	<u>2,321,305</u>	<u>163,858</u>
Less: Current portion	<u>(288,150)</u>	<u>(30,865)</u>					<u>(892,500)</u>	<u>(87,235)</u>
Long-term loans to and interest receivable from related parties - net of current portion	<u>1,071,000</u>	<u>51,156</u>					<u>1,428,805</u>	<u>76,623</u>

	Separate financial statements							
	Balance as at						Balance as at	
	1 January 2016		Increase		Decrease		31 December 2016	
	Loans	Interest	Loans	Interest	Loans	Interest	Loans	Interest
Short-term loans from and interest payable to related parties								
Subsidiary								
Ananda Development Two Co., Ltd.	893,706	48,132	130,000	52,664	-	-	1,023,706	100,796
Ananda Development One Co., Ltd.	-	-	705,000	3,491	-	-	705,000	3,491
Baan Niravana Co., Ltd.	-	-	225,000	1,141	-	-	225,000	1,141
Total short-term loans from and interest payable to related parties	893,706	48,132	1,060,000	57,296	-	-	1,953,706	105,428

Short-term loans to and short-term loans from related parties

Short-term loans to and short-term loans from related parties are unsecured and due at call. Interest was charged at the rates of MLR + 2%, MOR - 1.4% and 3.5% - 5.38% per annum, interest rate on 12-month deposit at bank, and interest rate on 12-month + 0.1 deposit at bank.

Long-term loans to related parties

Loans to the joint ventures are unsecured, with interest charged at a rate of 6% per annum. The principal and accrued interest are due on the following dates, although the loans can be prepaid or the payment schedule can be extended, with the agreement of the lenders, in accordance with the conditions stipulated in the joint venture agreements described in Note 17.

Joint ventures	Due date of principal and interest
Ananda MF Asia Co., Ltd.	30 November 2016
Ananda MF Asia Ratchathewi Co., Ltd.	31 March 2017
Ananda MF Asia Asoke Co., Ltd.	31 December 2017
Ananda MF Asia Samyan Co., Ltd.	31 July 2018
Ananda MF Asia Chitlom Co., Ltd.	31 December 2017
Ananda MF Asia Bangna Co., Ltd.	30 September 2018
Ananda MF Asia Chongnonsi Co., Ltd.	30 November 2018
Ananda MF Asia Taopoon Co., Ltd.	31 December 2017
Ananda MF Asia Thaphra Co., Ltd.	31 May 2018
Ananda MF Asia Petchaburi Co., Ltd.	28 December 2018
Ananda MF Asia Bangchak Co., Ltd.	30 November 2018
Ananda MF Asia Udomsuk Co., Ltd.	28 February 2019
Ananda MF Asia Saphankhwai Co., Ltd.	28 February 2019
Ananda APAC Bangchak Co., Ltd.	7 December 2019
Ananda MF Asia Pharam 9 Co., Ltd.	31 May 2020
Ananda MF Asia Victory Monument Co., Ltd.	30 September 2019

Directors and management's benefits

During the years ended 31 December 2016 and 2015, the Company and its subsidiaries had employee benefit expenses of their directors and management as below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Short-term employee benefits	89,700	62,812	89,700	62,812
Post-employment benefits	6,026	4,142	6,026	4,142
Total	95,726	66,954	95,726	66,954

Guarantee obligations with related parties

The Company and its subsidiaries have outstanding guarantee obligations with its related parties, as described in Note 39.8.

7 Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Cash	2,346	1,998	692	833
Bank deposits	2,180,398	2,571,394	1,429,864	2,021,463
Total	2,182,744	2,573,392	1,430,556	2,022,296

As at 31 December 2016, bank deposits in savings accounts and fixed deposits carried interests between 0.1% - 0.4% per annum (2015: between 0.1% - 1.1% per annum).

8 Current investments

	(Unit: Thousand Baht)	
	Consolidated and Separate	
	financial statements	
	2016	2015
Investments in trading securities		
Investments in TMBTHANAPLUS cost	500,000	-
Add: Unrealised gain on changes in value of investments	65	-
Total current investments	500,065	-

9 Trade and other receivables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
<u>Trade receivables - related parties</u>				
Aged on the basis of due dates				
Not yet due	187,241	92,328	187,241	76,113
Past due				
Up to 3 months	17,382	-	-	-
3 - 6 months	30,868	-	-	-
6 - 12 months	16,609	-	-	-
Total trade receivables - related parties	252,100	92,328	187,241	76,113
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	70,252	6,893	24	12
Past due				
Up to 3 months	20,359	1,858	14	36
3 - 6 months	1,644	1,725	-	-
6 - 12 months	1,785	1,125	-	-
Over 12 months	5,401	5,011	5,012	5,011
Total	99,441	16,612	5,050	5,059
Less: Allowance for doubtful debts	(5,011)	(5,011)	(5,011)	(5,011)
Total trade receivables - unrelated parties - net	94,430	11,601	39	48
Total trade receivables - net	346,530	103,929	187,280	76,161
<u>Other receivables</u>				
Advances - related parties	2,146	2,146	2,146	2,146
Other receivables - related parties	1,277	423	1,409	1,023
Other receivables - unrelated parties	22,075	18,102	13,614	11,442
Total	25,498	20,671	17,169	14,611
Less: Allowance for doubtful debts	(2,951)	(2,679)	(2,890)	(2,618)
Total other receivables - net	22,547	17,992	14,279	11,993
Trade and other receivables - net	369,077	121,921	201,559	88,154

10 Unbilled receivables / Construction in progress

(Unit: Thousand Baht)

	Consolidated financial statements	
	2016	2015
Amount of contract revenue recognised as revenue during the year	539,416	45,163
Aggregate amount of construction costs incurred to date	534,076	41,447
Construction costs relating to future activities recognised as assets	42,649	5,158
Adjustment with the recognised profits to date	50,503	3,716
	627,228	50,321
Sum of progress billings	(461,639)	(35,334)
	165,589	14,987
Gross amounts due from customers comprise of:		
Unbilled receivable from construction	228,021	15,106
Construction in progress	42,649	5,158
	270,670	20,264
Gross amount due to customers		
Deferred construction revenue	(105,081)	(5,277)
	165,589	14,987
Accounts receivable under retention construction	10,156	607
Unbilled receivable		
from construction	228,021	15,106
from project management	2,548	5,003
Total unbilled receivable	230,569	20,109

11 Gross amount due from customers for management work / Gross amount due to customers for management work

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Amount of contract revenue recognised as revenue during the year	852,854	695,991	923,720	814,882
Aggregate amount of project management costs incurred to date	1,331,789	915,317	1,770,735	1,284,713
Recognised profits to date	1,252,346	794,806	1,385,452	911,289
	2,584,135	1,710,123	3,156,187	2,196,002
Sum of progress billings	(3,433,128)	(2,177,735)	(4,093,455)	(2,838,062)
	(848,993)	(467,612)	(937,268)	(642,060)
Gross amount due from customers for management work	77,804	59,101	147,676	113,666
Gross amount due to customers for management work	(926,797)	(526,713)	(1,084,944)	(755,726)
	(848,993)	(467,612)	(937,268)	(642,060)

Advances received from project management services are recognised as income based on the stage of completion.

12 Inventories

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Food and beverages	936	952	236	402
Construction materials	2,851	6,514	-	-
Total	3,787	7,466	236	402

13 Real estate development costs

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Cost of land	7,188,783	6,393,931	3,174,371	5,466,140
Construction in progress	4,545,566	4,947,212	3,373,266	4,130,098
Project management fee	350,655	401,972	160,389	194,854
Capitalised interest cost	313,537	345,100	328,836	324,899
Total	12,398,541	12,088,215	7,036,862	10,115,991
Less: Reduce cost to net realisable value	(46,457)	(28,364)	(34,052)	-
Total real estate development costs - net	12,352,084	12,059,851	7,002,810	10,115,991

The Company and its subsidiaries capitalised borrowing costs in the cost of land and construction in progress during the year which are calculated from capitalisation rate from weighted average rate of loans as follows:

	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Borrowing costs included in the cost of land and construction in progress (Million Baht)	211	274	168	274
Capitalisation rate (%)	3.05 - 5.65	3.20 - 5.88	3.05 - 5.65	3.20 - 5.88

As at 31 December 2016 and 2015, the Company and its subsidiaries have pledged land and construction as collateral for credit facilities and overdrafts for the Company and subsidiaries which have net book value as follows:

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Net book value of land and construction that have been pledged as collateral	8,148	6,662	4,027	6,073

Movements in the reduction of cost to net realisable value for the year ended 31 December 2016 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
Balance as at 1 January 2016	28,364	-
Add: Additional set up	37,782	37,782
Less: Reversal as a result of sale	(19,689)	(3,730)
Balance as at 31 December 2016	46,457	34,052

Additional information of the projects

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Total estimated sale value of projects which were operated at the end of year	38,286,667	42,343,007	23,588,272	30,900,039
Total sale value of units with signed agreements to buy and sell, or units sold	26,105,435	27,274,490	17,073,398	20,777,810
Percentage of sale value of units with signed agreements to buy and sell, or units sold	68.18%	64.41%	72.38%	67.24%

14 Restricted financial institution deposits/withdrawal conditions

The balances represented savings and current deposits of the Company and its subsidiaries which were pledged with the financial institutions to secure letters of guarantee.

15 Investments in associate

(Unit: Thousand Baht)

Associate's name	Nature of business	Country of incorporation	Consolidated financial statements					
			Shareholding percentage		Cost		Carrying amounts based on equity method	
			2016	2015	2016	2015	2016	2015
			(%)	(%)				
Bira RT Kart Co., Ltd. (45% held by Bira Kart Co., Ltd.)	Sale of spareparts and vehicle parts	Thailand	45	45	900	900	-	-

The consolidated statements of financial position as at 31 December 2016 and 2015 included investment in associate which the Company recognised share of loss under the equity method in full amount of the investment.

In the consolidated statements of comprehensive income for the years ended 31 December 2016 and 2015, there was no share of profit or loss from the associate under the equity method.

During the years 2016 and 2015, the Company did not receive dividend income from the associate.

16 Investments in subsidiaries

Details of investments in subsidiaries as presented in separate financial statements are as follows.

(Unit: Thousand Baht)

Company's name	Paid-up capital		Investment proportion		Cost		Allowance for impairment of investments		Net	
	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015
			(%)	(%)						
Ananda Development Two Co., Ltd.	300,000	300,000	100.00	100.00	2,459,532	2,459,532	(1,315,000)	(1,315,000)	1,144,532	1,144,532
Ananda Development One Co., Ltd.	2,155,981	2,155,981	100.00	100.00	1,143,572	1,143,572	(27,000)	(27,000)	1,116,572	1,116,572
Blue Deck Co., Ltd.	233,000	233,000	100.00	100.00	233,000	233,000	(129,500)	(129,500)	103,500	103,500
The Agent (Property Expert) Co., Ltd.	4,000	1,200	100.00	99.98	4,000	1,200	-	-	4,000	1,200
The Works Community Management Co., Ltd.	1,000	1,000	99.98	99.98	1,000	1,000	-	-	1,000	1,000
Bira Circuit One Co., Ltd.	45,000	45,000	100.00	100.00	45,000	45,000	(36,000)	(27,000)	9,000	18,000
Bira Kart Co., Ltd.										
(50.69% held by Bira Circuit One Co., Ltd.)	36,500	36,500	49.31	49.31	17,999	17,999	(6,000)	(6,000)	11,999	11,999
Helix Co., Ltd.	192,200	192,200	100.00	100.00	192,200	192,200	-	-	192,200	192,200
Ideo Condo One Co., Ltd.	100	100	99.80	99.80	99	99	-	-	99	99
JV-Co1 Co., Ltd.	100	-	99.80	-	100	-	-	-	100	-
ADC-JV2 Co., Ltd.	100	-	99.80	-	100	-	-	-	100	-
ADC-JV5 Co., Ltd.	100	-	99.70	-	100	-	-	-	100	-
ADC-JV6 Co., Ltd.	100	-	99.70	-	100	-	-	-	100	-
ADC-JV7 Co., Ltd.	100	-	99.70	-	99	-	-	-	99	-
ADC-JV8 Co., Ltd.	100	-	99.70	-	99	-	-	-	99	-
AH-SPV1 Co., Ltd.	100	-	99.80	-	100	-	-	-	100	-
Total					4,097,100	4,093,602	(1,513,500)	(1,504,500)	2,583,600	2,589,102

Gem-Line 38 Co., Ltd., JV-Co1 Co., Ltd., JV-Co2 Co., Ltd. and JV-Co3 Co., Ltd.

On 15 December 2015, a meeting of the Company's Board of Directors approved the following resolutions:

- (1) To incorporate a new subsidiary, Gem-Line 38 Co., Ltd., with a registered share capital of Baht 100,000 consisting of 1,000 ordinary shares of Baht 100 each, and the Company holds a 99.8% interest. The subsidiary's business is development of real estate projects. The subsidiary registered the incorporation with the Ministry of Commerce on 26 November 2015, and the Company invested in this new company in January 2016.
- (2) To incorporate new subsidiaries, JV-Co1 Co., Ltd., JV-Co2 Co., Ltd., and JV-Co3 Co., Ltd., with a registered share capital of Baht 100,000 of each company consisting of 1,000 ordinary shares of Baht 100 each, and the Company holds a 99.8% interest. The subsidiaries' business is development of real estate projects. The subsidiaries registered the incorporation with the Ministry of Commerce on 7 January 2016 and the Company invested in these new companies in the same month.

Subsequently, on 15 July 2016, the Company sold a 49% interest in the ordinary shares of Gem-Line 38 Co., Ltd. and JV-Co2 Co., Ltd. to a foreign company, in accordance with the joint venture agreements as described in Note 17. As a result, the Company's interest in those companies decreased to 51% of their registered share capital. Following the above sale of investments, the Company determined that it did not have control over the business of Gem-Line 38 Co., Ltd. and JV-Co2 Co., Ltd. and the remaining investments are therefore presented as investments in joint ventures, with the status of those companies changed from "subsidiaries" to "joint ventures" effective from 15 July 2016.

ADC-JV1 Co., Ltd., ADC-JV2 Co., Ltd., ADC-JV3 Co., Ltd. and ADC-JV4 Co., Ltd.

On 24 March 2016, a meeting of the Company's Board of Directors passed the resolution to incorporate four new subsidiaries, ADC-JV1 Co., Ltd., ADC-JV2 Co., Ltd., ADC-JV3 Co., Ltd. and ADC-JV4 Co., Ltd., with a registered share capital of Baht 100,000 of each company consisting of 1,000 ordinary shares of Baht 100 each, and the Company holds a 99.8% interest. The subsidiaries' business is development of real estate projects. The subsidiaries registered the incorporation with the Ministry of Commerce on 11 April 2016, and the Company invested in these new companies in the same month.

Subsequently, on 15 July 2016, the Company sold a 49% interest in the ordinary shares of ADC-JV4 Co., Ltd. to a foreign company, in accordance with the joint venture agreements as described in Note 17. As a result, the Company's interest in those companies decreased to 51% of their registered share capital. Following the above sale of investments, the Company determined that it did not have control over the business of ADC-JV4 Co., Ltd. and the remaining investments are therefore presented as investments in joint ventures, with the status of those companies changed from "subsidiaries" to "joint ventures" effective from 15 July 2016.

On 13 October 2016, ADC-JV1 Co., Ltd. registered the change of its name with the Ministry of Commerce to Ananda MF Asia Saphankhwai Co., Ltd. On 14 October 2016, the Company entered into a joint venture agreement with a foreign company to incorporate a joint venture which would principally engage in development of real estate in Thailand under the name Ananda MF Asia Saphankhwai Co., Ltd. Later, on 1 November 2016, the Company sold 49% interest in the ordinary

shares of Ananda MF Asia Saphankhwai Co., Ltd. to the foreign company. As a result, the Company's interest in this company decreased to 51% of the registered share capital. Following the above sale of investment, the Company determined that it did not have control over the business of this company and the remaining investments are therefore presented as investments in joint ventures, with the status of this company changed from "subsidiary" to "joint venture" effective from 1 November 2016.

Ananda APAC Bangchak Co., Ltd.

On 10 August 2016, a meeting of the Company's Board of Directors passed a resolution to incorporate a new subsidiary, Ananda APAC Bangchak Co., Ltd., with a registered share capital of Baht 100,000 of each company comprising 1,000 ordinary shares of Baht 100 each, and the Company holds a 99.7% interest. The subsidiary's business is to operate a joint venture. The subsidiary registered the incorporation with the Ministry of Commerce on 11 August 2016 and the Company invested in the new company in the same month.

On 21 November 2016, the Company entered into a shareholder agreement with a foreign company to operate a joint venture in Thailand. On the same day, the Company sold a 49% interest in the ordinary shares of Ananda APAC Bangchak Co., Ltd. to a foreign company. Following the above sale of investment, the Company determined that it does not have control over the business of that company, the Company is therefore presented as investment in joint venture, with the status of that company changed from "subsidiary" to "joint venture" effective from 21 November 2016.

ADV-JV5 Co., Ltd. and ADC-JV6 Co., Ltd.

On 19 August 2016, a meeting of the Company's Board of Directors passed the resolution to incorporate two new subsidiaries, ADV-JV5 Co., Ltd. and ADC-JV6 Co., Ltd., with registered share capital of Baht 100,000, comprising 1,000 ordinary shares of Baht 100 each, and the Company holds a 99.7% interest. The subsidiaries' business is development of real estate projects. The Company invested in these new companies in October 2016.

The Agent (Property Expert) Co., Ltd.

On 10 October 2016, the Extraordinary General Meeting of Shareholders of The Agent (Property Expert) Co., Ltd. passed a resolution its registered capital of Baht 2.8 million from the existing registered capital of Baht 1.2 million to Baht 4.0 million by issuing new 28,000 ordinary shares of Baht 100 each, fully called up. The Company paid for the capital increase in proportion to the amount of Baht 2.8 million to that company on 10 October 2016. The subsidiary registered the capital increase with the Ministry of Commerce on 13 October 2016.

AH-SPV1 Co., Ltd.

On 12 October 2016, a meeting of the Company's Board of Directors passed a resolution to incorporate AH-SPV1 Co., Ltd., with a registered share capital of Baht 100,000, comprising 1,000 ordinary shares of Baht 100 each, and the Company holds a 99.8% interest. Its business is development of real estate projects off mixed-use building. The Company invested in the new company in October 2016.

ADV-JV7 Co., Ltd. and ADC-JV8 Co., Ltd.

On 19 December 2016, a meeting of the Company's Board of Directors passed the resolution to incorporate two new subsidiaries, ADV-JV7 Co., Ltd. and ADV-JV8 Co., Ltd., with registered share capital of Baht 100,000, comprised of 1,000 ordinary shares of Baht 100 each, and the Company holds a 99.7% interest. The subsidiaries' business is development of real estate projects. The Company invested in these new companies in December 2016.

Income tax liability on acquisition of an entity

In the purchase price allocation process of the acquisition of Ananda Development Two Co., Ltd. in 2010, there was an assessment of the fair value of tax expenses as a result of an increase in fair value of inventories and intangible assets. The Company presented this income tax liabilities on acquisition in deferred tax liabilities in the consolidated statements of financial position.

Dividend received

There was no dividend received from the subsidiaries during the years 2016 and 2015.

17 Investments in joint ventures

17.1 Details of investments in joint ventures

Investments in joint ventures represent investments in entities which are jointly controlled by the Company and other company. Details of these investments are as follows:

Joint ventures	Nature of business	Shareholding percentage		Separate financial statements		(Unit: Thousand Baht)	
				Cost		Consolidated financial statements	
						Carrying amounts based on equity method	
		2016	2015	2016	2015	2016	2015
		(%)	(%)				
Ananda MF Asia Co., Ltd.	Development of real estate projects	51	51	459,545	459,545	680,820	219,592
Ananda MF Asia Ratchathewi Co., Ltd.	Development of real estate projects	51	51	280,480	280,480	135,542	174,640
(Unit: Thousand Baht)							
Ananda MF Asia Asoke Co., Ltd.	Development of real estate projects	51	51	433,500	433,500	211,990	249,169
Ananda MF Asia Samyan Co., Ltd.	Development of real estate projects	51	51	510,000	510,000	329,637	386,432
Ananda MF Asia Chitlom Co., Ltd.	Development of real estate projects	51	51	204,000	204,000	120,255	143,622
Ananda MF Asia Bangna Co., Ltd.	Development of real estate projects	51	51	318,750	318,750	198,487	248,569
Ananda MF Asia Chongnonsi Co., Ltd.	Development of real estate projects	51	51	306,000	306,000	187,975	252,150
Ananda MF Asia Taopoon Co., Ltd.	Development of real estate projects	51	51	178,500	178,500	125,503	153,138
Ananda MF Asia Thaphra Co., Ltd.	Development of real estate projects	51	51	216,749	216,749	156,890	198,385
Ananda MF Asia Petchaburi Co., Ltd.	Development of real estate projects	51	-	280,500	-	203,200	-
Ananda MF Asia Bangchak Co., Ltd.	Development of real estate projects	51	-	484,500	-	390,675	-
Ananda MF Asia Udomsuk Co., Ltd.	Development of real estate projects	51	-	229,500	-	203,308	-
Ananda MF Asia Saphankhwai Co., Ltd.	Development of real estate projects	51	-	229,500	-	202,666	-
Ananda APAC Bangchak Co., Ltd.	Operating a joint venture	99	-	257,804	-	257,419	-
Ananda MF Asia Phraram 9 Co., Ltd.	Development of real estate projects	51	-	51	-	(66,959)	-
Ananda MF Asia Victory Monument Co., Ltd.	Development of real estate projects	51	-	51	-	(8,343)	-
Total				4,389,430	2,907,524	3,329,065	2,025,697

The Company entered into joint venture agreements with a foreign company to incorporate joint ventures which would principally engage in development of real estate in Thailand. In addition, the agreements stipulate that the shareholders are required to provide financial support to the joint ventures in the form of loans with the facilities as stipulated in the joint venture agreements as follows:

(Unit: Million Baht)			
Joint ventures	Registered share capital	Loan facilities from shareholders	Loan facilities granted by the Company
Ananda MF Asia Co., Ltd.	900	900	459
Ananda MF Asia Ratchathewi Co., Ltd.	550	550	281
Ananda MF Asia Asoke Co., Ltd.	850	850	434
Ananda MF Asia Samyan Co., Ltd.	1,000	1,000	510
Ananda MF Asia Chitlom Co., Ltd.	400	400	204
Ananda MF Asia Bangna Co., Ltd.	625	625	319
Ananda MF Asia Chongnonsi Co., Ltd.	600	600	306
Ananda MF Asia Taopoon Co., Ltd.	350	350	179
Ananda MF Asia Thaphra Co., Ltd.	425	575	293
Ananda MF Asia Petchaburi Co., Ltd.	550	550	281
Ananda MF Asia Bangchak Co., Ltd.	950	950	485
Ananda MF Asia Udomsuk Co., Ltd.	450	450	230
Ananda MF Asia Saphankhwai Co., Ltd.	450	450	230
Ananda APAC Bangchak Co., Ltd.	260	506	258
Ananda MF Asia Phraram 9 Co., Ltd.	0.1	1,100	561
Ananda MF Asia Victory Monument Co., Ltd.	0.1	475	242

The Company determined that it does not have control over the joint ventures' business, and therefore the Company presents those investments as investments in joint ventures.

Ananda MF Asia Petchaburi Co., Ltd. (formerly known as "Gem-Line 38 Co., Ltd.")

On 12 July 2016, the Company entered into a joint venture agreement with a foreign company to operate a joint venture which would principally engage in development of real estate in Thailand under the name Ananda MF Asia Petchaburi Co., Ltd. In addition, the agreement stipulates that the shareholders are required to provide financial support in the form of loan facilities, as stipulated in the joint venture agreement.

On 15 July 2016, the Company sold a 49% interest in the ordinary shares of Gem-Line 38 Co., Ltd. to the foreign company. As a result, the Company's interest in that company decreased to 51% of its registered share capital. Following the above sale of investment, the Company determined that it does not have control over the business of Gem-Line 38 Co., Ltd. and the remaining investment is therefore presented as investment in joint venture, with the status of that company changed from "subsidiary" to "joint venture" effective from 15 July 2016.

On 21 July 2016, the Extraordinary General Meeting of the shareholders of Gem-Line 38 Co., Ltd. passed a resolution to increase its registered share capital by Baht 549.9 million, from Baht 0.1 million to Baht 550.0 million, through the issuance of 5,499,000 new ordinary shares with a par value of Baht 100 each, fully called up. On 11 August 2016, the Company made payment for the additional shares in proportion to its interest, amounting to Baht 280.4 million. Gem-Line 38 Co., Ltd. registered the increase in its share capital with the Ministry of Commerce on 11 July 2016, and also registered the change of its name to "Ananda MF Asia Petchaburi Co., Ltd." with the Ministry of Commerce on the same date.

Ananda MF Asia Bangchak Co., Ltd. (formerly known as "JV-Co2 Co., Ltd.")

On 12 July 2016, the Company entered into a joint venture agreement with a foreign company to operate a joint venture which would principally engage in development of real estate in Thailand under the name Ananda MF Asia Bangchak Co., Ltd. In addition, the agreement stipulates that the shareholders are required to provide financial support in the form of loan facilities, as stipulated in the joint venture agreement.

On 15 July 2016, the Company sold a 49% interest in the ordinary shares of JV-Co2 Co., Ltd. to the foreign company. As a result, the Company's interest in that company decreased to 51% of its registered share capital. Following the above sale of investment, the Company determined that it does not have control over the business of JV-Co2 Co., Ltd. and the remaining investment is therefore presented as investment in joint venture, with the status of that company changed from "subsidiary" to "joint venture" effective from 15 July 2016.

On 21 July 2016, the Extraordinary General Meeting of the shareholders of JV-Co2 Co., Ltd. passed a resolution to increase its registered share capital by Baht 949.9 million, from Baht 0.1 million to Baht 950.0 million, through the issuance of 9,499,000 new ordinary shares with a par value of Baht 100 each, fully called up. On 11 August 2016, the Company made payment for the additional shares in proportion to its interest, amounting to Baht 484.4 million. JV-Co2 Co., Ltd. registered the increase in its share capital with the Ministry of Commerce on 11 July 2016, and also registered the change of its name to "Ananda MF Asia Bangchak Co., Ltd." with the Ministry of Commerce on the same date.

Ananda MF Asia Udomsuk Co., Ltd. (formerly known as "ADC-JV4 Co., Ltd.")

On 12 July 2016, the Company entered into a joint venture agreement with a foreign company to operate a joint venture which would principally engage in development of real estate in Thailand under the name Ananda MF Asia Udomsuk Co., Ltd. In addition, the agreement stipulates that the shareholders are required to provide financial support in the form of loan facilities, as stipulated in the joint venture agreement.

On 15 July 2016, the Company sold a 49% interest in the ordinary shares of ADC-JV4 Co., Ltd. to the foreign company. As a result, the Company's interest in that company decreased to 51% of its registered share capital. Following the above sale of investment, the Company determined that it does not have control over the business of ADC-JV4 Co., Ltd. and the remaining investment is therefore presented as investment in joint venture, with the status of that company changed from "subsidiary" to "joint venture"

effective from 15 July 2016.

On 21 July 2016, the Extraordinary General Meeting of the shareholders of ADC-JV4 Co., Ltd. passed a resolution to increase its registered share capital by Baht 449.9 million, from Baht 0.1 million to Baht 450.0 million, through the issuance of 4,499,000 new ordinary shares with a par value of Baht 100 each, fully called up. On 11 August 2016, the Company made payment for the additional shares in proportion to its interest, amounting to Baht 229.4 million. ADC-JV4 Co., Ltd. registered the increase in its share capital with the Ministry of Commerce on 11 July 2016, and also registered the change of its name to “Ananda MF Asia Udomsuk Co., Ltd.” with the Ministry of Commerce on the same date.

Ananda MF Asia Saphankhwai Co., Ltd. (formerly known as “ADC-JV1 Co., Ltd.”)

On 14 October 2016, the Company entered into a joint venture agreement with a foreign company to operate a joint venture which would principally engage in development of real estate in Thailand under the name Ananda MF Asia Saphankhwai Co., Ltd. In addition, the agreement stipulates that the shareholders are required to provide financial support in the form of loan facilities, as stipulated in the joint venture agreement.

On 1 November 2016, the Company sold a 49% interest in the ordinary shares of ADC-JV1 Co., Ltd. to the foreign company. As a result, the Company’s interest in that company decreased to 51% of its registered share capital. Following the above sale of investment, the Company determined that it does not have control over the business of ADC-JV1 Co., Ltd. and the remaining investment is therefore presented as investment in joint venture, with the status of that company changed from “subsidiary” to “joint venture” effective from 1 November 2016.

On 26 September 2016, the Extraordinary General Meeting of the shareholders of ADC-JV4 Co., Ltd. passed a resolution to increase its registered share capital by Baht 449.9 million, from Baht 0.1 million to Baht 450.0 million, through the issuance of 4,499,000 new ordinary shares with a par value of Baht 100 each, fully called up. On 11 November 2016, the Company made payment for the additional shares in proportion to its interest, amounting to Baht 229.4 million. ADC-JV1 Co., Ltd. registered the increase in its share capital with the Ministry of Commerce on 13 October 2016, and also registered the change of its name to “Ananda MF Asia Saphankhwai Co., Ltd.” with the Ministry of Commerce on the same date.

Ananda APAC Bangchak Co., Ltd.

On 21 November 2016, the Company entered into a shareholder agreement with a foreign company to support investment in joint venture. In addition, the agreement stipulates that the shareholders are required to provide financial support in the form of loan facilities, as stipulated in the shareholder agreement. The Company sold a 49% interest in the ordinary shares of Ananda APAC Bangchak Co., Ltd. to the foreign company. As a result, the Company’s interest in that company decreased to 51% of its registered share capital. Following the above sale of investment, the Company determined that it does not have control over the business of that company, the Company is therefore presented as investment in joint venture, with the status of that company changed from “subsidiary” to “joint venture” effective from 21 November 2016.

On 7 December 2016, the Extraordinary General Meeting of the shareholders of Ananda APAC Bangchak Co., Ltd. passed a resolution to increase its registered share capital by Baht 260.3 million, from Baht 0.1 million to Baht 260.4 million, through the issuance of 2,603,050 new ordinary shares with a par value of Baht 100 each, fully called up. As of 31 December 2016, the Company had investment payable of Baht 257.8 million. As a result, the Company's shareholding percentage in that company increased to 99% of its registered share capital. Ananda APAC Bangchak Co., Ltd. registered the increase in share capital with the Ministry of Commerce on 26 December 2016. However, under the shareholder agreement the Company determined that it does not have control over the business of that company, and the Company therefore presented as investment in joint ventures.

Ananda MF Asia Phraram 9 Co., Ltd. (formerly known as "JV-Co 3 Co., Ltd.")

On 23 December 2016, the Company entered into a joint venture agreement with a foreign company to operate a joint venture which would principally engage in development of real estate in Thailand under the name Ananda MF Asia Phraram 9 Co., Ltd. In addition, the agreement stipulates that the shareholders are required to provide financial support in the form of loan facilities, as stipulated in the joint venture agreement.

On 26 December 2016, the Company sold a 49% interest in the ordinary shares of JV-Co3 Co., Ltd. to the foreign company. As a result, the Company's interest in that company decreased to 51% of its registered share capital. Following the above sale of investment, the Company determined that it does not have control over the business of JV-Co3 Co., Ltd. and the remaining investment is therefore presented as investment in joint venture, with the status of that company changed from "subsidiary" to "joint venture" effective from 26 December 2016.

JV-Co3 Co., Ltd. registered the change of its name to "Ananda MF Asia Phraram 9 Co., Ltd." with the Ministry of Commerce on 20 December 2016.

Ananda MF Asia Victory Monument Co., Ltd. (formerly known as "ADC-JV3 Co., Ltd.")

On 23 December 2016, the Company entered into a joint venture agreement with a foreign company to operate a joint venture which would principally engage in development of real estate in Thailand under the name Ananda MF Asia Victory Monument Co., Ltd. In addition, the agreement stipulates that the shareholders are required to provide financial support in the form of loan facilities, as stipulated in the joint venture agreement.

On 26 December 2016, the Company sold a 49% interest in the ordinary shares of ADC-JV3 Co., Ltd. to the foreign company. As a result, the Company's interest in that company decreased to 51% of its registered share capital. Following the above sale of investment, the Company determined that it does not have control over the business of ADC-JV3 Co., Ltd. and the remaining investment is therefore presented as investment in joint venture, with the status of that company changed from "subsidiary" to "joint venture" effective from 26 December 2016.

ADC-JV3 Co., Ltd. registered the change of its name to "Ananda MF Asia Victory Monument Co., Ltd." with the Ministry of Commerce on 20 December 2016.

17.2 Share of comprehensive income and dividend received

During the year, the Company recognised its share of comprehensive income from investments in the joint ventures in the consolidated financial statements as follows:

(Unit: Thousand Baht)

Joint ventures	Consolidated financial statements			
	Share of loss from investments in joint ventures during the year		Share of other comprehensive income from investments in joint ventures during the year	
	2016	2015	2016	2015
Ananda MF Asia Co., Ltd.	716,227	(63,486)	-	-
Ananda MF Asia Ratchathewi Co., Ltd.	(39,098)	(29,314)	-	-
Ananda MF Asia Asoke Co., Ltd.	(37,178)	(44,962)	-	-
Ananda MF Asia Samyan Co., Ltd.	(56,795)	(123,568)	-	-
Ananda MF Asia Chitlom Co., Ltd.	(23,367)	(55,793)	-	-
Ananda MF Asia Bangna Co., Ltd.	(50,083)	(61,944)	-	-
Ananda MF Asia Chongnonsi Co., Ltd.	(64,175)	(53,850)	-	-
Ananda MF Asia Taopoon Co., Ltd.	(27,635)	(25,362)	-	-
Ananda MF Asia Thaphra Co., Ltd.	(41,495)	(18,365)	-	-
Ananda MF Asia Petchaburi Co., Ltd.	(53,193)	-	-	-
Ananda MF Asia Bangchak Co., Ltd.	(93,825)	-	-	-
Ananda MF Asia Udomsuk Co., Ltd.	(26,192)	-	-	-
Ananda MF Asia Saphankhwai Co., Ltd.	(22,966)	-	-	-
Ananda APAC Bangchak Co., Ltd.	(386)	-	-	-
Ananda MF Asia Phraram 9 Co., Ltd.	(57,228)	-	-	-
Ananda MF Asia Victory Monument Co., Ltd.	(7,196)	-	-	-
Total	115,415	(476,644)	-	-

During the year 2016, the Company received dividend income from Ananda MF Asia Co., Ltd. amounting to Baht 255 million (2015: Nil).

On 7 December 2016, a meeting of Ananda MF Asia Co., Ltd. Board of Directors pass a resolution of payment of interim dividends from the operation result of the retained earnings of Baht 55.56 per share, or a total of Baht 500 million. The dividend were paid on the same day.

17.3 Summarised financial information of jointly controlled entities

Summarised statement of financial position

(Unit: Million Baht)

	Ananda MF Asia Co., Ltd.		Ananda MF Asia Ratchathewi Co., Ltd.		Ananda MF Asia Asoke Co., Ltd.		Ananda MF Asia Samyan Co., Ltd.		Ananda MF Asia Chitlom Co., Ltd.		Ananda MF Asia Bangna Co., Ltd.		Ananda MF Asia Chongnonsi Co., Ltd.		Ananda MF Asia Taopoon Co., Ltd.		Ananda MF Asia Thaphra Co., Ltd.	
	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015
Cash and cash equivalents	1,081	45	18	183	49	267	268	117	14	213	8	164	30	427	82	102	19	129
Other current assets	444	3,900	2,100	1,526	2,694	2,181	3,089	2,565	1,036	727	1,580	909	2,151	1,551	956	531	1,107	742
Non-current assets	61	89	38	32	78	56	62	43	29	22	40	22	45	20	17	8	17	2
Short-term loans from financial institutions	-	-	(648)	(494)	(552)	(572)	-	-	(253)	(333)	(370)	(450)	(844)	(923)	(238)	(237)	(166)	(376)
Current portion of long-term loans from and interest payable to related party	-	(625)	(611)	-	(619)	-	-	-	-	-	-	-	-	-	-	-	-	-
Other current liabilities	(245)	(997)	(500)	(345)	(1,023)	(693)	(858)	(549)	(220)	(110)	(343)	(79)	(431)	(200)	(166)	(35)	(76)	(3)
Long-term loans from and interest payable to related party - net of current portion	-	-	-	(480)	-	(585)	(870)	(424)	(321)	(204)	(447)	(25)	(532)	(354)	(370)	(51)	(546)	(76)
Long-term loans	-	(1,868)	-	-	-	-	(923)	(923)	-	-	-	-	-	-	-	-	-	-
Net assets	1,341	544	397	422	627	654	768	829	285	315	468	541	419	521	281	318	355	418
Shareholding percentage (%)	51	51	51	51	51	51	51	51	51	51	51	51	51	51	51	51	51	51
The Company's shareholding percentage in net assets	684	277	202	215	320	334	392	423	145	160	239	276	214	266	143	162	181	213
Elimination entries	(3)	(57)	(67)	(40)	(108)	(85)	(62)	(37)	(25)	(16)	(40)	(27)	(26)	(14)	(18)	(9)	(24)	(15)
Carrying amounts based on equity method	681	220	135	175	212	249	330	386	120	144	199	249	188	252	125	153	157	198

(Unit: Million Baht)

	Ananda MF Asia Petchaburi Co., Ltd.		Ananda MF Asia Bangchak Co., Ltd.		Ananda MF Asia Udomsuk Co., Ltd.		Ananda MF Asia Saphankhwai Co., Ltd.		Ananda MF Asia APAC Bangna Co., Ltd.		Ananda MF Asia Phraram 9 Co., Ltd.		Ananda MF Asia Victory Monument Co., Ltd.	
	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015
Cash and cash equivalents	37	-	49	-	8	-	53	-	549	-	1	-	-	-
Other current assets	964	-	1,827	-	592	-	583	-	258	-	1,664	-	18	-
Non-current assets	17	-	30	-	9	-	7	-	-	-	1	-	121	-
Short-term loans from financial institutions	(313)	-	(668)	-	(149)	-	(99)	-	-	-	-	-	-	-
Current portion of long-term loans from and interest payable to related party	-	-	-	-	-	-	-	-	-	-	(1,524)	-	(124)	-
Other current liabilities	(174)	-	(255)	-	(45)	-	(72)	-	(547)	-	(145)	-	(17)	-
Long-term loans from and interest payable to related party - net of current portion	(51)	-	(153)	-	-	-	(50)	-	-	-	-	-	-	-
Long-term loans	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Net assets	480	-	830	-	415	-	422	-	260	-	(3)	-	(2)	-
Shareholding percentage (%)	51	-	51	-	51	-	51	-	51	-	51	-	51	-
The Company's shareholding percentage in net assets	245	-	423	-	212	-	215	-	132	-	(2)	-	(1)	-
Elimination entries	(42)	-	(32)	-	(9)	-	(12)	-	125	-	(65)	-	(7)	-
Carrying amounts based on equity method	203	-	391	-	203	-	203	-	257	-	(67)	-	(8)	-

Summarised statement of comprehensive income

(Unit: Million Baht)

For the years ended 31 December

	Ananda MF Asia Co., Ltd.		Ananda MF Asia Ratchathewi Co., Ltd.		Ananda MF Asia Asoke Co., Ltd.		Ananda MF Asia Samyan Co., Ltd.		Ananda MF Asia Chitlom Co., Ltd.		Ananda MF Asia Bangna Co., Ltd.		Ananda MF Asia Chongnonsi Co., Ltd.		Ananda MF Asia Taopoon Co., Ltd.		Ananda MF Asia Thaphra Co., Ltd.	
	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015
Revenue	6,086	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest income	2	1	-	1	1	2	2	1	-	-	1	-	1	1	-	-	1	-
Interest expense	(28)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Income tax revenue/expense	(325)	10	6	8	7	12	15	43	7	21	18	21	25	20	9	8	16	2
Profit for the year	1,299	(39)	(25)	(32)	(27)	(47)	(61)	(171)	(29)	(85)	(73)	(84)	(102)	(79)	(36)	(32)	(63)	(7)
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total comprehensive income	1,299	(39)	(25)	(32)	(27)	(47)	(61)	(171)	(29)	(85)	(73)	(84)	(102)	(79)	(36)	(32)	(63)	(7)

(Unit: Million Baht)

For the years ended 31 December

	Ananda MF Asia Petchaburi Co., Ltd.		Ananda MF Asia Bangchak Co., Ltd.		Ananda MF Asia Udomsuk Co., Ltd.		Ananda MF Asia Saphankhwai Co., Ltd.		Ananda APAC Bangchak Co., Ltd.		Ananda MF Asia Phraram 9 Co., Ltd.		Ananda MF Asia Victory Monument Co., Ltd.		Total	
	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015	2016	2015
Revenue	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6,086	-
Interest income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	8	6
Interest expense	-	-	-	-	-	-	-	-	(1)	-	-	-	-	-	(29)	-
Income tax revenue/expense	17	-	30	-	9	-	7	-	-	-	1	-	-	-	(158)	145
Profit for the year	(69)	-	(120)	-	(35)	-	(28)	-	(1)	-	(3)	-	(1)	-	626	(576)
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total comprehensive income	(69)	-	(120)	-	(35)	-	(28)	-	(1)	-	(3)	-	(1)	-	626	(576)

17.4 Long-term loans granted by financial institutions of jointly controlled entities

Details of long-term loans granted by financial institutions of the jointly controlled entities are presented as follows:

(Unit: Million Baht)

Long-term loan facilities		Loan facilities which have not yet been drawn down		Interest rate		Repayment schedule
2016	2015	2016	2015	2016	2015	
				(% per annum)	(% per annum)	
12,985	12,425	11,902	9,130	MLR - 1.25, MLR - 1.50 and BIBOR 1M + 2.95	MLR - 1.25 and BIBOR 1M + 2.95	Payment of the interest at the end of each month and repayment of principal upon redemption of residential condominium unit in accordance with conditions in the agreements within 30 to 48 months as from the first drawdown date/date of signing loan agreements

The long-term loans granted by financial institutions of the jointly controlled entities are secured by mortgages of land and future construction thereon of the joint ventures, guarantees provided by the Company and a foreign company, and the transfer of rights of claim in bank deposits.

18 Investment properties

The net book value of investment properties as at 31 December 2016 and 2015 is presented below.

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Office building for rent:				
Cost	323,326	292,560	153,780	123,013
Less: Accumulated depreciation	(44,251)	(31,829)	(6,697)	(2,756)
Less: Allowance for impairment	(11,509)	-	(11,509)	-
Net book value	267,566	260,731	135,574	120,257

A reconciliation of the net book value of investment properties for the years 2016 and 2015 is presented below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Net book value at beginning of year	260,731	173,714	120,257	24,765
Transferred from real estate development cost	30,766	102,151	30,766	102,151
Transferred to property, buildings and equipment - net book value on transfer date	-	(4,006)	-	(4,006)
Depreciation charged during the year	(12,422)	(11,128)	(3,940)	(2,653)
Impairment loss	(11,509)	-	(11,509)	-
Net book value at end of year	267,566	260,731	135,574	120,257

The fair value of the investment properties as at 31 December 2016 and 2015 is stated below:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Office building for rent	567,480	629,559	327,200	306,459

The fair value of the above investment properties has been determined based on valuation performed by an independent valuer. The fair value of the office building for rent has been determined using the income approach. Key assumptions used in the valuation include yield rate, long-term vacancy rate and long-term growth in rental rates.

19 Property, buildings and equipment

(Unit: Thousand Baht)

Consolidated financial statements							
	Land and land improvements	Buildings, structure and building improvement	Equipment	Furniture, fixture and office equipment	Vehicles	Assets under installation and under construction	Total
Cost:							
1 January 2015	190,762	256,554	63,218	110,144	67,429	3,696	691,803
Additions	-	6,882	32,354	7,371	19,930	9,705	76,242
Disposals/write-offs	-	(2,011)	(148)	(5,799)	(7,553)	-	(15,511)
Transfers from real estate development cost	-	4,620	-	425	-	-	5,045
Transfers from investment properties	-	4,063	-	-	-	-	4,063
Transfers in (out)	-	3,908	28	5,697	-	(9,633)	-
31 December 2015	190,762	274,016	95,452	117,838	79,806	3,768	761,642
Additions	12,670	19,585	13,917	11,264	326	390,505	448,267
Estimated cost of decommissioning	-	31,338	-	-	-	-	31,338
Disposals/write-offs	(2,279)	(20,269)	(2,270)	(24,209)	(9,361)	-	(58,388)
Transfers in (out)	-	202,676	17,258	83,911	-	(303,845)	-
31 December 2016	201,153	507,346	124,357	188,804	70,771	90,428	1,182,859
Accumulated depreciation:							
1 January 2015	2,046	71,915	27,279	67,488	32,358	-	201,086
Depreciation for the year	63	14,503	8,938	14,343	8,830	-	46,677
Depreciation on disposals/write-offs	-	(1,051)	(67)	(5,092)	(5,678)	-	(11,888)
Transfers from investment properties	-	57	-	-	-	-	57
31 December 2015	2,109	85,424	36,150	76,739	35,510	-	235,932
Depreciation for the year	46	22,908	10,726	20,937	8,962	-	63,579
Depreciation on disposals/write-offs	(2,155)	(15,506)	(1,531)	(14,329)	(3,479)	-	(37,000)
31 December 2016	-	92,826	45,345	83,347	40,993	-	262,511
Allowance for impairment:							
1 January 2015	-	-	-	-	-	-	-
Impairment loss	-	8,895	-	-	-	-	8,895
31 December 2015	-	8,895	-	-	-	-	8,895
Impairment loss	-	8,559	266	128	-	-	8,953
31 December 2016	-	17,454	266	128	-	-	17,848
Net book value:							
31 December 2015	188,653	179,697	59,302	41,099	44,296	3,768	516,815
31 December 2016	201,153	397,066	78,746	105,329	29,778	90,428	902,500
Depreciation charged for the year:							
2015 (Baht 12 million included in cost of services, and the balance in administrative expenses)							46,677
2016 (Baht 11 million included in cost of services, and the balance in administrative expenses)							63,579

Separate financial statements							
	Land and land improvements	Buildings, structure and building improvement	Equipment	Furniture, fixture and office equipment	Vehicles	Assets under installation and under construction	Total
Cost:							
1 January 2015	55,022	100,474	3,271	84,179	62,079	3,696	308,721
Additions	-	6,882	441	4,305	19,931	9,014	40,573
Disposals/write-offs	-	(1,316)	-	(4,821)	(7,553)	-	(13,690)
Transfers from real estate development costs	-	4,620	-	425	-	-	5,045
Transfers from investment properties	-	4,063	-	-	-	-	4,063
Transfer in (out)	-	3,217	28	5,697	-	(8,942)	-
31 December 2015	55,022	117,940	3,740	89,785	74,457	3,768	344,712
Additions	12,670	18,746	12	4,274	326	290,878	326,906
Estimated cost of decommissioning	-	28,039	-	-	-	-	28,039
Disposals/write-offs	(2,279)	(17,408)	(1,124)	(23,715)	(9,361)	-	(53,887)
Transfers in (out)	-	168,573	934	68,114	-	(237,621)	-
31 December 2016	65,413	315,890	3,562	138,458	65,422	57,025	645,770
Accumulated depreciation:							
1 January 2015	2,046	31,632	1,599	47,524	28,738	-	111,539
Depreciation for the year	63	6,418	472	11,518	8,273	-	26,744
Depreciation on disposals/write-offs	-	(860)	-	(4,158)	(5,678)	-	(10,696)
Transfers from investment properties	-	57	-	-	-	-	57
31 December 2015	2,109	37,247	2,071	54,884	31,333	-	127,644
Depreciation for the year	46	13,755	570	17,153	8,405	-	39,929
Depreciation on disposals/write-offs	(2,155)	(13,913)	(1,036)	(14,018)	(3,479)	-	(34,601)
31 December 2016	-	37,089	1,605	58,019	36,259	-	132,972
Allowance for impairment:							
1 January 2015	-	-	-	-	-	-	-
Impairment loss	-	7,668	-	-	-	-	7,668
31 December 2015	-	7,668	-	-	-	-	7,668
Impairment loss	-	8,608	-	-	-	-	8,608
31 December 2016	-	16,276	-	-	-	-	16,276
Net book value:							
31 December 2015	52,913	73,025	1,669	34,901	43,124	3,768	209,400
31 December 2016	65,413	262,525	1,957	80,439	29,163	57,025	496,522
Depreciation charged for the year (as included in administrative expenses in the statements of comprehensive income):							
2015							26,744
2016							39,929

As at 31 December 2016, the Company and its subsidiaries had equipment with net book value of Baht 66 million (2015: Baht 83 million) which was acquired under finance lease agreements (the Company only: Baht 29 million, 2015: Baht 40 million).

As at 31 December 2016, certain items of buildings and equipment were fully depreciated but are still in use. The gross carrying amount before deducting accumulated depreciation of those assets amounted to approximately Baht 92 million (2015: Baht 97 million) (the Company only: Baht 49 million, 2015: Baht 56 million).

Two subsidiaries have entered into land lease agreements with a company, the proprietary rights over all structures on the land amounting to Baht 19 million (2015: Baht 19 million) are to be transferred to that company at the end of the agreements (September 2035 and December 2036).

As at 31 December 2016, a subsidiary had land with net book value of Baht 99 million that was pledged for credit facilities of a subsidiary from a financial institution (2015: Baht 99 million).

20 Intangible assets

(Unit: Thousand Baht)

	Consolidated financial statements					Separate financial statements			
	Computer software	Agreements to buy and to sell condominium signed with customers	Deferred franchise fee	Assets under installation	Total	Computer software	Deferred franchise fee	Assets under installation	Total
Cost									
As at 1 January 2015	71,457	748,079	1,402	66,113	887,051	58,938	1,401	66,113	126,452
Additions	2,266	-	-	61,809	64,075	2,142	-	59,389	61,531
Write-off	(35)	-	-	-	(35)	-	-	-	-
Transfers in (out)	121,333	-	-	(121,333)	-	118,913	-	(118,913)	-
As at 31 December 2015	195,021	748,079	1,402	6,589	951,091	179,993	1,401	6,589	187,983
Additions	8,845	-	-	41,056	49,901	7,300	-	40,985	48,285
Transfers in (out)	2,594	-	-	(2,594)	-	2,523	-	(2,523)	-
As at 31 December 2016	206,460	748,079	1,402	45,051	1,000,992	189,816	1,401	45,051	236,268
Accumulated amortisation									
As at 1 January 2015	26,453	748,079	455	-	774,987	24,792	454	-	25,246
Amortisation	11,781	-	234	-	12,015	10,379	234	-	10,613
Write-off	(7)	-	-	-	(7)	-	-	-	-
As at 31 December 2015	38,227	748,079	689	-	786,995	35,171	688	-	35,859
Amortisation	18,598	-	234	-	18,832	16,641	234	-	16,875
As at 31 December 2016	56,825	748,079	923	-	805,827	51,812	922	-	52,734

(Unit: Thousand Baht)

	Consolidated financial statements					Separate financial statements				
	Computer software	Agreements to buy and to sell condominium signed with customers	Deferred franchise fee	Assets under installation	Total	Computer software	Deferred franchise fee	Assets under installation	Total	
Allowance for impairment										
As at 1 January 2015	10,237	-	-	-	10,237	10,237	-	-	10,237	
Decrease during the year	(774)	-	-	-	(774)	(774)	-	-	(774)	
As at 31 December 2015	9,463	-	-	-	9,463	9,463	-	-	9,463	
Increase during the year	25	-	-	-	25	-	-	-	-	
As at 31 December 2016	9,488	-	-	-	9,488	9,463	-	-	9,463	
Net book value										
As at 31 December 2015	147,331	-	713	6,589	154,633	135,359	713	6,589	142,661	
As at 31 December 2016	140,147	-	479	45,051	185,677	128,541	479	45,051	174,071	

Agreements to buy and to sell condominium signed with customers include intangible assets acquired through business combination. These assets are amortised on the transfer of ownerships to buyers after all payments are received from the buyers.

21 Short-term loans from financial institutions

	Interest rate (percent per annum)	Consolidated financial statement		Separate financial statement	
		2016	2015	2016	2015
Promissory notes	MLR - 2.0, MLR - 1.25	854,020	-	288,877	-

Promissory note facilities and overdraft facilities of the Company and a subsidiary are mostly secured by the mortgage of land and future construction thereon of the Company, the mortgage of land and construction thereon of the subsidiary, and other facilities are unsecured. The facility agreements contain covenants relating to various matters stipulated in the agreements regarding reductions of share capital, and require the Company and the subsidiary to maintain debt-to-equity ratio at the rate prescribed in the agreements. As at 31 December 2016, the Company and subsidiary had outstanding balance of short-term loan totaling Baht 854 million (31 December 2015: Nil) (The Company only: Baht 289 million, 31 December 2015: Nil). Some of short-term loans are due at call. Some are due between May 2017 to June 2017.

As at 31 December 2016, the Company and a subsidiary's promissory note facility which has not yet been drawn down amounted to Baht 2,386 million (2015: Baht 3,858 million) (the Company only: Baht 1,994 million, 2015: Baht 3,798 million) and overdraft facilities which have not yet been drawn down amounted to Baht 25 million (2015: Baht 15 million) (the Company only: Baht 15 million, 2015: Baht 5 million).

267

22 Trade and other payables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Trade payables - related parties	2,460	-	7,316	94,492
Trade payables - unrelated parties	490,607	560,171	204,250	214,937
Other payables - related parties	16,494	16,994	25,327	31,932
Other payables - unrelated parties	165,061	152,877	95,119	100,684
Investment payable - related party	257,754	-	257,754	-
Accrued expenses - related parties	6,404	7,297	110	-
Accrued expenses - unrelated parties	444,103	329,670	335,652	252,371
Total trade and other payables	1,382,883	1,067,009	925,528	694,416

23 Long-term debentures

(Unit: Thousand Baht)

						Consolidated and Separate		Cost of issuing
						financial statements		debentures
Debentures	Issue date	Maturity date	Tenor (years)	Coupon rate (percent per annum)	Interest payment	2016	2015	(Million Baht)
1	12 May 2014	12 May 2017	3	5.4	Quarterly	4,000,000	4,000,000	19
2	9 October 2014	9 October 2016	2	5.0	Quarterly	-	2,395,000	11
3	14 May 2015	14 May 2018	3	4.8	Quarterly	2,000,000	2,000,000	7
4	6 October 2016	6 October 2019	3	3.5	Quarterly	500,000	-	3
5	6 October 2016	6 October 2021	5	4.0	Quarterly	1,500,000	-	2
Total						8,000,000	8,395,000	
Less: Deferred cost of issuing debentures						(10,998)	(18,734)	
Net						7,989,002	8,376,266	
Less: Current portion						(3,997,584)	(2,390,562)	
Long-term debentures, net of current portion						3,991,418	5,985,704	

On 10 April 2014 and 9 April 2015 the Annual General Meetings of the Company's shareholders approved the issue and offer of debentures in a total amount not exceeding Baht 12,000 million. The debentures can be secured or unsecured, denominated in Thai Baht or foreign currency, and the term of the debentures are to be specified at such time. However, the final terms and conditions of the debentures will depend on the market conditions at the issue time. The offering can be made as part of one or more issues and/or schemes and/or in the form of revolving debentures, and can be made through a public offering and/or by private placement and/or to domestic and/or international institutional investors. In this regard, the Company delegated the Executive Committee to determine the interest rate and tenor, and appoint financial advisors and/or underwriters and/or a credit rating agency as well as endorse the relevant contracts and/or documents.

The debentures are registered, unsubordinated and unsecured. The debentures No. 1 were issued to the public and/or to institutional investors, with a debentureholders' representative. The debentures No. 2 to 5 were issued to institutional investors and/or high net worth investors, without a debentureholders' representative

In issuing these debentures, the Company incurred costs which were recorded as a deduction against the value of the debentures. The Company amortises these issue costs over the term of the debentures, to increase the value of the debentures.

Under rights and responsibilities of debenture issuer, the Company is required to comply with certain covenants and restrictions, which include the maintenance of a debt to equity ratio per the consolidated financial statements of not more than 2.5:1 throughout the tenor of the debentures. Debt is defined as net financial debt and consists of the interest-bearing debt of the debenture issuer, including financial obligations on which interest is payable and the interest-carrying portion of any debt that may arise as a result of the debenture issuer's provision of guarantees, aval or the creation of obligations of a similar nature to any other individual or juristic person that is not a subsidiary of the debenture issuer, minus cash and/or cash equivalents.

24 Liabilities under finance lease agreements

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Liabilities under finance lease agreements	29,614	56,935	19,129	31,255
Less: Deferred interest expense	(1,044)	(4,302)	(630)	(2,747)
Total	28,570	52,633	18,499	28,508
Less: Portion due within one year	(15,858)	(22,862)	(7,226)	(8,808)
Liabilities under finance lease agreements				
- net of current portion	12,712	29,771	11,273	19,700

The Company and its subsidiaries have entered into the finance lease agreements with leasing companies for rental of equipment for use in their operations, whereby they are committed to pay the rental fee on a monthly basis. The term of the agreements is generally 3 - 5 years. Finance lease agreements cannot be cancelled.

Future minimum lease payments of the Company and its subsidiaries required under the finance lease agreements are as follows:

(Unit: Thousand Baht)

Consolidated financial statements

31 December 2016

	Less than 1 year	1-5 years	Total
Future minimum lease payments	17,064	13,353	30,417
Deferred interest expense	(1,206)	(641)	(1,847)
Present value of future minimum lease payments	15,858	12,712	28,570

(Unit: Thousand Baht)

Separate financial statements

31 December 2016

	Less than 1 year	1-5 years	Total
Future minimum lease payments	8,030	11,903	19,933
Deferred interest expense	(804)	(630)	(1,434)
Present value of future minimum lease payments	7,226	11,273	18,499

(Unit: Thousand Baht)

Consolidated financial statements

31 December 2015

	Less than 1 year	1-5 years	Total
Future minimum lease payments	25,288	31,647	56,935
Deferred interest expense	(2,426)	(1,876)	(4,302)
Present value of future minimum lease payments	22,862	29,771	52,633

(Unit: Thousand Baht)

Separate financial statements

31 December 2015

	Less than 1 year	1-5 years	Total
Future minimum lease payments	10,094	21,161	31,255
Deferred interest expense	(1,286)	(1,461)	(2,747)
Present value of future minimum lease payments	8,808	19,700	28,508

25 Long-term loans

	(Unit: Thousand Ba)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Baht loans	1,106,280	310,980	400,380	310,980
Less: Deferred financial fees	(9,044)	(4,836)	(4,550)	(4,836)
Total	1,097,236	306,144	395,830	306,144
Less: Current portion	(149,918)	(298,811)	(149,918)	(298,811)
Long-term loans - net of current portion	<u>947,318</u>	<u>7,333</u>	<u>245,912</u>	<u>7,333</u>

Movements in the long-term loans account during the year ended 31 December 2016 are summarised below:

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
Balance as at 1 January 2016	306,144	306,144
Add: Additional borrowings	2,334,703	1,312,403
Amortisation of financial fees	3,707	3,268
Less: Repayments	(1,539,403)	(1,223,003)
Payment for financial fees	(5,593)	(660)
Transfers of current asset to financial fees	(2,322)	(2,322)
Balance as at 31 December 2016	<u>(1,097,236)</u>	<u>395,830</u>

Details of long-term loans are presented below:

Companies	Outstanding balance of long-term loans		Interest rate		Repayment schedule
	2016 (Thousand Baht)	2015 (Thousand Baht)	2016 (% p.a.)	2015 (% p.a.)	
Ananda Development Plc.	395,830	306,144	MLR - 1.75 to MLR - 1.50 and BIBOR 1M + 2.90	MLR - 2.0 to MLR - 1.25	Payment of the interest at the end of each month and repayment of principal upon redemption of residential condominium unit of the project sold at the rate of 70% of the selling price and not less than amount per square meter as stated in the agreements within 2017 to 2018
Helix Co., Ltd.	701,406	-	MLR - 2.15 to MLR - 1.25 and BIBOR 1M + 2.95	-	Payment of the interest at the end of each month and repayment of principal upon redemption of residential condominium unit of the project sold at the rate of 70% of the selling price and not less than amount per square meter as stated in the agreements within 2018 to 2020
Total	<u>1,097,236</u>	<u>306,144</u>			

Long-term loans facilities of the Company and its subsidiaries are secured by mortgages of land and construction in progress of the Company and its subsidiaries and land of the Company's director, guarantees provided by the Company and its subsidiaries, and the transfer of rights of claim over bank deposits. Subsequently, on 17 February 2015, the Company redeemed the mortgages of land of the Company's director from the financial institutions.

The loan agreements contain several covenants and restrictions imposed by the lenders regarding changes in the Board of Directors of the subsidiaries, mergers or combinations with any other companies, reductions of share capital, and financial transactions other than those in the normal course of business, among others.

As at 31 December 2016, the loan facilities of the Company and its subsidiaries which have not yet been drawn down amounting to Baht 4,238 million (2015: Baht 6,135 million) (the Company only: Baht 2,376 million, 2015: Baht 5,355 million).

26 Short-term bills of exchange

On 3 April 2014 and 27 August 2014, meetings of the Company's Board of Directors approved the issue and offer of up to Baht 2,000 million of short-term bills of exchange. These bills of exchange are to be denominated in Thai Baht, have a tenor of no more than 270 days from the issue date, and are to be offered through public offerings or by private placement with high net worth individuals and institutional investors, with no limit or not exceeding 10 bills of exchange at any time, pursuant to the Notification of the SEC No. Tor Chor 9/2552. The bills may be offered in a single or multiple tranches. Moreover, the offering may be made as compensation for formerly issued and offered bills of exchange, depending on the Company's judgment and its funding requirements. The Board of Directors authorised the Chief Executive Officer or a person designated by the Chief Executive Officer to determine terms and conditions and other details regarding the issue and offering of the bills of exchange, such as interest rate, offering period, maturity and amount offered, to appoint advisors or other persons relevant to the issue and offering of the bills, and to endorse relevant documents and agreements.

As of 31 December 2016 and 2015, the Company had no outstanding balance of short-term bills of exchange.

27 Short-term debentures

As described in Note 23, on 10 April 2014 and 9 April 2015, the Annual General Meetings of the Company's shareholders approved the issue of the debentures in a total amount not exceeding Baht 12,000 million.

On 6 October 2016, the Company issued one-year debentures of Baht 1,000 million (comprising 1,000,000 units of Baht 1,000 each) to institutional investors and/or high net worth investors. The debentures are registered, unsubordinated and unsecured without a debentureholders' representative, and bear interest at a fixed rate of 3.05% per annum, payable quarterly. They mature on 6 October 2017. In issuing the debentures, the Company incurred costs of approximately Baht 4 million, which are recorded as a deduction against the value of the debentures. The Company will amortise these issue costs over the term of the debentures, to increase the value of the debentures.

Under rights and responsibilities of debenture issuer, the Company is required to comply with certain covenants and restrictions, which include the maintenance of a debt to equity ratio per the consolidated financial statements of not more than 2.5:1 throughout the tenor of the debentures. Debt is defined as net financial debt and consists of the interest-bearing debt of the debenture issuer, including financial obligations on which interest is payable and the interest-carrying portion of any debt that may arise as a result of the debenture issuer's provision of guarantees, aval or the creation of obligations of a similar nature to any other individual or juristic person that is not a subsidiary of the debenture issuer, minus cash and/or cash equivalents.

28 Provisions

(Unit: Thousand Baht)

Consolidated financial statements

	Provision for fee from recommendation of new customers and reward for repurchase	Provision for maintenance of housing and condominium units	Provision for public utility maintenance	Compensation for Housing Estate Juristic Persons	Provision for decommissionin g costs	Total
1 January 2015	26,150	18,253	36,191	15,438	-	96,032
Increase during the year	90,462	11,313	37,050	3,712	500	143,037
Utilised	(30,590)	(8,334)	(15,681)	-	-	(54,605)
Reversal of provisions	-	(3,588)	(6,973)	-	-	(10,561)
31 December 2015	86,022	17,644	50,587	19,150	500	173,903
Increase during the year	60,112	22,322	48,728	4,679	32,235	168,076
Utilised	(32,584)	(936)	(13,075)	(9,475)	(550)	(56,620)
Reversal of provisions	-	(3,775)	(3,795)	(126)	-	(7,696)
Write-off	(6,831)	-	-	-	-	(6,831)
31 December 2016	106,719	35,255	82,445	14,228	32,185	270,832

(Unit: Thousand Baht)

Consolidated financial statements

	Provision for fee from recommendation of new customers and reward for repurchase	Provision for maintenance of housing and condominium units	Provision for public utility maintenance	Compensation for Housing Estate Juristic Persons	Provision for decommissionin g costs	Total
2016						
Current	106,719	35,255	82,445	14,228	-	238,647
Non-current	-	-	-	-	32,185	32,185
	106,719	35,255	82,445	14,228	32,185	270,832
2015						
Current	86,022	17,644	50,587	19,150	500	173,903

Separate financial statements

	Provision for fee from recommendation of new customers and reward for repurchase	Provision for maintenance of housing and condominium units	Provision for public utility maintenance	Compensation for Housing Estate Juristic Persons	Provision for decommissionin g costs	Total
1 January 2015	26,150	7,587	27,529	-	-	61,266
Increase during the year	90,462	125	11,602	-	500	102,689
Utilised	(30,590)	(1,922)	-	-	-	(32,512)
31 December 2015	86,022	5,790	39,131	-	500	131,443
Increase during the year	60,112	6,869	44,774	1,966	28,847	142,569
Utilised	(32,584)	-	(8,051)	-	(550)	(41,185)
Reversal of provisions	-	-	(3,795)	-	-	(3,795)
Write-off	(6,831)	-	-	-	-	(6,831)
31 December 2016	106,719	12,659	72,059	1,966	28,797	222,200
2016						
Current	106,719	12,659	72,059	1,966	-	193,403
Non-current	-	-	-	-	28,797	28,297
	106,719	12,659	72,059	1,966	28,797	222,200
2015						
Current	86,022	5,790	39,131	-	500	131,443

29 Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire, was as follows:

			(Unit: Thousand Baht)	
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Provision for long-term employee benefits at beginning of year	50,057	36,858	40,962	30,756
Included in profit or loss:				
Current service cost	15,200	11,887	11,333	9,062
Interest cost	1,188	1,402	958	1,144
Past service costs and gains or losses on settlement	227	-	-	-
Included in other comprehensive income:				
Actuarial gain (loss) arising from				
Demographic assumptions changes	(8,297)	-	(6,522)	-
Financial assumptions changes	3,738	-	2,967	-
Experience adjustments	1,789	-	928	-
Benefits paid during the year	-	(90)	-	-
Provision for long-term employee benefits at end of year	<u>63,902</u>	<u>50,057</u>	<u>50,626</u>	<u>40,962</u>

Provision for long-term employee benefits expenses was recognised in profit or loss in transaction as follows:

			(Unit: Thousand Baht)	
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Cost of sales	494	2,974	494	2,974
Selling and administrative expenses	13,124	10,315	9,170	7,232
Total expense recognised in profit or loss	<u>13,618</u>	<u>13,289</u>	<u>9,664</u>	<u>10,206</u>

During 2016, the Company allocated expenses related to long-term employee benefits amounting to Baht 0.5 million (2015: Baht 3.0 million) to real estate development costs.

The Company and its subsidiaries expect to pay Baht 1.8 million of long-term employee benefits during the next year (2015: Baht 3.5 million) (the Company only: Baht 1.6 million 2015: Baht 3.1 million).

As at 31 December 2016, the weighted average duration of the liabilities for long-term employee benefit is 10 years (2015: 12 years) (the Company only: 10 years 2015: 12 years).

Significant actuarial assumptions are summarised below:

	(Unit: percent per annum)			
	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Discount rate	2.5	4.2	2.5	4.2
Future salary increase rate	5.8	6 - 7.5	5.8	6 - 7.5
Staff turnover rate	0 - 30	0 - 30	0 - 30	0 - 30

The results of sensitivity analysis for significant assumptions that affect the present value of the long-term employee benefit obligation as at 31 December 2016 and 2015 are summarised below:

	Consolidated financial statements			
	As at 31 December 2016			
	Effect to Increase (Percent)	Effect to provision for employee benefits (Million Baht)	Effect to Decrease (Percent)	Effect to provision for employee benefits (Million Baht)
Discount rate	1	(4)	(1)	4
Salary increase rate	1	5	(1)	(4)
Turnover rate	20	(7)	(20)	9
	Separate financial statements			
	As at 31 December 2016			
	Effect to Increase (Percent)	Effect to provision for employee benefits (Million Baht)	Effect to Decrease (Percent)	Effect to provision for employee benefits (Million Baht)
Discount rate	1	(3)	(1)	3
Salary increase rate	1	4	(1)	(3)
Turnover rate	20	(5)	(20)	7

Consolidated financial statements			
As at 31 December 2015			
	Effect to provision for employee benefits	Effect to provision for employee benefits	
	Increase (Percent)	Decrease (Percent)	
	(Million Baht)	(Million Baht)	
Discount rate	1	(1)	4
Salary increase rate	1	(1)	(4)
Turnover rate	20	(20)	6

Separate financial statements			
As at 31 December 2015			
	Effect to provision for employee benefits	Effect to provision for employee benefits	
	Increase (Percent)	Decrease (Percent)	
	(Million Baht)	(Million Baht)	
Discount rate	1	(1)	3
Salary increase rate	1	(1)	(3)
Turnover rate	20	(20)	5

30 Subordinated perpetual debentures

On 16 August 2013, the Extraordinary General Meeting of the Company's shareholders approved the issue of securities in a total amount not exceeding USD 200 million, or an equivalent amount in other currencies, to offer to investors. The securities can be registered or bearer securities, senior or subordinated, secured or unsecured, have or not have a securityholders' representative, have or not have a fixed redemption date, and be offered in foreign countries or in Thailand, to the public and/or institutional investors and/or specific investors, in either a single or multiple tranches, and be part of a scheme and/or revolving. The Company may or may not have a call option, and the securities may or may not be redeemable before the maturity date in special circumstances. The interest rate will depend on the market conditions at the time that the securities are issued and offered. The Company delegated the Executive Committee to determine the details of the securities, appoint financial advisors and/or underwriters and/or a credit rating agency as well as endorse the relevant contracts and/or documents. The Company expects that the securities to be issued will be unsecured and similar to equity, with no fixed redemption date and only the Company having an option to redeem them. Subsequently, on 9 April 2015, the Annual General Meeting of the Company's shareholders again approved the issue of these securities.

- 30.1 On 19 August 2015, the Company issued subordinated perpetual debenture ("Debenture") of Baht 1,000 million (comprising 1,000,000 units of Baht 1,000 each) to institutional investors and high net worth investors. The debenture is registered subordinated perpetual debenture, unsecured, unconvertible, with debentureholders' representative. The Company will repay the whole amount of principal when the Company goes out of business, or uses the right to recall the debenture before maturity date from the 5-year onward, or in compliance with the conditions set in the terms of rights of debenture. The interest is to be paid quarterly. The Company is entitled to accumulate interest and defer the payment of interest to any day based on the Company's discretion. In case that the Company defers the payment of interest, the Company must not declare or pay any dividend, or pay interest or distribute assets to the holders of securities of the Company who have equal or less legal position than the debenture, and the Company cannot recall, decrease, cancel, purchase or repurchase the Company's securities that have equal or less legal position than the debenture, if receiving return on executing these transactions.

Interest rate for the debenture can be summarised as follows:

1 - 5 years	: 9.00% per annum
6 - 25 years	: 5-year government bond yields + 6.88% per annum
26 - 50 years	: 5-year government bond yields + 7.63% per annum
51 years onwards	: 5-year government bond yields + 8.13% per annum

The 5-year government bond yields will be adjusted every 5-years. Moreover, the Company had costs related to an issuance of subordinated perpetual debenture amounting to Baht 40.8 million after tax benefits which were recorded to offset with ordinary share premium.

- 30.2 On 12 May 2016, the Company issued subordinated perpetual debenture ("Debenture") of Baht 1,000 million (comprising 1,000,000 units of Baht 1,000 each) to institutional investors and high net worth investors. The debenture is registered subordinated perpetual debenture, unsecured, unconvertible, with debentureholders' representative. The Company will repay the whole amount of principal when the Company goes out of business, or uses the right to recall the debenture before maturity date from the 5-year onward, or in compliance with the conditions set in the terms of rights of debenture. The interest is to be paid quarterly. The Company is entitled to accumulate interest and defer the payment of interest to any day based on the Company's discretion. In case that the Company defers the payment of interest, the Company must not declare or pay any dividend, or pay interest or distribute assets to the holders of securities of the Company who have equal or less legal position than the debenture, and the Company cannot recall, decrease, cancel, purchase or repurchase the Company's securities that have equal or less legal position than the debenture, if receiving return on executing these transactions.

Interest rate for the debenture can be summarised as follows:

1 - 5 years	: 8.50% per annum
6 - 25 years	: 5-year government bond yields + 7.26% per annum
26 years onwards	: 5-year government bond yields + 8.01% per annum

The 5-year government bond yields will be adjusted every 5-years. Moreover, the Company had costs related to an issuance of subordinated perpetual debenture amounting to Baht 10.0 million after tax benefits which were recorded to offset with ordinary share premium.

31 Statutory reserve

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

32 Expenses by nature

Significant expenses classified by nature are as follows:

	financial statements		financial statements	
	2016	2015	2016	2015
Costs of land and payments of				
construction costs during the year	6,139,359	8,103,752	8,145,714	7,210,546
Changes in land and constructions in				
progress	(310,326)	(2,114,990)	3,079,129	(2,136,190)
Salaries, wages and other employee				
benefits	1,562,770	1,141,101	845,022	644,021
Depreciation and amortisation	94,718	69,762	60,745	40,066
Advertising expenses	305,870	270,656	236,173	221,265
Professional and consultant fees	62,173	43,696	48,492	36,347
Transferred fee	47,011	43,688	34,028	36,763
Specific business tax	323,627	316,781	252,057	264,895

33 Income tax

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

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
	2016	2015
Current income tax:		
Current income tax charge	341,064	318,665
Adjustment in respect of income tax of previous years	-	(51,134)
Deferred tax:		
Relating to origination and reversal of temporary differences	(34,331)	27,386
Amortisation of income tax liability on acquisition of an entity	(437)	-
Tax expense reported in the statement of comprehensive income	306,296	294,917

The reconciliation between accounting profit and income tax expense is shown below:

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
	2016	2015
Accounting profit before tax	1,810,507	1,754,092
Applicable tax rate (percent)	20	20
Accounting profit before tax multiplied by income tax rate	362,101	350,818
Adjustment in respect of current income tax		
of previous year	-	(51,134)
Tax losses which may be utilised	(1,893)	-
Effects of:		
Non-deductible expenses	22,089	(453)
Tax exempted income or additional expenses deductible allowed	(1,740)	(388)
Items treated as income under Revenue Code	(57,714)	-
Actuarial gain	(554)	-
Promotional privileges	(19,125)	-

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Unused tax losses which may not be utilised	1,526	33,862	-	-
Temporary differences which may not be utilised	915	34,710	1,854	1,492
Others	691	(7,745)	2,755	(5,418)
Income tax expenses reported in the statement of comprehensive income	<u>306,296</u>	<u>340,809</u>	<u>293,641</u>	<u>294,917</u>

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

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Deferred tax assets				
Allowance for doubtful accounts	2,984	1,549	1,158	1,158
Reduction of real estate development costs to net realisable value	-	1,250	-	-
Provision for impairment loss of assets	6,393	2,384	6,073	2,139
Unbilled payables	9,186	5,283	9,343	6,393
Provision for loss on project management	7,410	-	6,811	-
Prepaid bank fees	(2,786)	(3,747)	(2,786)	(3,747)
Advances received from customers	32	1,668	-	-
Accumulated amortisation - buildings and equipment	(923)	(1,159)	(923)	(1,159)
Accrued rental expenses	1,350	1,272	-	-
Provision for long-term employee benefits	12,687	9,799	10,125	8,192
Short-term provisions expenses	45,455	32,070	39,028	26,289
Unused tax loss	2,572	338	-	-
Total deferred tax assets	<u>84,360</u>	<u>50,707</u>	<u>68,829</u>	<u>39,265</u>
Deferred tax liabilities				
Income tax liability on acquisition of an entity	<u>7,145</u>	<u>7,605</u>	<u>-</u>	<u>-</u>

Income tax liability on acquisition of an entity has been calculated from the difference between the fair value and the carrying value of inventories and intangible assets as at the combination date. The Company amortises this liability in accordance with amortisation of the fair value of inventories and intangible assets based on the numbers of condominium units sold and transferred.

As at 31 December 2016 the subsidiaries have deductible temporary differences and unused tax losses totaling Baht 68 million (2015: Baht 70 million) (the Company only: Baht 0.7 million 2015: Baht 0.7 million). No deferred tax assets have been recognised on these amounts as the subsidiaries believe future taxable profits may not be sufficient to allow utilisation of the temporary differences and unused tax losses.

Details of expiry date of unused tax losses are summarised as below:

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	
	2016	2015	2016	2015
31 December 2016	-	21,296	-	-
31 December 2017	19,533	18,207	-	-
31 December 2018	109,834	109,834	-	-
31 December 2019	12,223	13,546	-	-
31 December 2020	48,711	46,446	-	-
31 December 2021	86,584	-	-	-
	<u>276,905</u>	<u>209,329</u>	<u>-</u>	<u>-</u>

34 Promotional privileges

A subsidiary has received promotional privileges from the Board of Investment for developing residential projects for low or middle-income people, pursuant to the investment promotion certificate No. 58-2491-0-00-1 issued on 16 February 2015. Subject to certain imposed conditions, the privileges include an exemption from corporate income tax for a period 5 years from the date the promoted operations begin generating revenues (29 April 2015). If losses were incurred during the corporate income tax exemption period, the losses can be carried forward to be utilised as a deduction against taxable income for up to 5 years after the expiry of the tax exemption period.

During the year 2016, the subsidiary's taxable revenue from promoted operations amounted to Baht 693 million (2015: Baht 37 million).

35 Earnings per share

Basic earnings per share is calculated by dividing profit for the year attributable to equity holders of the Company (excluding other comprehensive income) less cumulative coupon payment on subordinated perpetual debenture by the weighted average number of ordinary shares in issue during the year.

Basic earnings per share for the years ended 31 December 2016 and 2015 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Profit attributable to shareholders of the company	1,501,442	1,206,642	1,410,619	1,459,174
Less: Cumulative coupon payment subordinated perpetual debenture	(115,792)	(8,482)	(115,792)	(8,482)
Profit used in calculations of earnings per share	1,385,650	1,198,160	1,294,827	1,450,692
Weighted average number of ordinary shares outstanding (Thousand shares)	3,333,000	3,333,000	3,333,000	3,333,000
Basic earnings per share (Baht)	0.42	0.36	0.39	0.44

36 Segment information

Operating segment information is reported in a manner consistent with the internal reports that are regularly reviewed by the chief operating decision maker in order to make decisions about the allocation of resources to the segment and assess its performance.

For management purposes, the Company and its subsidiaries are organised into business units based on its products and services and have three reportable segments as follows:

- The real estate development segment, which develops all types of real estate projects.
- The management of real estate development project segment, which provides management service for real estate projects.
- The construction service segment
- Other segments, which include services relating to car racetrack, real estate brokerage, sale of food and beverages, sport club member service, construction service, among other things.

No operating segments have been aggregated to form the above reportable operating segments.

The chief operating decision maker monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and assessing performance. Segment performance is measured based on operating profit or loss and total assets and on a basis consistent with that used to measure operating profit or loss and total assets in the financial statements. However, the Company's and its subsidiaries' financing activities, which give rise to finance cost and finance income, and income taxes are managed on a Group basis. Therefore these income and expenses are not allocated to operating segments.

The basis of accounting for any transactions between reportable segments is consistent with that for third party transactions.

The following tables present revenue, profit and total assets information regarding the Company's, its subsidiaries', and joint ventures' operating segments for the years ended 31 December 2016 and 2015, respectively.

(Unit: Million Baht)

For the year ended 31 December 2016

	Real estate segment			Management of real estate development projects segment	Construction segment	Other segments	Total reportable segments	Adjustments and eliminations	Consolidated
	Group	Joint ventures	Total						
Revenues									
Revenue from external customers	9,780	6,086	15,866	1,128	539	282	17,815	(6,086)	11,729
Inter-segment revenue	-	-	-	71	676	89	836	(836)	-
Total revenues	9,780	6,086	15,866	1,199	1,215	371	18,651	(6,922)	11,729
Results									
Segment profit (loss)	1,713	797	2,510	484	17	122	3,133	(609)	2,524
Interest income									157
Other income									342
Finance cost									(335)
Selling expenses									(31)
Administrative expenses									(965)
Interest in the loss of joint ventures accounted for by the equity method									115
Profit before income tax									1,807
Income tax expense									(306)
Profit for the year									1,501

(Unit: Million Baht)

For the year ended 31 December 2015

	Real estate segment			Management of real estate development projects segment	Construction segment	Other segments	Total reportable segments	Adjustments and eliminations	Consolidated
	Group	Joint ventures	Total						
Revenues									
Revenue from external customers	9,598	-	9,598	890	45	219	10,752	-	10,752
Inter-segment revenue	-	-	-	132	1,353	69	1,554	(1,554)	-
Total revenues	9,598	-	9,598	1,022	1,398	288	12,306	(1,554)	10,752
Results									
Segment profit (loss)	1,900	(735)	1,165	488	52	93	1,798	1,003	2,801
Interest income									74
Other income									199
Finance cost									(253)
Selling expenses									(123)
Administrative expenses									(673)
Interest in the loss of joint ventures accounted for by the equity method									(477)
Profit before income tax									1,548
Income tax expense									(341)
Profit for the year									1,207

(Unit: Million Baht)

As at 31 December 2016

	Real estate segment	Real estate development segment	Construction service segment	Other segments	Total reportable segments	Adjustment s and eliminations	Consolidated
Segment total assets							
Investments in associate and joint ventures accounted for by the equity method	3,329	-	-	-	3,329	-	3,329
Additions to non-current assets other than financial instruments and deferred tax assets	415	-	57	100	572	-	572

(Unit: Million Baht)

As at 31 December 2015

	Real estate segment	Real estate development segment	Construction service segment	Other segments	Total reportable segments	Adjustment s and eliminations	Consolidated
Segment total assets							
Investments in associate and joint ventures accounted for by the equity method	2,026	-	-	-	2,026	-	2,026
Additions to non-current assets other than financial instruments and deferred tax assets	111	-	34	107	252	-	252

Geographic information

The Company, its subsidiaries and joint ventures are operated in Thailand only. As a result, all of the revenues and assets as reflected in these financial statements pertain to the aforementioned geographical reportable segment.

Major customers

For the years 2016 and 2015, the Company, its subsidiaries, and joint ventures have no major customers with revenue of 10% or more of an entity's revenues.

37 Provident fund

In 2012, the Company, its subsidiaries and their employees have jointly established a provident fund in accordance with the Provident Fund Act B.E. 2530. The employees, the Company and its subsidiaries contribute to the fund monthly at the rate of 2% to 5% of basic salary. The fund, which is managed by Krung Thai Asset Management Public Company Limited, will be paid to employees upon termination in accordance with the fund rules. During the year 2016, the Company and its subsidiaries contributed Baht 12.5 million (2015: Baht 9.0 million) (the Company only: Baht 10.9 million, 2015: Baht 8.2 million) to the fund. The provident fund of Baht 2.2 million was recognized as real estate development cost (2015: Baht 1.1 million) (the Company only: Baht 0.7 million 2015: Baht 0.2 million).

38 Dividend paid of ordinary shares

Dividends	Approved by	Total dividends (Thousand Baht)	Dividend per share (Baht)
Final dividends for 2014	Annual General Meeting of the shareholders on 9 April 2015	226,643	0.068
Interim dividends for 2015	Annual General Meeting of Board of Directors on 11 August 2015	106,654	0.032
Total for 2015		<u>333,297</u>	<u>0.100</u>
Final dividends for 2015	Annual General Meeting of the shareholders on 28 April 2016	226,643	0.068
Interim dividends for 2016	Annual General Meeting of Board of Directors on 9 September 2016	133,317	0.040
Total for 2016		<u>359,960</u>	<u>0.108</u>

39 Commitments and contingent liabilities

39.1 Commitments relating to construction contracts, acquisitions of operating assets and related services

As at 31 December 2016, the Company and its subsidiaries had commitments totaling Baht 3,348 million (2015: Baht 4,298 million) (the Company only: Baht 1,948 million, 2015: Baht 3,189 million), under the project construction contracts, acquisitions of operating assets and related services.

39.2 Commitments related to agreement to sell and to purchase land

As at 31 December 2016, the Company and its subsidiaries had commitments to pay a total of Baht 842 million to third parties for land purchase, under agreements to sell and to purchase land, from March 2017 to September 2017 (2015: Baht 2,972 million, from January 2016 to March 2017) (the Company only: Baht 842 million, 2015: Baht 2,972 million).

39.3 Investment commitments

As at 31 December 2016, the Company had commitments under the joint venture agreements described in Note 17. These were commitments of Baht 2,488 million (2015: Baht 1,548 million) relating to the provision of financial support.

39.4 Operating lease agreement commitments

The Company and its subsidiaries entered into several agreements in respect of the lease of land, building space and equipment. The terms of the agreements are generally between 1 to 30 years.

Future minimum lease payments of the Company and its subsidiaries required under these non-cancellable operating lease contracts were as follows:

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Payable:				
In up to 1 year	316	66	158	37
In over 1 and up to 5 years	596	28	264	12
In over 5 years	2,575	65	763	-

39.5 Commitments from ongoing projects development

As at 31 December 2016, the Company and its subsidiaries had commitments to transfer condominium units, land and construction thereon totaling Baht 5,564 million under agreements to buy and to sell in projects (2015: Baht 8,689 million) (the Company only: Baht 3,109 million, 2015: Baht 7,518 million).

39.6 Land repurchase agreement commitment

In 2007, subsidiaries entered into agreements amounting to Baht 30 million to sell plots of project land under development and to register the transfer of ownership of the land to an external party, under which the external party agreed to grant the subsidiaries rights to buy back the land in the future at a total repurchase price of not less than Baht 33 million. Currently, the land is under the effective control of the subsidiaries, therefore the subsidiaries do not recognise the relevant income and cost of sales in their financial statements.

The subsidiaries had yet to repurchase the land, which is presented as part of real estate development costs in the consolidated statement of financial position as at 31 December 2016 and 2015.

39.7 Obligations of subordinated perpetual debenture

As at 31 December 2016, the Company had obligations from subordinated perpetual debenture described in Note 30. The obligations regarding the cumulative interest expense on subordinated perpetual debenture, which is not due, amounted to Baht 22 million (2015: Baht 10.6 million).

39.8 Guarantees

- (1) As at 31 December 2016, the Company had commitments in respect of its guarantees of all liabilities of its subsidiaries and joint ventures with financial institutions, amounting to Baht 12,366 million (2015: Baht 7,547 million).

As at 31 December 2016, a subsidiary has mortgaged its land in respect of its guarantee of liabilities of the Company with a facility amounting to Baht 36 million (2015: Baht 36 million).

As at 31 December 2016, a subsidiary commitments in respect of its guarantee of letter of guarantee facilities of a joint venture from financial institutions, amounting to Baht 98 million (2015: Baht 98 million).

As at 31 December 2016, the Company had commitment in respect of its guarantees of a subsidiary's credit facility of fuel card amounting to Baht 4 million.

- (2) As at 31 December 2016, there were outstanding bank guarantees of approximately Baht 539.1 million (2015: Baht 337.6 million) (the Company only: Baht 468.5 million, 2015: Baht 179.6 million) issued by banks on behalf of the Company and its subsidiaries in respect of certain performance bonds as required in the normal course of business. These included the following letters of guarantee:

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2016	2015	2016	2015
Letters of guarantee for contractual performance	240.6	52.8	240.6	52.8
Letters of guarantee for land allotment with provision of public utilities or public services	273.0	266.0	202.6	108.5
Letters of guarantee for purchase payment	3.4	1.7	3.2	1.2
Letters of guarantee for electricity use	22.1	17.1	22.1	17.1
Total	539.1	337.6	468.5	179.6

39.9 Commitments relating to the establishment of the learning center

As at 31 December 2016, the Company had commitments for supporting the establishment of a learning center with a private entity amounting to Baht 22.6 million (2015: Baht 47.5 million).

39.10 Litigations

As at 31 December 2016, the Company and its subsidiaries were sued in various cases, under which total claims amounted to Baht 125.1 million (2015: Baht 136.4 million) (the Company only: Baht 0.6 million, 2015: Baht 11.7 million). Some cases are detailed below:

- In December 2012, a housing estate juristic person and house owners sued the Company and a subsidiary, claiming damages amounting to Baht 1,074 million on the grounds that the Company and the subsidiary had violated agreements with some of the purchasers of houses and land in the projects. Subsequently, on 27 July 2013, the court of first instance issued an order dismissing the cases of most plaintiffs, because they had abandoned the cases by not paying court fees, while the remaining one plaintiff decreased the claim to Baht 11 million.

On 18 March 2015, the court of first instance ordered the cancellation of the legal act whereby the Company and the subsidiary contributed the above land for public use, and ordered the Company and the subsidiary to proceed with a sequential process based on Section 44 of the Land Development Act B.E.2543, and to together pay the court fees on behalf of the Plaintiff, amounting to Baht 10,000.

The Company filed an appeal with the court of appeal on 16 June 2015, and later the plaintiff also filed an appeal. Subsequently the Company and the plaintiff filed petitions to withdraw the appeals. On 9 March 2016, the court approved the withdrawal of the appeals.

- In 2012, a subsidiary was sued by a condominium juristic person and condominium owners of a project, making claims amounting to Baht 146 million on the grounds that the subsidiary had violated agreements to purchase and to sell. On 15 May 2013, the plaintiffs filed a request to amend the plaint, by decreasing the damages claimed to Baht 101 million. On 30 July 2013, the court of first instance issued an order dismissing the case. Subsequently, on 25 October 2013, the plaintiffs appealed the judgement of the court of first instance.

Subsequently, on 29 April 2015, the court of appeal reversed the order of the court of first instance, by ordering the subsidiary to provide additional parking space for the condominium juristic person and, if unable to do this, the subsidiary is required to pay compensatory damages amounting to Baht 12.5 million to the condominium juristic person plus interest of 7.5% per annum calculated from 12 November 2010 until the settlement is completed. The court of appeal also ordered the subsidiary to pay the plaintiff's fees for the two courts. Subsequently, the subsidiary filed an appeal and a request for permission to appeal with the supreme court on 29 May 2015.

The subsidiary has set aside partial provision for the potential losses related to this case in the consolidated statement of financial position as at 31 December 2016 in accordance with the opinion of its legal counsel.

Since the outcomes of the other cases have not yet been finalised, cannot be predicted, and currently have no impact on the operations of the Company and its subsidiaries, the Company and its subsidiaries have therefore not set aside provision for losses that may result from these cases.

40 Fair value hierarchy

As at 31 December 2016 and 2015, the Company and its subsidiaries had the assets and liabilities that were measured at fair value or their fair value is disclosed using different levels of inputs as follows:

	(Unit: Million Baht)			
	Consolidated financial statements			
	As at 31 December 2016			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Current investments				
Investments in trading securities	-	500	-	500
Assets for which fair value is disclosed				
Investment properties	-	-	567	567
Liabilities for which fair value is disclosed				
Short-term debentures	-	1,000	-	1,000
Long-term debentures	-	8,013	-	8,013
	(Unit: Million Baht)			
	Separate financial statements			
	As at 31 December 2016			
	Level 1	Level 2	Level 3	Total
Assets measured at fair value				
Current investments				
Investments in trading securities	-	500	-	500
Assets for which fair value is disclosed				
Investment properties	-	-	327	327
Liabilities for which fair value is disclosed				
Short-term debentures	-	1,000	-	1,000
Long-term debentures	-	8,013	-	8,013

(Unit: Million Baht)

Consolidated financial statements				
As at 31 December 2015				
	Level 1	Level 2	Level 3	Total
Assets for which fair value is disclosed				
Investment properties	-	-	630	630
Liabilities for which fair value is disclosed				
Long-term debentures	-	-	8,567	8,567

(Unit: Million Baht)

Separate financial statements				
As at 31 December 2015				
	Level 1	Level 2	Level 3	Total
Assets for which fair value is disclosed				
Investment properties	-	-	306	306
Liabilities for which fair value is disclosed				
Long-term debentures	-	-	8,567	8,567

41 Financial instruments

41.1 Financial risk management

Financial instruments of the Company and its subsidiaries, as defined under Thai Accounting Standard No.107 "Financial Instruments: Disclosure and Presentations", principally comprise cash and cash equivalents, current investments, trade and other receivables, restricted financial institutions deposits/withdrawal conditions, trade and other payables, retention payables, liabilities under finance lease, bills of exchange, debentures and loans. The financial risks of the Company and its subsidiaries associated with these financial instruments and how they are managed is described below:

Credit risk

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

Interest rate risk

The Company's and its subsidiaries' exposure to interest rate risk relates primarily to their deposits at financial institutions, liabilities under finance lease, bills of exchange, debentures and loans. Most of the Company and its subsidiaries' financial assets and liabilities bear floating interest rates or fixed interest rates which are close to the market rate.

Significant financial assets and liabilities classified by type of interest rate are summarised in the table below, with those financial assets and liabilities that carry fixed interest rates further classified based on the maturity date, or the repricing date (if this occurs before the maturity date).

	Consolidated financial statements						
	As at 31 December 2016						
	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate
	Within 1 year	1-5 years	Over 5 years				
	(Million Baht)						(% p.a.)
Financial assets							
Cash and cash equivalents	-	-	-	2,232	(49)	2,183	0.1 - 0.4
Current investments	-	-	-	-	500	500	-
Trade and other receivables	-	-	-	-	369	369	-
Short-term loan to and interest receivable from related parties	1,648	-	-	-	-	1,648	4.80 - 5.33
Restricted bank deposits/ withdrawal conditions	-	-	-	288	-	288	0.1 - 0.4
Long-term loans to and interest receivable from related parties	980	1,505	-	-	-	2,485	6
	2,628	1,505	-	2,520	820	7,473	
Financial liabilities							
Trade and other payables	-	-	-	-	1,383	1,383	-
Short-term debentures	997	-	-	-	-	997	Note 27
Long-term debentures	3,998	3,991	-	-	-	7,989	Note 23
Liabilities under finance lease agreements	16	13	-	-	-	29	0.25 - 11.55
Long-term loans	-	-	-	1,097	-	1,097	Note 25
Provisions	-	-	-	-	271	271	-
Retention payables	-	-	-	-	218	218	-
	5,011	4,004	-	1,097	1,872	11,984	

Separate financial statements							
As at 31 December 2016							
	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)
	Within	1-5	Over				
	1 year	years	5 years				
	(Million Baht)						
Financial assets							
Cash and cash equivalents	-	-	-	1,521	(90)	1,431	0.1 - 0.4
Current investments	-	-	-	-	500	500	-
Trade and other receivables	-	-	-	-	202	202	-
Short-term loans to and interest receivable from related parties	5,498	-	-	110	-	5,608	4.80 - 5.38
Restricted bank deposits/ withdrawal conditions	-	-	-	190	-	190	0.1 - 0.4
Long-term loans to and interest receivable from related parties	980	1,505	-	-	-	2,485	6
	6,478	1,505	-	1,821	612	10,416	
Financial liabilities							
Trade and other payables	-	-	-	-	926	926	-
Short-term loans from and interest payable to related party	-	-	-	2,059	-	2,059	Note 6
Short-term debentures	997	-	-	-	-	997	Note 27
Long-term debentures							
Liabilities under finance lease agreements	3,998	3,991	-	-	-	7,989	Note 23
	7	11	-	-	-	18	0.25 - 11.55
Long-term loans	-	-	-	396	-	396	Note 25
Provisions	-	-	-	-	222	222	-
Retention payables	-	-	-	-	242	242	-
	5,002	4,002	-	2,455	1,390	12,849	
Consolidated financial statements							
As at 31 December 2015							
	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)
	Within	1-5	Over				
	1 year	years	5 years				
	(Million Baht)						
Financial assets							
Cash and cash equivalents	-	-	-	2,291	282	2,573	Note 7
Trade and other receivables	-	-	-	-	122	122	-
Restricted bank deposits/ withdrawal conditions	-	-	-	164	4	168	0.375 - 1.1
Long-term loans to and interest receivable from related parties	319	1,122	-	-	-	1,441	Note 6
	319	1,122	-	2,455	408	4,304	
Financial liabilities							
Trade and other payables	-	-	-	-	1,067	1,067	-
Long-term debentures	2,390	5,986	-	-	-	8,376	Note 23
Liabilities under finance lease agreements	23	30	-	-	-	53	0.25 - 11.73
Long-term loans	-	-	-	306	-	306	Note 25
Provision	-	-	-	-	174	174	-
Retention payables	-	-	-	-	231	231	-
	2,413	6,016	-	306	1,472	10,207	

	Separate financial statements						
	As at 31 December 2015						
	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)
	Within 1 year	1-5 years	Over 5 years				
	(Million Baht)						
Financial assets							
Cash and cash equivalents	-	-	-	1,770	252	2,022	Note 7
Trade and other receivables	-	-	-	-	88	88	-
Short-term loans to and interest receivable from related parties	419	-	-	119	-	538	Note 6
Restricted bank deposits/ withdrawal conditions	-	-	-	6	4	10	0.375 - 1.1
Long-term loans to and interest receivable from related parties	319	1,122	-	-	-	1,441	Note 6
	738	1,122	-	1,895	344	4,099	
Financial liabilities							
Trade and other payables	-	-	-	-	694	694	-
Short-term loans from and interest payable to related party	-	-	-	942	-	942	Note 6
Long-term debentures	2,390	5,986	-	-	-	8,376	Note 23
Liabilities under finance lease agreements	9	20	-	-	-	29	0.25 - 11.73
Long-term loans	-	-	-	306	-	306	Note 25
Provision	-	-	-	-	131	131	-
Retention payables	-	-	-	-	218	218	-
	2,399	6,006	-	1,248	1,043	10,696	

Foreign exchange risk

Exposure to foreign currency risk of the Company and its subsidiaries arises mainly from service transactions that are denominated in foreign currencies. The balances of financial liabilities denominated in foreign currencies are summarised below.

Consolidated financial statements				
Foreign currency	Financial liabilities as at			
	31 December		Exchange rate as at 31 December	
	2016	2015	2016	2015
	(Thousand)	(Thousand)	(Baht per 1 foreign currency unit)	
Australian dollar	-	3	-	26.67
US dollar	53	-	36.00	-
Pound Sterling	15	-	44.48	-

Foreign currency	Separate financial statements			
	Financial liabilities as at		Exchange rate as at 31 December	
	31 December			
	2016	2015	2016	2015
	(Thousand)	(Thousand)	(Baht per 1 foreign currency unit)	
US dollar	53	-	36.00	-
Pound Sterling	15	-	44.48	-

41.2 Fair values of financial instruments

Since the majority of the Company's financial instruments are short-term in nature or carrying interest at rates close to the market interest rates, their fair value is not expected to be materially different from the amounts presented in the statement of financial position, except the following:

(Unit: Million Baht)

	Consolidated and Separate financial statements			
	As at 31 December 2016		As at 31 December 2015	
	Carrying		Carrying	
	amount	Fair value	amount	Fair value
Financial liabilities				
Short-term debentures	997	1,000	-	-
Long-term debentures	7,989	8,013	8,446	8,567

The methods and assumptions used by the Company in estimating the fair value of financial instruments are as follows:

- For financial assets and liabilities which have short-term maturity, including cash and cash equivalents, accounts receivable and short-term loans, accounts payable and short-term loans, their carrying amounts in the statement of financial position approximate their fair value.
- For marketable equity securities, their fair value are generally derived from quoted market prices.
- The fair value of credit facilities is estimated by discounting expected future cash flows by the market interest rate for the same type of credit facilities.
- For fixed rate debentures and long-term loans, their fair value is estimated by discounting expected future cash flow by the current market interest rate of the loans with similar terms and conditions.
- For debentures and long-term loans carrying interest approximate to the market rate, their carrying amounts in the statement of financial position approximates their fair value.

During the current year, there was a transfer within the fair value hierarchy of long-term debentures, from Level 3 to Level 2. Because during the current year, the Company could obtain reference price in Level 2 of these instruments.

42 Capital management

The primary objective of the Company's capital management is to ensure that it has appropriate capital structure in order to support its business and maximise shareholder value. As at 31 December 2016, the Group's debt-to-equity ratio was 1.4:1 (2015: 1.3:1) and the Company's debt-to-equity ratio was 1.4:1 (2015: 1.4:1).

43 Events after the reporting period

- 43.1 On 12 January 2017, the Extraordinary General Meeting of Shareholders of Ananda MF Asia Phraram 9 Co. Ltd., which is the Company's joint venture, passed a resolution to increase the registered capital of Baht 1,099.9 million from the existing registered capital of Baht 0.1 million to Baht 1,100.0 million by issuing new ordinary shares of 10,999,000 shares of Baht 100 each, fully called up. The Company paid for the capital increase in proportion to the amount of Baht 560.9 million to that company on 18 January 2017. The joint venture registered the capital increase with the Ministry of Commerce on 25 January 2017.
- 43.2 On 12 January 2017, the Extraordinary General Meeting of Shareholders of Ananda MF Asia Victory Monument Co. Ltd., which is the Company's joint venture, passed a resolution to increase the registered capital of Baht 474.9 million from the existing registered capital of Baht 0.1 million to Baht 475.0 million by issuing new ordinary shares of 4,749,000 shares of Baht 100 each, fully called up. The Company paid for the capital increase in proportion to the amount of Baht 242.2 million to that company on 18 January 2017. The joint venture registered the capital increase with the Ministry of Commerce on 25 January 2017.
- 43.3 On 12 January 2017, a meeting of the Company's Board of Directors of Ananda MF Asia Co. Ltd., which is the Company's joint venture, passed a resolution to pay interim dividends of Baht 27.78 per share, or a total of Baht 250 million. The Company has received dividends in proportion of the Company amounting to Baht 127.5 million on 13 January 2017.
- 43.4 On 15 February 2017, the Company entered into agreements to sell and to purchase land and construction thereon with third parties with a total value of Baht 580.6 million. On the same date, the Company made payment of deposits amounting to Baht 174.2 million. The remaining obligations in connection with land and construction thereon of Baht 406.4 million will be paid in August 2017. In addition, the Company entered into agreements to sell and to purchase land with third parties with a total value of Baht 34.8 million. On the same date, The Company made payment of deposits amounting to Baht 10.5 million. The remaining land cost of Baht 24.3 million will be paid in August 2017.
- 43.5 On 20 February 2017, the Company's Board of Directors approved and acknowledged the following resolutions:
- (1) To pay annual dividends from the operation result of the year ended 2016 of Baht 0.085 per share. The Company's Board of Directors will propose the issue to Annual General Meeting for approval on 27 April 2017 and the dividend will be paid on 26 May 2017.

- (2) To issue subordinated perpetual debentures totaling Baht 1,000 million. As a result of the resolution of the Annual General Meeting of the Company's shareholders on 9 April 2015 approving the issue of securities in a total amount not exceeding USD 200 million, or an equivalent amount in other currencies, to offer to investors on 23 February 2017.

44 Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 20 February 2017.