

# ANNUAL REPORT 2017

ANANDA DEVELOPMENT  
PUBLIC COMPANY LIMITED

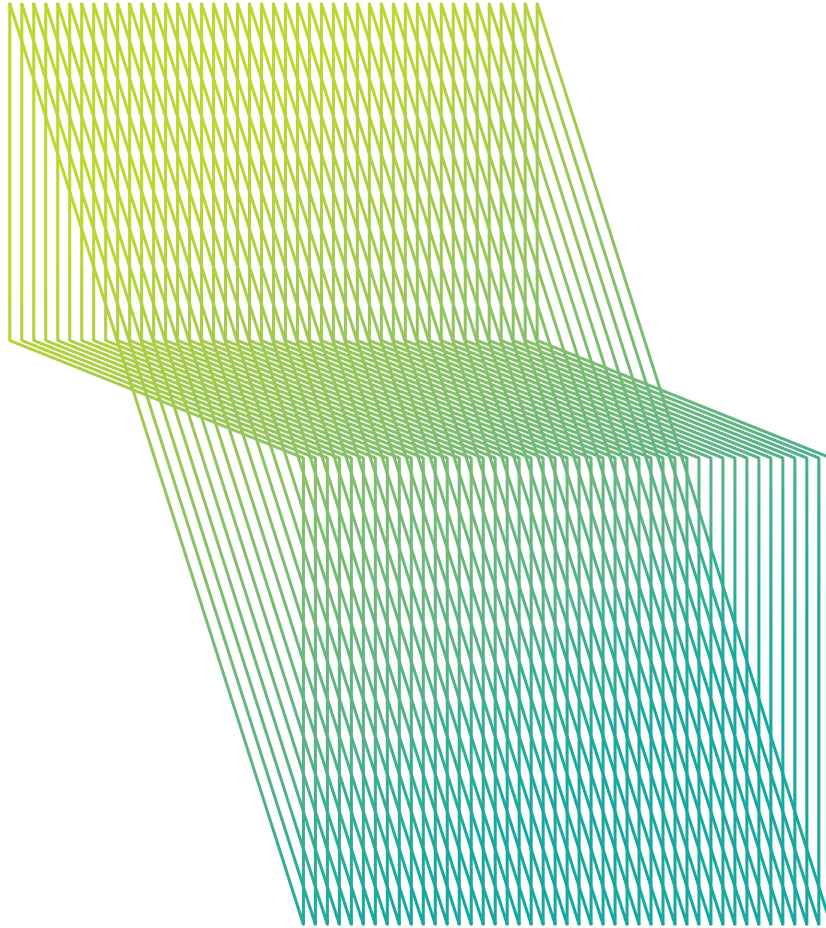


URBAN LIVING SOLUTIONS THROUGH URBANTECH





URBAN LIVING SOLUTIONS



THROUGH URBANTECH





The background of the slide is a complex, abstract geometric pattern. It consists of numerous thin, light gray lines that intersect to form a series of overlapping, three-dimensional rectangular planes. These planes are arranged in a way that creates a sense of depth and perspective, with some planes appearing to recede into the distance while others come forward. The overall effect is a modern, architectural aesthetic that suggests structure and innovation.

# VISION

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





The background features a series of overlapping, semi-transparent geometric planes and lines that create a sense of depth and movement. The lines are thin and light gray, while the planes are slightly darker, creating a layered effect. The overall composition is modern and architectural.

# MISSION

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

# CORE VALUES

**CUSTOMER  
CENTRIC**  
Self Reflection

**PEOPLE**  
Self Mastery

**OPERATIONAL  
EXCELLENCE**  
Self Examination







**MINDSETS**  
Self Assertion

**ORGANIZATIONAL /  
HUMAN RESOURCE  
DEVELOPMENT**  
Self Advancement

**INNOVATION**  
Self Ignite



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







ANANDA IS CHANGING  
THE DEFINITION  
OF URBAN LIVING



# ANOTHER RECORD YEAR

2017 saw the continuing of record year for Ananda as the company achieved record new launches of 42.5 billion Baht, 105% growth from the previous year.

Including sales from existing projects the company generated total presales for the year 2017 of 34.9 billion Baht, 39% greater than its presales of 2016.

The company ended the year 2017 with a backlog of 53.7 billion Baht due to transfer over the next 3 years, an increase of 30% from the previous year.





IDEA

SUKHUMVIT 115

泰國上市發展商 Ananda

— By —  
2017年12月  
全港附近精美裝修樓盤  
及電器等

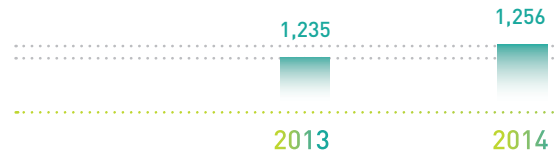
- 步行2分鐘即到Pu Chao BTS站
- 1站即明年年初啟用的3線轉運站 Samrong BTS站，未來更可連接機場直達機噶
- 10分鐘即到來Bangkok Mall 大型購物商場
- 鄰近BITEC 曼谷會議展覽中心
- Big C Mall近在咫尺，生活
- Honda、Toyota、Panasonic 會所設施齊全，無間連接並
- 閱讀室、會議廳、及頂樓



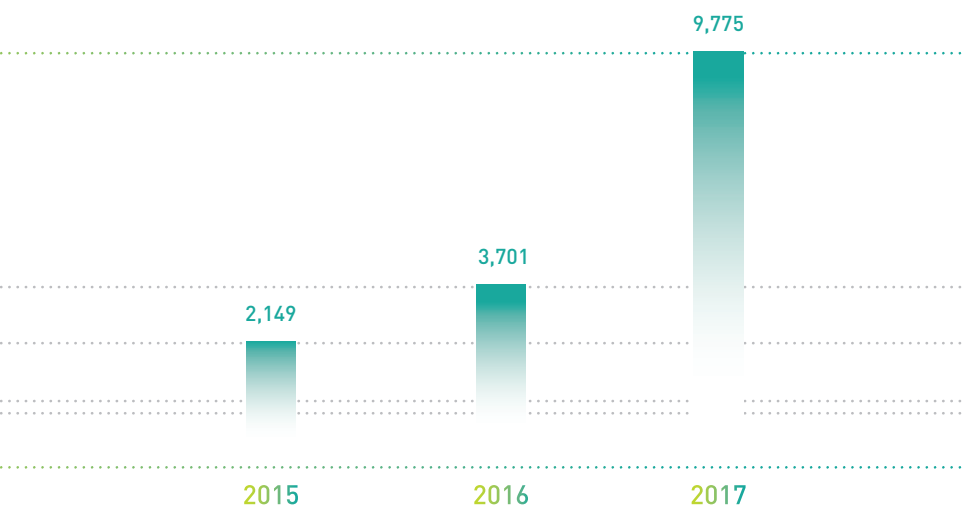
# INTERNATIONAL SALES

The company achieved these record figures with the help of unprecedented foreign buying. The company generated international sales of 9,775 million Baht in 2017 a growth rate from 2016 international sales of 164%.

Ananda attracted customers from 38 nationalities during the year. Although 93% of sales came from a top 10 that was headed by Singapore, Hong Kong and Taiwan.







# #1

INTERNATIONAL SALES

## 9,775 MB

ALL TIME HIGH

## 164%

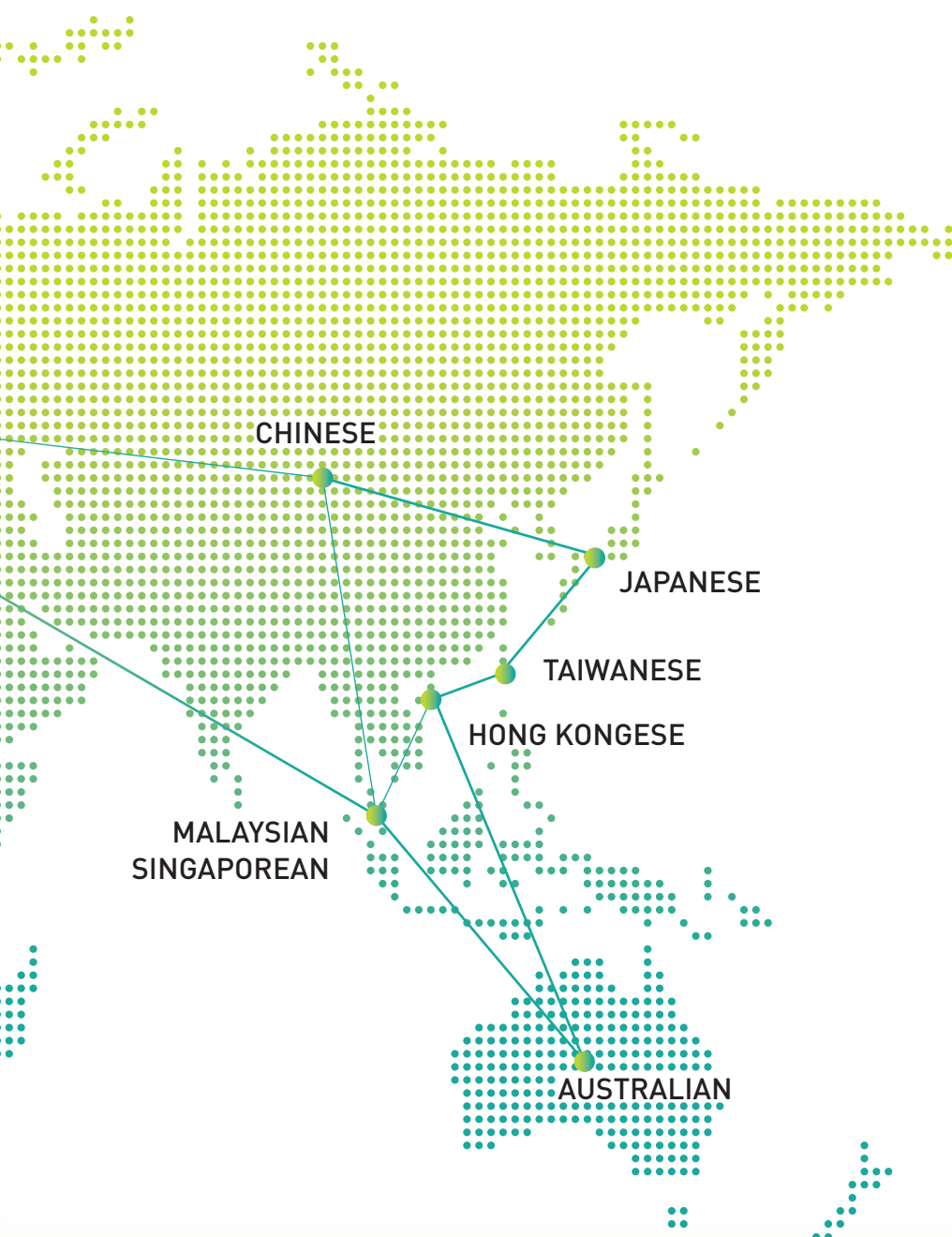
GROWTH 2016

SOLD TO BUYERS FROM

## 38 COUNTRIES

93% CAME FROM THESE

10 NATIONALITIES



# MOST TRUSTED BRAND IN CONDOMINIUMS

Only 4 years after our IPO we have already been voted by the public the most trusted brand in condominiums in the annual Chulalongkorn University Consumer Brands Trust Survey.





# CU-BRAND TRUST INDEX IN THE REAL ESTATE INDUSTRY 2017



CHULALONGKORN  
BUSINESS SCHOOL  
FLAGSHIP FOR LIFE



ANANDA  
DEVELOPMENT

ANANDA DEVELOPMENT PUBLIC COMPANY LIMITED

# 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.

In 2017 we launched an additional 25 billion Baht in 6 projects bringing the total value of joint venture projects to 95 billion Baht in 21 projects

# #1

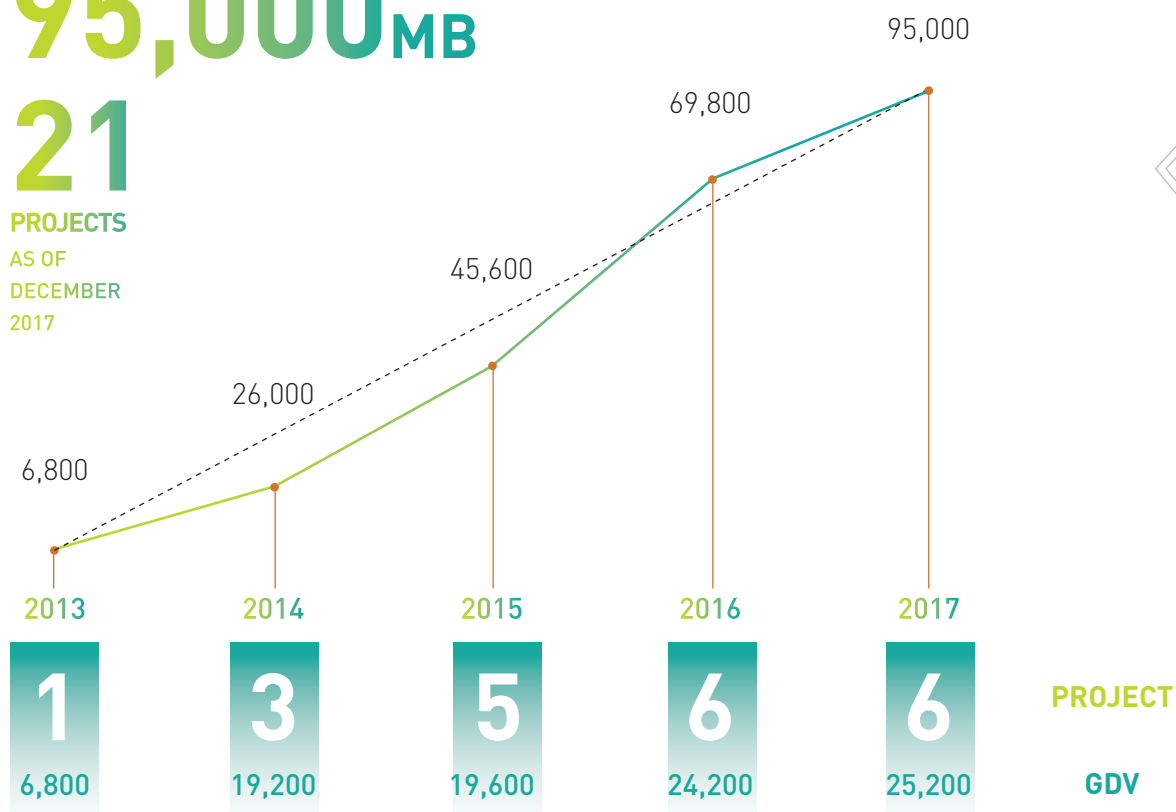
JOINT VENTURE

# 95,000<sub>MB</sub>

# 21

PROJECTS

AS OF  
DECEMBER  
2017



2017 also saw the continuing of completion and transfer of 4 joint projects including Ideo Q Siam-Ratchathewi, Ideo Mobi Bangsue Grand Interchange, Ideo Thaphra-Interchange and Ideo O2 additional the first completion and transfer of a joint venture project at Ideo Q Chula Samyan in 2016.







# TECHNOLOGY LEADERSHIP

Ananda revealed its commitment to innovation in 2017 with disclosure of a strategy based around the concept of Ananda being an UrbanTech company.

The public activities launched in 2017 related to this included almost 60 events such as announcements of partnerships with local and international technology companies, bringing the world's best thinkers to Bangkok to share their knowledge with the community, hosting Digital Ventures incubator, hosting events for others that improve the technology ecosystem, sponsorship of Techsauce Conference and the government Digital Big Bang conference among others.

The end results include that we believe Ananda being voted Most Trusted Brand in Condominiums in the leading independent survey for the first time is in part related these activities and the company being seen as a leader in innovation and technology. We know from internal surveys that 90% of "talents" that apply to work at Ananda do so in part because they want to be part of our UrbanTech strategy. And a TechSauce survey saw Ananda chosen as among the ten most attractive companies for Thai technology startups to work with despite Ananda spending only a fraction of what many other companies list spent and being new to the scene.



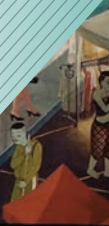






# CORPORATE GOVERNANCE

The Company takes pride in its commitment to good corporate governance, as manifested by quality assessment score of Excellent in management under good corporate governance principles.





## IR AWARD

The Company is also very pleased that its efforts to communicate fully and transparently to domestic and international investors has been recognized with the company being awarded Outstanding achievement for Investor Relations 2017 by the Stock Exchange of Thailand and also being awarded Excellence in Investor Relations in South East Asia at the 2017 IR Magazine Awards 2017.







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# FINANCIAL HIGHLIGHTS

	2017	2016	2015
Pre-sales (Million Baht)	34,920	25,175	26,235
Transfers (Million Baht)	15,098	9,780	9,598

## SUMMARY OF FINANCIAL STATUS (MILLION BAHT)

Cash on hand	2,063	2,683	2,573
Total Assets	29,870	25,366	20,471
Total Liabilities	16,410	14,612	11,743
Shareholders' equity	13,460	10,754	8,727

## OPERATIONAL PERFORMANCE (MILLION BAHT)

Revenue from sale of real estate	15,098	9,780	9,598
Revenue from Project Management Services & Comission Income	2,061	1,243	961
Construction Service Income	1,208	539	45
Total Revenues	12,950	12,230	11,025
Gross Profit	4,356	4,040	4,159
Selling & Administration& Other expenses	2,576	2,505	2,152
Net Profit	1,328	1,501	1,207
Total comprehensive income for the period	1,322	1,504	1,207

## VALUE/SHARE (BAHT/SHARE)

Book value per share	4.0	3.2	2.6
Earnings per share	0.34	0.42	0.36

## FINANCIAL RATIOS

Return on Assets (%)	4.8	6.6	6.4
Return on Equity (%)	10.9	15.4	15.4
Gross Profit (%)	35.1	34.4	38.7
Net Profit (%)	10.2	12.3	10.9
D/E Ratio (times)	1.2	1.4	1.3





# CHAIR MAN'S STATEMENT



**The year 2017 was one of steady upwards progress for Ananda, Thailand and the global economy in general. The year saw the country's GDP growing at a rate of 4% per annum by the end of the year, a rate of growth not seen for over four years, providing a generally benign environment for developers. The pick up in consumer spending will add to the robust export growth seen at the end of the year and provide solid foundation for the Thai economy in 2018 barring any external shocks**

The awarding of construction contracts and the acceleration of disbursements for all government infrastructure programs we expect to see in 2018 will also serve to insulate Thailand from any effects of actions taken by the global giants that may affect international trade. The approval by the Cabinet of the Royal Thai Government of new mass transit lines totalling 26 kms with a total investment value of 105 billion Baht during the year to add on to the 112 kms costing 232 billion Baht approved in 2016 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.

Ananda has long believed that business changes and disruptions are coming faster and more profoundly than ever before and that the answer to these challenges is greater agility and faster learning. To this end we announced and began deploying the Ananda UrbanTech strategy and quickly become to be seen as one of the most innovative companies in Thailand. This is the strategy that has paid off in terms of consumer brand enhancement, greater talent acquisition opportunities and access to technologies ahead of our competitors.

In 2017 the company also continued to fulfil its obligations to the wider community. The company continued its support of Habitat for Humanity. The company supported CSR in-process and after-process activities which were carried out in effort to promote sustainable development of the society at large. In addition, Ananda revealed its commitment to innovation in 2017 with disclosure of a strategy based around the concept of Ananda being

an UrbanTech company. The public activities launched in 2017 related to this included almost 60 events such as announcements of partnerships with local and international technology companies, bringing the world's best thinkers to Bangkok to share their knowledge with the community, hosting Digital Ventures incubator, hosting events for others that improve the technology ecosystem, sponsorship of Techsauce Global Summit and the government Digital Big Bang conference among others. In addition, we were able to persuade Singularity University to allow Ananda to take the lead in organizing the first Singularity University Regional Summit in SE Asia. The summit will be of immense benefit to Thailand through both the opportunity to learn from the world's leading thinkers and the exposure of Thailand as a location to do high tech business, to the rest of the region and the world.

I'd like to congratulate the staff of Ananda for improving our Corporate Governance Rating by the Stock Exchange of Thailand from four stars to the top rating of five stars. And also for being awarded Outstanding Investor Relations of the Year by the Stock Exchange of Thailand and nominated for Investor Relations of the Year Real Estate in SE Asia by IR magazine. 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.



A stylized handwritten signature in black ink, appearing to read 'narongchai akrasanee'.

**DR. NARONGCHAI AKRASANEE**

Chairman Ananda Development Public Company Limited

# MESSAGE FROM THE CEO



**2017 was a mixed year for the company. On the one hand the company set numerous records. It increased its launches by 105% over 2016 to an all time record of 42.45 billion Baht and grew its presales by 39% to an all time record of 34.92 billion Baht establishing Ananda as the number one launcher of condominiums in the country. Ananda also increased its international presales by 164% to 9.775 billion Baht. A record for the company and the highest international sales by any Thai developer. We now have customers from 38 countries buying Ananda properties.**

On the other hand although revenues grew by 6% to an all time record of 12.95 billion this was well below our target for the year. Our gross margin increased from 34% to 35% and the expenses associated with the 105% increase in launches meant net profit for the year was lower at 1.328 billion Baht, down from 1.501 billion Baht the previous year.

As CEO I would like to be clear that this result was not good enough and I have begun a review of why the revenue targets were missed and how we can improve the predictability of our operations in the future. We have reached number one status in the condominium market by launches. We next need to become the best in the industry in operations.

Ananda reached its current position through the power of innovation. We expect our future to also be driven by our ability to harness and implement innovation. To that end we formally launched our Ananda UrbanTech strategy in 2017. This is a multifaceted strategy that increases Ananda's access to technology and talent. The strategy has paid off in the first year with several technologies and partnerships being made available to Ananda along with enhancements to the company brand in particular from consumers recognising Ananda's commitment to innovation leading to the company for the first time being voted Most Trusted Brand in Condominiums by the CU Brand Trust Index Survey.

In addition, we were able to take the lead to bring the first Singularity University Summit to SE Asia. A summit that will benefit Thailand by bringing the leading edge of thinking on technology driven changes to Thailand to help improve the quality of Thai policy making and business strategy and will also benefit the country by attracting business and policy leaders from around the region to increase their involvement in Thailand as a place to invest in advanced technology and to partner with Thai companies.

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 in 2016. In 2017 we acquired a further 3 plots. This is the successful execution of a strategy that will result in many recurring income projects to come over the next several years. The exact details of the properties will be announced in early 2018.

We were very pleased to be able to deepen our relationship with our partner Mitsui Fudosan by announcing a further 6 joint venture projects with a total gross development value of 25.2 billion Baht, a record year, bringing the total to 21 projects with a total development value of 95 billion Baht.

Looking ahead we see that 2018 will see the company focus on growing revenues and profits. Revenues are expected to grow by over 80% during the year to 22 billion Baht as 9 buildings finish construction and begin transfer. Launches will decrease as part of our normal capital cycle to approximately 35 billion while presales will remain at the same high level of 35 billion Baht as in 2017. Our JV investment will increase to 114 billion baht and by far the biggest.

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. NOPPORN THEPSITHAR**  
Director (Independent Director)



**MR. POOLSAK TANSITTHIPUN**  
Vice Chairman (Independent Director)



**MR. WIBOON RASMEEPAISARN**  
Director (Independent Director)





**MR. CHANOND RUANGKRITYA**  
Director



**MS. PATCHARAVALAI RUANGKRITYA**  
Director



**MR. JAMES TEIK BENG LIM**  
Director



**MR. TOMOO NAKAMURA**  
Director



**MR. TANYALAK NUNTHANAVORASIRI**  
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



**MS. PATCHARAVALAI RUANGKRITYA**  
Member



**MR. TANYALAK NUNTHANAVORASIRI**  
Member



**MR. SERMSAK KHWANPUANG**  
Member



**MR. WIROTE KAPPIYAJANYA**  
Member

# 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 rules 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. Wiboon Rasmeepaisarn | Member of the Audit Committee   |
| 3) Mr. Nopporn Thepsithar   | 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, and 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 2017, 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 quarterly and annual separate 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 practiced 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 considered and gave opinions on the Company's and subsidiaries' related transactions, connected transactions and transactions with potential conflicts of interest to ensure that the Company had carried out these transactions under normal business conditions to the best interests of all stakeholders, had reviewed dealings characterized as connected or potential conflict-of-interest transactions over the year, and had reviewed to ensure accuracy and completeness of pertinent information disclosure according to the SET's requirements.



### **3 Reviewing the internal control and reporting performance thereof**

The Audit Committee reviewed the adequacy of the Company's internal control system based on reports of the Internal Audit Office and reports on the findings from financial statement audits of the external auditors, which presented no significant issue in the internal control. The Audit Committee reported the internal control results to the Board of Directors on a quarterly basis in order to provide opinions and recommendations beneficial to the Management's administration.

### **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, relevant regulations and 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 and internal audit reports. The Committee also advised the Internal Audit Office on monitoring of corrective actions against significant issues identified in internal auditing, in order to enable the Internal Audit Office to perform independently and fulfil the set objectives and plan. In addition, the Committee sought to improve the quality of audit function, both in terms of staff and operating procedures, to meet the auditing standards and the requirements of Internal Audit Handbook

### **6 Ensuring good corporate governance**

To promote 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 Management, 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 2018, based on the scale of audit staff that suited the Company's growth, professional competency, in-depth understanding of the Company's business, impartiality, independence 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:-

Mr. Sophon Permsirivallop Certified Public Accountant No. 3182, and/or  
Ms. Rungnapa Lertsuwankul Certified Public Accountant No. 3516, and/or  
Mr. Chayapol Suppasdtanon Certified Public Accountant No. 3972, and/or  
Ms. Pimjai Manitkajohnkit Certified Public Accountant No. 4521, and/or  
Ms. Rosaporn Decharkom Certified Public Accountant No. 5659, and/or  
Ms. Sumana Punpongsanon Certified Public Accountant No. 5872.

Ms. Rungnapa Lertsuwankul, the external auditor, has performed the duties to express and present her opinions on the financial statements for the year ended December 31, 2017 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, 2017 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 2017, there were 19 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 reviewed the Risk Management Committee Charter.
- 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.
- 5 To appointment the Sub-Risk Management Committee for consideration the land acquisition for project development, by identify the risks and follow up the mitigation plan to ensure the preventive of those risks. For the year 2017, Sub-Risk Management Committee Meeting was organized in totaling 17 times.
- 6 Work closely with Audit Committee to ensure that the Company appropriately and effectively abides by the Good Corporate Governance Policy and Code of Ethics.

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 and a small flourish.

(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”, “Venio” 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. The company has also developed residential condominiums project under “Unio” brand residential condominiums with super value condominium project that starting the selling prices below 1 million Baht a unit. In 2017, the company was the largest developer of launched 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 to 7.0 million and is expected to reach 8.5 million 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 1.1 million in 2016. In 2017, the Cabinet of the Royal Thai Government approved new mass transit lines totaling, 26 kms with a total investment value of 105 billion Baht in what it takes the total to in 345 kms and 240 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 54 residential condominium projects since 2007 with 38 under the “Ideo” brand, four under the “Elio” brand, six under the “Ashton” brand, five under “Unio” brand and one under “Venio” brand.

During 2017, the company launched eleven residential condominium projects, which were Unio Ramkhamhaeng-Serithai, Unio H Tiwanon, Ideo Q Victory, Ashton Asoke-Rama 9, Ideo Q Sukhumvit 36, Ideo New Rama 9, Elio Del Nest, Ideo Mobi Sukhumvit 40, Ideo Mobi Rangnam, Elio Del Moss and Ideo Mobi Rama 4. In addition, the company launched five landed housing projects, which were Artale Phattanakarn-Thonglor, Artale Kaset-Nawamin, Airi Rama 5-Ratchaphruek, Unio Town Lumlukka-Klong 4 and Atoll Wongwaen-Lumlukka.



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 entered into three joint venture companies for Ashton Asoke, Ideo Q Siam-Ratchathewi and Ashton Chula-Silom. In 2015, the company entered into five joint venture residential condominium projects, Q Chidlom-Phetchaburi, Ideo O2, Ideo Mobi Bangsue Grand Interchange, Ashton Silom and Ideo Thaphra Interchange. In 2016, the company entered into six joint venture residential condominium projects, Ideo Mobi Asoke, Ideo Sukhumvit 93, Ideo Mobi Sukhumvit 66, Ideo Phaholyothin-Chatuchak, Ideo Q Victory and Ashton Asoke-Rama 9. In 2017, the company entered into a joint venture an additional 25 billion Baht in six projects including Ideo Q Sukhumvit 36, Ideo New Rama 9, Elio Del Nest, Ideo Mobi Rangnam, Elio Del Moss and a condominium project at Rama 9 bringing the total value of joint venture projects to 95 billion Baht in 21 projects.

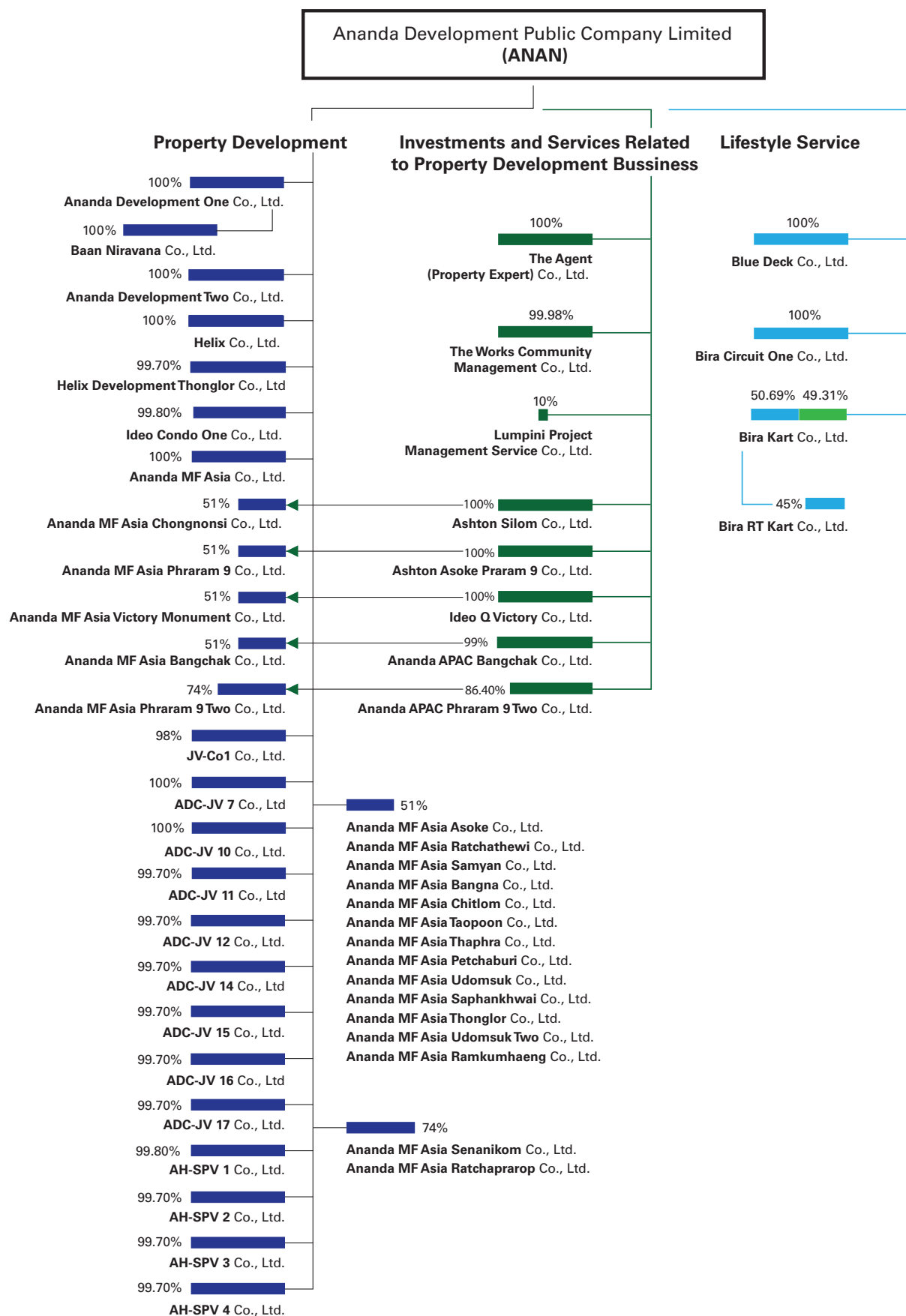
The company has operated its own wholly owned construction company, Helix since April 2013. Helix is expected to be responsible for up to one-third of Ananda's residential projects. Helix has been appointed to be the contractor of housing projects, Atoll Wongwaen-Lumlukka and Unio Town Lumlukka Klong 4 additional from 2016, Helix has been appointed to be the contractor of residential condominium projects of Venio Sukhumvit 10, Unio Ramkhamhaeng-Serithai, Unio H Tiwanon, Unio Sukhumvit 72 Unio Rama-Thakham, Ideo Q Victory, Ideo Q Sukhumvit 36 as well as the main contractor of housing projects, Nirvana at Work Ramintra. Helix has also been appointed to be the contractor apart from landed housing projects and residential condominium projects of Central Lab, Park & Ride N23, Park & Ride N24, Phoenix Medical Center in Bangkok and Onvalla New Warehouse in Pathumthani. 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 2017 from its first initiation in September 2013. In 2017, the company's sales events were held in Bangkok, Hong Kong, Singapore, Taiwan, and China for the launch of Ashton Asoke-Rama 9, Ideo Q Victory, Ideo Q Sukhumvit 36, Ideo Mobi Sukhumvit 40, Ideo Mobi Rama 4, Ideo Mobi Rangnam, Ideo New Rama 9, Elio Del Nest including existing projects with sales of 9,775 million Baht higher than its 2016 international sales by 164%.

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 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). In 2017, the company received "Best Developer" and "Best Luxury" for Ashton Residence 41 from Thailand Property Awards 2017. The company also got the award "Green Energy Saving Condominium" for Ideo Mobi Rangnam from Elite Award 2017.

## Shareholding Structure of The Company's Group

As of 31 December 2017

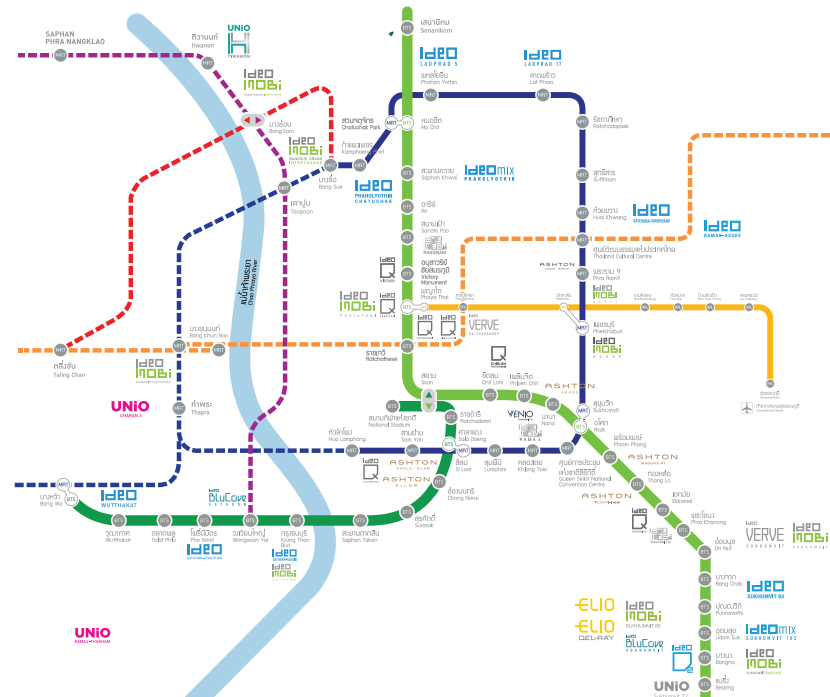




# 1 BUSINESS OPERATIONS OF EACH LINE PRODUCTS

## 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 53 additional projects as of December 2017.

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 2016 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	Pracharajbumpen Road, Huaykwang, Bangkok	February 2008	March 2010	One tower, 19 floors	Next to Huay Kwang MRT station
7 Ideo Blucove Sathorn	Krung Thon Buri Road, Klong Thonsai, Klongsan, Bangkok	July 2008	February 2010	Two towers, 8 floors	40 meters from Wongwianyai BTS station
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, Bukkalo, 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 of 8 floors each	600 meters from Udomsuk BTS station
20 Ideo Wutthakat	Ratchaphruk Road, Wutthakat, Bangkok	August 2013	September 2015	One tower of 31 floors	110 meters from Wutthakat BTS station
21 Ideo Mobi Charun-Interchange	Charansanitwong Road, Bangkoknoi, Bangkok	October 2013	November 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	March 2016	One tower of 37 floors	300 meters from Ratchathewi BTS station
23 Ideo Q Chula-Samyan	Rama IV Road, Bangrak, Bangkok	October 2013	September 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	2018	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	September 2017	One tower, 36 floors	390 meters from Ratchathewi BTS station
26 Ideo Mobi Wongsawang Interchange	Krungthep-Nonthaburi Road, Bangsue, Bangkok	September 2014	September 2016	One tower, 30 floors	20 meters from Bang-son MRT station
27 Ideo Mobi Sukhumvit Eastgate	Sukhumvit Road, Bangna, Bangkok	September 2014	September 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	September 2017	2 towers of 8 floors each	580 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	June 2017	One tower, 35 floors	Next to Pu Chao BTS station
32 Q Chidlom-Phetchaburi	Phetchaburi Road, Ratchathewi, Bangkok	August 2015	2018	One tower, 42 floors	650 meters from Chidlom BTS station
33 Ideo O2	Sampawut Road, Bangna, Bangkok	August 2015	December 2017	Three towers, 34 floors	300 meters from Bangna BTS station
34 Ideo Mobi Bangsue-Grand Interchange	Bangsue, Bangkok	November 2015	September 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
36 Ideo Thaphra Interchange	Phetchakasem Road, Bangkok Yai, Bangkok	February 2016	November 2017	One tower, 22 floors	100 meters from Thaphra MRT station
37 Unio Sukhumvit 72	Soi Sukhumvit 72, Sukhumvit Road, Samutprakarn	July 2016	December 2017	Five towers, 8 floors	600 meters from Bearing BTS station



Project	Location	Launch Date	Completion Date	Number of tower/floors	Distance from BTS/MRT Station
38 Unio Rama 2 -Thakham	Opposite Central Rama 2, Soi Thakham, Rama II Road, Bangkhunthien, Bangkok	July 2016	December 2017	Three towers, 8 floors	-
39 Venio Sukhumvit 10	Soi Sukhumvit 10, Sukhumvit Road, Klongtoei, Bangkok	September 2016	2018	One tower, 8 floors	650 meters from Nana BTS station
40 Ideo Mobi Asoke	Petchaburi Road, Huaykwang, Bangkok	September 2016	2018	One tower, 36 floors	290 meters from Petchaburi MRT station
41 Ideo Sukhumvit 93	Sukhumvit Road, Prakanong, Bangkok	October 2016	2018	One tower, 38 floors	15 meters from Bangchak BTS station
42 Ideo Mobi Sukhumvit 66	Sukhumvit Road, Bangna, Bangkok	October 2016	2018	One tower, 28 floors	50 meters from Udomsuk BTS station
43 Ideo Phaholyothin -Chatuchak	Phaholyothin Road, Phayathai, Bangkok	October 2016	2018	One tower, 35 floors	150 meters from Saphankwai BTS station

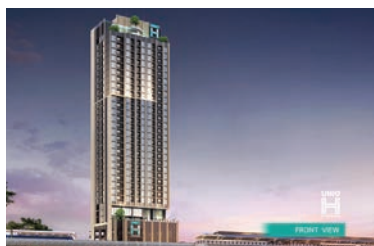
During 2017 the company launched eleven new residential condominium projects including Unio Ramkhamhaeng-Serithai, Unio H Tiwanon, Ideo Q Victory, Ashton Asoke-Rama 9, Ideo Q Sukhumvit 36, Ideo New Rama 9, Elio Del Nest, Ideo Mobi Sukhumvit 40, Ideo Mobi Rangnam, Elio Del Moss and Ideo Mobi Rama 4 with a combined project value of 36.7 billion Baht. Project details are follows,

#### 44 Unio Ramkhamhaeng-Serithai



<b>Location</b>	: Serithai Road, Klong Chun, Bangkok
<b>Launch Date</b>	: March 2017
<b>Expected Completion Date</b>	: 2018
<b>Number of towers/floors</b>	: Three towers, 8 floors
<b>Distance from BTS/MRT Station</b>	: 1.5 kilometers from Sriburapa station

#### 45 Unio H Tiwanon



<b>Location</b>	: Krungthep-Nonthaburi Road, Bangkok, Nonthaburi
<b>Launch Date</b>	: March 2017
<b>Expected Completion Date</b>	: 2018
<b>Number of towers/floors</b>	: One tower, 37 floors
<b>Distance from BTS/MRT Station</b>	: 100 meters from Tiwanon MRT station

#### 46 Ideo Q Victory



**Location** : Phayathai Road,  
Ratchathewi, Bangkok  
**Launch Date** : June 2017  
**Expected Completion Date**: 2019  
**Number of towers/floors** : One tower, 39 floors  
**Distance from** : 0 meters from Victory  
**BTS/MRT Station** Monument BTS station

#### 47 Ashton Asoke-Rama 9



**Location** : Asok-Din Daeng Road,  
Din Daeng, Bangkok  
**Launch Date** : June 2017  
**Expected Completion Date**: 2020  
**Number of towers/floors** : One tower, 46 floors  
and One tower, 50 floors  
**Distance from** : 230 meters from  
**BTS/MRT Station** Rama 9 MRT station

#### 48 Ideo Q Sukhumvit 36



**Location** : Soi Sukhumvit 36, Prakanong,  
Klongtoei, Bangkok  
**Launch Date** : June 2017  
**Expected Completion Date**: 2019  
**Number of towers/floors** : One tower, 25 floors  
and One tower, 48 floors  
**Distance from** : 450 meters from  
**BTS/MRT Station** Thong Lo BTS station

#### 49 Ideo New Rama 9



**Location** : Ramkhamhaeng Road,  
Huamark, Bangkok, Bangkok  
**Launch Date** : June 2017  
**Expected Completion Date**: 2019  
**Number of towers/floors** : One tower, 24 floors  
**Distance from** : 380 meters from  
**BTS/MRT Station** Ramkhamhaeng 12  
MRT station

#### 50 Elio Del Nest



**Location** : Soi Sukhumvit 103,  
Bangna, Bangkok  
**Launch Date** : June 2017  
**Expected Completion Date**: 2019  
**Number of towers/floors** : 7 towers, 23-35 floors  
**Distance from** : 750 meters from  
**BTS/MRT Station** Udomsuk BTS station



#### 51 Ideo Mobi Sukhumvit 40



**Location** : Soi Sukhumvit 40,  
Prakanong Neuy Road,  
Klongtoei, Bangkok

**Launch Date** : September 2017

**Expected Completion Date** : 2019

**Number of towers/floors** : Two towers, 8 floors

**Distance from  
BTS/MRT Station** : 660 meters from  
Ekamai BTS station

#### 52 Ideo Mobi Rangnam



**Location** : Soi Rangnam, Phayathai Road,  
Ratchathewi, Bangkok

**Launch Date** : September 2017

**Expected Completion Date** : 2019

**Number of towers/floors** : One tower, 31 floors

**Distance from  
BTS/MRT Station** : 630 meters from Victory  
Monument BTS station

#### 53 Elio Del Moss



**Location** : Soi Phaholyothin 34,  
Senanikhom,  
Chatuchak, Bangkok

**Launch Date** : November 2017

**Expected Completion Date** : 2019

**Number of towers/floors** : 6 towers, 8 floors

**Distance from  
BTS/MRT Station** : 1.2 kilometers from  
Sena Nikhom BTS station

#### 54 Ideo Mobi Rama 4



**Location** : Rama 4 Road,  
Klongtoei, Bangkok

**Launch Date** : November 2017

**Expected Completion Date** : 2020

**Number of towers/floors** : One tower, 36 floors

**Distance from  
BTS/MRT Station** : 0 meters from  
Klongtoei MRT station

## Recent Developments

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 entered into three joint venture companies for Ashton Asoke, Ideo Q Siam-Ratchathewi and Ashton Chula-Silom. In 2015, the company entered into five joint venture residential condominium projects, Q Chidlom-Phetchaburi, Ideo O2, Ideo Mobi Bangsue Grand Interchange, Ashton Silom and Ideo Thaphra Interchange. In 2016, the company entered into six joint venture residential condominium projects, Ideo Mobi Asoke, Ideo Sukhumvit 93, Ideo Mobi Sukhumvit 66, Ideo Phaholyothin-Chatuchak, Ideo Q Victory and Ashton Asoke-Rama 9. In 2017, the company entered into a joint venture an additional 25 billion Baht in six projects including Ideo Q Sukhumvit 36, Ideo New Rama 9, Elio Del Nest, Ideo Mobi Rangnam, Elio Del Moss and a condominium project at Rama 9 bringing the total value of joint venture projects to 95 billion Baht in 21 projects.

The company has also continued its international sales events in 2017 from its first initiation in September 2013. In 2017, the company's sales events were held in Bangkok, Hong Kong, Singapore, Taiwan, and China for the launch of Ashton Asoke-Rama 9, Ideo Q Victory, Ideo Q Sukhumvit 36, Ideo Mobi Sukhumvit 40, Ideo Mobi Rama 4, Ideo Mobi Rangnam, Ideo New Rama 9, Elio Del Nest including existing projects with sales of 9,775 million Baht higher than its 2016 international sales by 164%.

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.












Details of launched residential condominium projects in 2017 are as follows:

Project	Launch	Expected Completion	No. of Units	Project Value (Million Baht)
Unio Ramkhamhaeng-Serithai	March 2017	2018	700	835
Unio H Tiwanon	March 2017	2018	378	941
Ideo Q Victory	June 2017	2019	348	3,209
Ashton Asoke-Rama 9	June 2017	2020	593	6,448
Ideo Q Sukhumvit 36	June 2017	2019	449	4,289
Ideo New Rama 9	June 2017	2019	994	2,988
Elio Del Nest	June 2017	2019	1,459	5,066
Ideo Mobi Sukhumvit 40	September 2017	2019	272	2,092
Ideo Mobi Rangnam	September 2017	2019	366	2,382
Elio Del Moss	November 2017	2019	1,522	3,408
Ideo Mobi Rama 4	November 2017	2020	486	5,015
<b>Total</b>			<b>7,567</b>	<b>36,671</b>

In 2017, the company launched the first high-rise residential condominium project under “Unio” brand, Unio H Tiwanon located on Krungthep-Nonthaburi Road, 100 meters from Tiwanon MRT station with 378 units and starting price at 1.69 million Baht. The company has further launched more Unio project, Unio Ramkhamkaeng-Serithai located on Serithai Road, 1.5 kilometers from Sriburapa station after the company successfully launched the “Unio” value condominium brand for Unio Sukhumvit 72, Unio Rama 2-Thakham and Unio Charan 3. This adds to our strong brands and diversified residential condominium portfolios with selling prices ranging from 999,900 Baht to 18.5 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 appointed as the main contractor to provide real estate construction services for Ideo Wutthakat residential condominium project for the first time. Helix has been appointed as the main contractor of Unio Sukhumvit 72, Unio Rama 2-Thakham, Unio Ramkhamhaeng-Serithai, Unio H Tiwanon, Unio Sukhumvit 10, Ideo Q Victory and Ideo Q Sukhumvit 36 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, Instragram, 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. In 2017, Ananda has launched another location under brand "Atoll" on Lumlukka. 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
8 Atoll Wongwaen-Lumlukka	Lumlukka Road, Lumlukka District, Pathumthani Province	Detached houses/ twinhouses	25-2-78 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 Ladprao 71, Rama 3 and Phattanakarn 20. 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 Phattanakarn 20 has 159 units Baht with a starting price of 7.5 million Baht. Details are as follows:

Project	Location	Nature of Project	Site Area
1 Arden Ladprao 71	Satiwitaya 2, Ladprao, Bangkok	Townhouse	6-3-7 rai
2 Arden Rama 3	Rama 3 Road, Yannawa, Bangkok	Townhouse	7-3-66.8 rai
3 Arden Phattanakarn 20	Phattanakarn Road, Suanlaung, Bangkok	Townhouse	14-3-69.9 rai

In 2017, the company has developed a new housing brand launching for the first time under “Artale”. The first two projects are located on Phattanakarn 20 and Kaset-Nawamin. Artale Phattanakarn-Thonglor has 49 units with a starting price of 30 million Baht. Artale Kaset-Nawamin has 59 units with a starting price of 17 million Baht. In addition, the company launched under “Airi” at Rama 5-Ratchaphruek with 63 units and a starting price of 11 million Baht. Our subsidiary company, Helix also launched its new landed housing project, Unio Town brand at Lumlukka Klong 4 with 308 units and a starting price of 2.59 million Baht. Launched details are as follows:

Project	Location	Nature of Project	Site Area
1 Artale Phattanakarn-Thonglor	Soi Phattanakarn, Suanluang, Bangkok	Detached houses	13-0-73 rai
2 Artale Kaset-Nawamin	Soi Sukontasawat 19, Sukontasawat Road, Ladprao, Bangkok	Detached houses	15-2-0 rai
3 Airi Rama 5-Ratchaphruek	Nonthaburi 1 Road, Nonthaburi	Detached houses	16-2-14 rai
4 Unio Town Lumlukka Klong 4	Lumlukka Klong 4 Road, Lumlukka, Pathumthani	Townhouse	26-3-81 rai








Details of launched residential housing projects in 2017 are as follows:

Project	Location	Completion	No. of Units	Project Value (Million Baht)
Artale Phattanakarn-Thonglor	March 2017	2017	49	1,640
Unio Town Lumlukka Klong 4	June 2017	2017	308	950
Airi Rama 5-Ratchaphruek	July 2017	2017	63	791
Artale Kaset-Nawamin	August 2017	2018	59	1,658
Atoll Wongwaen-Lumlukka	September 2017	2017	138	803
<b>Total</b>			<b>617</b>	<b>5,842</b>

The company can offer a variety of residential housing units to customers with selling prices starting from 2.5 Baht to 30 million Baht.

Details of residential housing brands are as follows:

Categories	Brand
Luxury	
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 2017, Helix has been appointed as the main contractor of Atoll Wongwaen-Lumlukka and Unio Town Lumlukka Klong 4 additional from 2016, Helix has been appointed as the main contractor of external projects, Nirvana at Work.

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 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 2017, Helix has been appointed to be the contractor of housing projects, Atoll Wongwaen-Lumlukka, Unio Town Lumlukka Klong 4 and condominium 2 projects, Ideo Q Victory and Ideo Q Sukhumvit 36 additional from 2016, Helix has been appointed to be the contractor of residential condominium projects of Venio Sukhumvit 10, Unio Ramkhamhaeng-Serithai, Unio H Tiwanon, Unio Sukhumvit 72 Unio Rama-Thakham, Ideo Q Victory, Ideo Q Sukhumvit 36 as well as the main contractor of housing projects, Nirvana at Work Ramintra. Helix has also been appointed to be the contractor apart from landed housing projects and residential condominium projects of Central Lab, Park & Ride N23, Park & Ride N24, Phoenix Medical Center in Bangkok and Onvalla New Warehouse in Pathumthani.

## 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) Company Limited

The Agent (Property Expert) Company Limited, 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 Company Limited

The Works Community Management Company Limited (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.

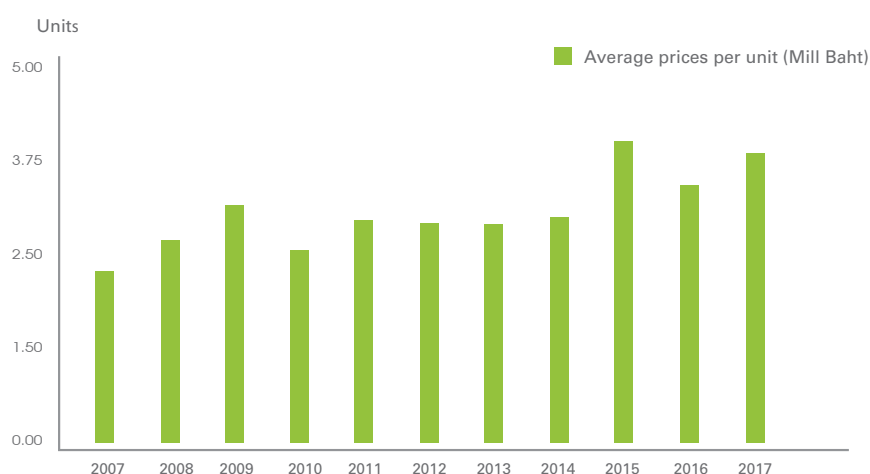
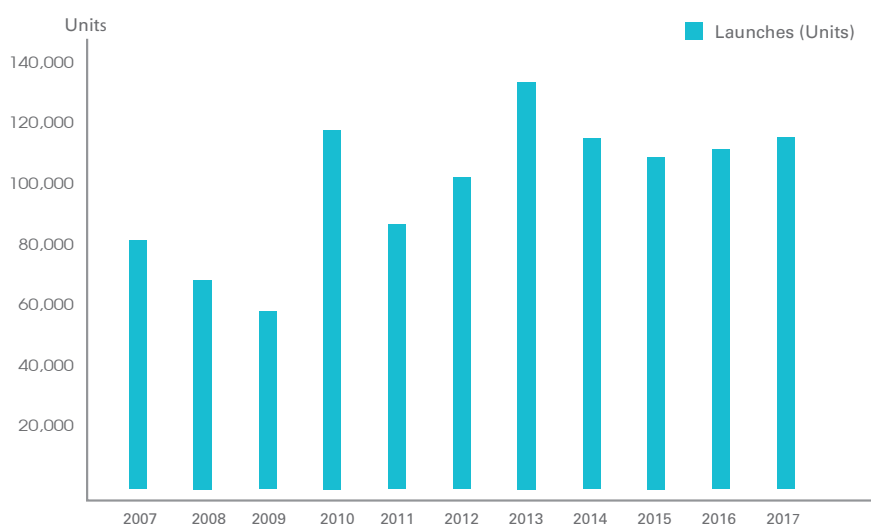
### **3.2 Blue Deck Co.,Ltd.**

The company owns and operates Bludeck, a sports club located at Soi Kingkaew 19, Samutprakarn Province, through the company's subsidiary, 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.

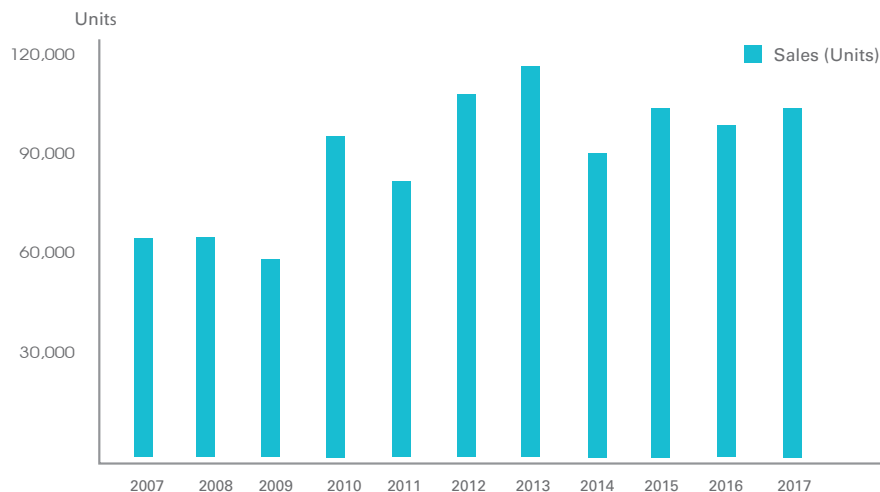
The company offers Bludeck's products and services as ancillary services within the company's residential condominium projects. Such lifestyle services will add value to our brand and the company's customers.

## Industry

In 2017, the Agency for Real Estate Affairs (AREA) reported total new launches in the Bangkok Metropolitan Region (BMR) were 114,477 units, an increase of 3.5% from the previous year's total of 110,557 units. Condominiums were the largest proportion of launches, accounting for 56% of total launches in 2017. The total project value was 441,661 million baht, up 15.6% YoY from 382,110 million Baht because the average price per unit of launched projects in 2017 increased by 11.6% to 3.858 million baht a unit from 3.456 million baht a unit in 2016. The new launches were driven by the mid and high-end segment priced.

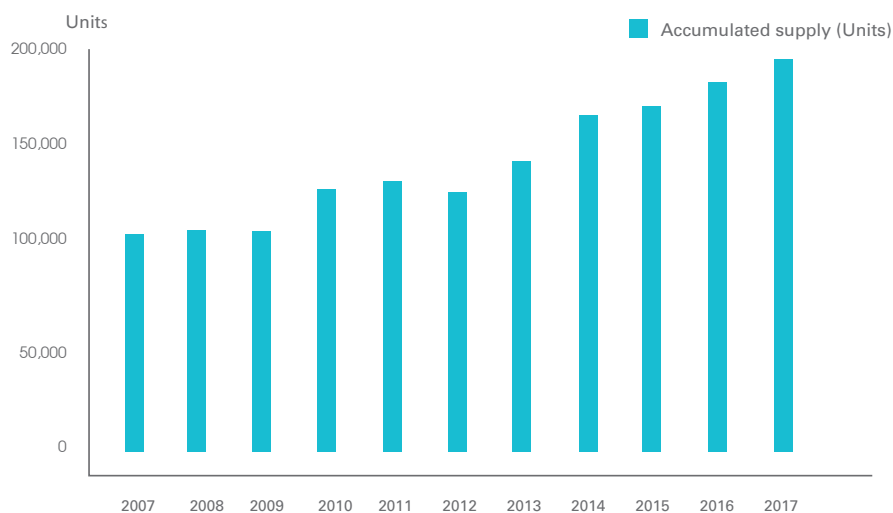


Demand increased 5.5% to YoY to 103,579 units in 2017, mainly from condominiums, which accounted for 54.7% of the market. Townhouses and single detached houses were 26.6% and 12.3% of the market respectively. The remainder, 6.4% was other property types such as twinned houses, commercial buildings and subdivided lands.



2017 overall launches were 114,477 units, whereas demand was 103,579 units. As a result, BMR's supply ended December 2017 increased 5.9% to 195,227 units from a year earlier's total of 184,329 units. Townhouse supply showed the largest increase. Its supply of single detached house displayed a decrease. Supply detail were shown,

- Townhouse supply rose 14.5% YoY to 62,571 units
- Condominium supply increased 10% YoY to 76,790 units
- Single detached house supply decreased 6.5% YoY to 36,971 units



The Agency for Real Estate Affairs expects that in 2018 condominium project developments and launches will be the largest proportion of housing launches with emphasizing on central business district and central Bangkok along mass transit lines.

The major developers have partnered with international investors and continued to expand their business to international markets, while small and medium-sized developers may delay the opening of the project waiting for good economic situation. It will be high competition and developers plan to have higher marketing spending especially the finished unsold inventories. In addition, household debt soared as a result, financial institutions tightened lending for retail customers. Investors and speculators' demand will be lower due to higher buying costs. Some developers tend to have a method to prevent short term speculation with higher down payments. However, international customers tend to have higher demand for properties along mass transit lines especially central district in Bangkok.

Source: Agency for Real Estate Affairs (AREA)



## Changes during the Year 2017

### February and March

- 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, 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 8.00% 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.
- The Company launched 2 condominium projects, Unio H Tiwanon near Tiwanon MRT station and, Unio Ramkhamhaeng-Serithai near Sriburapa station.
- The Company launched a landed housing project, Artale Phatthanakarn-Thonglor, 3.5 km from Thonglor.

### April

- 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 with a value of 3,000 million baht, and a fixed annual interest rate of 3.95% due date of 2020. The debentures were given a “BBB” credit rating with “Stable” outlook by TRIS Rating Co., Ltd.

### May

- The Company signed the Share Purchase Agreement of LPS with LPN in proportion of 10% of total LPS’s ordinary or 1,000,000 ordinary shares at Baht 12.50 per ordinary share (Par at Baht 5 per ordinary share) with the total investment value of Baht 12,500,000 (Baht Twelve Million and Five Hundred Thousand only). And, the Company made payment in full amount. In addition, the Company engaged a financial advisory company, JD Partners Co., Ltd., to appraise fair value of LPS by Discounted Cash Flow method (“DCF”) which equaled to Baht 14.35 per ordinary share. The Company purchased LPS’s ordinary share at Baht 12.50 per ordinary share or Baht 12,500,000.
- The Company entered into a joint venture with Mitsui Fudosan Asia (Thailand) Co., Ltd. to carry out development of 3 condominium projects through 3 companies, in which the Company held 51% stakes, Ananda MF Asia Udomsuk Two Co., Ltd. (formerly a subsidiary named “ADC-JV2 Co., Ltd.”), Ananda MF Asia Thonglor Co., Ltd. (formerly a subsidiary named “ADC-JV5 Co., Ltd.”) and Ananda MF Asia Ramkhamhaeng Co., Ltd. (formerly a subsidiary named “ADC-JV6 Co., Ltd.”)

## June

- The Company launched 5 condominium projects, Ideo Q Victory near Victory Monument BTS station, Ashton Asoke-Rama 9 near Rama 9 MRT station, Ideo New Rama 9 near Ramkhamhaeng 12 MRT station, Ideo Q Sukhumvit 36 near Thong Lo BTS station, Elio Del Nest near Udomsuk BTS station.
- The Company launched a landed housing project, Unio Town Lumlukka Klong 4 near Klong 4 station.

## August

- The Company had a securitization with issuing the preference shares in JV SPV for Ashton Silom project.

## September

- The Company launched 2 condominium projects, Ideo Mobi Sukhumvit 40 near Ekamai BTS station and Ideo Mobi Rangnam near Victory Monument BTS station.
- The Company launched 3 landed housing projects, Airi Rama 5-Ratchaphruek on Rama 5 Road, Artale Kaset-Nawamin, 13 km. to Thonglor and Atoll Wongwaen-Lumlukka near Green Line BTS station.
- The Company entered into a joint venture with Mitsui Fudosan Asia (Thailand) Co., Ltd. to carry out development of 2 condominium projects through 2 companies, in which the Company held 74% stakes, Ananda MF Asia Ratchaprarop Co., Ltd. (formerly a subsidiary named "ADC-JV13 Co., Ltd."), Ananda MF Asia Sena-Nikhom Co., Ltd. (formerly a subsidiary named "ADC-JV8 Co., Ltd."),

## 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 with a value of 2,000 million baht, and a fixed annual interest rate of 3.50% due date of 2020. The debentures were given a "BBB" credit rating with "Stable" outlook by TRIS Rating Co., Ltd.
- The Company registered the incorporation of 3 subsidiaries named AH-SPV2 Co., Ltd., AH-SPV3 Co., Ltd., and Ananda APAC Praram 9 Two Co., Ltd. in which it held 99.70% of their registered capitals, in preparation for future real estate development.

## November

- The Company launched 2 condominium projects, Ideo Mobi Rama 4 near Klongtoei MRT station and Elio Del Moss near Sena Nikhom BTS station.
- The Company registered the incorporation of a subsidiary named AH-SPV4 Co., Ltd. in which it held 99.70% of their registered capitals, in preparation for future real estate development.

## December

- The Company issued preference shares in a JV SPV for the Ashton Asoke-Rama 9 and Ideo Q Victory projects in the amount of 550 and 240 million baht on 3 years and 2 year and 3 months terms, respectively.



# CORPORATE SOCIAL RESPONSIBILITY

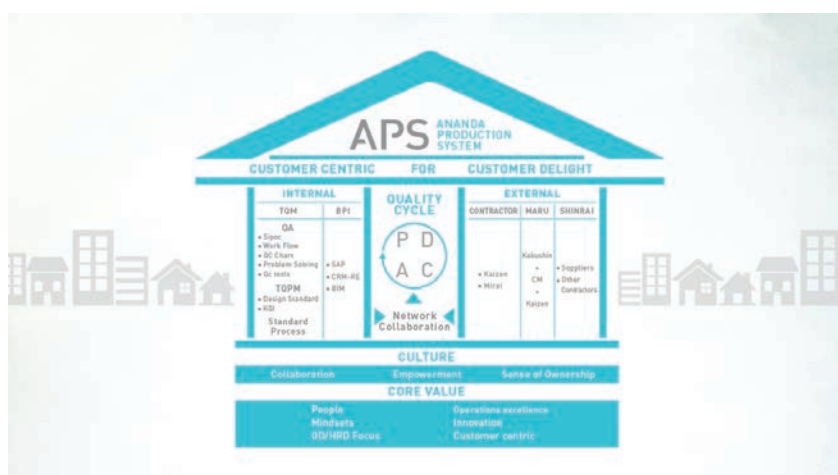
Ananda's operations rest on the vision: "Together, we are passionate about creating vibrant lives by continuously innovating urban living solutions based on major transport systems as well as being an organization that values its employees, society, the environment and individual shareholders". The Company, its subsidiaries and affiliates strive for business stability and sustainability, the well-being of society and communities both within and outside the organization, along with environmental stewardship, through a policy encouraging employees, executives, customers and business partners to constantly take part in its corporate social responsibility (CSR) activities.

The Company's CSR mission and policy center on the maintenance of business stability and sustainability by achieving business growth, promoting the well-being of intra- and extra-organizational societies, as well as ensuring compliance with applicable laws and regulations. In addition, CSR in-process and after-process activities are carried out in effort to promote sustainable development of the society at large.

## Work Development and Innovations

- **Development of Construction System**

Well aware that the corporate reputation and credibility for reasonable prices along with quality design and construction are major factors influencing buyers' decision, the Company therefore earnestly adopts innovative approaches, namely "Ananda Production System" or "APS," in developing its production system to punctually deliver to customers houses and condominiums of supreme quality so as to maximize customer satisfaction that shall bring about repeat purchases or referrals. Based on the organization's core values and culture, APS attaches great significance to operational management (Internal) which involves meticulous standards of controlling, inspecting and assessing quality of works at all stages, either design, construction, delivery or maintenance. Management of relationship with business alliances (External), i.e. designers, contractors, and building material suppliers, is also underlined in order to secure an integrated supply chain. Through network collaboration, the integration of both internal and external components shall induce exchange of know-how and joint development via the quality cycle, resulting in infinite enhancement of processes. Hence, Ananda Production System or APS is the Company's high-standard system of house and condominium production, with a resolute intent to offer services under the "Customer Centric for Customer Delight" philosophy.



As for internal management, the Company has acquired the Total Quality Project Management (TQPM) technique from Mitsui Fudosan Group, the largest real estate developer in Japan having been the Company's joint venture partner for over 5 years. It has further applied the approach into its own practice called "Ananda Total Quality Project Management" ("ATQPM") – the comprehensive quality management system that focuses on functionality and construction quality. Evolved from the analysis of the need of customers (the actual users) and problems identified in the course of design and construction as well as the implementation of preventive measures against recurrence, this control mechanism is now used as the standard for design quality control and as the standard for work inspection and control.



With regard to external partnership, the Company has established an alliance of construction-related parties under the name “MARU,” meaning 360 degrees. The alliance, comprising design companies, construction consulting firms, contractors and suppliers, seeks active participation of on-site staff in exploring new approaches for continual work improvements. The Company has organized forums and study trips for MARU alliance in order to strengthen relationship, exchange

information and difficulties, including analyze problem cases, thereby leading to process improvements and smooth operations that enable optimum efficiency and effectiveness. All in all, customers are the eventual beneficiaries of this initiative.

## Development of Quality of Life and Society

The Company realizes the importance of the stakeholders' betterment in all aspects. In the past year, it has determinedly carried on with the initiated CSR activities through patronization to the Habitat for Humanity Thailand Foundation's house building project for people in need in order to materialize the hope of the underprivileged for a home, together with donations of clothing, medicine and other living necessities, as well as mobilization of volunteers to help with the house building project for the disadvantaged.

### • GIVE HOME GIVE HUG @ KANCHANABURI 2017 Project

In 2017, the Company launched a project called "GIVE HOME GIVE HUG @ KANCHANABURI" to build a total of 45 houses over a period of 3 years (15 houses per year) from 2017 – 2019 for locals in Kanchanaburi. The project is aimed at developing habitats of the deprived in remote areas in order to improve their living conditions, as well as lending a helping hand to Thai society, uplifting the quality of life and facilitating sustainable community development. The Company has thus signed a memorandum of understanding with the Habitat for Humanity Thailand Foundation, funding the construction of 45 single-storied reinforced concrete houses with an area of 42 square meters for families in housing distress. The project shall run for 3 years (15 houses per year) from 2017 - 2019.



Furthermore, the Company has encouraged its employees and business partners to take part as volunteers in the house building activity and donation of clothing, medicine, dried food, books, stationeries and other living necessities to needy people in Bophloi district in November 2017.





In November 2017, over 100 volunteers from Ananda executives and employees along with contractors' and design companies' staff jointly built houses under "GIVE HOME GIVE HUG @ KANCHANABURI 2017" project and donated basic items to villages in Bophloi district, Kanchanaburi.

- **Ananda Kindness to the Kids Project on Donation of Office Equipment to Ban Phuphrom School, Bophloi District, Kanchanaburi**

Apart from constructing decent houses for people with housing distress, the Company has also donated office equipment items, remained after employee auction, to teachers and students of Ban Phuphrom School, Nongkum subdistrict, Bophloi district, Kanchanaburi for use in place of the ones damaged in the recent fire incident. Ban Phuphrom School is a small-scale elementary school with a total of 130 students, mostly from impoverished households. The activity was organized in October 2017.



## • Ananda Kindness to the Fellow Builders Project

Recognizing the crucial contribution of all stakeholders to business operations, including builders who are Ananda great assets, the Business Unit – Ideo has initiated merit making activities and donations for builders, under the following objectives:-

- 1) Providing builders with healthy living conditions, as well as safety in worker camps;
- 2) Enabling builder families with children to have refreshing activities in work camps;
- 3) Raising builders' morale, in order for them to work with enthusiasm;
- 4) Enabling the executives to understand builders' problems in work and their lives at work sites, in order to achieve construction enhancement and better productivity.

For the first time this year, the activities for builders were arranged at construction sites of Ideo Sukhumvit 93 and Ideo Thaphra-Interchange. Activities at the event included merit making, food offering to monks, luncheon to participants, and donation of things to children of the resident builders. The project is to boost their morale toward working more efficiently.



Merit making event and luncheon provided for our fellow builders at Ideo Sukhumvit 93 site in July 2017



Donation of items to young children and families of our fellow builders at Ideo Thaphra-Interchange site in August 2017



- **Project on Establishment of TCDC COMMONS, Communication Design Library**

Ananda Development PCL and Thailand Creative and Design Center have signed a memorandum of understanding on the establishment of the world's first Communication Design Library under the name TCDC COMMONS at Ideo Q Chula-Samyan project.

The Company is apparently the first private organization in Thailand to recognize the importance of ideas that inspire creativity in various works. TCDC COMMONS is intended to be a center of design knowledge gathered from around the world, and also a meeting place for designers, communication designers, as well as young entrepreneurs searching for ideas and knowledge that might spark their creativity and new business opportunities in the future.



## In Summary

Through all these years, one thing the Company always values and pursues in parallel with business growth is the active contribution to raising CSR awareness among all related parties. It has thus engaged in an array of activities in a keen effort to give back to the society, and shall carry on with its CSR activities alongside business operations in a continual and sustainable manner.



## 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 sales, rental and services, revenue from the sale of food and beverages, revenue from land sourcing and other incomes.

Revenues	Financial Years Ended December 31					
	2017		2016		2015	
	Million Baht	%	Million Baht	%	Million Baht	%
Revenue from real estate business	8,931.9	69.0	9,780.4	80.0	9,598.1	87.1
Revenue from project management and commission income	2,060.7	15.9	1,242.8	10.2	961.2	8.7
Construction service income	1,208.1	9.3	539.4	4.4	45.2	0.4
Revenue from sales, rental and services	201.3	1.6	175.3	1.4	147.6	1.3
Revenue from land sourcing	173.0	1.3	189.9	1.5	0.0	0.0
Gain on sale of investment in joint venture	71.3	0.6	0	0.0	0.0	0.0
Other income <sup>/1</sup>	303.8	2.3	302.0	2.5	273.3	2.5
<b>Total revenues</b>	<b>12,950.1</b>	<b>100.0</b>	<b>12,229.8</b>	<b>100.0</b>	<b>11,025.4</b>	<b>100.0</b>

Remarks : /1 Other income includes interest income and other income.

# RISK FACTORS

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

## 1 Risk of Highly Competition in Real Estate Sector.

In 2017, the overall of economic was slightly increased from the prior period. However, the external factors may impact with the business such as the increase in household debts and Thai Banks tightening lending policies acts and/or the China Official policy is limited the money transfer from the mainland which is impact to real estate sector for highly competition. 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 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.

### 4 Risk of increasing cost of labor and construction materials.

Costs of construction and minimum wage 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 2017, minimum wage and costs of construction materials have not been anticipated risk factors because of apply the turn-key method for hiring the contractor.

### 5 Risk of shortage of contractor and skilled labor.

The problem of contractor and 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.

### 6 Risk of Inventories is 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.

## 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 (Pre-Finance).

For the entrepreneurs (Pre-Finance) may assess to the capital is more difficult. The reduce the risk matter, ANANDA has 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 (Pre-Finance) 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

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Name : Ananda Development Public Company Limited

Symbol : ANAN

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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

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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

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

Telephone : (662) 056-2222

Fax. : (662) 056-2332

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Homepage : [www.ananda.co.th](http://www.ananda.co.th) and [www.ideocondo.com](http://www.ideocondo.com)

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Juristic Entities in which the Company Holds Equity Stake , directly and indirectly, of 10% or more as of 31 December 2017

Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>Subsidiary Companies</b>					
<b>1 Ananda Development One Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (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	Ordinary	431,196,281	431,196,279	100.00
<b>2 Ananda Development Two Co., Ltd.</b> 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (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	Ordinary	60,000,000	59,999,998	100.00
<b>3 Baan Niravana Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (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	Ordinary	7,000,000	6,999,998 <sup>/1</sup>	100.00
<b>4 The Agent (Property Expert) Co., Ltd.</b> 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	To act as an agent in the sale / purchase and procurement of lessees	Ordinary	40,000	39,998	100.00



Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>5 The Work Community Management Co., Ltd.</b> 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (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	10,000	9,998	99.98
<b>6. Helix Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Construction	Ordinary	11,922,000	11,921,998	100.00
<b>7 Helix Development Thonglor Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	1,000	997	99.70
<b>8 Ananda MF Asia Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	9,000,000	8,999,998	100.00
<b>9 AH – SPV 1 Co, Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (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	1,000	998	99.80

Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>10 AH – SPV 2 Co, Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (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	1,000	997	99.70
<b>11 AH – SPV 3 Co, Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (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	1,000	997	99.70
<b>12 AH – SPV 4 Co, Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (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	1,000	997	99.70
<b>13 Ashton Silom Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Holding company in real estate business	Ordinary  Preferred shares	3,379,997  3,000,000	3,379,997  0	52.98  100
<b>14 Ashton Asoke Praram 9 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Holding company in real estate business	Ordinary  Preferred shares	6,200,000  5,500,000	6,200,000  0	100.0  0.00

Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>15 Ideo Q Victory Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Holding company in real estate business	Ordinary  Preferred shares	2,700,000  2,400,000	2,700,000  0	100.00  0.00
<b>16 JV – CO1 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	1,000	998	99.80
<b>17 ADC - JV 7 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	2,400,000	2,399,998	100.00
<b>18 ADC - JV 10 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	5,000,000	4,999,997	100.00
<b>19 ADC - JV 11 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	1,000	997	99.70



Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>20 ADC - JV 12 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	1,000	997	99.70
<b>21 ADC - JV 14 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	1,000	997	99.70
<b>22 ADC - JV 15 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	1,000	997	99.70
<b>23 ADC - JV 16 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	1,000	997	99.70
<b>24 ADC - JV 17 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	1,000	997	99.70

Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>25 Ideo Condo One Co., Ltd.</b> 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	1,000	998	99.80
<b>26 Blue Deck Co., Ltd.</b> 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	2,330,000	2,329,998	100.00
<b>27 Bira Circuit One Co., Ltd.</b> 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	450,000	449,998	100.00
<b>28 Bira Kart Co., Ltd.</b> 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	365,000	179,998 <sup>2</sup>	49.31
<b>Associate Company</b>					
<b>1 Bira RT Kart Co., Ltd.</b> 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	20,000	9,000 <sup>3</sup>	45.00

Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>Joint Ventures</b>					
<b>1 Ananda MF Asia Asoke Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	8,500,000	4,334,999	51.00
<b>2 Ananda MF Asia Ratchathewi Co., Ltd.</b> 99/4 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	5,500,000	2,804,999	51.00
<b>3 Ananda MF Asia Samyan Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	10,000,000	5,099,999	51.00
<b>4 Ananda MF Asia Bangna Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	6,250,000	3,187,499	51.00



	Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
5	<b>Ananda MF Asia Chitlom Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	4,000,000	2,039,999	51.00
6	<b>Ananda MF Asia Chongnonsi Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	6,000,000	3,059,999 <sup>4</sup>	51.00
7	<b>Ananda MF Asia Taopoon Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	3,500,000	1,784,999	51.00
8	<b>Ananda MF Asia Thaphra Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	4,250,000	2,167,499	51.00

Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>9 Ananda MF Asia Petchaburi Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	5,500,000	2,804,999	51.00
<b>10 Ananda MF Asia Bangchak Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	9,500,000	4,844,999 <sup>5</sup>	51.00
<b>11 Ananda MF Asia Udomsuk Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	4,500,000	2,294,999	51.00
<b>12 Ananda MF Asia Saphankhwai Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	4,500,000	2,294,999	51.00

Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>13 Ananda MF Asia Phraram 9 Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	11,000,000	5,609,999 <sup>6</sup>	51.00
<b>14 Ananda MF Asia Victory Monument Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	4,750,000	2,422,499 <sup>7</sup>	51.00
<b>15 Ananda MF Asia Thonglor Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	6,000,000	3,059,999	51.00
<b>16 Ananda MF Asia Udomsuk Two Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	8,500,000	4,334,999	51.00



Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>17 Ananda MF Asia Ramkamhaeng Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	5,500,000	2,804,999	51.00
<b>18 Ananda MF Asia Sena Nikhom Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	6,500,000	4,809,999	74.00
<b>19 Ananda MF Asia Ratchaprarop Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	5,000,000	3,699,999	74.00
<b>20 Ananda MF Asia Phraram 9Two Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Real estate Development	Ordinary	1,000	739 <sup>8</sup>	74.00

Name/Located	Type of Business	Type of Share	Number of shares issued	Number of shares held	% of paid-up capital
<b>21 Ananda APAC Bangchak Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Holding company in real estate business	Ordinary	2,604,050	2,578,049	99.00
<b>22 Ananda APAC Phraram 9 Two Co., Ltd.</b> 99/1 Moo 14 Soi Windmill Village, Bangna-Trad Rd. (k.m.10.5), Bangpleeyai Sub-district, Bangplee District, Samutprakarn Province 10540 Tel. 0-2317-1155 Fax. 0-2317-1100	Holding company in real estate business Other Company	Ordinary	1,000	864	86.40
<b>Other Company</b>					
<b>1 Lumpini Project Management Services Co., Ltd.</b> 1168/109 Lumpini Tower, 36 Flr., Rama 4 Rd., Thung Maha Mek, Sathorn, Bangkok	Real Estate Development Service Provider	Ordinary	10,000,000	1,000,000	10.00

- 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.
- /4 Ananda MF Asia Chongnonsi Co., Ltd. held 3,059,999 shares, or 51.00% by Ashton Silom Co., Ltd.
- /5 Ananda MF Asia Bangchak Co., Ltd. held 4,844,999 shares, or 51.00% by Ananda APAC Bangchak Co., Ltd.
- /6 Ananda MF Asia Phraram 9 Co., Ltd. held 5,609,999 shares, or 51.00% by Ashton Asoke Praram 9 Co., Ltd.
- /7 Ananda MF Asia Victory Monument Co., Ltd. held 2,422,499 shares, or 51.00% by Ideo Q Victory Co., Ltd.
- /8 Ananda MF Asia Phraram 9 Two Co., Ltd. held 739 shares, or 74.00% by Ananda APAC Phraram 9 Two Co., Ltd.

## 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
<b>• Debentures</b>		
<b>1 Debentures of ANANDA Development Public Company Limited No. 1/2015 Due 2018</b> (ANAN185A)	-	<b>CIMB Thai Bank Public Company Limited</b> 44 Langsuan Road, Lumpini, Pathum Wan, Bangkok 10330 Tel. 0-2638-8000 Fax. 0-2657-3333
<b>2 Debentures of ANANDA Development Public Company Limited No. 2/2016 Tranche 2 Due 2019</b> (ANAN190A)	-	
<b>3 Debentures of ANANDA Development Public Company Limited No. 2/2016 Tranche 3 Due 2021</b> (ANAN210A)	-	
<b>4 Debentures of ANANDA Development Public Company Limited No. 3/2017 Due 2020</b> (ANAN204A)	<b>Krung Thai Bank Public Company Limited</b> 35 Sukhvit Road, Khlong Toei Nua, Wattana, Bangkok 10110 Tel. 0-2298-0821 Ext. 120, 123 Fax. 0-2298-0835	
<b>5 Debentures of ANANDA Development Public Company Limited No. 4/2017 Due 2020</b> (ANAN205A)		
<b>6. Debentures of ANANDA Development Public Company Limited No. 5/2017 Due 2020</b> (ANAN200A)		



Issue Name	Bondholder Representative	Registrar
• <b>Perpetual Bond</b>		
<b>1 Subordinated Perpetual Debentures of Ananda Development Public Company Limited No. 1/2015</b> payable upon dissolution with the Issuer's right to early redemption and unconditional interest deferral (ANAN15PA)	<b>Krung Thai Bank Public Company Limited</b> 35 Sukhvit Road, Khlong Toei Nua, Wattana, Bangkok 10110 Tel. 0-2298-0821 Ext. 120, 123 Fax. 0-2298-0835	<b>CIMB Thai Bank Public Company Limited</b> 44 Langsuan Road, Lumpini, Pathum Wan, Bangkok 10330 Tel. 0-2638-8000 Fax. 0-2657-3333
<b>2 Subordinated Perpetual Debentures of Ananda Development Public Company Limited No. 1/2016</b> payable upon dissolution with the Issuer's right to early redemption and unconditional interest deferral (ANAN16PA)	<b>Bank of Ayudhya Public Company Limited</b> 1222 Rama 3 Road, Bang Phongphang, Yan Nawa, Bangkok 10120 Tel. 0-2296-4788 0-2296-5004	
<b>3 Subordinated Perpetual Debentures of Ananda Development Public Company Limited No. 1/2017</b> payable upon dissolution with the Issuer's right to early redemption and unconditional interest deferral (ANAN17PA)		
<b>4 Subordinated Perpetual Debentures of Ananda Development Public Company Limited No. 2/2017</b> payable upon dissolution with the Issuer's right to early redemption and unconditional interest deferral (ANAN17PB)		

## Auditors

### EY Office Limited

193/136-137, 33<sup>rd</sup> Floor, Lake Rajada Office Complex, 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. Rungnapa 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, 22<sup>nd</sup> 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 12 October 2017 is as follow:

No.	Name	No. of Shares	% of total paid-up shares
1	Ruangkritya Group	1,835,585,400	55.07
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	(8,500 Shares, 0.00%)	
2	Thai NVDR Co.,Ltd.	124,914,030	3.75
3	HSBC (SINGAPORE) NOMINEES PTE LTD	99,192,000	2.89
4	Mr. Piranart Chokwatana	53,598,000	1.61
5	Mr. Pichai Wijakapan	40,500,000	1.21
6	Krungthai-AXA Life Insurance Public Company Limited - KTAM Growth by Krung Thai Asset Management Company Limited	34,315,300	1.03
7	NORTRUST NOMINEES LIMITED-NT0 SEC LENDING THAILAND CL AC	32,920,208	0.99
8	Miss Supatra Tiraganun	29,116,000	0.87
9	Lan Phoo Co., Ltd.	28,762,250	0.86
10	FWD Life Insurance Public Company Limited	25,775,000	0.77
Total		2,355,374,938	69.11

## 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 (Baht)	Dividend / Share (Baht)	Date Payment
1 Jan – 30 Jun 17	896,768	0.060	6 Sep 17
1 Jul – 31 Dec 16	906,516	0.085	26 May 17
1 Jan – 30 Jun 16	504,103	0.040	9 Sep 16
1 Jul – 31 Dec 15	1,176,481	0.068	25 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.

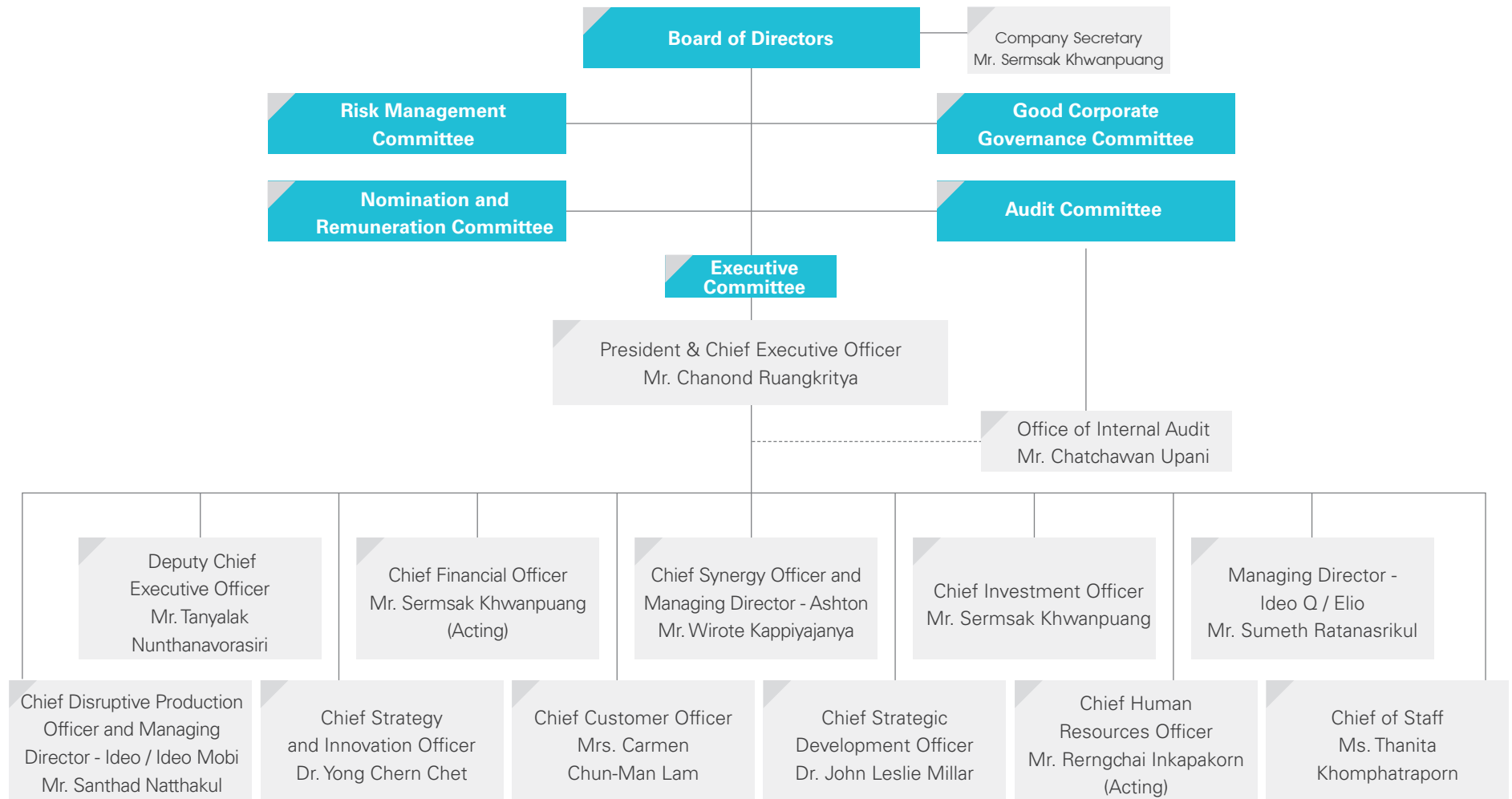
#### The other subsidiaries

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, 2017



## Management Structure

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 2017, the Board of Directors consists of 9 members as follows:

Name	Position
1 Dr. Narongchai Akrasanee	Chairman (Independent Director)
2 Mr. Poolsak Tansitthipun	Vice Chairman (Independent Director)
3 Mr. Nopporn Thepsithar	Director (Independent Director)
4 Mr. Wiboon Rasmeepaisarn	Director (Independent Director)
5 Mr. James Teik Beng Lim	Director
6 Mr. Tomoo Nakamura	Director
7 Mr. Chanond Ruangkritya	Director (Authorized Director)
8 Mr. Tanyalak Nunthanavorasiri	Director (Authorized Director)
9 Miss Patcharavalai Ruangkritya	Director (Authorized Director)

Mr. Sermsak Khwanpuang, the Company Secretary, is the Secretary of the Board of Directors

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

- 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 2017, the Audit Committee consists of the following 3 Independent Directors

Name	Position
1 Mr. Poolsak Tansitthipun	Chairman of the Audit Committee
2 Mr. Nopporn Thepsithar	Audit Committee Member
3 Mr. Wiboon Rasmeepaisarn	Audit Committee Member

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

- 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 2017, 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. Wirote Kappiyajanya	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 2017, the Nomination and Remuneration Committee consists of the following 5 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. Chanond Ruangkritya	Member

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

### Scope of Power and Duties of the Nomination and Remuneration Committee

- 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 - Housing, and Managing Director - Condominium.



## 5 Good Corporate Governance Committee

As at 31 December 2017, 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 Ruangkritya	Member

Ms. Wanlapa Pattanapongpornchai is the secretary of the Good Corporate Governance Committee.

### Scope of Power and Duties of the Good Corporate Governance Committee

- 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 2017, 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 Mr. Wirote Kappiyajanya	Member

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

### Scope of Power and Duties of the Executive Committee

- 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 2017, 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 / Chief Financial Officer (Acting)
4	Mr. Wirote Kappiyajanya	Chief Synergy Officer / Managing Director - Ashton
5	Mr. Santhad Natthakul	Chief Disruptive Production Officer / Managing Director - Ideo / Ideo Mobi
6	Mr. Sumeth Ratanasrikul	Managing Director - Ideo Q / Elio
7	Mrs. Carmen Chun-Man Lam	Chief Customer Officer
8	Dr. John Leslie Millar	Chief Strategic Development Officer
9	Dr. Yong Chern Chet	Chief Strategy and Innovation Officer
10	Mr. Rerngchai Inkapakorn	Chief Human Resources Officer (Acting)
11	Ms. Thanita Khomphatraporn	Chief of Staff

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

- 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. 9/2017 on 20 November 2017 resolved to approve the appointment of Mr. Sermsak Khwanpuang 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

- 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 2017

(Unit : Times)

	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	12/13	-	-	3/3	0/0	-	2/2
2	Mr. Poolsak Tansitthipun	12/13	13/13	19/19	3/3	-	-	2/2
3	Mr. Wiboon Rasmeepaisarn	13/13	13/13	19/19	3/3	-	-	2/2
4	Mr. Vorapote Uchupaiboonvong	9/13	11/13	19/19	1/3	0/0	-	1/2
5	Mr. Nopporn Thepsithar	9/12	-	-	-	-	-	2/2
6	Mr. Chatchai Bunnag	3/3	-	-	-	-	-	0/0
7	Mr. Chanond Ruangkritya	11/13	-	-	2/3	0/0	47/51	2/2
8	Mr. Tanyalak Nunthanavorasiri	12/13	-	16/19	-	-	48/51	2/2
9	Ms. Patcharavalai Ruangkritya	12/13	-	-	-	-	39/51	2/2
10	Mr. Sermsak Khwanpuang	6/6	-	-	-	-	49/51	-
11	Mr. Wirote Kappiyajanya	-		13/13			25/40	-
12	Mrs. Muntana Aue-Kitkarjorn	1/2	-	-	-	-	10/10	-
13	Mr. Rerngchai Inkapakorn	-	-	5/6	-	-	-	-

## Remuneration of the Board and Executives

### 1 Monetary Remuneration

#### • Directors

The 2017 Annual General Shareholders' Meeting held on 27 April 2017 had approved 2017 remuneration of Directors, for the amount not exceeding 12,000,000 Baht (Twelve Million Baht), which was higher than that of 2016 by 3,000,000 Baht

In 2017, 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) (effective from 1 May 2017)		Remuneration of Director (Baht) (Previous)	
	Monthly	Director Fee/Times	Monthly	Director Fee/Times
Chairman of the Board	200,000	10,000	150,000	5,000
Chairman of the Audit Committee	75,000	10,000	60,000	5,000
Chairman of the Risk Management Committee	75,000	10,000	-	-
Director- Non management	65,000	10,000	50,000	5,000
Director as Company's management	30,000	-	30,000	-

#### Details of Individual Remuneration of the Directors in 2017

(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	2,200,000	100,000	-	-	20,000	-	450,000	2,770,000
2 Mr. Poolsak Tansitthipun	840,000	105,000	105,000	160,000	20,000	-	180,000	1,410,000
3 Mr. Nopporn Thepsithar	800,000	70,000	90,000	160,000	5,000	-	150,000	1,280,000
4 Mr. Wiboon Rasmeepaisarn	720,000	110,000	105,000	160,000	20,000	-	150,000	1,265,000
5 Mr. James Teik Beng Lim	635,000	80,000	-	-	-	-	-	715,000
6 Mr. Tomoo Nakamura	-	-	-	-	-	-	-	-
7 Mr. Chanond Ruangkritya	360,000	-	-	-	-	-	-	360,000
8 Mr. Tanyalak Nunthanavorasiri	360,000	-	-	-	-	-	-	360,000
9 Ms. Patcharavalai Ruangkritya	360,000	-	-	-	-	-	-	360,000
10 Mr. Sermsak Khwanpuang	150,000	-	-	-	-	-	-	150,000
11 Mrs. Muntana Aue-Kitkarjorn	39,000	-	-	-	-	-	-	39,000
Total	6,464,000	470,000	300,000	480,000	65,000	-	930,000	8,709,000

## Change of Directors in 2017

- 1 Mr. Nopporn Thepsithar was appointed as a member of the Audit Committee effective from 1 January 2017.
- 2 Mrs. Muntana Aue-Kitkarjorn and Mr. James Teik Beng Lim were appointed as Director effective from 20 February 2017.
- 3 Dr. Yong Chern Chet was appointed as Chief Strategy and Innovation Officer effective from 20 March 2017.
- 4 Mr. Sumeth Ratanasrikul was appointed as Managing Director – Ideo Q / Elio effective from 27 March 2017.
- 5 Mrs. Muntana Aue-Kitkarjorn resigned from the directorship effective from 28 March 2017 and from the company effective from 1 May 2017.
- 6 Mr. Wirote Kappiyajanya was appointed as a executive director effective from 30 March 2017.
- 7 Mr. Sermsak Khwanpuang was appointed as a directorship effective from 27 April 2017 and resigned from the directorship effective from 1 October 2017
- 8 Dr. Rachada Monthienvichienchai resigned from the company effective from 1 June 2017.
- 9 Mrs. Carmen Chun-Man Lam held office as the Chief Customer Officer effective from 11 July 2017.
- 10 Mrs. Supalak Chanpitak resigned from the Managing Director - Housing effective from 31 July 2017.
- 11 Mr. Tomoo Nakamura was appointed as a Director effective from 3 November 2017.
- 12 Ms. Thanita Khomphatraporn was appointed as a Chief of Staff effective from 15 December 2017.

### • Executives

The remuneration of executives for the year 2017

Type of Remuneration	No. of Executives	Amount (Baht)
Salary	12	74,075,977.00
Bonus	12	43,147,327.00
Operating Expense (gasoline, phone bills)	12	1,755,653.00

## 2 Other Remuneration

### • Directors

None

### • Executives

Remuneration as the Company's provident funds contributions paid to 12 executives during 2017 was Baht 2,949,557.00.



# 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
<b>1 Dr. Narongchai Akrasanee</b>  <b>Age :</b> 72 years  <b>Type :</b> Independent Director  <b>Position :</b> Chairman of the Board of Directors Chairman of the Nomination and Remuneration Committee Chairman of the Good Corporate Governance Committee  <b>Appointed date :</b> 1 September 2015  <b>Family Relationship between Directors and Executive :</b> 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  <b>Training Courses</b> - Director Accreditation Program 5/2003, Thai Institute of Directors	<b>Listed Company</b>		
		Sep.15 - Present	Chairman of the Board of Directors	Ananda Development Public Company Limited
			Chairman of the Nomination and Remuneration Committee	
			Chairman of the Good Corporate Governance Committee	
		Sep.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
		<b>Non - Listed Company</b>		
		2016 - Present	Independent Director	AIA Group
		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

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		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
<b>2 Mr. Poolsak Tansitthipun</b>	- Master of Business Administration, Kasetsart University - Bachelor of Laws, Ramkhamheang University  <b>Training Courses</b> by Thai Institute of Directors : - Director Accreditation Program (50/2006) - Audit Committee Program (31/2010) - Director Certification Program (144/2011) - Anti-Corruption for Executive Program (13/2014) - Role of the Chairman Program (35/2014)	<b>Listed Company</b>		
		Dec.15 - Present	Vice Chairman of the Board of Directors Chairman of the Audit Committee Member of Risk Management Committee Member of the Nomination and Remuneration Committee	Ananda Development Public Company Limited
		2005 - Present	Member of the Audit Committee	Union Petrochemical Public Company Limited / Importers - exporters petrochemical products
		2015 - Present	Chairman of the Audit Committee	FN Factory Outlet Public Company Limited / Retail, wholesale, export of textile garments
		Sep.15 - Dec.15	Vice Chairman of the Board of Directors Chairman of the Audit Committee	Ananda Development Public Company Limited

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
<b>Appointed date:</b> 7 October 2010  <b>Family Relationship between Directors and Executive :</b> 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	
		<b>Non - Listed Company</b>		
		1996 - Present	Director	Sappakit Dhurakarn Co., Ltd. / Accounting & Taxation Law
		1989 - Present	Director	B. Brothers Co., Ltd. / Office of Audit

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
<b>3 Mr. Wiboon Rasmeepaisarn</b>	<ul style="list-style-type: none"> <li>- Master of Business Administration, Thammasat University</li> <li>- Bachelor of Accounting, Chulalongkorn University</li> </ul>	<b>Listed Company</b>		
<b>Age :</b> 56 years		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
<b>Type :</b> Independent Director	<b>Training Courses</b> by Thai Institute of Directors : <ul style="list-style-type: none"> <li>- Director Accreditation Program (28/2004)</li> <li>- Director Certification Program (147/2011)</li> <li>- Role of the Compensation Committee Program (13/2011)</li> <li>- Monitoring Fraud Risk Management (8/2012)</li> <li>- Monitoring of the Quality of Financial Reporting (16/2012)</li> <li>- Monitoring the Internal Audit Function (13/2012)</li> <li>- Monitoring system of Internal Control and Risk Management (13/2012)</li> <li>- Audit Committee Program (41//2012)</li> <li>- Anti-Corruption for Executive Program (13/2014)</li> <li>- Role of the Chairman Program (35/2014)</li> </ul>	2003 - Present	Director	NFC Public Company Limited / Production and distribution of fertilizers
<b>Position :</b> Director Member of the Audit Committee Member of Risk Management Committee Member of Nomination and Remuneration Committee		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
<b>Appointed date :</b> 7 October 2010		Jun.14 - Dec.14	Director Member of the Audit Committee Member of the Nomination and Remuneration Committee Member of the Risk Management Committee	
<b>Family Relationship between Directors and Executive :</b> None		2011 - Jun.14	Director Member of the Audit 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
		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
4 Mr. Nopporn Thepsithar	- Bachelor of Engineering in Electrical Engineering, Chulalongkorn University  <b>Training Courses</b> 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 - 2017	Chairman of the Audit Committee	Union Petrochemical Public Company Limited / Importers - exporters petrochemical products
<b>Age :</b> 63 years				
<b>Type :</b> Independent Director				
<b>Position :</b> Director Chairman of the Risk Management Committee Member of the Nomination and Remuneration Committee Member of the Good Corporate Governance Committee				
<b>Appointed date :</b> 7 October 2010				
<b>Family Relationship between Directors and Executive :</b> None				

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		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
		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 Member of the Good Corporate Governance Committee	
<b>Non - Listed Company</b>				
		2014 - Present	Director Executive Director	Export-Import Bank of Thailand
		2013 - 2017	Chairman	Thai National Shippers' Council / The Organization for shippers or exporter to promote and protect their interests

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
<b>5 Mr. James Teik Beng Lim</b>  <b>Age :</b> 44 years  <b>Type :</b> Director  <b>Position :</b> Director  <b>Appointed date:</b> 20 February 2017  <b>Family Relationship between Directors and Executive :</b> None	- Bachelor of Laws (Honours), Monash University, Melbourne, Australia - Bachelor of Commerce (Accounting and Finance), Monash University, Melbourne, Australia	<b>Listed Company</b>		
		Feb.17 - Present	Director	Ananda Development Public Company Limited
		<b>Non - Listed Company</b>		
		2014 - Present	Partner and Co-Founder	CALIBRATION PARTNERS LIMITED, Hongkong.
		2010 - 2014	Head of Real Estate Investment Banking - Asia Pacific (Managing Director)	BARCLAYS CAPITAL (Real Estate /Corporate Finance for Asia Pacific), Hongkong
<b>6. Mr. Tomoo Nakamura</b>  <b>Age :</b> 46 years  <b>Type :</b> Director  <b>Position :</b> Director  <b>Appointed date:</b> 3 November 2017  <b>Family Relationship between Directors and Executive :</b> None	- Bachelor of Law Keio University, Japan	<b>Listed Company</b>		
		Sep 17 - Present	Director	Ananda Development Public Company Limited
		<b>Non - Listed Company</b>		
		Feb 17 - Present	Managing Director	Mitsui Fudosan Asia (Thailand) Co., Ltd. / Real estate development
		Apr 13 - Present	Executive Director	Mitsui Fudosan (Asia) Pte. Ltd. (Singapore) / 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
<b>7 Mr. Chanond Ruangkritya</b>  <b>Age :</b> 44 years  <b>Type :</b> Authorized Director  <b>Position :</b> Director Member of the Good Corporate Governance Committee Member of the Nomination and Remuneration Committee Chairman of Executive Committee President and Chief Executive Officer  <b>Appointed date :</b> 9 June 2000  <b>Family Relationship between Directors and Executive :</b> 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.  <b>Training Courses</b> by Thai Institute of Directors : - Director Accreditation Program (23/2004)	<b>Listed Company</b>		
		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
		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		
		2017 - Present	Director	Ananda MF Asia Phraram 9Two Co., Ltd. ADC-JV10 Co., Ltd. ADC-JV11 Co., Ltd. ADC-JV12 Co., Ltd. Ananda MF Asia Ratchaprarop Co.,Ltd. ADC-JV14 Co., Ltd. ADC-JV15 Co., Ltd. ADC-JV16 Co., Ltd. ADC-JV17 Co., Ltd. Helix Development Thonglor Co., Ltd. / Real estate development AH-SPV2 Co., Ltd. AH-SPV3 Co., Ltd. AH-SPV4 Co., Ltd. / Real estate development : Mixed Use Ananda APAC Phrama9 Two Co.,Ltd. Ashton Silom Co., Ltd. Ashton Asoke Praram 9 Co., Ltd. Ideo Q Victory Co., Ltd. / Holding company in real estate business Lumpini Project Management Services Co., Ltd. / Real estate development service provider Digital Ventures Co., Ltd. / Holding company
		2016 - Present	Director	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. JV-CO1 Co., Ltd. Ananda MF Asia Udomsuk Two Co.,Ltd. Ananda MF Asia Thonglor Co.,Ltd. Ananda MF Asia Ramkumhaeng Co., Ltd. ADC-JV7 Co., Ltd. Ananda MF Asia Sena-Nikhom Co.,Ltd. / Real estate development Ananda APAC Bangchak Co., Ltd. / Holding company in real estate business AH-SPV1 Co., Ltd. / Real estate development : Mixed Use Strategic Property Investors Co., Ltd. / Management Property Investment Trust

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		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
		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 Blue Deck 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

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
<b>8 Mr.Tanyalak Nunthanavorasiri</b>  <b>Age :</b> 53 years  <b>Type :</b> Authorized Director  <b>Position :</b> Director Member of the Risk Management Committee Member of Executive Committee Deputy Chief Executive Officer  <b>Appointed date :</b> 9 June 2000  <b>Family Relationship between Directors and Executive :</b> None	- Master of Business Administration in Management, Ramkamheang University  - Bachelor of Finance, Bangkok University  <b>Training Courses</b> by Thai Institute of Directors : - Director Accreditation Program (85/2010)	<b>Listed Company</b>		
		Sep.15 - Present	Director Member of the Risk Management Committee Member of Executive Committee Deputy Chief Executive Officer	Ananda Development Public Company Limited
		2011 - Aug.15	Director Member of the Risk Management Committee Member of Executive Committee Assistant CEO Chief Commercial Officer	
		<b>Non - Listed Company</b>		
		2017 - Present	Director	Ananda MF Asia Phraram 9Two Co., Ltd. ADC-JV10 Co., Ltd. ADC-JV11 Co., Ltd. ADC-JV12 Co., Ltd. Ananda MF Asia Ratchaprarop Co.,Ltd. ADC-JV14 Co., Ltd. ADC-JV15 Co., Ltd. ADC-JV16 Co., Ltd. ADC-JV17 Co., Ltd. Helix Development Thonglor Co., Ltd. / Real estate development AH-SPV2 Co., Ltd. AH-SPV3 Co., Ltd. AH-SPV4 Co., Ltd. / Real estate development : Mixed Use Ananda APAC Phrama9 Two Co.,Ltd. Ashton Silom Co., Ltd. Ashton Asoke Praram 9 Co., Ltd. Ideo Q Victory Co., Ltd. / Holding company in real estate business

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		2016 - Present	Director	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. JV-CO1 Co., Ltd. Ananda MF Asia Udomsuk Two Co.,Ltd. Ananda MF Asia Thonglor Co.,Ltd. Ananda MF Asia Ramkumhaeng Co., Ltd. ADC-JV7 Co., Ltd. Ananda MF Asia Sena-Nikhom Co.,Ltd. / Real estate development Ananda APAC Bangchak Co., Ltd. / Holding company in real estate business AH-SPV1 Co., Ltd. / Real estate development : Mixed Use
		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	Ideo Condo One Co.,Ltd. / Media Production Ananda MF Asia Asoke Co., Ltd. / Real estate development
		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



Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		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	Blue Deck Co., Ltd. / To operate a sport club and restaurants Bira Kart Co., Ltd. / To lease Go-Kart race tracks
		2001 - Present	Director	Pimanda Development Co., Ltd. / Real estate development
		2004 - 2016	Director	Maduro 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
<b>9 Miss Patcharavalai Ruangkritya</b>  <b>Age :</b> 36 years  <b>Type :</b> Authorized Director  <b>Position :</b> Director Member of Executive Committee Corporate Assistant Vice President – Office of CEO  <b>Appointed date :</b> 9 February 2007  <b>Family Relationship between Directors and Executive :</b> Mr. Chanond Ruangkritya's younger sister	- Bachelor of Hospitality Administration, Boston University, U.S.A.  <b>Training Courses</b> by Thai Institute of Directors : - Director Accreditation Program (85/2010)	<b>Listed Company</b>		
		2013 - Present	Director, Member of Executive Committee, Corporate Assistant Vice President - Office of CEO	Ananda Development Public Company Limited
		2011 - 2013	Director, Member of Executive Committee, Assistant Business Development Executive	
		<b>Non - Listed Company</b>		
		2017 - Present	Director	Ananda MF Asia Phraram 9 Two Co., Ltd. ADC-JV10 Co., Ltd. ADC-JV11 Co., Ltd. ADC-JV12 Co., Ltd. Ananda MF Asia Ratchaprarop Co.,Ltd. ADC-JV14 Co., Ltd. ADC-JV15 Co., Ltd. ADC-JV16 Co., Ltd. ADC-JV17 Co., Ltd. / Real estate development AH-SPV2 Co., Ltd. AH-SPV3 Co., Ltd. AH-SPV4 Co., Ltd. / Real estate development : Mixed Use Ananda APAC Phrama 9 Two Co.,Ltd. Ashton Silom Co., Ltd. Ashton Asoke Praram 9 Co., Ltd. Ideo Q Victory Co., Ltd. / Holding company in real estate business

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		2016 - Present	Director	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. JV-CO1 Co., Ltd. Ananda MF Asia Udomsuk Two Co.,Ltd. Ananda MF Asia Thonglor Co.,Ltd. Ananda MF Asia Ramkumhaeng Co., Ltd. ADC-JV7 Co., Ltd. Ananda MF Asia Sena-Nikhom Co.,Ltd. / Real estate development Ananda APAC Bangchak Co., Ltd. / Holding company in real estate business AH-SPV1 Co., Ltd. / Real estate development : Mixed Use
		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 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

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
		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	Blue Deck 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
		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
10 Mr. Sermsak Khwanpuang  Age : 57 years  Position : Member of Executive Committee Chief Investment Officer Chief Financial Officer (Acting) Corporate Secretary  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		
		Oct.17 - Present	Member of Executive Committee Chief Investment Officer Chief Financial Officer (Acting) Corporate Secretary	Ananda Development Public Company Limited
		Apr.17 - Sep.17	Director Member of Executive Committee Chief Investment Officer Chief Financial Officer (Acting)	
		Sep.15 - Apr.17	Member of Executive Committee Chief Investment Officer	
		2011 - Aug.15	Member of Executive Committee Member of the Risk Management Committee Chief Investment Officer	
		Non - Listed Company		
		2017 - Present	Director	Ashton Silom Co., Ltd. Ashton Asoke Praram 9 Co., Ltd. Ideo Q Victory Co., Ltd. / Holding Company in Real Estate Business
		2002 - Present	Director	Thanasathapana Co., Ltd. / Business Advisory BVP Business Consulting 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
<b>11 Mr. Wirote Kappiyajanya</b>  <b>Age :</b> 57 years  <b>Position :</b> Member of Executive Committee Chief Synergy Officer and Managing Director - Ashton  <b>Family Relationship between Directors and Executive :</b> None	- Mini MBA, Chulalongkorn University - Bachelor of Engineering (Civil), Chulalongkorn University	<b>Listed Company</b>		
		Mar.17 - Present	Member of Executive Committee Chief Synergy Officer and Managing Director – Ashton	Ananda Development Public Company Limited
		Aug.15 - Mar.17	Managing Director – Condominium	
		2009 - 2014	Executive Vice President	Pruksa Real Estate Public Company Limited / Real estate development
		<b>Non - Listed Company</b>		
		2015	Executive Vice President	Siamese Asset Co., Ltd. / Real estate development
<b>12 Mr. Santhad Natthakul</b>  <b>Age :</b> 52 years  <b>Position :</b> Chief Disruptive Production Officer and Managing Director – Ideo / Ideo Mobi  <b>Family Relationship between Directors and Executive :</b> None	- Master's in Business Administration, Thammasat University - Bachelor's in Technical Education in Civil Engineering, King Mongkut's University of Technology North Bangkok  <b>Training Courses</b> by Thai Institute of Directors : - Corporate Governance for Executives (4/2015)	<b>Listed Company</b>		
		2013 - Present	Chief Disruptive Production Officer and Managing Director – Ideo / Ideo Mobi	Ananda Development Public Company Limited
		2010 - 2013	Project Director	L.P.N. Development Public Company Limited / 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
<b>13 Mr. Sumeth Ratanasrikul</b>  <b>Age :</b> 42 years  <b>Position :</b> Managing Director –Ideo Q / Elio  <b>Family Relationship between Directors and Executive :</b> None	- Master of Business Administration (Marketing) Wollongong University, Australia	<b>Listed Company</b>		
		Mar.17 - Present	Managing Director –Ideo Q / Elio	Ananda Development Public Company Limited
		2011 - Mar.17	Head of Business Unit – Ideo Q	
<b>14 Mrs. Carmen Chun-Man Lam</b>  <b>Age :</b> 56 years  <b>Position :</b> Chief Customer Officer  <b>Family Relationship between Directors and Executive :</b> None	- Master of Business Administration University of Western Ontario, Canada	<b>Listed Company</b>		
		Jul. 17 - Present	Chief Customer Officer	Ananda Development Public Company Limited
		<b>Non - Listed Company</b>		
		Jul.13 - Jun.17	Vice President - Sales & Marketing	Fairmont Hotels & Resorts, Asia Pacific
		Feb.11 - Sep.12	Senior Vice President - Leisure and Brand Sales & Marketing	Melco Crown Entertainment

Name / Position / Type / The first date to appoint as director	Education / Training Courses	Experience History 5 Years		
		Period	Position	Organization / Company / Type of Business
<b>15 Dr.John Leslie Millar</b>  <b>Age :</b> 47 years  <b>Position :</b> Chief Strategic Development Officer  <b>Family Relationship between Directors and Executive :</b> None	- Bachelor of Medicine, Bachelor of Chirurgery (MB ChB), University of Aberdeen, Scotland	<b>Listed Company</b>		
		Jun.16 - Present	Chief Strategic Development Officer	Ananda Development Public Company Limited
		2011 - May16	Head of Financial Strategy & Investor Relations	
<b>16 Dr.Yong Chern Chet</b>  <b>Age :</b> 38 years  <b>Position :</b> Chief Strategy and Innovation Officer  <b>Family Relationship between Directors and Executive :</b> None	- Master of Professional Studies, University of Southern Queensland, Australia	<b>Listed Company</b>		
		Jul. 17 -Present	Chief Strategy and Innovation Officer	Ananda Development Public Company Limited
		<b>Non - Listed Company</b>		
		2016 - 2017	Vice President / Chief Executive Officer	Parkway Pantai Limited
		2011 - 2016	Director, Life Sciences & Healthcare / Risk Consulting, Southeast Asia	Deloitte Southeast Asia Enterprise Risk Service Pte 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
<b>17 Mr. Rerngchai Inkapakorn</b>  <b>Age :</b> 61 years  <b>Position :</b> Chief Human Resources Officer (Acting)  <b>Family Relationship between Directors and Executive :</b> None	- Master of Business Administration, University of Phoenix - Bachelor of Business Administration (Finance), San Francisco State University  <b>Training Courses</b> by Thai Institute of Directors : - Director Accreditation Program (97/2012)	<b>Listed Company</b>		
		Dec.17 - Present	Chief Human Resources Officer (Acting)	Ananda Development Public Company Limited
		Jun.17 - Dec.17	Head of Office of CEO Chief Human Resources Officer (Acting)	
		2013 - Jun.17	Head of Office of CEO	JMT Network Services Public Company Limited / Bad debt collection and used car hire purchase
		2012 - Present	Director Chairman of Audit Committee	Siam City Cement Public Company Limited / Producer and distributor of cement
<b>18 Ms. Thanita Khomphatraporn</b>  <b>Age :</b> 47 years  <b>Position :</b> Chief of Staff  <b>Family Relationship between Directors and Executive :</b> None	- Ph.D. Education, Chulalongkorn University - Master of Business Administration, University of Pennsylvania, The Wharton School, U.S.A. - Bachelor of Economic, Osaka University, Japan	2002 - 2013	Supply Chain Business Development Manager	
		<b>Listed Company</b>		
		Dec.17 - Present	Chief of Staff	Ananda Development Public Company Limited
		2016	Vice President	Kiatnakin Bank Public Company Limited
		<b>Non - Listed Company</b>		
		2013 - 2015	Executive Director	KPMG Advisory

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

Company Name		Director and Executive																		
		Dr. Narongchai Akrasanee	Mr. Poolsak Tansitthipun	Mr. Wiboon Rasmeepaisam	Mr. Nopporn Thepsithar	Mr. James Teik Beng Lim	Mr. Tomoo Nakamura	Mr. Chanond Ruangkritya	Mr. Tanyalak Nunthanavorasiri	Miss Patcharavalai Ruangkritya	Mr. Sermsak Khwanpuang	Mr. Wirote Kappiyajanya	Mr. Santhad Natthakul	Mr. Sumeth Ratanasikul	Mrs. Carmen Chun-Man Lam	Dr. John Leslie Millar	Dr. Yong Chern Chet	Mr. Remgchai Inkapakorn	Ms. Thanita Khomphatrapom	
Subsidiaries	Ananda Development Public Company Limited	*	●	●	●	●	●	●	●	●	●	●	●	●	●	●	●	●	●	
	1 Ananda Development One Co., Ltd.							●	●	●										
	2 Ananda Development Two Co., Ltd.							●	●	●										
	3 Baan Niravana Co., Ltd.							●	●	●										
	4 Ideo Condo One Co.,Ltd.							●	●	●										
	5 Helix Co., Ltd.								●	●										
	6 Helix Development Thonglor Co., Ltd.							●	●											
	7 Ananda MF Asia Co., Ltd.							●	●	●										
	8 JV - CO 1 Co., Ltd.							●	●	●										
	9 ADC - JV 7 Co., Ltd.							●	●	●										
	10 ADC - JV 10 Co., Ltd.							●	●	●										
	11 ADC - JV 11 Co., Ltd.							●	●	●										
	12 ADC - JV 12 Co., Ltd.							●	●	●										
	13 ADC - JV 14 Co., Ltd.							●	●	●										
	14 ADC - JV 15 Co., Ltd.							●	●	●										
	15 ADC - JV 16 Co., Ltd.							●	●	●										
	16 ADC - JV 17 Co., Ltd.							●	●	●										
	17 AH - SPV 1 Co., Ltd.							●	●	●										
	18 AH - SPV 2 Co., Ltd.							●	●	●										
	19 AH - SPV 3 Co., Ltd.							●	●	●										
	20 AH - SPV 4 Co., Ltd.							●	●	●										
	21 Ashton Silom Co., Ltd.							●	●	●	●									
	22 Ashton Asoke Praram 9 Co., Ltd.							●	●	●	●									
	23 Ideo Q Victory Co., Ltd.							●	●	●	●									
	24 The Agent (Property Expert) Co., Ltd.							●	●	●										
	25 The Work Community Management Co., Ltd.							●	●	●										
	26 Bluedeck Co., Ltd.							●	●	●										
	27 Bira Circuit One Co., Ltd.							●	●	●										
	28 Bira Kart Co., Ltd.							●	●	●										
Associate	1 Bira RT Kart Co., Ltd.						●													

Company Name		Director and Executive																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																						
Joint Ventures	1	Ananda MF Asia Asoke Co., Ltd.																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																						

Notes : 1 \* = Chairman ● = Director ✦ = Executive Director ○ = Executive ■ = Major Shareholder  
2 Subsidiary, Associated and Affiliates shall comply with the definitions of the Office of the Securities and Exchange Commission.

### 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, 2017
		2017	2016		
1	Dr. Narongchai Akrasanee Spouse and minor children	- -	- -	- -	- -
2	Mr. Poolsak Tansitthipun Spouse and minor children	- -	- -	- -	- -
3	Mr. Nopporn Thepsithar Spouse and minor children	- -	- -	- -	- -
4	Mr. Wiboon Rasmeepaisarn Spouse and minor children	- -	- -	- -	- -
5	Mr. James Teik Beng Lim Spouse and minor children	- -	N/A N/A	N/A N/A	- -
6	Mr. Tomoo Nakamura Spouse and minor children	- -	N/A N/A	N/A N/A	- -
7	Mr. Chanond Ruangkritya Spouse and minor children	1,670,998,400 -	1,670,998,400 -	- -	50.13 -
8	Mr. Tanyalak Nunthanavorasiri Spouse and minor children	4,658,800 -	5,658,800 -	(1,000,000) -	0.14 -
9	Miss Patcharavalai Ruangkritya Spouse and minor children	86,500,000 -	86,500,000 -	- -	2.60 -
10	Mr. Sermsak Khwanpuang Spouse and minor children	2,427,000 -	2,427,000 -	- -	0.07 -
11	Mr. Santhad Natthakul Spouse and minor children	- -	- -	- -	- -
12	Mr. Wirote Kappiyajanya Spouse and minor children	- -	- -	- -	- -
13	Mr. Sumeth Ratanasrikul Spouse and minor children	- -	N/A N/A	N/A N/A	- -
14	Mrs. Carmen Chun-Man Lam Spouse and minor children	- -	N/A N/A	N/A N/A	- -
15	Dr. Yong Chern Chet Spouse and minor children	- -	N/A N/A	N/A N/A	- -
16	Ms. Thanita Khomphatraporn Spouse and minor children	- -	N/A N/A	N/A N/A	- -
17	Dr. John Leslie Millar Spouse and minor children	893,000 -	893,000 -	- -	0.03 -
19	Mr. Rerngchai Inkapakorn Spouse and minor children	- -	- -	- -	- -

Note : List of name No. 5 - No. 6 were appointed as the Director and No.13 - No.16 were appointed as Executives in 2017. Hence, a number of shares held as of December 31, 2016 were not applicable for comparison.



# LIST OF DIRECTORS IN SUBSIDIARIES

As of December 31, 2017

No.	Company Name	Director and Executive	Directors in Subsidiary							
			1	2	3	4	5	6	7	8
			Mr. Chanond Ruangkritya	Mr. Tanyalak Nunthanavorasiri	Miss Patcharavalai Ruangkritya	Mr. Semsak Khwanpuang	Mrs. Jaanuj Liangsupree	Mr. Chutha Promchinavongs	Mr. Suwit Kiatsumphan	Mr. Taak Akrasanee
	Ananda Development Public Company Limited		●✚	●✚	●✚	○✚				
1	Ananda Development One Co., Ltd.		●	●	●		●			
2	Ananda Development Two Co., Ltd.		●	●	●		●			
3	Baan Niravana Co., Ltd.		●	●	●		●			
4	Ideo Condo One Co.,Ltd.		●	●	●		●			
5	Helix Co., Ltd.			●	●		●	●	●	
6	Helix Development Thonglor Co., Ltd.		●	●				●		
7	Ananda MF Asia Co., Ltd.		●	●	●		●			
8	JV - CO 1 Co., Ltd.		●	●	●		●			
9	ADC - JV 7 Co., Ltd.		●	●	●		●			
10	ADC - JV 10 Co., Ltd.		●	●	●		●			
11	ADC - JV 11 Co., Ltd.		●	●	●		●			
12	ADC - JV 12 Co., Ltd.		●	●	●		●			
13	ADC - JV 14 Co., Ltd.		●	●	●		●			
14	ADC - JV 15 Co., Ltd.		●	●	●		●			
15	ADC - JV 16 Co., Ltd.		●	●	●		●			
16	ADC - JV 17 Co., Ltd.		●	●	●		●			
17	AH - SPV 1 Co., Ltd.		●	●	●		●			
18	AH - SPV 2 Co., Ltd.		●	●	●		●			
19	AH - SPV 3 Co., Ltd.		●	●	●		●			
20	AH - SPV 4 Co., Ltd.		●	●	●		●			
21	Ashton Silom Co., Ltd.		●	●	●	●	●			
22	Ashton Asoke Praram 9 Co., Ltd.		●	●	●	●	●			
23	Ideo Q Victory Co., Ltd.		●	●	●	●	●			
24	The Agent (Property Expert) Co., Ltd.		●	●	●		●			
25	The Work Community Management Co., Ltd.		●	●	●		●			
26	Bluedeck Co., Ltd.		●	●	●		●			
27	Bira Circuit One Co., Ltd.		●	●	●		●			●
28	Bira Kart Co., Ltd.		●	●	●		●			●

Notes : \* = Chairman ● = Director ✚ = Executive Director ○ = Executive

# GOOD CORPORATE GOVERNANCE

In the previous year, the Good Corporate Governance Committee has reviewed across-the-board compliance with the Company's and the Stock Exchange of Thailand's good corporate governance principles, all of which were completely adhered to. Additionally, the Company is in the process of studying the roles, duties, benefits and practices of the Securities and Exchange Commission's CG Code, so as to actualize sustainable values. Business operations are still based on the good corporate governance principles of the Stock Exchange of Thailand in 5 areas as follows:-

## Section 1 Rights of Shareholders

The Company values the ownership rights of all shareholders, i.e. Thai, foreign, minority and institutional ones, which can be exerted 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 equitably exercise their basic rights, namely the right to buy, sell or transfer shares, the right to gain profit sharing, the right to obtain adequate corporate information, the right to attend shareholders' meeting and exercise the 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 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 not less than 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 a conveniently 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 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 sub-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 vote casting or right to make 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 is paid) 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 2017, 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 2017 Annual General Meeting of Shareholders, the Company invited the shareholders to pose questions for 2017 AGM in advance, and disclosed the criteria for accepting the 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 not less than 14 days prior to the meeting date. 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 All the Board members attended the meetings, at which the Chief Executive Officer and Chief Financial Officer were present to answer relevant questions. The Company did not add or change 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, minority 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 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 acquires information for complying with requirements 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 2017, the Company treated all shareholders, regardless of being executive, non-executive, Thai, foreign, minority or institutional ones, on an equitable and fair basis, as follows:-

- 1 In 2017 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 To facilitate the shareholders unable to attend the meeting, the Company set no complicated requirements for proxy appointment, procedures of which were stated in the meeting notice. 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 2017, the Company provided new directors and employees with trainings on the practices regarding 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 directors', executives' or employees' abusing inside information for personal gain.

## 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 agencies, 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 devised the "Code of Business Conduct" handbook as practice guidelines in conjunction with the corporate rules and regulations, ethics, morality and integrity in a constructive manner. Details are as follows:-

### 3.1) Treatment of and Responsibility to Shareholders

Well aware that the shareholders are 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 are as follows:-

- 3.2.1) To act properly when contacting government officials or authorities.
- 3.2.2) To always be aware 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 work 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 set 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 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 other 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 personally accepting, directly or indirectly, any 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 for business favors.
- 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 guidelines on stakeholder treatment in order to develop into a sustainable organization.

To demonstrate its commitment against corruption in all forms, the Company has joined the Private Sector Collective Action Coalition Against Corruption pledge so as to ensure all stakeholders that the Company has proper management in tandem with 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 raising awareness among executives and employees of all levels 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 preparing written criteria, processes, monitoring and reports. The Board of Directors has 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 efficient 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.

## 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 and management 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 risk mitigation guidelines and measures to prevent or counter potential corruption. Risks are assessed based on nature of business activities, operational processes, industrial conditions, business conditions, 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 plan: 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 timely.
- 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 and 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 detected and thus exposed to corruption, in order to develop preventive guidelines and practices.
- 3 In order to mitigate risks of corruption, relevant practice processes, guidelines and policies shall be adjusted based on the results of process review, the Audit Committee's comments and suggestions upon reviewing the adequacy of practice processes against the results of complaint investigation, the result of 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 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, deceit, 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 and Vice President of Internal Audit Office.
Whistleblowing channels	refer to	<ol style="list-style-type: none"> <li>1 Postal mail to Ananda Development Public Company Limited</li> <li>2 Email of complaint recipient, addressed to Audit Committee, Chairman of Audit Committee, Chief Executive Officer and Vice President of Internal Audit Office</li> <li>3 Corporate website <a href="http://www.ananda.co.th/ir/company/whistle-blowing.php">http://www.ananda.co.th/ir/company/whistle-blowing.php</a></li> <li>4 Intranet</li> </ol>
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, deciding whether the grounds for complaint are true, and clarifying the facts.



## 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.

In 2017, the Company treated its stakeholders fairly in all aspects in accordance with the laws, rules, regulations of government authorities or the Company, as well as the Good Corporate Governance Policy and other policies, e.g. treatment of suppliers, creditors and debtors in a fair manner according to the agreed trading conditions or obligations. In regard to competitors, the Company observed fair competition conduct, did not act in a manner detrimental or destructive to competitors, and also maintained customer confidentiality. Thus, there was no misconduct in relation to patent infringement or human right violation. In part of personnel, each employee received remuneration commensurate with knowledge, competence, responsibility and performance, as well as adequate and appropriate fringe benefits consistent with the laws and economic conditions. The Company and its employees jointly established under the Provident Fund Act B.E. 2530 a provident fund in the name of the registered Krung Thai Master Pooled Fund, with investment options employees could select as appropriate. The fund provided employees with financial security upon resignation or retirement.

## 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 Unit to communicate with investors and the shareholders, including institutional and individual ones. It periodically holds meetings on corporate performance analysis, 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 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 web content, 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 sub-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, lodge 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 2017, IR activities for disclosing corporate information to investors can be summarized as follows:-

Activities	Person/Times
Investor and Analyst Visit (persons)	524
Analyst Meeting (times)	4
Investor Conference and Roadshow (times)	12
SET Opportunity Day (times)	4
Company Event (times)	3

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](mailto:ir@ananda.co.th) Website : [www.ananda.co.th](http://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.

### **Check and Balance**

The Company has stipulated that the Chairman of the Board, the Chairman of the Audit Committee and the President must not be the same person or persons in the same family, so as to ensure a clear duty and independent opinions of each position. This will permit appropriate check and balance together with transparency of internal operations.

### **Chairman of the Board**

The Chairman of the Board must have requisite knowledge, ability, experience and appropriate qualifications. The Chairman of the Board is responsible for leading the Board and presiding over meetings of the Board and the 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 independence in giving 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 extensive knowledge, ability, experience, good working records, leadership, vision, morality, ethics and positive attitude. Such persons must dedicate adequate time to productively oversee the Company's business operations and have qualifications suitable to the Board composition and structure according to the Company's business strategy. The nomination process shall be transparent to ensure shareholder confidence.



In appointing a person as a director of the Company, the Nomination and Remuneration Committee shall be responsible for selecting and nominating persons with appropriate qualifications to be proposed to the Board and/or a shareholders' meeting (as the case may be), provided that the person who is appointed as a director and executive of the Company shall fulfil the qualifications prescribed under Section 68 of the Public Limited Company Act B.E. 2535 (1992) (and amendments thereto) 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 (and amendments thereto). The candidate's knowledge, competency and work experience are considered as well. According to the Articles of Association, the Company's director shall be elected by the shareholders' meeting on the following basis:-

- (1) a shareholder shall have 1 vote per share;
- (2) each shareholder shall use all his or her votes specified under (1) to elect one or several persons as a director or directors. However, he or she may not divide his or her votes among multiple candidates;
- (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) Structure of Sub-Committees

The Board has appointed certain directors or executives to sit in various sub-committees set up for particular task of studying and reviewing specific matters of interest. At present, there are 5 sub-committees, namely the Audit Committee, the Risk Management Committee, the Nomination and Remuneration Committee, the Good Corporate Governance Committee and the Executive Committee. The duties and responsibilities of each committee shall be as stated in its Charter, and subject to revision on a regular basis.

### 5.2.1 Audit Committee

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

- 1 Is not a director assigned by the Board to make any decision on the business operation of the Company, the parent company, subsidiaries, associates, major shareholders or controlling persons of the Company;
- 2 Is not a director of subsidiaries, or same-level subsidiaries that are listed companies;
- 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 reviewing the reliability of financial statements.

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

The criteria and procedures for appointing members of the Audit Committee are the same as those for appointing the Company's directors. The term of membership on the committee is 3 years from the date of appointment. Any member of the Audit Committee retiring on rotation may be re-elected. In case of a vacancy on the Audit Committee by any reason other than a retirement on rotation, the Board shall appoint a well-qualified candidate as a member of the Audit Committee to ensure that the number of the Audit Committee members is consistent with the requirement prescribed by the Board. The person so appointed shall remain in office for the remaining term of the director being replaced.

### **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**

The Nomination and Remuneration Committee is appointed by the Board of Directors, 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 on the committee is 3 years, but that must be the same as each member's term of directorship. Any retiring member by rotation may be re-appointed.

### **5.2.4 Good Corporate Governance Committee**

The chairman and members of the Good Corporate Governance Committee are selected and appointed by the Board of Directors from the Board members. At least one-third of the total committee members shall be independent directors.

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

### **5.2.5 Executive Committee**

The Executive Committee members are selected and appointed by the Board of Directors from the Board members or the Company's senior executives capable of managing the Company's regular business operations and management, setting policies, plans, budgets, management structure, and monitoring the Company's operating performance as per the policy set forth by the Board of Directors.

## 5.3) Roles, Duties and Responsibilities of the Board

With respect to good 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 stated 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 convened at least once a quarter. Additional special meetings may be convened as necessary and appropriate, with prior notice 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 President should jointly consider and select agenda items for the meeting. In this regard, the Company Secretary is responsible for delivering the meeting notice and 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 of concern. 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 sub-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 sub-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 2017, the Company arranged for all the directors to conduct 6 annual 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;
- 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 87.15%. 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 setting of the management succession plan that enables continuity of top executive duties 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 88.39%. The section with the highest average score was Section 4: Supervision against conflicts of interest, while the topics with highest score were the directors' decision-making based on the full consideration of possible conflict of interest and the Company's benefits, and 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 topics with the lowest score were the appropriateness of management succession process, and the director/executive remuneration determination process consistent with the operating results and industry benchmark.



- 3 Self-assessment of 4 sub-committees (collective)**, i.e. Assessment of the Audit Committee, Assessment of the Risk Management Committee, Assessment of the Nomination and Remuneration Committee, and Assessment of the Good Corporate Governance Committee, all consisting of 3 sections, namely:-

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

Assessment results and overall performance of the 4 sub-committees in 3 sections can be summarized with average scores as follows:-

- The Audit Committee's performance was rated Excellent with 94.58%, due to improvement of internal control and risk management systems to work more compatibly.
- The Risk Management Committee's performance was rated Excellent with 95.14%. From the results, the Committee suggested that executives of all levels should acquire thorough knowledge and understanding of risk management process.
- The Nomination and Remuneration Committee's performance was rated Very good with 80.00%. The Committee commented that the proportion of independent directors on this Committee should exceed 50%, and a management succession plan should be clearly stipulated and reviewed in case the President or senior executives were unable to perform their duties, in order to ensure management continuity.
- The Good Corporate Governance Committee's performance was rated Very good with 86.52%. The Committee commented that the Company should review the Good Corporate Governance Policy regularly, in order to be a sustainable organization.

## Performance Assessment of the President

The Board of Directors assesses performance of the President according to the assessment form developed by the Nomination and Remuneration Committee based on short- and long-term corporate goals. The assessment form is divided into 3 main sections, i.e. strategic plan progress, performance measurement and self-development. Assessment results shall be used for consideration of salary adjustment rate, annual bonus or fringe benefit packages, and for preparation of corporate and President development plans in the following year.

### 5.6) Remuneration

The Board assigns the Nomination and Remuneration Committee to consider the remuneration based on the following criteria:-

- 1) The Company's operating results and business size in comparison with director remuneration of other listed companies in the similar sector and of the similar 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 motivate persons whose qualifications suit corporate needs and circumstances to be directors or executives of the Company.

Remuneration is set in 3 categories, i.e. monthly fee for duties and responsibilities of the Board or sub-committees, meeting allowance for attendance at each meeting of non-executive directors, and bonus which is considered based on the Company's profits and dividends paid to the shareholders.

### **Policy on Remuneration of President**

The Nomination and Remuneration Committee shall consider the President's remuneration, both in monetary form and other fringe benefits, as comparable to that of peer companies and consistent with the Company's operating result and assessment results for the year, and subsequently propose it to the Board of Directors for approval.

### **Policy on Remuneration of Executives**

The President shall assess the performance of Chiefs of staff or equivalent positions in alignment with short- and long-term corporate goals. The assessment form is divided into 4 main sections, i.e. strategic plan progress, performance measurement, leadership and self-development. Assessment results shall be used for consideration of salary adjustment rate, annual bonus or fringe benefit packages, and for preparation of corporate and executive development plans in the following year.

## **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, 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.

In 2017, the Company selected and appointed 2 new directors and 3 new executives as disclosed under Management section herein. The Management held an induction meeting for briefings on the nature of the Company's business and operations, code of business conduct, director conduct, duty of disclosure and conflict-of-interest report, as well as the policy on prevention of inside information abuse.

Pursuing director and executive development in 2017, the Company brought over 10 directors and executives on a study trip to Silicon Valley, America's center of innovation and high-tech corporations. They gained insights into the key to success of such organizations as Google, Salesforce, SAP and Alice that had focused on personnel development and a corporate culture of involvement. This trip inspired the Company's technological development in many areas, for example, enhancement of SAP system, partnership with Alice, etc.

### **Succession Plan**

The Company has established a policy and procedures in the circumstance that the position of the President, or Chief of staff or equivalent status falls vacant or the position holder is unable to perform the duty. To maintain continuity of management under such position that contributes to the Company's sustainable growth, an executive of similar level or lower rank shall be

appointed as an acting position holder until the vacancy is filled according to the recruitment, selection and appointment process specified by the Nomination and Remuneration Committee. Successor candidates for the vacant position shall be identified, by selecting at least 3 personnel who are highly potential and qualified in terms of seniority and ability, namely knowledge, experience, beyond-expectation performance together with attitude and behavior that match the corporate culture. If necessary, qualification requirements may be set for external recruitment. For the position of the President, the Nomination and Remuneration Committee shall select the most qualified candidate to assume the position and propose the appointment of such person to the Board of Directors for approval. For the position of chiefs of staff or equivalent, the selection shall be made by the President.

## 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 constant 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 Directors and top executives shall prepare reports on their securities holding and the holding of securities by their spouse and minor children in pursuant to Section 59 the Securities and Exchange Act B.E.2535 and the Office of the SEC's notification no. SorChor.12/2552 regarding Preparation and Disclosure of Report on Securities Holding of Director, Executive and Auditor. The reports shall be submitted to the Company Secretary and be forwarded to the Office of the SEC within the following period:-
  - a) Upon appointment as a director or executive, the first filing report (Form 59-1) shall be submitted within 30 days since the date of appointment;
  - b) Upon change in securities holding, the report on change (Form 59-2) shall be submitted within 3 business day since the date of transaction.
- 2 Insiders should refrain from trading the Company's securities or wait until the public obtains the information and has time to duly evaluate it. The recommended on-hold period is 24 hours for basic information, and 48 hours for complicated one.
- 3 Insiders are prohibited from using inside information in their purchase, sale, transfer or acceptance of transfer of the Company's securities for at least 30 days prior to the disclosure of the Company's financial statements, financial position, corporate status, including other material information.

- 4 Directors and executives must notify their purchase, sale, transfer or acceptance of transfer of the Company's securities at least 1 day prior to the actual trading date to the Company Secretary, who shall report such transaction to the Board of Directors at the following Board meeting.

Abuse of inside information for personal gain is subject to disciplinary actions proportionate to the intent and gravity of such 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 practice guidelines 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 rules in writing, 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 policy and procedures for human resources management in writing, 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 put in place performance evaluation process (Diamond) by setting KPIs for each employee base on the Company's strategy, and has developed OKRs approach as a performance measurement tool. It has also pursued leadership enhancement of top executives by employing McKinsey Academy to advise on areas for development, such as Strategic thinking, Solving problems, Communicating effectively, etc.
- 1.8 The Company has assessed duties and functions of all employees. Role Charters of all-level positions were prepared, with adjustment from Level 1-14 to LL1-LL6 (Leadership Level), resulting in streamlining of organization and authority structures table toward smoother and faster operations.



## 2 Risk Assessment

- 2.1 Current organization structure is comprised of 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 Committee to consider and approve, as agreed by the Risk Management Committee, exclusively investment projects for condominium and house development business and service apartment business.

The Risk Management Committee has developed the Project Risk Management Handbook to ensure that 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 2018. 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:-
- 1) The Table of Authority is revised to ensure greater accord with the business;
  - 2) Systems, namely Customer Relationship Management and Real Estate Management (CRM-RE), Systems Applications and Products in Data Processing (SAP), Human Resource Management System (HRMS), Building Information Modelling (BIM), Salesforce, Application AMC Care, Ananda Agency Commission, Online Booking, Cisco WebEx Meeting, Application Smart living and Work Instruction Smart Living, BetterWorks, 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 tandem with partnership performance assessment 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 set its information system to provide 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), SAP (Systems, Applications and Products in Data Processing), and Salesforce 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), thereby providing executives of all levels with sufficient information for discharge of duties and decision-making.
- 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 has 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 can make enquiry and lodge complaints, i.e. official website [www.ananda.co.th](http://www.ananda.co.th) and 24-hour call center hotline service at 02-3162222, 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 2017 in order to guide the Management and employees and has established Key Performance Indicators (KPIs). The Management has monitored performance of individual employee connected under each object key results (OKRs) by using Better Works Program. In addition, President/Chief Executive Officer holds Management Weekly Meeting, Accounting/Finance Weekly Meeting and Management Committee Meeting to monitor work progress and solve problems (if any).
- 5.2 The Company has arranged outsider monitoring by certified public accountants. In 2017, it selected EY Office Limited, an independent auditing firm appointed by the Annual General Meeting of Shareholders, to audit and give opinions on the Company's financial statements, and review the internal control system in accounting and finance, and subsequently report audit results to the Audit Committee. In this regard, the auditor 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 2017 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 2017 using the guidelines from the Securities and Exchange Commission (SEC) and reported the assessment results to the Audit Committee and the Board of Directors.

# CONNECTED TRANSACTIONS

## 1 Business Transactions with Related Parties or Businesses

In 2017, the 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.

### (1) Transaction with the Company

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
(1) Connected Transaction with 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 2017.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
2 Ms. Patcharavalai Ruangkritya This person is an authorized director and a major shareholder of the Company	Revenue from sale of condominium	-	15,043,133.00	The transaction was executed between Ananda Development PCL and Ms. Patcharavalai Ruangkritya, and authorized director and a major shareholder of Ananda Development PCL. The Audit Committee considered that income from sale of condominium was a normal business transaction of the Company and such income arose from ownership transfer at a price sold to general customers.
3 Mr. Tanyalak Nunthanavorasiri This person is an authorized director of the Company.	Payment received in advance from the customer	-	217,100.00	The transaction was executed between Ananda Development PCL and Mr. Tanyalak Nunthanavorasiri, an authorized director of Ananda Development PCL. The Audit Committee considered that said payment received in advance from the customer arose from payment received in advance for the sale of condominium at a price sold to general customers, which was a normal business transaction of the Company.
4 Kloset Design Co., Ltd.	Expense	48,599.30	1,468,076.22	The transaction was executed between Ananda Development PCL and Kloset Design Co., Ltd., directors of which being close relatives of authorized directors of Ananda Development PCL. The Audit Committee considered that such expense arose from designing fees and New Year gifts for the customers, at a price bought at general shops, which was a normal business transaction of the Company.



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
5 Kloset Café Co., Ltd	Expense	26,303,618.25	9,424,444.09	The transaction was executed between Ananda Development PCL and Kloset Café Co., Ltd., directors of which being close relatives of authorized directors of Ananda Development PCL. The Audit Committee considered that such expense arose from meals and receptions for customers, at a price bought at general shops, which was a supporting normal business transaction of the Company.
6 Tuscan Hill Co., Ltd.	Expense	-	27,600.00	The transaction was executed between Ananda Development PCL and Tuscan Hill Co., Ltd., directors of which being close relatives of authorized directors of Ananda Development PCL. The Audit Committee considered that such expense arose from meals and receptions for customers, at a price bought at general shops, which was a supporting normal business transaction of the Company.
	Accrued expense	-	27,600.00	The transaction was executed between Ananda Development PCL and Tuscan Hill Co., Ltd., directors of which being close relatives of authorized directors of Ananda Development PCL. The Audit Committee considered that such accrued expense arose from meals and receptions for customers, at a price bought at general shops, which was a supporting normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
7 Toscana Valley Country Club Co., Ltd.	Expense	-	82,250.01	The transaction was executed between Ananda Development PCL and Toscana Valley Country Club Co., Ltd., directors of which being close relatives of authorized directors of Ananda Development PCL. The Audit Committee considered that such expense arose from meals and receptions for customers, at a price bought at general shops, which was a supporting normal business transaction of the Company.
	Accrued expense	-	82,250.01	The transaction was executed between Ananda Development PCL and Toscana Valley Country Club Co., Ltd., directors of which being close relatives of authorized directors of Ananda Development PCL. The Audit Committee considered that such accrued expense arose from meals and receptions for customers, at a price bought at general shops, which was a supporting normal business transaction of the Company.
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	The transaction was executed between Ananda Development PCL and Ananda MF Asia Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from accrued project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	-	237,983.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from Ananda Development PCL's advance payment for credit card terminal fees, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Deposit	-	406,488.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Co., Ltd., a joint venture. The Audit Committee acknowledged that such deposit arose from Ananda Development PCL's payment for deposit of Shop, which was a normal business transaction of the Company.
	Other payable	-	175,335.76	The transaction was executed between Ananda Development PCL and Ananda MF Asia Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from Ananda Development PCL's advance receipt of payment for condominium sales on behalf of Ananda MF Asia Co., Ltd., which was a normal business transaction of the Company.
	Payment received in advance for project management	-	18,582,983.89	The transaction was executed between Ananda Development PCL and Ananda MF Asia Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Project management income	45,908,511.03	54,158,671.72	The transaction was executed between Ananda Development PCL and Ananda MF Asia Co., Ltd., a joint venture. The Audit Committee acknowledged that such income was recorded based on the percentage of completion, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Commission income	7,054,231.78	47,270,155.38	The transaction was executed between Ananda Development PCL and Ananda MF Asia Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Interest income	-	22,920,657.27	The transaction was executed between Ananda Development PCL and Ananda MF Asia Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Dividend income	255,509,944.33	254,999,944.44	The transaction was executed between Ananda Development PCL and Ananda MF Asia Co., Ltd., a joint venture. The Audit Committee acknowledged that such dividend income arose from operating results of the company under the contractual terms, which was a normal business transaction of the Company.
	Expense	1,415,933.20	437,652.12	The transaction was executed between Ananda Development PCL and Ananda MF Asia Co., Ltd., a joint venture. The Audit Committee acknowledged that such expense arose from rental of SHOP for operating the Company's TCDC Library Project under the contractual terms, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
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.	Trade receivable	7,806,663.17	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Asoke Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	136,650.00	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Asoke Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for mortgage release fees, which was a normal business transaction of the Company.
	Interest receivable	54,367,397.23	34,955,260.27	The transaction was executed between Ananda Development PCL and Ananda MF Asia Asoke Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Long-term loan	433,500,000.00	280,500,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Asoke Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Other payable	35,720.73	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Asoke Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's accrued payment for credit card terminal fees, which was a normal business transaction of the Company.
	Payment received in advance for project management	73,241,605.62	186,264,712.55	The transaction was executed between Ananda Development PCL and Ananda MF Asia Asoke Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Project management income	206,012,878.87	60,647,929.2	The transaction was executed between Ananda Development PCL and Ananda MF Asia Asoke Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Commission income	142,887.50	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Asoke Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Interest income	19,412,136.96	16,876,109.59	The transaction was executed between Ananda Development PCL and Ananda MF Asia Asoke Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
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.	Trade receivable	2,141,925.33	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	5,847,231.00	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for mortgage release and ownership transfer fees, which was a normal business transaction of the Company.
	Long-term loan	280,500,000.00	280,500,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Interest receivable	48,259,972.58	31,429,972.60	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	35,544,622.10	85,383,465.54	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Project management income	71,688,985.36	69,863,302.67	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Commission income	14,741,639.38	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Interest income	16,829,999.98	16,188,657.53	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
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	10,000,305.49	502,017.25	The transaction was executed between Ananda Development PCL and Ananda MF Asia Samyan Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Long-term loan	408,000,000.00	408,000,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Samyan Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Interest receivable	60,093,369.84	35,613,369.86	The transaction was executed between Ananda Development PCL and Ananda MF Asia Samyan Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	155,077,107.33	230,470,302.46	The transaction was executed between Ananda Development PCL and Ananda MF Asia Samyan Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Project management income	187,860,486.94	86,855,340.39	The transaction was executed between Ananda Development PCL and Ananda MF Asia Samyan Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Commission income	10,290,257.25	11,382,280.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Samyan Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Interest income	24,479,999.98	23,608,109.59	The transaction was executed between Ananda Development PCL and Ananda MF Asia Samyan Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
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	4,625,966.20	1,464,244.07	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	1,156.35	29,967.42	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for credit card terminal fees, which was a normal business transaction of the Company.
	Long-term loan	204,000,000.00	153,000,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Interest receivable	20,581,643.82	10,881,863.01	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	25,920,513.57	38,085,745.27	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Other payable	50,500.00	1,286,600.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's advance receipt of payment for condominium sales on behalf of the joint venture, which was a normal business transaction of the Company.
	Project management income	68,368,559.40	44,497,846.38	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Commission income	8,235,629.84	5,466,917.75	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Interest income	9,699,780.81	8,517,698.63	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chitlom Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
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	20,983,522.43	1,922,618.03	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangna Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	154,714,052.46	3,548.30	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangna Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for P-Card terminal fees and mortgage release fees, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Long-term loan	318,750,000.00	216,750,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangna Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	25,854,904.14	11,298,945.20	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangna Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	7,524,571.93	73,037,543.52	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangna Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Other payable	377,991.00	287,200.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangna Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's advance receipt of payment for condominium sales on behalf of the joint venture, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Project management income	135,688,090.11	85,485,889.97	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangna Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Commission income	20,766,054.90	25,319,844.71	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangna Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Interest income	14,555,958.94	11,104,027.40	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangna Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
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	6,892,485.57	230,991.60	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	19,579.79	30,826.48	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for credit card terminal fees, which was a normal business transaction of the Company.
	Long-term loan	-	255,000,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Interest receivable	-	16,125,780.86	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	107,943,538.81	109,693,242.51	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Other payable	803,800.00	1,906,200.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's advance receipt of payment for condominium sales on behalf of the joint venture, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Project management income	85,490,182.61	110,009,652.36	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Commission income	3,223,762.47	27,922,223.88	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Interest income	9,012,328.74	13,983,780.86	The transaction was executed between Ananda Development PCL and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
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	5,463,540.85	64,601.25	The transaction was executed between Ananda Development PCL and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	101,935,523.00	3,547.16	The transaction was executed between Ananda Development PCL and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for P-Card terminal fees and mortgage release fees, which was a normal business transaction of the Company.
	Long-term loan	178,500,000.00	178,500,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	20,678,054.80	9,968,054.80	The transaction was executed between Ananda Development PCL and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Payment received in advance for project management	38,078,235.67	51,867,147.42	The transaction was executed between Ananda Development PCL and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Other payable	-	151,100.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's advance receipt of payment for condominium sales on behalf of the joint venture, which was a normal business transaction of the Company.
	Project management income	62,989,428.96	49,966,834.20	The transaction was executed between Ananda Development PCL and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Commission income	7,829,768.77	8,551,217.53	The transaction was executed between Ananda Development PCL and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Interest income	10,710,000.00	9,423,123.30	The transaction was executed between Ananda Development PCL and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
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	7,931,480.63	227,508.75	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	302,162,474.00	17,143.02	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for P-Card terminal fees and mortgage release fees, which was a normal business transaction of the Company.
	Long-term loan	218,996,794.52	267,750,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	23,693,203.90	10,695,328.76	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Payment received in advance for project management	30,322,591.87	65,445,367.68	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Other payable	-	365,715.50	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's advance receipt of payment for condominium sales on behalf of the joint venture, which was a normal business transaction of the Company.
	Project management income	90,077,675.81	69,378,898.51	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Commission income	16,408,483.14	15,522,654.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Interest income	15,244,669.66	10,110,575.34	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
17 Ananda MF Asia Petchaburi 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	5,684,492.09	2,051,939.25	The transaction was executed between Ananda Development PCL and Ananda MF Asia Petchaburi Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Long-term loan	127,500,000.00	25,500,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Petchaburi Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	6,287,671.24	599,424.66	The transaction was executed between Ananda Development PCL and Ananda MF Asia Petchaburi Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	83,928,016.94	9,186,425.28	The transaction was executed between Ananda Development PCL and Ananda MF Asia Petchaburi Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Other payable	-	10,000,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Petchaburi Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's advance receipt of payment for condominium sales on behalf of the joint venture, which was a normal business transaction of the Company.
	Project management income	47,171,854.34	56,712,734.72	The transaction was executed between Ananda Development PCL and Ananda MF Asia Petchaburi Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Land sourcing income	-	19,417,614.95	The transaction was executed between Ananda Development PCL and Ananda MF Asia Petchaburi Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.
	Other income	-	23,162,194.56	The transaction was executed between Ananda Development PCL and Ananda MF Asia Petchaburi Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from recognition of interest income recorded as the cost of project development based on the investment ratio being adjusted from subsidiary to joint venture, which was in accordance with generally accepted accounting principles.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Commission income	7,549,618.34	34,624,873.40	The transaction was executed between Ananda Development PCL and Ananda MF Asia Petchaburi Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Interest income	5,688,246.58	7,054,409.31	The transaction was executed between Ananda Development PCL and Ananda MF Asia Petchaburi Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
18 Ananda MF Asia Bangchak Co., Ltd. This company is a joint venture with a 50.49% stake (51% in 2016) held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	11,513,152.95	8,924,503.53	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	-	23,170.36	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for credit card terminal fees, which was a normal business transaction of the Company.



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Long-term loan	-	76,500,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	-	1,798,273.97	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	110,186,962.13	48,938,171.25	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Other payable	-	336,307.52	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's advance receipt of payment for condominium sales on behalf of the joint venture, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Project management income	178,956,923.82	80,234,238.25	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Land sourcing income	-	44,673,260.75	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.
	Commission income	19,517,250.91	75,056,701.27	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Interest income	1,068,904.11	1,798,273.97	The transaction was executed between Ananda Development PCL and Ananda MF Asia Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
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	3,444,037.16	2,420,448.93	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Long-term loan	127,500,000.00	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	3,730,684.93	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	51,903,034.82	9,842,206.95	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Project management income	39,837,875.20	34,862,325.30	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Land sourcing income	-	11,303,314.50	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.
	Commission income	6,004,377.05	11,901,332.45	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Interest income	3,730,684.93	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
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	5,122,405.65	26,793,906.16	The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	-	411,986.27	The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for credit card terminal fees, which was a normal business transaction of the Company.
	Other payable	-	4,145,494.74	The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's advance receipt of payment for condominium sales on behalf of the joint venture, which was a normal business transaction of the Company.
	Long-term loan	178,500,000.00	25,500,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Interest receivable	3,772,602.75	213,780.83	The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	65,043,674.25	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Project management income	43,941,231.85	23,235,726.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Land sourcing income	-	11,805,812.15	The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Other income	-	3,715,771.65	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such income arose from recognition of interest income recorded as the cost of project development based on the investment ratio being decreased from subsidiary to joint venture, which was in accordance with generally accepted accounting principles.</p>
	Commission income	18,524,887.50	12,315,800.00	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.</p>
	Interest income	3,558,821.92	213,780.83	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Saphankhwai Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.</p>

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
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	14,761,294.25	121,840,111.16	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Short - term loan	-	1,503,600,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such short-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 4.8 - 5.3% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	-	20,445,711.48	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	188,735,646.40	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Other payable	-	300,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's advance receipt of payment for condominium sales on behalf of the joint venture, which was a normal business transaction of the Company.
	Project management income	82,589,186.17	18,258,202.02	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Commission income	59,500,585.92	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Land sourcing income	-	95,611,060.75	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Other income	-	9,397,968.57	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such income arose from recognition of interest income recorded as the cost of project development based on the investment ratio being adjusted from subsidiary to joint venture, which was in accordance with generally accepted accounting principles.</p>
	Interest income	33,250,489.33	1,266,183.77	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.</p>

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
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	4,281,837.17	16,883,402.49	The transaction was executed between Ananda Development PCL and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Short - term loan	-	121,140,000.00	The transaction was executed between Ananda Development PCL and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such short - term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 3.32% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	-	2,454,263.23	The transaction was executed between Ananda Development PCL and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Payment received in advance for project management	59,550,670.75	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Project management income	77,465,240.52	8,685,909.98	The transaction was executed between Ananda Development PCL and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Commission income	45,710,797.90	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Land sourcing income	-	7,092,970.81	The transaction was executed between Ananda Development PCL and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Other income	-	1,150,678.67	The transaction was executed between Ananda Development PCL and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from recognition of interest income recorded as the cost of project development based on the investment ratio being adjusted from subsidiary to joint venture, which was in accordance with generally accepted accounting principles.
	Interest income	9,848,475.24	2,454,263.23	The transaction was executed between Ananda Development PCL and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
23 Ananda MF Asia Udomsuk Two 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	25,937,994.76	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Long-term loan	76,500,000.00	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.</p>
	Interest receivable	2,590,520.55	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.</p>
	Payment received in advance for project management	93,766,869.69	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.</p>
	Other payable	2,052,780.00	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such other payable arose from the Company's accrued payment for land due to decrease in land area, which was a normal business transaction of the Company.</p>

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Project management income	63,342,936.71	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Commission income	14,947,156.00	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Land sourcing income	37,933,514.02	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.
	Other income	5,440,556.36	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from recognition of interest income recorded as the cost of project development based on the investment ratio being adjusted from subsidiary to joint venture, which was in accordance with generally accepted accounting principles.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Interest income	3,344,168.22	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
24 Ananda MF Asia Ramkamhaeng 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	14,233,783.61	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Long-term loan	76,500,000.00	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	1,651,561.65	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Payment received in advance for project management	47,255,820.26	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.</p>
	Project management income	48,693,411.78	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.</p>
	Commission income	23,974,265.00	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.</p>
	Land sourcing income	25,959,641.12	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.</p>

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Other income	6,850,881.63	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from recognition of interest income recorded as the cost of project development based on the investment ratio being adjusted from subsidiary to joint venture, which was in accordance with generally accepted accounting principles.
	Interest income	5,638,306.87	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Trade receivable	27,813,898.49	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	1,868.13	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for credit card terminal fees, which was a normal business transaction of the Company.



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Long-term loan	102,000,000.00	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	3,454,027.39	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Payment received in advance for project management	67,391,205.51	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.
	Other payable	151,900.00	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's accrued payment for credit card terminal fees, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Project management income	58,541,276.11	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.
	Commission income	16,148,542.78	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Land sourcing income	18,061,574.77	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.
	Other income	3,274,588.60	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from recognition of interest income recorded as the cost of project development based on the investment ratio being adjusted from subsidiary to joint venture, which was in accordance with generally accepted accounting principles.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Interest income	4,843,452.05	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
26 Ananda MF Asia Sena Ni-khom Co., Ltd. This company is a joint venture with a 74% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	18,195,422.23	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Sena Ni-khom Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Other receivable	297,237.40	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Sena Ni-khom Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's advance payment for credit card terminal fees, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Payment received in advance for project management	24,597,295.73	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Sena Ni-khom Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.</p>
	Other payable	4,295,300.00	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Sena Ni-khom Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such other payable arose from the Company's accrued payment for credit card terminal fees, which was a normal business transaction of the Company.</p>
	Project management income	26,332,264.27	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Sena Ni-khom Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.</p>
	Commission income	4,272,677.50	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Sena Ni-khom Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.</p>

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Other income	1,634,261.79	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Sena Ni-khom Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such income arose from recognition of interest income recorded as the cost of project development based on the investment ratio being adjusted from subsidiary to joint venture, which was in accordance with generally accepted accounting principles.</p>
	Interest income	979,808.22	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Sena Ni-khom Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.</p>
27 Ananda MF Asia Ratchaprarop Co., Ltd. This company is a joint venture with a 74% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	13,925,920.70	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchaprarop Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.</p>

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Long-term loan	74,000,000.00	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchaparap Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.</p>
	Interest receivable	888,000.00	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchaparap Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.</p>
	Payment received in advance for project management	9,702,896.30	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchaparap Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such payment received in advance arose from the net remaining advance receipt from project management after income recognition based on the percentage of completion, which was a normal business transaction of the Company.</p>
	Project management income	28,825,995.70	-	<p>The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchaparap Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that such income arose from project management based on the percentage of completion, which was a normal business transaction of the Company.</p>



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Commission income	6,189,701.03	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchaprarop Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the contractual terms, which was a normal business transaction of the Company.
	Land sourcing income	40,525,029.91	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchaprarop Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.
	Other income	992,821.63	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchaprarop Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from recognition of interest income recorded as the cost of project development based on the investment ratio being adjusted from subsidiary to joint venture, which was in accordance with generally accepted accounting principles.
	Interest income	2,395,236.91	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Ratchaprarop Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
28 Ananda MF Asia Phraram 9 Two Co., Ltd. This company is a joint venture with an 86.4% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	54,028,110.41	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such trade receivable arose from project management fees and commissions under the contractual terms, which was a normal business transaction of the Company.
	Short-term loan	759,500,000.00	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such short-term loan was granted for land purchase before executing the joint venture transaction, fully repaid on 24 January 2018, and granted at an average interest rate of 4% p.a. (compliant with the Company's policy on related-party loans), which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	2,399,578.09	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest arose from the loan for land purchase before executing the joint venture transaction, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Land sourcing income	50,493,561.13	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from project land acquisition services rendered under the agreement, which was a normal business transaction of the Company.
	Other income	571,686.09	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from recognition of interest income recorded as the cost of project development based on the investment ratio being adjusted from subsidiary to joint venture, which was in accordance with generally accepted accounting principles.
	Interest income	1,453,708.50	-	The transaction was executed between Ananda Development PCL and Ananda MF Asia Phraram 9 Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
29 Ananda APAC Bangchak Co., Ltd. This company is a joint venture with a 99% stake held by the Company (2016 : 100% shareholding) and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Long-term loan	153,805,000.00	153,805,000.00	The transaction was executed between Ananda Development PCL and Ananda APAC Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	9,506,413.11	278,113.15	The transaction was executed between Ananda Development PCL and Ananda APAC Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Other payable	-	257,754,000.00	The transaction was executed between Ananda Development PCL and Ananda APAC Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such other payable arose from the Company's accrued payment for investment, which was a normal business transaction of the Company.
	Interest income	9,228,299.96	278,113.15	The transaction was executed between Ananda Development PCL and Ananda APAC Bangchak Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a supporting normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
	Gain on sale of investment	71,258,057.46	-	<p>The transaction was executed between Ananda Development PCL and Ananda APAC Bangchak Co., Ltd., a joint venture.</p> <p>The Audit Committee acknowledged that the gain on sale of investment in joint venture was made at fair price evaluated by an independent appraiser, which was a transaction relating to assets or services of the Company.</p>

**(2) Connected transaction between Baan Niravana Co., Ltd., a subsidiary, and Ananda MF Asia Chitlom Co., Ltd. as follows:-**

1	<p>Ananda MF Asia Chitlom Co., Ltd.</p> <p>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.</p>	Accrued income	-	518,475.00	<p>The transaction was executed between Baan Niravana Co., Ltd. and Ananda MF Asia Chitlom Co., Ltd., which had shared authorized directors who were the directors of Ananda Development PCL.</p> <p>The transaction arose from the transfer of accrued income from sale of condominium due to the customers' changing of presale projects.</p> <p>The Audit Committee considered that such accrued income was at a price sold to general customers, which was a normal business transaction of the Company.</p>
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Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
(3) Connected transaction between Ashton Silom Co., Ltd., a subsidiary, and Ananda MF Asia Chongnonsi Co., Ltd. as follows:-				
1 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.	Long-term loan	255,000,000.00	-	The transaction was executed between Ashton Silom Co., Ltd. and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	31,425,780.83	-	The transaction was executed between Ashton Silom Co., Ltd. and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Interest income	6,287,671.23	-	The transaction was executed between Ashton Silom Co., Ltd. and Ananda MF Asia Chongnonsi Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a supporting normal business transaction of the Company.



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
(4) Connected transaction between Ashton Asoke Rama 9 Co., Ltd., a subsidiary, and Ananda MF Asia Phraram 9 Co., Ltd. as follows:-				
1 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.	Long-term loan	306,000,000.00	-	The transaction was executed between Ashton Asoke Rama 9 Co., Ltd. and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	9,607,561.64	-	The transaction was executed between Ashton Asoke Rama 9 Co., Ltd. and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Interest income	503,013.70	-	The transaction was executed between Ashton Asoke Rama 9 Co., Ltd. and Ananda MF Asia Phraram 9 Co., Ltd., a joint venture. The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a supporting normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
(5) Connected transaction between Ideo Q Victory Co., Ltd., a subsidiary, and Ananda MF Asia Victory Monument Co., Ltd. as follows:-				
1 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 tand Ms. Patcharavalai Ruangkritya.	Long-term loan	165,750,000.00	-	The transaction was executed between Ideo Q Victory Co., Ltd. and Ananda MF Asia Victory Monument Co., Ltd., a joint venture.  The Audit Committee acknowledged that such long-term loan was in accordance with the terms of the joint venture agreement, and granted at an interest rate of 6% p.a., which was a transaction regarding offer of financial assistance of the Company.
	Interest receivable	9,291,082.20	-	The transaction was executed between Ideo Q Victory Co., Ltd. and Ananda MF Asia Victory Monument Co., Ltd., a joint venture.  The Audit Committee acknowledged that such interest receivable arose from the long-term loan under the terms of the long-term loan agreement, which was a transaction regarding offer of financial assistance of the Company.
	Interest income	272,465.75	-	The transaction was executed between Ideo Q Victory Co., Ltd. and Ananda MF Asia Victory Monument Co., Ltd., a joint venture.  The Audit Committee acknowledged that such interest income arose from the loan granted at an appropriate rate under the terms of the long-term loan agreement, which was a supporting normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
(6) Connected transaction between The Agent (Property Expert) Co., Ltd., a subsidiary, and person as follows:-				
1 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	974,882.43	-	The transaction was executed between The Agent (Property Expert) Co., Ltd. and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.
	Commission income	974,882.43	-	The transaction was executed between The Agent (Property Expert) Co, Ltd. and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from commissions under the commission agreement, which was a normal business transaction of the Company.
2 Ananda MF Asia Sena Ni-khom Co., Ltd. This company is a joint venture with a 74 % stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	363,670.00	-	The transaction was executed between The Agent (Property Expert) Co., Ltd. and Ananda MF Asia Sena Ni-khom Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.
	Commission income	363,670.00	-	The transaction was executed between The Agent Property Expert Co., Ltd. and Ananda MF Asia Sena Ni-khom Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
3 Ananda MF Asia Ratchaprarop Co., Ltd. This company is a joint venture with a 74% stake held by the Company and has shared authorized directors, namely Mr. Chanond Ruangkritya, Mr. Tanyalak Nunthanavorasiri and Ms. Patcharavalai Ruangkritya.	Trade receivable	458,845.97	-	The transaction was executed between The Agent Property Expert PCL and Ananda MF Asia Ratchaprarop Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.
	Commission income	458,845.97	-	The transaction was executed between The Agent Property Expert Co., Ltd. and Ananda MF Asia Ratchaprarop Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.
4 Ananda MF Asia Udomsuk Two 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	1,443,660.00	-	The transaction was executed between The Agent (Property Expert) Co., Ltd. and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.
	Commission income	1,443,660.00	-	The transaction was executed between The Agent (Property Expert) Co., Ltd. and Ananda MF Asia Udomsuk Two Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
5 Ananda MF Asia Thonglor 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	5,327,122.30	-	The transaction was executed between The Agent (Property Expert) Co.,Ltd. and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.
	Commission income	5,327,122.30	-	The transaction was executed between The Agent (Property Expert) Co., Ltd. and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.
6 Ananda MF Asia Ramkamhaeng 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	1,834,080.00	-	The transaction was executed between The Agent (Property Expert) Co.,Ltd. and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture. The Audit Committee acknowledged that such receivable arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.
	Commission income	1,834,080.00	-	The transaction was executed between The Agent Property Expert Co., Ltd. and Ananda MF Asia Ramkamhaeng Co., Ltd., a joint venture. The Audit Committee acknowledged that such income arose from the Company's collecting of commissions under the commission agreement, which was a normal business transaction of the Company.

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
<b>(7) Connected transaction between Helix Co, Ltd., a subsidiary, and person as follows:-</b>				
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	5,225,292.79	61,285,838.12	The transaction was executed between Helix Co., Ltd. and Toscana Piazza Co., Ltd., directors of which were related as close relatives of the Company's executives. 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 party was in accordance with the predetermined policy, 2) when compared to construction fees of other companies (public limited companies), Helix Co., Ltd. had set a gross profit margin from construction cost at a rate comparable to (higher than) that of other companies (public limited companies).
	Unbilled receivable	2,283,761.69	11,741,417.71	
	Deposit received in advance	733,021.02	733,021.02	
	Other receivable (Retention)	5,757,833.78	2,541,954.97	
	Construction income	1,526,904.72	94,367,020.56	
2 Tuscany Ville Co, Ltd. Its major shareholders and directors are close relatives of the Company's executives.	Construction income	490,000	803,738.32	The transaction was executed between Helix Co., Ltd. and Tuscany Ville Co., Ltd., directors of which were related as close relatives of the Company's executives. The Audit Committee considered that the construction of buildings for Tuscany Ville Co., Ltd. was a normal business transaction, on grounds that 1) construction fee charged to the connected party was in accordance with the predetermined policy, 2) when compared to construction fees of other companies (public limited companies), Helix Co., Ltd. had set a gross profit margin from construction cost at a rate comparable to (higher than) that of other companies (public limited companies).



Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
3 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.	Deposit received in advance	55,285,386.17	-	The transaction was executed between Helix Co., Ltd. and Ananda MF Asia Victory Monument Co., Ltd., a joint venture. The Audit Committee considered that the construction of buildings for Ananda MF Asia Victory Monument Co., Ltd. was a normal business transaction, on grounds that 1) construction fee charged to the related party was in accordance with the predetermined policy, 2) when compared to construction fees of other companies, Helix Co., Ltd. had set a gross profit margin from construction cost at a rate comparable to that of other construction companies.
	Other receivable (Retention)	597,880.94	-	
	Construction income	11,957,618.87	-	

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
5 Ananda MF Asia Thonglor 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.	Unbilled receivable	1,863,529.74	-	The transaction was executed between Helix Co., Ltd. and Ananda MF Asia Thonglor Co., Ltd., a joint venture. The Audit Committee considered that the construction of buildings for Ananda MF Asia Thonglor Co., Ltd. was a normal business transaction, on grounds that 1) construction fee charged to the related party was in accordance with the predetermined policy, 2) when compared to construction fees of other companies, Helix Co., Ltd. had set a gross profit margin from construction cost at a rate comparable to that of other construction companies.
	Trade receivable	12,883,428.30	-	
	Construction income	13,904,116.93	-	
6 Mr. Chanond Ruangkritya The major shareholder and director are close relatives of the Company's executives.	Unbilled receivable	1,219,244.26	2,184,996.14	The transaction was executed between Helix Co., Ltd. and Mr. Chanond Ruangkritya, directors of which were related as close relatives of the Company's executives. The Audit Committee considered that the construction of buildings for Mr. Chanond Ruangkritya was a normal business transaction, on grounds that 1) construct fee charged to the connected party was in accordance with the predetermined policy, 2) when compared to construction fees of other companies, Helix Co., Ltd. had set a construction fee at the same rate as other clients by calculating gross profit margin from construction cost as other operators did.
	Deposit received in advance	392,377.17	1,422,156.69	
	Construction income	10,577,898.65	6,942,569.52	
	Trade receivable	10,461,692.61	3,574,254.65	
	Other receivable (Retention)	254,530.17	55,960.47	

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
(8) Connected transaction between Bira Circuit One Co., Ltd., a subsidiary, and person as follows:-				
1 Bira Circuit Co., Ltd. This company is a related party as its major shareholders and directors are close relatives of the Company's executives.	Accrued land rental	4,593,037.04	3,865,157.41	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 without changing the value of the rental agreement. Furthermore, the Audit Committee 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 the investment policy in 2012. At present, the transaction is a connected transaction by related parties.
	Land rental	2,391,629.63	2,391,629.63	

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
(9) Connected transaction between Bira Kart Co., Ltd., a subsidiary, and person as follows:-				
1 Bira Circuit Co., Ltd. This company is a related party as its major shareholders and directors are close relatives of the Company's executives	Accrued land rental	3,145,361.56	2,882,901.04	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 without changing the value of the rental agreement. Furthermore, the Audit Committee 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 the investment policy in 2012. At present, the transaction is a connected transaction by related parties.
	Land rental	1,262,460.52	1,262,460.52	

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
(10) Connected transaction between The Works Community Management Co., Ltd., a subsidiary, and person as follows:-				
1 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.	Service income	581,687.68	-	The transaction was executed between The Works Community Management Co.,Ltd. and Ananda MF Asia Taopoon Co., Ltd., a joint venture. The Audit Committee acknowledged that such service income arose in relation to condominium management services of the joint venture projects before registration of juristic person incorporation based on service fees comparable to that of other service providers, which was a normal business transaction of the Company.
2 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	107,000.00	-	The transaction was executed between The Works Community Management Co., Ltd. and Ananda MF Asia Thaphra Co., Ltd., a joint venture. The Audit Committee acknowledged that such transaction is a normal business transaction of the Company arising in relation to condominium management services of the joint venture projects based on service fees comparable to that of other service providers.
	Service income	107,000.00	-	
3 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	107,000.00	-	The transaction was executed between The Works Community Management Co., Ltd. and Ananda MF Asia Bangna Co., Ltd., a joint venture. The Audit Committee acknowledged that such transaction is a normal business transaction of the Company arising in relation to condominium management services of the joint venture projects based on service fees comparable to that of other service providers.
	Service income	107,000.00	-	

Person with Possible Conflict of Interest	Transaction	Transaction value (Baht)		Opinion of Audit Committee
		As of 31 Dec.2017	As of 31 Dec.2016	
4 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.	Trade receivable	107,000.00	-	The transaction was executed between The Works Community Management Co., Ltd. and Ananda MF Asia Ratchathewi Co., Ltd., a joint venture. The Audit Committee acknowledged that such transaction is a normal business transaction of the Company arising in relation to condominium management services of the joint venture projects based on service fees comparable to that of other service providers.
	Service income	107,000.00	-	



## 2 Transaction with Possible Conflict of Interest

The Company's Board of Directors and executives are consciously cautious about possible conflicts of interest 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 withdraw from the meeting at the consideration of the related matter. The Company has also set necessary measures for practices as follows:-

### 1 Measures or Procedures for Approving Connected Transactions

In the event of any connected transaction of the Company with a person having a possible conflict of interest or an interest therein, the Audit Committee will provide an opinion on the necessity of the transaction, where the terms and conditions of such connected transaction must be consistent with the market practices and the transaction price must be appraisable and comparable with market prices. In the event that there is no benchmark price, the transaction price must be reasonable and in the best of the Company and its shareholders. In the event that the Audit Committee does not have essential 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 the shareholders' meeting, as the case may be. The person having a possible conflict of interest or an interest in the matter shall not be entitled to vote on such connected transaction. In addition, details of connected transactions will be disclosed in the notes to the financial statements, audited or reviewed by the external auditor, in the Company's annual report and annual registration statement.

### 2 Policy on 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 principles 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 connection, it will arrange for the Audit Committee to provide an opinion as to the appropriateness of such transaction. In the event that the Audit Committee does not have essential expertise to consider the connected transaction, the Company will engage an independent expert, e.g. a professional appraiser, to provide an opinion on the connected transaction. Such opinion of the Audit Committee or the expert will be used to support a decision of the Board of Directors or shareholders' meeting, as the case may be. This is to ensure that the transaction will not result in a misappropriation of benefits between the Company or its shareholders, but is executed in the best interest of all shareholders.

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 has been executed under normal commercial terms in the same manner as a reasonable person would agree with a general counterparty under the similar circumstances, without influential commercial bargaining power of an individual in the status of a director, executive or related person.

The Audit Committee shall review business transactions with related parties and list of related persons on a quarterly basis.

# MANAGEMENT DISCUSSION AND ANALYSIS

## 1 Analysis of Operating Results and Financial Position

Operating results of the Company and subsidiaries for the year ended 31 December 2017 are as follows:-

Statement of Comprehensive income	2017		2016		Increase (Decrease)	
	Million Baht	%	Million Baht	%	Million Baht	%
<b>Revenue</b>						
Revenue from sale of real estate	8,931.3	69.0	9,780.4	80.0	(848.5)	(8.7)
Revenue from project management services & Commission Income	2,060.7	15.9	1,242.8	10.2	817.9	65.8
Construction service income	1,208.1	9.3	539.4	4.4	668.7	124.0
Revenue from sales, rental and services	201.3	1.6	175.3	1.4	26.0	14.9
Revenue from land procurement	173.0	1.3	189.9	1.5	(16.9)	(8.9)
Gain on sale of investment in joint ventures	71.3	0.6	-	-	71.3	100.0
Other incomes	303.8	2.3	302.0	2.5	1.8	0.6
Total Revenues	12,950.1	100.0	12,229.8	100.0	720.3	5.9
<b>Cost</b>						
Cost of real estate sold	6,060.4	46.8	6,472.9	52.9	(412.5)	(6.4)
Cost of project management services and commission income	736.9	5.7	604.9	4.9	132.0	21.8
Cost of construction services	1,105.8	8.5	492.6	4.0	613.2	124.5
Cost of sale and services	143.4	1.1	127.1	1.0	16.3	12.8
Total Cost	8,046.5	62.1	7,697.5	62.9	348.9	4.5
Profit Before Selling and Administration Expenses	4,903.6	37.9	4,532.3	37.1	371.3	8.2
Selling & Administration Expenses	2,575.5	19.9	2,505.1	20.5	70.4	2.8
Selling expenses	1,111.7	8.6	1,015.7	8.3	96.0	9.5
Administration expenses	1,463.8	11.3	1,489.4	12.2	(25.6)	(1.7)
Profit before finance cost, income tax expenses and share of profit (loss) from investments in joint ventures	2,328.1	18.0	2,027.2	16.6	(300.9)	(14.8)
Finance cost	285.2	2.2	334.8	2.7	(49.6)	(14.8)
Income tax expenses	372.9	2.9	306.3	2.5	66.6	21.7
<b>Profit before share of profit (loss) from investments in joint ventures</b>	<b>1,670.0</b>	<b>12.9</b>	<b>1,386.1</b>	<b>11.3</b>	<b>283.9</b>	<b>20.5</b>
Share of profit (loss) from investments in joint ventures	(341.5)	(2.6)	115.4	0.9	(456.9)	(395.9)
<b>Profit for the year</b>	<b>1,328.5</b>	<b>10.3</b>	<b>1,501.5</b>	<b>12.3</b>	<b>(173.0)</b>	<b>(11.5)</b>
Other comprehensive income for the year	(6.1)	(0.0)	2.2	0.0	(8.3)	(373.8)
<b>Total comprehensive income for the year</b>	<b>1,322.4</b>	<b>10.2</b>	<b>1,503.7</b>	<b>12.3</b>	<b>(181.3)</b>	<b>(12.1)</b>

## Total Revenue

For the Year 2017, the Company and subsidiaries generated total revenues of Baht 12,950.1 million, an increase of Baht 720.3 million or 5.9% compared to the same period of last year resulting mainly from increases in revenue from project management services and commission of Baht 817.9 million and in revenue from construction services of Baht 668.7 million. The Company and subsidiaries still had the revenue from sale of real estate as the core income source, which accounted for 69.0% of total revenues, a decrease from the ratio of 80.0% last year because the revenue from project management services and commission grew by 65.8% from management services for 20 projects in total, an addition of 6 projects from last year. Meanwhile, the construction services income of Helix Co., Ltd. grew by 124.0% from services for 15 projects in total, an addition of 5 projects from last year.

## Cost

For the Year 2017, the Company and subsidiaries had the total cost Baht 8,046.5 million, an increase of Baht 348.9 million or 4.5% from the same period last year, which was in line with the increase in revenue. The cost of real estate sold was Baht 6,060.4 million or 67.9% of revenue from sale of real estate, a decrease of Baht 412.5 million or 6.4% from the cost of real estate sold in 2016 which was Baht 6,472.9 million or 66.2% of revenue from sale of real estate. The ratio of the cost of goods sold to the revenue from sale of real estate increased by 1.7% when compared to the same period last year, due to the recognition of income from Unio Charan 3 Project. The cost of goods sold for Unio Charan 3 Project was higher than the Company's average cost of real estate projects.

Selling and Administrative Expenses	2017		2016		Increase (Decrease)	
	Million Baht	%	Million Baht	%	Million Baht	%
<b>Selling expenses</b>						
Selling expenses	740.4	28.8	645.1	25.8	95.3	14.8
Special business tax and transfer fees	371.3	14.4	370.6	14.7	0.7	0.2
<b>Total Selling Expenses</b>	<b>1,111.7</b>	<b>43.2</b>	<b>1,015.7</b>	<b>40.5</b>	<b>96.0</b>	<b>9.4</b>
<b>Administrative expenses</b>	1,463.8	56.8	1,489.4	59.5	(25.6)	(1.7)
<b>Total Selling &amp; Administrative Expenses</b>	<b>2,575.5</b>	<b>100.0</b>	<b>2,505.1</b>	<b>100.0</b>	<b>70.4</b>	<b>2.8</b>

For the year 2017, the Company's and subsidiaries' selling and administration expenses were Baht 2,575.5 million or 19.9% of total revenues, increasing by Baht 70.4 million or 2.8% from that of last year.

The total selling expenses in 2017 amounted to Baht 1,111.7 million, comprising selling expenses of Baht 740.4 million, and special business tax and transfer fees of Baht 371.3 million. The selling expenses increased by Baht 95.3 million or 14.8% from the previous year, as the Company had not held its annual Ananda Urban Pause at Siam Paragon as usual and thus incurred no expenses on the event.

The administration expenses of the Year 2017 were Baht 1,463.8 million, decreasing by Baht 25.6 million or 1.7% from the same period last year, since the Company had managed its expenses more efficiently.

## Finance Cost

Finance cost in 2017 was Baht 285.2 million or 2.2% of total revenues, a decrease of Baht 49.6 million from the previous year which was in line with the decreasing bond interest rates over the same period last year.

As of 31 December 2017, the Company had a Debt to equity ratio of 1.2 times, an Interest bearing debt to equity ratio of 0.9 times and a Net cash interest bearing debt to equity ratio of 0.8 times.

## Share of Profit (Loss) from Investments in Joint Ventures

Share of loss from investments in joint ventures was largely from joint venture business. For the year 2017, the share of loss from investments in joint ventures was Baht 341.5 million, an increase of 395.9% from the same period last year that registered a profit of Baht 115.4 million. This was in line with an addition of 6 joint venture projects from the previous year.

## Income Tax Expenses

Income tax expenses in 2017 amounted to Baht 372.9 million or 2.9% of total revenues, increasing by Baht 66.6 million from last year which was in consonance with incomes.

## Net Profit

For the year 2017, the Company and subsidiaries registered a net profit of Baht 1,322.4 million or 10.2% of total revenues, a decrease of Baht 181.3 million or 12.1% from a net profit of Baht 1,503.7 million in the previous year. Main factor was the share of loss from investments in joint ventures.

## Statement of Financial Position

### Assets

As of 31 December 2017, total assets of the Company and subsidiaries amounted to Baht 29,869.6 million, an increase of Baht 4,503.7 million or 17.8% from Baht 25,365.9 million total assets in 2016. The return on asset ratio at 31 December 2017 equated to 4.8%. 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 2017, trade and other receivables were Baht 1,071.7 million or 3.6% of total assets, growing from 2016 by Baht 702.7 million. They consisted mainly of trade receivables which increased by Baht 85.2 million, Baht 77.6 million of which came from project management and commission fees that rose in line with increasing number of joint venture real estate projects. In addition, other receivables increased by Baht 617.4 million from advance payments for transfer fees and release of land mortgage from banks in the course of condominium ownership transfer in late 2017.

- **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 and subsidiaries' 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 2017, net costs of real estate development amounted to Baht 13,108.4 million or 43.9% of the consolidated total assets, an increase of Baht 756.3 million or 6.1% from Baht 12,352.1 million in 2016.

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

As of 31 December 2017, the Company's short-term loans to and interest receivables from related parties totaled Baht 761.9 million, which arose from loans and interest receivables of Ananda MF Asia Phraram 9 Two Co., Ltd. for ownership transfer of land around Rama 9 Road for future condominium project development.

- **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 2017, the Company and subsidiaries recorded advance payments for constructions of Baht 761.9 million, a decrease of Baht 885.7 million from Baht 1,647.6 million in 2016.

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

As of 31 December 2017, the Company made deposit payments for development project land totaling Baht 1,431.3 million, a surge of Baht 1,393.1 million from 2016. Developments on several plots of said land would commence since the 4th quarter 2018.

- **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, where 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, Ashton Chula-Silom. The Company has made further investments in 5 new projects in 2015, additional 6 new projects in 2016, and another 6 new projects in 2017 with Mitsui Fudosan (Thailand) Co., Ltd. on direct investments and Mitsui Fudosan Co., Ltd. on indirect investments.

As of 31 December 2017, the Company had investments in 20 joint venture projects as follows:-

Company	Project	Carrying Amount Based on Equity Method (Million Baht)
Ananda MF Asia Ratchathewi Co., Ltd.	Ideo Q Siam-Ratchathewi	325.1
Ananda MF Asia Asoke Co., Ltd.	Ashton Asoke	115.5
Ananda MF Asia Samyan Co., Ltd.	Ashton Chula-Silom	231.3
Ananda MF Asia Chidlom Co., Ltd.	Q Chidlom-Phetchaburi	84.5
Ananda MF Asia Bangna Co., Ltd.	Ideo O2	347.0
Ananda MF Asia Chongnonsri Co., Ltd.	Ashton Silom	137.7
Ananda MF Asia Taopoon Co., Ltd.	Ideo Mobi Bangsue-Grand Interchange	181.9
Ananda MF Asia Thaphra Co., Ltd.	Ideo Thaphra Interchange	203.1
Ananda MF Asia Petchaburi Co., Ltd.	Ideo Mobi Asoke	177.2
Ananda MF Asia Udomsuk Co., Ltd.	Ideo Mobi Sukhumvit 66	181.0
Ananda MF Asia Saphankhwai Co., Ltd.	Ideo Phaholyothin-Chatuchak	172.1
Ananda APAC Bangchak Co., Ltd.	Ideo Sukhumvit 93	138.4
Ananda MF Asia Pharam 9 Co., Ltd.	Ashton Asoke-Rama 9	393.8
Ananda MF Asia Victory Monument Co., Ltd.	Ideo Q Victory	171.4
Ananda MF Asia Udomsuk Two Co., Ltd.	Elio Del Nest	366.6
Ananda MF Asia Thonglor Co., Ltd.	Ideo Q Sukhumvit 36	246.8
Ananda MF Asia Ramkamhaeng Co., Ltd.	Ideo New Rama 9	222.8
Ananda MF Asia Sena Ni-khom Co., Ltd.	Elio Del Moss Phaholyothin 34	456.1
Ananda MF Asia Ratchaprarop Co., Ltd.	Ideo Mobi Rangnam	311.8
Ananda MF Asia Pharam 9 Two Co., Ltd.	Future project, Rama 9 Road	(34.3)
Total		4,429.8



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

As of 31 December 2017, the Company had long-term loans to and interest receivables from related parties of Baht 2,716.0 million, an increase of Baht 1,736.3 million from 2016. All the long-term loans and interest receivables were executed by the joint venture companies according to the joint venture agreements that required respective shareholders to provide financial support to project development in the form of unsecured loan with an interest rate of 6%, as per following details:-

Company	Loan amount and interest receivable (Million Baht)		Principal and interest payment due date
	As of 31 Dec.2017	As of 31 Dec.2016	
Ananda MF Asia Ratchathewi Co., Ltd.	328.8	311.9	30 March 2018
Ananda MF Asia Asoke Co., Ltd.	487.9	315.4	31 March 2018
Ananda MF Asia Samyan Co., Ltd.	468.1	443.6	31 July 2018
Ananda MF Asia Chidlom Co., Ltd.	224.6	163.9	31 March 2017
Ananda MF Asia Bangna Co., Ltd.	344.6	228.0	30 September 2018
Ananda MF Asia Chongnonsri Co., Ltd.	286.4	271.1	30 November 2018
Ananda MF Asia Taopoon Co., Ltd.	199.2	188.5	31 August 2018
Ananda MF Asia Thaphra Co., Ltd.	242.7	278.4	31 May 2018
Ananda MF Asia Petchaburi Co., Ltd.	133.8	26.1	28 December 2018
Ananda MF Asia Bangchak Co., Ltd.	-	78.3	7 December 2019
Ananda MF Asia Saphankhwai Co., Ltd.	182.3	25.8	28 February 2019
Ananda APAC Bangchak Co., Ltd.	163.3	154.1	7 December 2019
Ananda MF Asia Phraram 9 Co., Ltd.	315.6	-	31 May 2020
Ananda MF Asia Victory Monument Co., Ltd.	175.0	-	30 September 2019
Ananda MF Asia Udomsuk Two Co., Ltd.	79.1	-	30 November 2019
Ananda MF Asia Thonglor Co., Ltd.	15.5	-	28 February 2020
Ananda MF Asia Ramkamhaeng Co., Ltd.	78.2	-	31 August 2019
Ananda MF Asia Udomsuk Co., Ltd.	131.2	-	28 February 2019
Ananda MF Asia Ratchaprarop Co., Ltd.	74.9	-	31 January 2020
Less Current Portion	(2,716.0)	(979.7)	
Total	1,305.0	1,505.4	

- **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 2017, investment properties of the Company and subsidiaries totaled Baht 356.1 million.

- **Land Leasehold Rights**

During 2017, the Company has leased a plot of land, a present net value of Baht 132.9 million, on Ratchadapisek Road for a term of 30 years for project development of its Serviced Apartment on Ratchadapisek Road.

- **Property, Buildings and Equipment**

As of 31 December 2017, net amount of property, buildings and equipment was Baht 813.5 million, decreasing by Baht 89.0 million or 9.9% from Baht 902.5 million recorded in 2016. The decrease arose largely from depreciation made according to general accounting standards over the useful lives of assets.

- **Intangible Assets**

As of 31 December 2017, net tangible asset amounted to Baht 209.7 million, an increase of Baht 24.0 million from Baht 185.7 million in 2016. The intangible assets consisted of computer software programs.

## Liabilities

As of 31 December 2017, total liabilities of the Company and subsidiaries amounted to Baht 16,409.8 million, an increase of Baht 1,798.2 million or 12.3% from Baht 14,611.6 million total liabilities in 2016. Details of major changes in liabilities are as follows:-

- **Trade and Other Payables**

As of 31 December 2017, the Company had trade and other payables of Baht 1,140.8 million or equivalent to 3.8% of total liabilities and shareholders’ equity. The figure decreased from 2016 by Baht 242.0 million or 17.5% mostly due to a decrease in investment payable.

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

As of 31 December 2017, the Company had short-term loans from financial institutions of Baht 1,498.6 million, increasing by Baht 644.6 million or 75% from Baht 854.0 million in 2016. These short-term loans were drawn to support acquisition of land for real estate project development.

- **Debentures**

As of 31 December 2017, the Company had a net amount of long-term debentures of Baht 9,979.3 million, an increase of Baht 7,989.0 million or 24.9%. During 2017, the Company issued debentures in the amount of Baht 6,000 million, due in 2020, and also redeemed long-term debentures in the amount of Baht 4,000 million.

- **Advances Received from Customers**

Cash received by the Company and subsidiaries 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 5 to 25% of selling price, depending on the policy of each project. As of 31 December 2017, advances received from customers amounted to Baht 749.7 million, an increase of Baht 207.7 million or 38.3% which was consistent with revenue recognition of real estate business.

- **Long-term Borrowings**

As of 31 December 2017, a current portion of long-term borrowings was Baht 636.3 million, an increase of Baht 486.3 million from 2016 year-end which recorded a said current portion of Baht 149.9 million. The long-term borrowings-net of current portion was Baht 246.8 million, a decrease of Baht 700.5 million from 31 December 2016. The long-term borrowings were used mostly for development of condominium projects and detached house projects of Helix Co., Ltd.

## Shareholders' Equity

As of 31 December 2017, shareholders' equity was Baht 13,459.8 million, accounting for 45.1% of total liabilities and shareholders' equity. The shareholders' equity improved from 2016 year-end due to profits from continual success of the Company and subsidiaries in transferring the ownership of condominium units and detached houses. During 2017, the Company 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. As of 31 December 2017, the return on equity ratio was 10.9%.

## Statement of Cash Flows

- **Cash Flows from Operating Activities**

In 2017, the Company and subsidiaries had net cash flows from operating activities of Baht 5,688.7 million, decreasing from 2016 by Baht 7,763.2 million since most of the Company's ongoing condominium projects in 2017 were developed by joint ventures, where cash flows from operating activities were not included in the Company's cash flow statement.

- **Cash Flows from Investment Activities**

In 2017, net cash from investment activities of the Company and subsidiaries amounted to Baht 108.3 million, large portions of which were dividend income and repayment of long-term loans from Ananda MF Asia Co., Ltd. that had its Ideo Q Chula-Samyan Project completely transferred in 2017.

- **Cash Flows from Financing Activities**

In 2017, the Company and subsidiaries had net cash flows from financing activities of Baht 5,461.1 million, mainly from Baht 1,000 million issuance of capital debentures, and Baht 1,000 million net cash received from debenture issuance after repayment of debentures maturing in 2017.

As of 31 December 2017, the Company and subsidiaries had cash and cash equivalents of Baht 2,063.4 million.

## 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 their 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 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	
	2017	2016	2017	2016	2017	2016
Ananda Development PCL	EY Office Limited		1,750,000	1,750,000	71,137	149,013
Subsidiaries			7,740,000	4,465,000	276,995	214,574
<b>Total</b>			<b>9,490,000</b>	<b>6,315,000</b>	<b>348,132</b>	<b>363,587</b>

## 2 Factors that May Affect Future Business Operations or Financial Position

The Company has persistently conformed to its project development plans, by 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

During the current year, the Federation of Accounting Professions issued a number of the revised financial reporting standards and interpretations (revised 2017) which are effective for fiscal years beginning on or after 1 January 2018. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes and clarification directed towards disclosures in the notes to financial statements.

The management of the Company and its subsidiaries believe that the revised financial reporting standards will not have any significant impact on the financial statements when they are initially applied.

### 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.

## 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 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 2017, 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 2017, 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 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 Group has 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 Group by:

- Assessing and testing the Group's 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 Group's 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 Group 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 Group 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 Group has significant loan and debenture balances, which are the biggest liability items of the Group and are made up of a large number of loan agreements. Each loan agreement and prospectus specifies loan covenants with which the Group must comply, such as debt to equity ratios. If the Group is unable to comply with the financial covenants, it may result in the lenders calling the loans and the reclassification of the liabilities from non-current liabilities to current liabilities, which could affect the going concern of the Group.

I have gained an understanding of the process of monitoring compliance with the various covenants by management and testing for compliance with both non-financial and financial covenants, including whether financial ratios are in line with those stipulated in the borrowing agreements. In addition, we have assessed the disclosures made with respect to covenants in the notes to 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.

I am responsible for the audit resulting in this independent auditor's report.



Rungnapa Lertsuwankul  
Certified Public Accountant (Thailand) No. 3516  
EY Office Limited  
Bangkok: 22 February 2018

Ananda Development Public Company Limited and its subsidiaries

Statement of financial position

As at 31 December 2017

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2017	2016	2017	2016
Assets					
Current assets					
Cash and cash equivalents	7	2,063,403,324	2,182,743,520	1,107,362,134	1,430,556,393
Current investment	8	-	500,064,680	-	500,064,680
Trade and other receivables	6, 9	1,071,723,851	369,076,923	862,369,294	201,558,922
Unbilled receivables	6, 10, 11	527,434,855	230,569,465	-	2,548,144
Current portion of long-term loans to and interest receivable from related parties	6	2,715,988,793	979,735,151	2,429,563,012	979,735,151
Short-term loans to and interest receivable from related parties	6	761,899,578	1,647,639,975	5,397,829,744	5,607,595,718
Project management in progress	11	47,444,630	75,256,151	65,478,876	145,127,658
Inventories	12	20,531,312	3,786,813	89,989	236,453
Real estate development costs	13	13,108,387,286	12,352,083,711	5,598,011,928	7,002,809,693
Construction in progress	10	45,333,739	42,648,120	-	-
Advance payments for constructions	6	117,234,551	148,209,627	55,184,621	87,749,829
Advance payments for purchase of project land and related costs		1,431,286,687	38,209,150	569,046,647	38,209,150
Other current assets	6	250,716,044	175,415,831	76,477,936	30,390,621
Total current assets		22,161,384,650	18,745,439,117	16,161,414,181	16,026,582,412
Non-current assets					
Restricted financial institution deposits/withdrawal conditions	14	284,431,553	288,454,505	187,725,703	190,418,145
Investment in associates	15	-	-	-	-
Investments in subsidiaries	16	-	-	6,129,308,688	2,583,600,302
Investments in joint ventures	17	4,429,776,986	3,329,064,950	5,010,369,316	4,389,430,313
Investments in other companies		12,500,000	-	12,500,000	-
Long-term loans to and interest receivable from related parties - net of current portion	6	1,305,047,454	1,505,428,017	814,398,810	1,505,428,017
Investment properties	18	356,098,165	267,565,949	162,943,726	135,574,472
Property, buildings and equipment	19	813,521,616	902,500,132	447,363,086	496,521,751
Intangible assets	20	209,652,280	185,676,630	193,922,631	174,070,875
Leasehold rights	21	132,920,131	-	-	-
Deferred tax assets	33	88,039,171	84,359,512	58,173,904	68,829,425
Other non-current assets		76,203,886	57,419,664	36,640,305	42,000,386
Total non-current assets		7,708,191,242	6,620,469,359	13,053,346,169	9,585,873,686
Total assets		29,869,575,892	25,365,908,476	29,214,760,350	25,612,456,098

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 2017

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2017	2016	2017	2016
Liabilities and shareholders' equity					
Current liabilities					
Short-term loans from financial institutions	22	1,498,567,964	854,019,920	-	288,877,131
Trade and other payables	6, 23	1,140,831,520	1,382,882,593	668,909,156	925,527,742
Short-term debentures	24	-	997,065,690	-	997,065,690
Current portion of long-term debentures	25	1,999,127,605	3,997,584,431	1,999,127,605	3,997,584,431
Current portion of liabilities under finance lease agreements	26	7,503,624	15,857,920	6,119,105	7,225,730
Current portion of long-term loans	27	636,260,729	149,918,291	-	149,918,291
Short-term loans from and interest payable					
to related party	6	-	-	3,700,920,071	2,059,133,814
Income tax payable		44,483,435	99,470,540	21,382,920	92,220,362
Short-term provisions	29	202,039,880	238,646,968	156,238,283	193,403,596
Unbilled payables		158,047,286	45,929,627	14,567,832	46,716,673
Advances received from project management services	6, 11	1,275,714,879	926,797,318	1,415,905,073	1,084,943,822
Advances received from customers	6	749,701,236	541,973,942	126,411,145	291,508,391
Retention payables	6	208,182,546	217,533,085	206,213,466	242,043,113
Other current liabilities		119,141,313	79,206,491	76,683,755	45,954,440
Total current liabilities		8,039,602,017	9,546,886,816	8,392,478,411	10,422,123,226
Non-current liabilities					
Long-term debentures - net of current portion	25	7,980,165,955	3,991,418,463	7,980,165,955	3,991,418,463
Liabilities under finance lease agreements					
- net of current portion	26	5,092,390	12,712,382	5,092,390	11,273,188
Long-term loans - net of current portion	27	246,788,357	947,318,294	246,788,357	245,911,608
Deferred tax liabilities	33	7,778,046	7,144,738	-	-
Provision for long-term employee benefits	28	86,413,722	63,902,030	64,360,895	50,626,322
Long-term provisions	29	33,928,563	32,184,543	30,608,425	28,796,539
Other non-current liabilities		10,000,000	10,000,000	10,000,000	10,000,000
Total non-current liabilities		8,370,167,033	5,064,680,450	8,337,016,022	4,338,026,120
Total liabilities		16,409,769,050	14,611,567,266	16,729,494,433	14,760,149,346

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 2017

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2017	2016	2017	2016
<b>Shareholders' equity</b>					
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		5,150,396,725	5,159,491,182	5,150,396,725	5,159,491,182
Subordinated perpetual debentures	30	3,000,000,000	2,000,000,000	3,000,000,000	2,000,000,000
Retained earnings					
Appropriated - statutory reserve	31	33,330,000	33,330,000	33,330,000	33,330,000
Unappropriated		3,875,907,549	3,224,749,474	3,968,239,192	3,326,185,570
Other components of shareholders' equity		3,380,888	3,470,554	-	-
Equity attribute to owners of the Company		12,396,315,162	10,754,341,210	12,485,265,917	10,852,306,752
Non-controlling interests of the subsidiary	16.2	1,063,491,680	-	-	-
<b>Total shareholders' equity</b>		<b>13,459,806,842</b>	<b>10,754,341,210</b>	<b>12,485,265,917</b>	<b>10,852,306,752</b>
<b>Total liabilities and shareholders' equity</b>		<b>29,869,575,892</b>	<b>25,365,908,476</b>	<b>29,214,760,350</b>	<b>25,612,456,098</b>
		-	-	-	-

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 2017**

(Unit: Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2017	2016	2017	2016
<b>Profit or loss:</b>					
<b>Revenues</b>					
Revenue from sale of real estate	6	8,931,914,200	9,780,358,801	5,682,462,465	7,613,655,001
Revenue from project management services	6	1,649,783,023	852,853,502	1,691,660,883	923,720,344
Construction service income	6	1,208,132,087	539,415,968	-	-
Commission income	6	410,940,218	389,920,465	311,917,498	275,334,000
Rental income	6	22,331,753	20,126,035	10,392,740	8,494,817
Service income	6	160,128,115	130,007,236	-	-
Revenue from sale of food and beverages	6	18,871,350	25,164,635	6,795,097	8,109,006
Other income					
Interest income	6	223,473,335	157,452,498	411,885,327	288,301,800
Dividend income	6, 17.2	-	-	255,509,944	254,999,944
Gain on sale of investment in joint ventures	6	71,258,057	-	36,581,146	-
Gain on sale of project land and real estate development costs	6	-	-	-	41,101,275
Revenue from land sourcing	6	172,973,321	189,904,034	172,973,321	189,904,034
Others		80,352,712	144,572,835	42,964,538	93,282,562
<b>Total revenues</b>		<b>12,950,158,171</b>	<b>12,229,776,009</b>	<b>8,623,142,959</b>	<b>9,696,902,783</b>
<b>Expenses</b>					
Cost of real estate sold		6,060,370,507	6,472,918,914	3,906,565,408	5,035,819,237
Cost of project management services		483,425,981	412,413,381	533,902,226	461,889,794
Cost of construction services		1,105,768,108	492,598,031	-	-
Cost of commission income		253,512,327	192,503,555	208,303,315	106,825,950
Cost of rental		24,958,564	23,462,535	10,845,392	10,498,536
Cost of services		110,959,574	93,450,971	-	-
Cost of sale of food and beverages		7,439,336	10,142,186	3,412,851	4,103,790
Selling expenses		1,111,759,237	1,015,732,423	764,301,117	773,167,056
Administrative expenses		1,463,857,239	1,489,396,325	1,135,572,998	1,201,976,484
Other expenses					
Loss from impairment of investments in subsidiaries	16	-	-	13,300,000	9,000,000
<b>Total expenses</b>		<b>10,622,050,873</b>	<b>10,202,618,321</b>	<b>6,576,203,307</b>	<b>7,603,280,847</b>
<b>Profit before share of profit (loss) from investments in joint ventures, finance cost and income tax</b>		<b>2,328,107,298</b>	<b>2,027,157,688</b>	<b>2,046,939,652</b>	<b>2,093,621,936</b>
Share of profit (loss) from investments in joint ventures	17.2	(341,522,603)	115,415,395	-	-
<b>Profit before finance cost and income tax expenses</b>		<b>1,986,584,695</b>	<b>2,142,573,083</b>	<b>2,046,939,652</b>	<b>2,093,621,936</b>
Finance cost	6	(285,232,160)	(334,835,726)	(443,826,329)	(389,361,811)
<b>Profit before income tax expenses</b>		<b>1,701,352,535</b>	<b>1,807,737,357</b>	<b>1,603,113,323</b>	<b>1,704,260,125</b>
Income tax expense	33	(372,898,049)	(306,295,602)	(286,648,968)	(293,641,317)
<b>Profit for the year</b>		<b>1,328,454,486</b>	<b>1,501,441,755</b>	<b>1,316,464,355</b>	<b>1,410,618,808</b>

**Ananda Development Public Company Limited and its subsidiaries**  
**Statement of comprehensive income (continued)**  
**For the year ended 31 December 2017**

(Unit: Baht)

		Consolidated financial statements		Separate financial statements	
	Note	2017	2016	2017	2016
<b>Other comprehensive income:</b>					
Other comprehensive income not to be reclassified to profit or loss in subsequent periods					
Actuarial gain (loss)		(7,582,661)	2,769,378	(3,975,564)	2,626,680
Less: Income tax effect	33	1,516,532	(553,876)	795,113	(525,336)
Other comprehensive income not to be reclassified to profit or loss in subsequent periods - net of income tax		(6,066,129)	2,215,502	(3,180,451)	2,101,344
<b>Other comprehensive income for the year</b>		(6,066,129)	2,215,502	(3,180,451)	2,101,344
<b>Total comprehensive income for the year</b>		1,322,388,357	1,503,657,257	1,313,283,904	1,412,720,152
<b>Profit attributable to</b>					
Equity holders of the Company		1,328,454,486	1,501,441,755	1,316,464,355	1,410,618,808
Non-controlling interest of the subsidiary		-	-		
		1,328,454,486	1,501,441,755		
<b>Total comprehensive income attributable to</b>					
Equity holders of the Company		1,322,388,357	1,503,657,257	1,313,283,904	1,412,720,152
Non-controlling interest of the subsidiary		-	-		
		1,322,388,357	1,503,657,257		
<b>Earnings per share</b>					
	35				
<b>Basic earnings per share</b>					
Profit attributable to equity holders of the Company		0.34	0.42	0.34	0.39

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

Ananda Development Public Company Limited

Ananda Development Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the year ended 31 December 2017

(Unit: Baht)

	Consolidated financial statements										
						Other components of equity					
						Other changes by the owners			Total equity attributable to owners of the Company	Equity attributable to non-controlling interests of the subsidiary	Total shareholders'
						Surplus on business combination under common control	Valuation surplus of the fair value of assets from an acquisition	Total other components of shareholders' equity			
	Issued and fully paid-up share capital	Share premium on ordinary shares	Subordinated perpetual debentures	Retained earnings Appropriated - statutory reserve	Unappropriated						
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	-	8,727,172,898
Profit for the year	-	-	-	-	1,501,441,755	-	-	-	1,501,441,755	-	1,501,441,755
Other comprehensive income for the year	-	-	-	-	2,215,502	-	-	-	2,215,502	-	2,215,502
Total comprehensive income for the year	-	-	-	-	1,503,657,257	-	-	-	1,503,657,257	-	1,503,657,257
Amortisation of valuation surplus	-	-	-	-	-	-	(90,217)	(90,217)	(90,217)	-	(90,217)
Dividend paid (Note 38)	-	-	-	-	(359,959,900)	-	-	-	(359,959,900)	-	(359,959,900)
Issuance of subordinated perpetual debentures (Note 30)	-	(9,962,114)	1,000,000,000	-	-	-	-	-	990,037,886	-	990,037,886
Dividend paid for subordinated perpetual debentures - net of income tax (Note 30)	-	-	-	-	(106,476,714)	-	-	-	(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	-	10,754,341,210
Balance as at 1 January 2017	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	-	10,754,341,210
Profit for the year	-	-	-	-	1,328,454,486	-	-	-	1,328,454,486	-	1,328,454,486
Other comprehensive income for the year	-	-	-	-	(6,066,129)	-	-	-	(6,066,129)	-	(6,066,129)
Total comprehensive income for the year	-	-	-	-	1,322,388,357	-	-	-	1,322,388,357	-	1,322,388,357
Amortisation of valuation surplus	-	-	-	-	-	-	(89,666)	(89,666)	(89,666)	-	(89,666)
Dividend paid (Note 38)	-	-	-	-	(483,281,127)	-	-	-	(483,281,127)	-	(483,281,127)
Issuance of preference share of subsidiary (Note 16.2)	-	-	-	-	-	-	-	-	-	1,063,491,680	1,063,491,680
Issuance of subordinated perpetual debentures (Note 30)	-	(9,094,457)	1,000,000,000	-	-	-	-	-	990,905,543	-	990,905,543
Dividend paid for subordinated perpetual debentures (Note 30)	-	-	-	-	(187,949,155)	-	-	-	(187,949,155)	-	(187,949,155)
Balance as at 31 December 2017	333,300,000	5,150,396,725	3,000,000,000	33,330,000	3,875,907,549	2,239,713	1,141,175	3,380,888	12,396,315,162	1,063,491,680	13,459,806,842

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 2017

(Unit: Baht)

	Separate financial statements					
	Issued and			Retained earnings		
	fully paid-up	Share premium	Subordinated	Appropriated -		Total
	share capital	on ordinary shares	perpetual debentures	statutory reserve	Unappropriated	shareholders' equity
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
Dividend paid (Note 38)	-	-	-	-	(359,959,900)	(359,959,900)
Issuance of subordinated perpetual debentures (note 30)	-	(9,962,114)	1,000,000,000	-	-	990,037,886
Dividend paid for subordinated perpetual debentures - net of income tax (Note 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
Balance as at 1 January 2017	333,300,000	5,159,491,182	2,000,000,000	33,330,000	3,326,185,570	10,852,306,752
Profit for the year	-	-	-	-	1,316,464,355	1,316,464,355
Other comprehensive income for the year	-	-	-	-	(3,180,451)	(3,180,451)
Total comprehensive income for the year	-	-	-	-	1,313,283,904	1,313,283,904
Dividend paid (Note 38)	-	-	-	-	(483,281,127)	(483,281,127)
Issuance of subordinated perpetual debentures (Note 30)	-	(9,094,457)	1,000,000,000	-	-	990,905,543
Dividend paid for subordinated perpetual debentures - net of income tax (Note 30)	-	-	-	-	(187,949,155)	(187,949,155)
Balance as at 31 December 2017	333,300,000	5,150,396,725	3,000,000,000	33,330,000	3,968,239,192	12,485,265,917

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 2017**

(Unit: Baht)

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2017	2016	2017	2016
<b>Cash flows from operating activities</b>				
Profit before tax	1,701,352,535	1,807,737,357	1,603,113,323	1,704,260,125
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	6,060,370,507	6,472,918,914	3,906,565,408	5,035,819,237
Decrease in project management in progress as a result				
of transfer to cost of project management services	483,425,981	412,413,381	533,902,226	461,889,794
Decrease in construction in progress as a result				
of transfer to cost of construction services	1,105,768,108	492,598,031	-	-
Depreciation and amortisation	126,540,319	94,718,339	81,582,352	60,744,875
Doubtful accounts (reversal)	(118,801)	271,663	(1,299,823)	271,663
Reduction of real estate development costs to net realisable value	(307,398)	18,092,720	5,854,652	34,052,531
Long-term employee benefits expenses	15,093,015	16,614,755	9,759,009	12,290,977
Short-term provisions expenses	8,643,839	121,364,710	373,816	103,145,196
Long-term provisions expenses	1,744,020	-	1,811,886	-
Loss on impairment of assets (reversal)	(11,039,800)	20,486,838	(9,441,677)	20,115,999
Loss on impairment of investments in subsidiaries	-	-	13,300,000	9,000,000
Gain on sale of investments in subsidiaries	(18,325,769)	(1,251,213)	-	-
Gain on changes in fair value of investments in trading securities	-	(64,680)	-	(64,680)
Loss on sale/write-off of buildings, equipment,				
vehicles and intangible assets	12,627,428	15,113,594	960,362	13,012,233
Gain on sales of investment in joint ventures	(71,258,057)	-	(36,581,146)	-
Gain on sales of current investment	(2,979,578)	-	(2,979,578)	-
Transfer of deferred financial fees to finance cost	22,995,662	20,602,790	22,995,662	20,602,790
Share of loss (profit) from investments in joint ventures	341,522,603	(115,415,395)	-	-
Interest income	(223,473,335)	(157,452,498)	(411,885,327)	(288,301,800)
Dividend income	-	-	(255,509,944)	(254,999,944)
Interest expenses	262,236,498	314,232,936	420,830,667	368,759,021
Profit from operating activities before changes in				
operating assets and liabilities	9,814,817,777	9,532,982,242	5,883,351,868	7,300,598,017
<b>Operating assets (increase) decrease</b>				
Trade and other receivables	(705,316,206)	(249,017,312)	(660,810,372)	(113,692,522)
Unbilled receivables	(296,865,390)	(210,460,332)	2,548,144	2,454,595
Project management in progress	(455,614,460)	(433,571,213)	(454,253,444)	(498,354,179)
Inventories	(16,744,499)	3,679,171	146,464	165,817
Real estate development costs	(12,150,802,216)	(6,552,942,137)	(2,414,948,080)	(1,819,221,782)
Construction in progress	(1,108,453,727)	(530,087,910)	-	-
Advance payments for constructions	24,406,991	77,452,430	32,565,208	141,602,776
Advance payments for purchase of project land and related costs	(1,393,077,537)	599,286,600	(530,837,497)	599,286,600
Other current assets	(82,901,508)	(27,461,479)	(45,906,819)	14,940,413
Other non-current assets	(17,864,548)	(27,825,671)	6,659,904	(21,506,393)

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 2017**

(Unit: Baht)

	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
<b>Operating liabilities increase (decrease)</b>				
Trade and other payables	265,471,925	85,358,520	(268,470,591)	(22,292,488)
Short-term provisions	(45,250,927)	(56,620,241)	(37,539,129)	(41,184,903)
Unbilled payables	112,117,659	19,515,739	(32,148,841)	14,749,697
Advances received from project management services	348,917,561	400,084,337	330,961,251	329,217,495
Advance received from customers	207,727,294	(152,613,028)	(165,097,246)	(335,187,750)
Other current liabilities	35,039,250	3,384,115	(6,578,033)	29,984,647
Provision for long-term employee benefits	(163,984)	-	-	-
Cash flows from (used in) operating activities	(5,464,556,545)	2,481,143,831	1,639,642,787	5,581,560,040
Cash paid for corporate income tax	(224,174,541)	(406,687,848)	(295,297,173)	(358,597,109)
<b>Net cash flows from (used in) operating activities</b>	<b>(5,688,731,086)</b>	<b>2,074,455,983</b>	<b>1,344,345,614</b>	<b>5,222,962,931</b>
<b>Cash flows from investing activities</b>				
Decrease (increase) in restricted financial institution deposits/withdrawal conditions	4,022,952	(120,848,021)	2,692,442	(180,786,394)
Decrease (increase) in current investment	503,044,258	(500,000,000)	503,044,258	(500,000,000)
Decrease (increase) in short-term loans to related parties	3,505,140,000	(1,624,740,000)	254,573,879	(4,959,025,829)
Cash paid for long-term loans to related parties	(1,514,750,000)	(1,421,155,000)	(1,514,750,000)	(1,421,155,000)
Cash received from long-term loans to related parties	150,753,205	459,000,000	877,503,205	459,000,000
Cash received (decrease) from sale of investments in subsidiaries	(62,664,133)	(29,386,706)	238,611	343,000
Cash paid for investments in subsidiaries	-	-	(3,100,162,500)	(4,197,500)
Cash paid for investments in joint ventures	(2,673,847,000)	(1,223,796,000)	(2,673,847,000)	(1,223,796,000)
Cash received from sale of investment in joint venture	521,081,046	-	1,630,404,646	-
Cash received from interest income	125,271,393	52,725,773	245,525,563	95,687,376
Dividend income	255,509,944	254,999,944	255,509,944	254,999,944
Proceeds from sales of buildings, equipment and vehicles	5,589,168	5,034,159	58,850	5,034,008
Cash paid for acquisitions of buildings, equipment and intangible assets	(119,327,283)	(498,168,354)	(62,362,294)	(375,190,684)
Cash paid for leasehold rights	(99,516,725)	-	-	-
Cash paid for purchasing investment property of subsidiary	(479,487,554)	-	-	-
Cash paid for other long-term investment	(12,500,000)	-	(12,500,000)	-
<b>Net cash flows from (used in) investing activities</b>	<b>108,319,271</b>	<b>(4,646,334,205)</b>	<b>(3,594,070,396)</b>	<b>(7,849,087,079)</b>

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 2017**

(Unit: Baht)

	<b>Consolidated financial statements</b>		<b>Separate financial statements</b>	
	2017	2016	2017	2016
<b>Cash flows from financing activities</b>				
Increase (decrease) in short-term loans from financial institutions	2,900,516,212	855,550,000	(289,170,000)	289,170,000
Increase in short-term loans from related parties	950,000,000	-	1,570,000,000	1,060,000,000
Cash paid for liabilities under finance lease agreements	(15,974,288)	(22,822,646)	(7,287,423)	(8,768,832)
Cash received from long-term loans	1,595,420,850	2,334,702,900	933,000,000	1,312,402,900
Repayment of long-term loans	(1,817,060,378)	(1,539,402,900)	(1,085,878,632)	(1,223,002,900)
Cash received from long-term debentures	6,000,000,000	2,000,000,000	6,000,000,000	2,000,000,000
Cash received from short-term debentures	-	1,000,000,000	-	1,000,000,000
Repayment of short-term debentures	(1,000,000,000)	-	(1,000,000,000)	-
Repayment of long-term debentures	(4,000,000,000)	(2,395,000,000)	(4,000,000,000)	(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	(31,529,665)	(24,936,082)	(30,024,665)	(16,128,667)
Cash paid for fees related to issuance preference shares	(33,135,400)	-	-	-
Cash paid for fees related to issuance of subordinated perpetual debentures	(11,368,070)	(12,452,643)	(11,368,070)	(12,452,643)
Cash received from issuance of preference shares	1,090,000,000	-	-	-
Cash paid for interest expenses	(447,580,072)	(521,353,435)	(434,523,117)	(478,779,318)
Cash paid for dividend	(483,281,126)	(359,959,900)	(483,281,126)	(359,959,900)
Cash paid for dividend of subordinated perpetual debentures	(234,936,444)	(133,095,893)	(234,936,444)	(133,095,893)
<b>Net cash flow from financing activities</b>	<b>5,461,071,619</b>	<b>2,181,229,401</b>	<b>1,926,530,523</b>	<b>2,034,384,747</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(119,340,196)</b>	<b>(390,648,821)</b>	<b>(323,194,259)</b>	<b>(591,739,401)</b>
Cash and cash equivalents at beginning of year	2,182,743,520	2,573,392,341	1,430,556,393	2,022,295,794
<b>Cash and cash equivalents at end of year</b>	<b>2,063,403,324</b>	<b>2,182,743,520</b>	<b>1,107,362,134</b>	<b>1,430,556,393</b>
	-	-	-	-

**Supplemental cash flow information**

Non-cash transactions

Transfer of real estate development costs to

investment properties	12,900,020	30,766,285	8,646,847	30,766,285
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Transfer of property, buildings and equipment to investment properties	20,671,719	-	13,206,140	-
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Transfer of property, buildings and equipment to leasehold rights	33,403,406	-	-	-
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Liabilities under finance lease agreements decreased

from sale of vehicle acquired under finance lease agreements	-	1,240,056	-	1,240,056
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Investments in subsidiaries changed to investments in

joint ventures	-	356,300	460,800	356,300
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Amortisation of valuation surplus of the fair value

of assets from an acquisition	89,666	90,217	-	-
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Actuarial gain	-7,582,661	2,769,378	(3,975,564)	2,626,680
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Increase in other current liabilities from deferred tax assets	1,477,699	2,328,767	1,477,699	2,328,767
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Investment payable	-	257,754,000	-	257,754,000
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Estimated cost of decommissioning	-	31,338,001	-	28,039,112
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Assets acquisition payable	213,091	-	213,091	-
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Transfer of deferred financial fees to other current assets	798,000	-	180,500	-
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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 2017**

## 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, Soi Windmill Housing Estate 3, Bangna-Trad (Km. 10.5) Road, Bangpleeyai, Bangplee, Samutprakarn. The Company has one branch located at 2525, FYI Center building, 11th Floor, Rama 4 Road, Klongtoey, Klongtoey, Bangkok.

## 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 11 October 2016, 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	
			2017	2016
			(%)	(%)
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	
			2017 (%)	2016 (%)
Baan Niravana Co., Ltd. (100.00% equity interest held by Ananda Development One Co., Ltd.)	Development of real estate projects	Thailand	100.00	100.00
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	100.00
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 services, development of real estate 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	99.80
ADC-JV 2 Co., Ltd.	Development of real estate projects	Thailand	-	99.80
ADC-JV 5 Co., Ltd.	Development of real estate projects	Thailand	-	99.70
ADC-JV 6 Co., Ltd.	Development of real estate projects	Thailand	-	99.70
ADC-JV 7 Co., Ltd.	Development of real estate projects	Thailand	100.00	99.70
ADC-JV 8 Co., Ltd.	Development of real estate projects	Thailand	-	99.70
AH-SPV 1 Co., Ltd.	Development of real estate projects of mixed-use building	Thailand	99.80	99.80
ADC-JV 10 Co., Ltd.	Development of real estate projects	Thailand	100.00	-
ADC-JV 11 Co., Ltd.	Development of real estate projects	Thailand	99.70	-
ADC-JV 12 Co., Ltd.	Development of real estate projects	Thailand	99.70	-
ADC-JV 14 Co., Ltd.	Development of real estate projects	Thailand	99.70	-
ADC-JV 15 Co., Ltd.	Development of real estate projects	Thailand	99.70	-
ADC-JV 16 Co., Ltd.	Development of real estate projects	Thailand	99.70	-
ADC-JV 17 Co., Ltd.	Development of real estate projects	Thailand	99.70	-
Ashton Silom Co., Ltd.	Investment in a real estate development company	Thailand	100.00	-
Helix Development Thonglor Co., Ltd.	Development of real estate projects	Thailand	99.70	-
Ananda MF Asia Co., Ltd.	Development of real estate projects	Thailand	100.00	51.00
AH-SPV 2 Co., Ltd.	Development of real estate projects of mixed-use building	Thailand	99.70	-

Subsidiaries' name	Nature of business	Country of incorporation	Percentage of shareholding	
			2017 (%)	2016 (%)
AH-SPV 3 Co., Ltd.	Development of real estate projects of mixed-use building	Thailand	99.70	-
AH-SPV 4 Co., Ltd.	Development of real estate projects of mixed-use building	Thailand	99.70	-
Ashton Asoke Praram 9 Two Co., Ltd.	Investment in a real estate development company	Thailand	100.00	-
Ideo Q Victory Co., Ltd.	Investment in a real estate development company	Thailand	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.
- f) Non-controlling interests represent the portion of profit or loss and net assets of the subsidiaries that are not held by the Company and are presented separately in the consolidated profit or loss and within equity in the consolidated statement of financial position.

2.3 The separate financial statements 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 financial reporting standards and interpretations (revised 2016) and new accounting treatment guidance which are 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 adoption of these financial reporting standards does not have any significant impact on the Company and its subsidiaries' financial statements. 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.

This standard does not have any significant impact on the Company and its subsidiaries' financial statements because the management has decided to continue accounting for such investments under the cost method in the separate 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 2017) which are effective for fiscal years beginning on or after 1 January 2018. These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards with most of the changes and clarification directed towards disclosures in the notes to financial statements.

The management of the Company and its subsidiaries believe that the revised financial reporting standards will not have any significant impact on the financial statements when they are initially applied.

## 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 weighted 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 non-marketable equity securities, which the Company classifies as other investments, are stated at cost net of allowance for impairment loss (if any).
- c) Investments in joint ventures and associates are accounted for in the consolidated financial statements using the equity method.
- d) 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 Leasehold rights/Amortisation

Leasehold rights is stated at cost less accumulated amortisation.

Subsidiaries amortise leasehold rights on a straight-line basis over a period of lease.

Amortisation include in operating result.

#### 4.13 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.

#### 4.14 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.

#### 4.15 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.

## 4.16 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.

## 4.17 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.

## 4.18 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 and other long-term employee benefits

The Company and its subsidiaries have obligations in respect of the severance payments they must make to employees upon retirement under labour law and other employee benefit plans. The Company and its subsidiaries treat these severance payment obligations as a defined benefit plan. In addition, the Company provides other long-term employee benefit plan, namely long service awards.

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.

### 4.19 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.

### 4.20 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.

## 4.21 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 Company, its subsidiaries and joint ventures 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 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.
- Ananda MF Asia Udomsuk Two Co., Ltd.
- Ananda MF Asia Thonglor Co., Ltd.
- Ananda MF Asia Ramkumhaeng Co., Ltd.
- Ananda MF Asia Senanikom Co., Ltd.
- Ananda MF Asia Ratchaprarop Co., Ltd.
- Ananda MF Asia Phraram 9 Two Co., Ltd.
- Ananda APAC Phraram 9 Two Co., Ltd.

Even though the Company holds 51% of shares 74% of shares and 86.4% 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 through 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.

## **Property plant and equipment/Depreciation and amortisation**

In determining depreciation of buildings and equipment and investment properties, the management is required to make estimates of the useful lives and residual values of the Company’s buildings and equipment and investment properties 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 property, 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 and other long-term employee benefits

The obligation under the defined benefit plan and other long-term employee benefit plants 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, its subsidiaries and joint ventures are summarised as described in Notes 15 - 17 and the relationships between the Company and other related parties and summarised below:

Name	Relationship
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
Toscana Valley Co., Ltd.	Major shareholder and director is a close relative of the Company's management
Directors	Directors of the Company and its subsidiaries

6.1 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		Pricing policy
	financial statements		financial statements		
	2017	2016	2017	2016	
<b>Transactions with subsidiary companies</b>					
(eliminated from the consolidated financial statements)					
Project management income	-	-	42	71	Contract price by the project, 2.87% and 6.50% of project value, as specified in contract
Commission income	-	-	1	-	1.00% of sale value of condominium units with contract entered into and transferred during the year
Rental income	-	-	1	1	Contract price
Interest income	-	-	199	136	MLR + fixed rate, MOR - fixed rate 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	Contract price
Construction cost of real estate development project	-	-	268	608	Cost plus gross margin
Commission expenses	-	-	70	66	0.38% - 6.00% of sale value of condominium units for which deposits were paid during the year
Interest expenses	-	-	72	57	MOR - fixed rate and interest rate on 12-month + 0.10%
Other service expenses	-	-	7	14	Contract price

(Unit: Million Baht)

	Consolidated		Separate		
	financial statements		financial statements		
	2017	2016	2017	2016	Pricing policy
<b>Transactions with joint ventures</b>					
Project management income	1,650	853	1,650	853	Contract price by the project and 7.50% of project value, as specified in contract
Construction service income	26	-	-	-	Contract price
Service income	1	1	-	-	Contract price
Commission income	330	275	311	275	1.50% and 2.50% of sale value of condominium units with contract entered into and transferred during the year
Interest income	212	146	205	146	4.12% - 6.00% per annum (2016: 4.80% - 6.00% per annum)
Dividend income	-	-	256	255	As declared
Gain on sale of investments in joint ventures	71	-	37	-	Contract price
Revenue from land sourcing	173	190	173	190	Contract price
Other income	19	37	-	-	Contract price
Rental expenses	1	-	1	-	Contract price
<b>Transactions with related parties</b>					
Construction service income	2	95	-	-	Contract price
Rental expenses	4	4	-	-	Contract price
Other service income	26	11	26	11	Contract price
<b>Transactions with directors</b>					
Revenue from sale of real estate	-	15	-	15	Contract price
Construction service income	11	7	-	-	Contract price

6.2 The balances of the accounts as at 31 December 2017 and 2016 between the Company and those related companies are as follows:

	(Unit: Thousand Baht)			
	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
<b>Trade and other receivables - related parties (Note 9)</b>				
Subsidiaries	-	-	26,571	651
Joint ventures	863,799	188,517	829,904	187,999
Related parties	13,129	67,006	2,146	2,146
Director	10,716	-	-	-
Total	887,644	255,523	858,621	190,796
Less: Allowance for doubtful accounts	(2,146)	(2,146)	(2,146)	(2,146)
Total trade and other receivables - related parties, net	885,498	253,377	856,475	188,650

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
<b><u>Advance payments for constructions - related party</u></b>				
Subsidiary	-	-	53,437	27,270
Joint venture	-	-	-	-
Related party	-	2,542	-	-
Director	-	56	-	-
Total Advance payments for constructions - related party	-	2,598	53,437	27,270
<b><u>Unbilled receivables - related parties</u></b>				
Joint venture	1,864	2,548	-	2,548
Related party	2,284	11,741	-	-
Director	1,219	2,185	-	-
Total unbilled receivables - related parties	5,367	16,474	-	2,548
<b><u>Deposits - related party</u></b>				
<b>(shown under other current assets)</b>				
Subsidiary	-	-	386	213
Joint venture	-	406	-	406
Total deposits - related party	-	406	386	619
<b><u>Trade and other payables - related parties (Note 23)</u></b>				
Subsidiaries	-	-	90,313	13,689
Joint ventures	7,768	276,708	7,768	276,708
Related parties	7,738	6,404	-	110
Total trade and other payables - related parties	15,506	283,112	98,081	290,507
<b><u>Advances received from project management services - related parties</u></b>				
Subsidiaries	-	-	140,190	158,147
Joint ventures	1,275,715	926,797	1,275,715	926,797
Total advances received from project management service - related parties	1,275,715	926,797	1,415,905	1,084,944
<b><u>Advances received from customers - related parties</u></b>				
Joint ventures	55,286	-	-	-
Related party	733	733	-	-
Director	392	1,639	-	217
Total advances received from customers - related parties	56,411	2,372	-	217
<b><u>Retention payable - related parties</u></b>				
Subsidiary	-	-	123,823	114,424
<b><u>Deposit payables - related parties</u></b>				
<b>(shown under other current liabilities)</b>				
Subsidiaries	-	-	208	208



As at 31 December 2017, the Company had outstanding advances to three joint ventures (presented in trade and other receivables - related parties) amounting to Baht 500 million, which were to be used to redeem the mortgage of residential condominium units to be transferred to customers of the joint ventures. In January 2018, the Company received a portion of advances amounting to Baht 450 million. Subsequently, on 22 February 2018, the other joint venture entered into an addendum to a loan agreement with the Company and another venturer whereby it would borrow funds to repay the remaining advances to the Company and for use as working capital.

### 6.3 Loans to and loans from related parties

As at 31 December 2017 and 2016, 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 31 December 2016		Increase		Decrease		Balance as at 31 December 2017	
	Loans	Interest	Loans	Interest	Loans	Interest	Loans	Interest
<b>Short-term loans to and interest</b>								
<b>receivable from related parties</b>								
<b>Joint Ventures</b>								
Ananda MF Asia Phraram 9 Co., Ltd.	1,503,600	20,446	-	24,146	(1,503,600)	(44,592)	-	-
Ananda MF Asia Victory Monument Co., Ltd.	121,140	2,454	-	830	(121,140)	(3,284)	-	-
Ananda MF Asia Udomsuk Two Co., Ltd.	-	-	378,900	9,596	(378,900)	(9,596)	-	-
Ananda MF Asia Thonglor Co., Ltd.	-	-	501,000	7,454	(501,000)	(7,454)	-	-
Ananda MF Asia Ramkumhaeng Co., Ltd.	-	-	548,500	17,028	(548,500)	(17,028)	-	-
Ananda MF Asia Senanikom Co., Ltd.	-	-	181,000	2,583	(181,000)	(2,583)	-	-
Ananda MF Asia Ratchaprarop Co., Ltd.	-	-	671,300	3,368	(671,300)	(3,368)	-	-
Ananda MF Asia Phraram 9 Two Co., Ltd.	-	-	759,500	2,400	-	-	759,500	2,400
<b>Total short-term loans to and interest</b>	<b>1,624,740</b>	<b>22,900</b>	<b>3,040,200</b>	<b>67,405</b>	<b>(3,905,440)</b>	<b>(87,905)</b>	<b>759,500</b>	<b>2,400</b>
<b>receivable from related parties</b>								
<b>Long-term loans to and interest</b>								
<b>receivable from related parties</b>								
<b>Joint Ventures</b>								
Ananda MF Asia Ratchathewi Co., Ltd.	280,500	31,430	-	16,830	-	-	280,500	48,260
Ananda MF Asia Asoke Co., Ltd.	280,500	34,955	153,000	19,412	-	-	433,500	54,367
Ananda MF Asia Samyan Co., Ltd.	408,000	35,613	-	24,480	-	-	408,000	60,093
Ananda MF Asia Chitlom Co., Ltd.	153,000	10,882	51,000	9,700	-	-	204,000	20,582
Ananda MF Asia Bangna Co., Ltd.	216,750	11,299	102,000	14,556	-	-	318,750	25,855
Ananda MF Asia Chongnonsi Co., Ltd.	255,000	16,126	-	15,300	-	-	255,000	31,426
Ananda MF Asia Taopoon Co., Ltd.	178,500	9,968	-	10,710	-	-	178,500	20,678
Ananda MF Asia Thaphra Co., Ltd.	267,750	10,695	25,500	15,245	(74,253)	(2,247)	218,997	23,693
Ananda MF Asia Petchaburi Co., Ltd.	25,500	600	102,000	5,688	-	-	127,500	6,288
Ananda MF Asia Bangchak Co., Ltd.	76,500	1,798	-	1,069	(76,500)	(2,867)	-	-
Ananda MF Asia Saphankhwai Co., Ltd.	25,500	214	153,000	3,559	-	-	178,500	3,773
Ananda APAC Bangchak Co., Ltd.	153,805	278	-	9,228	-	-	153,805	9,506
Ananda MF Asia Phraram9 Co., Ltd.	-	-	306,000	9,607	-	-	306,000	9,607
Ananda MF Asia Victory Monument Co., Ltd.	-	-	165,750	9,291	-	-	165,750	9,291
Ananda MF Asia Udomsuk Two Co., Ltd.	-	-	76,500	2,590	-	-	76,500	2,590

(Unit: Thousand Baht)

## Consolidated financial statements

	Balance as at						Balance as at	
	31 December 2016		Increase		Decrease		31 December 2017	
	Loans	Interest	Loans	Interest	Loans	Interest	Loans	Interest
Ananda MF Asia Thonglor Co.,Ltd.	-	-	102,000	3,454	-	-	102,000	3,454
Ananda MF Asia Ramkumhaeng Co.,Ltd.	-	-	76,500	1,652	-	-	76,500	1,652
Ananda MF Asia Udomsuk Co., Ltd.	-	-	127,500	3,731	-	-	127,500	3,731
Ananda MF Asia Ratchaprarop Co.,Ltd.	-	-	74,000	888	-	-	74,000	888
<b>Total long-term loans to and interest receivable from related parties</b>	2,321,305	163,858	1,514,750	176,990	(150,753)	(5,114)	3,685,302	335,734
Less: Current portion	(892,500)	(87,235)					(2,424,747)	(291,242)
<b>Long-term loans to and interest receivable from related parties - net of current portion</b>	1,428,805	76,623					1,260,555	44,492

(Unit: Thousand Baht)

## Separate financial statements

	Balance as at						Balance as at	
	31 December 2016		Increase		Decrease		31 December 2017	
	Loans	Interest	Loans	Interest	Loans	Interest	Loans	Interest
<b>Short-term loans to and interest receivable from related parties</b>								
<b>Subsidiaries</b>								
Blue Deck Co., Ltd.	17,040	779	3,561	704	-	-	20,601	1,483
The Works Community Management Co., Ltd.	20,940	408	-	60	(20,940)	(468)	-	-
Bira Circuit One Co., Ltd.	5,226	3,322	-	432	-	-	5,226	3,754
Helix Co., Ltd.	2,404,123	83,196	2,065,300	119,937	(2,142,961)	(85,506)	2,326,462	117,627
JV-Co1 Co., Ltd.	443,000	10,304	5,000	22,700	-	-	448,000	33,004
ADC-JV 2 Co., Ltd.	378,900	1,608	-	7,235	(378,900)	(8,843)	-	-
ADC-JV 5 Co., Ltd.	-	-	500,000	6,066	(500,000)	(6,066)	-	-
ADC-JV 6 Co., Ltd.	536,000	2,772	12,500	10,269	(548,500)	(13,041)	-	-
ADC-JV 7 Co., Ltd.	-	-	1,097,600	4,470	(661,600)	(4,273)	436,000	197
ADC-JV 8 Co., Ltd.	-	-	556,000	4,647	(556,000)	(4,647)	-	-
AH-SPV 1 Co., Ltd.	51,926	412	97,731	4,852	-	-	149,657	5,264
AH-SPV 3 Co., Ltd.	-	-	10,000	14	-	-	10,000	14
AH-SPV 4 Co., Ltd.	-	-	10,000	27	-	-	10,000	27
ADC-JV 9 Co., Ltd.	-	-	754,500	946	(754,500)	(946)	-	-
ADC-JV 10 Co., Ltd.	-	-	14,000	25	(14,000)	(25)	-	-
ADC-JV 11 Co., Ltd.	-	-	629,370	12,628	(300,000)	(7,270)	329,370	5,358
ADC-JV 12 Co., Ltd.	-	-	716,980	1,376	-	-	716,980	1,376
ADC-JV 13 Co., Ltd.	-	-	665,000	3,027	(665,000)	(3,027)	-	-
ADC-JV 15 Co., Ltd.	-	-	15,525	5	-	-	15,525	5
<b>Joint Ventures</b>								
Ananda MF Asia Phraram 9 Co., Ltd.	1,503,600	20,446	-	24,146	(1,503,600)	(44,592)	-	-
Ananda MF Asia Victory Monument Co., Ltd.	121,140	2,454	-	830	(121,140)	(3,284)	-	-
Ananda MF Asia Udomsuk Two Co.,Ltd.	-	-	378,900	9,596	(378,900)	(9,596)	-	-
Ananda MF Asia Thonglor Co.,Ltd.	-	-	501,000	7,454	(501,000)	(7,454)	-	-
Ananda MF Asia Ramkumhaeng Co.,Ltd.	-	-	548,500	17,028	(548,500)	(17,028)	-	-
Ananda MF Asia Senanikom Co.,Ltd.	-	-	181,000	2,583	(181,000)	(2,583)	-	-
Ananda MF Asia Ratchaprarop Co.,Ltd.	-	-	671,300	3,368	(671,300)	(3,368)	-	-
Ananda MF Asia Pharam 9 Two Co.,Ltd.	-	-	759,500	2,400	-	-	759,500	2,400
<b>Total short-term loans to and interest receivable from related parties</b>	5,481,895	125,701	10,193,267	266,825	(10,447,841)	(222,017)	5,227,321	170,509

Separate financial statements								
	Balance as at						Balance as at	
	31 December 2016		Increase		Decrease		31 December 2017	
	Loans	Interest	Loans	Interest	Loans	Interest	Loans	Interest
<b>Long-term loans to and interest receivable from related parties</b>								
<b>Joint Ventures</b>								
Ananda MF Asia Ratchathewi Co., Ltd.	280,500	31,430	-	16,830	-	-	280,500	48,260
Ananda MF Asia Asoke Co., Ltd.	280,500	34,955	153,000	19,412	-	-	433,500	54,367
Ananda MF Asia Samyan Co., Ltd.	408,000	35,613	-	24,480	-	-	408,000	60,093
Ananda MF Asia Chitlom Co., Ltd.	153,000	10,882	51,000	9,700	-	-	204,000	20,582
Ananda MF Asia Bangna Co., Ltd.	216,750	11,299	102,000	14,556	-	-	318,750	25,855
Ananda MF Asia Chongnonsi Co., Ltd.	255,000	16,126	-	9,012	(255,000)	(25,138)	-	-
Ananda MF Asia Taopoon Co., Ltd.	178,500	9,968	-	10,710	-	-	178,500	20,678
Ananda MF Asia Thaphra Co., Ltd.	267,750	10,695	25,500	15,245	(74,253)	(2,247)	218,997	23,693
Ananda MF Asia Petchaburi Co., Ltd.	25,500	600	102,000	5,688	-	-	127,500	6,288
Ananda MF Asia Bangchak Co., Ltd.	76,500	1,798	-	1,069	(76,500)	(2,867)	-	-
Ananda MF Asia Saphankhwai Co., Ltd.	25,500	214	153,000	3,559	-	-	178,500	3,773
Ananda APAC Bangchak Co., Ltd.	153,805	278	-	9,228	-	-	153,805	9,506
Ananda MF Asia Phraram9 Co., Ltd.	-	-	306,000	9,104	(306,000)	(9,104)	-	-
Ananda MF Asia Victory Monument Co., Ltd.	-	-	165,750	9,019	(165,750)	(9,019)	-	-
Ananda MF Asia Udornsuk Two Co., Ltd.	-	-	76,500	2,590	-	-	76,500	2,590
Ananda MF Asia Thonglor Co., Ltd.	-	-	102,000	3,454	-	-	102,000	3,454
Ananda MF Asia Ramkumhaeng Co., Ltd.	-	-	76,500	1,652	-	-	76,500	1,652
Ananda MF Asia Udornsuk Co., Ltd.	-	-	127,500	3,731	-	-	127,500	3,731
Ananda MF Asia Ratchaprarop Co., Ltd.	-	-	74,000	888	-	-	74,000	888
<b>Total long-term loans to and interest receivable from related parties</b>	<b>2,321,305</b>	<b>163,858</b>	<b>1,514,750</b>	<b>169,927</b>	<b>(877,503)</b>	<b>(48,375)</b>	<b>2,958,552</b>	<b>285,410</b>
Less: Current portion	(892,500)	(87,235)					(2,169,747)	(259,816)
<b>Long-term loans to and interest receivable from related parties - net of current portion</b>	<b>1,428,805</b>	<b>76,623</b>					<b>788,805</b>	<b>25,594</b>
<b>Short-term loans from and interest payable to related parties</b>								
<b>Subsidiary</b>								
Ananda Development Two Co., Ltd.	1,023,706	100,796	-	52,615	-	-	1,023,706	153,411
Ananda Development One Co., Ltd.	705,000	3,491	340,000	12,590	-	-	1,045,000	16,081
Baan Niravana Co., Ltd.	225,000	1,141	280,000	5,623	-	-	505,000	6,764
Ananda MF Asia Co., Ltd.	-	-	950,000	958	-	-	950,000	958
<b>Total short-term loans from and interest payable to related parties</b>	<b>1,953,706</b>	<b>105,428</b>	<b>1,570,000</b>	<b>71,786</b>	<b>-</b>	<b>-</b>	<b>3,523,706</b>	<b>177,214</b>

## 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 + fixed rate, MOR - fixed rate and 3.50% - 5.38% per annum, and interest rate on 12-month fixed deposit at bank and interest rate on 12-month fixed rate deposit at bank + 0.10%.

## Long-term loans to related parties

Loans to the joint ventures are unsecured, with interest charged at a rate of 6.00% per annum. The principal and accrued interest are due on the following dates. 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 17.1 to the financial statements.

Joint ventures	Due date of principal and interest
Ananda MF Asia Ratchathewi Co., Ltd.	30 March 2018
Ananda MF Asia Asoke Co., Ltd.	31 March 2018
Ananda MF Asia Samyan Co., Ltd.	31 July 2018
Ananda MF Asia Chitlom Co., Ltd.	31 March 2018
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 August 2018
Ananda MF Asia Thaphra Co., Ltd.	31 May 2018
Ananda MF Asia Petchaburi Co., Ltd.	28 December 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 Phraram 9 Co., Ltd.	31 May 2020
Ananda MF Asia Victory Monument Co., Ltd.	30 September 2019
Ananda MF Asia Udomsuk Two Co., Ltd.	30 November 2019
Ananda MF Asia Thonglor Co., Ltd.	28 February 2020
Ananda MF Asia Ramkhamhaeng Co., Ltd.	31 August 2019
Ananda MF Asia Senanikom Co., Ltd.	31 July 2020
Ananda MF Asia Ratchaprarop Co., Ltd.	31 January 2020

### 6.4 Directors and management's benefits

During the years ended 31 December 2017 and 2016, the Company and its subsidiaries had employee benefit expenses payable to the directors and management as below.

	(Unit: Million Baht)	
	Consolidated and separate financial statements	
	2017	2016
Short-term employee benefits	115	139
Post-employment benefits	3	6
Total	118	145

### 6.5 Guarantee obligations with related parties

The Company and its subsidiaries have outstanding guarantee obligations with their related parties, as described in Note 39.8 to the financial statements.

## 7 Cash and cash equivalents

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Cash	177,212	2,346	863	692
Bank deposits	1,886,191	2,180,398	1,106,499	1,429,864
Total	2,063,403	2,182,744	1,107,362	1,430,556

As at 31 December 2017 and 2016, bank deposits in savings accounts carried interests between 0.10% - 0.40% per annum.

## 8 Current investments

	(Unit: Thousand Baht)	
	Consolidated and Separate	
	financial statements	
	2017	2016
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	
	2017	2016	2017	2016
<u>Trade receivables - related parties</u>				
Aged on the basis of due dates				
Not yet due	294,640	187,241	291,331	187,241
Past due				
Up to 3 months	13,907	17,382	-	-
3 - 6 months	-	30,868	-	-
6 - 12 months	5,225	16,609	-	-
Total trade receivables - related parties	313,772	252,100	291,331	187,241
<u>Trade receivables - unrelated parties</u>				
Aged on the basis of due dates				
Not yet due	95,857	70,252	104	24
Past due				
Up to 3 months	21,254	20,359	97	14
3 - 6 months	290	1,644	34	-
6 - 12 months	806	1,785	-	-
Over 12 months	5,963	5,401	5,011	5,012
Total	124,170	99,441	5,246	5,050
Less: Allowance for doubtful debts	(6,182)	(5,011)	(5,011)	(5,011)
Total trade receivables - unrelated parties - net	117,998	94,430	235	39
Total trade receivables - net	431,760	346,530	291,566	187,280
<u>Other receivables</u>				
Advances - related parties	502,290	2,146	502,290	2,146
Advances - unrelated parties	38	-	-	-
Other receivables - related parties	71,582	1,277	65,000	1,409
Other receivables - unrelated parties	69,015	22,075	6,403	13,614
Total	642,925	25,498	573,693	17,169
Less: Allowance for doubtful debts	(2,961)	(2,951)	(2,890)	(2,890)
Total other receivables - net	639,961	22,547	570,803	14,279
Trade and other receivables - net	1,071,724	369,077	862,369	201,559

## 10 Unbilled receivables / Construction in progress

(Unit: Thousand Baht)

	Consolidated financial statements	
	2017	2016
Amount of contract revenue recognised as revenue during the year	1,208,132	539,416
Aggregate amount of construction costs incurred to date	1,578,590	534,076
Construction costs relating to future activities recognised as assets	45,772	42,649
Adjustment with the recognised profits to date	147,464	50,503
	1,771,826	627,228
Sum of progress billings	(1,393,272)	(461,639)
	378,554	165,589
<b>Gross amounts due from customers comprise of:</b>		
Unbilled receivable from construction	527,379	228,021
Construction in progress	45,772	42,649
	573,151	270,670
<b>Gross amount due to customers</b>		
Deferred construction revenue	(194,597)	(105,081)
	387,554	165,589
Accounts receivable under retention construction	60,693	10,156
<b>Unbilled receivables</b>		
from construction	527,379	228,021
from project management	56	2,548
Total unbilled receivables	527,435	230,569



## 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	
	2017	2016	2017	2016
<b>Amount of contract revenue recognised as revenue during the year</b>	<b>1,649,783</b>	<b>852,854</b>	<b>1,691,661</b>	<b>923,720</b>
Aggregate amount of project management costs incurred to date	1,451,363	1,331,789	1,932,349	1,770,735
Recognised profits to date	2,163,200	1,252,346	2,469,318	1,385,452
	3,614,563	2,584,135	4,401,667	3,156,187
Sum of progress billings	(4,842,833)	(3,433,128)	(5,752,093)	(4,093,455)
	(1,228,270)	(848,993)	(1,350,426)	(937,268)
Gross amount due from customers for management work	47,445	77,804	65,479	147,676
Gross amount due to customers for management work	(1,275,715)	(926,797)	(1,415,905)	(1,084,944)
	(1,228,270)	(848,993)	(1,350,426)	(937,268)

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	
	2017	2016	2017	2016
Food and beverages	369	936	90	236
Construction materials	20,162	2,851	-	-
Total	20,531	3,787	90	236

## 13 Real estate development costs

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Costs of land	14,115,225	12,909,051	7,103,170	7,679,882
Construction in progress	18,281,415	19,141,482	10,999,114	13,157,859
Project management and advisory fee	1,214,809	788,604	481,693	500,494
Capitalised borrowing cost	1,109,442	945,345	708,461	748,538
Total	34,720,891	33,784,482	19,292,438	22,086,773
Less: Accumulated transfer to cost of projects	(21,553,455)	(21,355,175)	(13,645,872)	(15,019,145)
Transfer to investment properties	(12,900)	(30,766)	(8,647)	(30,766)
Reduce cost to net realisable value	(46,149)	(46,457)	(39,907)	(34,052)
<b>Total real estate development costs - net</b>	<b>13,108,387</b>	<b>12,352,084</b>	<b>5,598,012</b>	<b>7,002,810</b>

During the year, 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	
	2017	2016	2017	2016
Borrowing costs included in the cost of land and construction in progress (Million Baht)	191	211	101	168
Capitalisation rate (%)	3.05 - 5.04	3.05 - 5.65	3.05 - 5.04	3.05 - 5.65

As at 31 December 2017 and 2016, 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	
	2017	2016	2017	2016
Net book value of land and construction that have been pledged as collateral	8,438	8,148	2,255	4,027

Movements in the reduction of cost to net realisable value for the year ended 31 December 2017 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated	
	financial statement	
Balance as at 1 January 2017	46,457	34,052
Add: Additional set up	13,863	12,074
Less: Reversal as a result of sale	(14,171)	(6,219)
Balance as at 31 December 2017	46,149	39,907

## Additional information of the projects

	(Unit: Million Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Total estimated sale value of projects which were selling at the end of year	34,514	38,287	16,423	23,588
Total sale value of units with signed agreements to buy and sell, or units sold	15,982	26,105	9,097	17,073
Percentage of sale value of units with signed agreements to buy and sell, or units sold	46	68	55	72

## 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	
			2017	2016	2017	2016	2017	2016
			(%)	(%)				
Bira RT Kart Co., Ltd. (45% of equity interest 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 2017 and 2016 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 2017 and 2016, there was no share of profit or loss from the associate under the equity method and there was no dividend received from the associate during the years ended 31 December 2017 and 2016.

## 16 Investments in subsidiaries

### 16.1 Details of investments in subsidiaries as presented in separate financial statements are as follows:

(Unit: Thousand Baht)

Subsidiaries' name	Paid-up capital		Investment proportion		Cost		Allowance for impairment of investments		Net	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
			(%)	(%)						
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	(142,800)	(129,500)	90,200	103,500
The Agent (Property Expert) Co., Ltd.	4,000	4,000	100.00	100.00	4,000	4,000	-	-	4,000	4,000
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)	(36,000)	9,000	9,000
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.	1,192,200	192,200	100.00	100.00	1,192,200	192,200	-	-	1,192,200	192,200
Ideo Condo One Co., Ltd.	100	100	99.80	99.80	99	99	-	-	99	99
JV-Co 1 Co., Ltd.	100	100	99.80	99.80	100	100	-	-	100	100
ADC-JV 2 Co., Ltd.	-	100	-	99.80	-	100	-	-	-	100
ADC-JV 5 Co., Ltd.	-	100	-	99.70	-	100	-	-	-	100
ADC-JV 6 Co., Ltd.	-	100	-	99.70	-	100	-	-	-	100
ADC-JV 7 Co., Ltd.	240,000	100	100.00	99.70	240,000	99	-	-	240,000	99
ADC-JV 8 Co., Ltd.	-	100	-	99.70	-	99	-	-	-	99
AH-SPV 1 Co., Ltd.	100	100	99.80	99.80	100	100	-	-	100	100

(Unit: Thousand Baht)

Subsidiaries' name	Paid-up capital		Investment proportion		Cost		Allowance for impairment of investments		Net	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
			(%)	(%)						
AH-SPV 1 Co., Ltd.	100	100	99.80	99.80	100	100	-	-	100	100
ADC-JV 10 Co., Ltd.	500,000	-	100.00	-	500,000	-	-	-	500,000	-
ADC-JV 11 Co., Ltd.	100	-	99.70	-	100	-	-	-	100	-
ADC-JV 12 Co., Ltd.	100	-	99.70	-	100	-	-	-	100	-
ADC-JV 14 Co., Ltd.	100	-	99.70	-	100	-	-	-	100	-
ADC-JV 15 Co., Ltd.	100	-	99.70	-	100	-	-	-	100	-
ADC-JV 16 Co., Ltd.	100	-	99.70	-	100	-	-	-	100	-
ADC-JV 17 Co., Ltd.	100	-	99.70	-	100	-	-	-	100	-
Ashton Silom Co., Ltd.	338,000	-	100.00	-	338,000	-	-	-	338,000	-
	300,000 <sup>(1)</sup>	-	-	-	-	-	-	-	-	-
Helix Development										
Thonglor Co., Ltd.	100	-	99.70	-	100	-	-	-	100	-
AH-SPV 2 Co., Ltd.	100	-	99.70	-	99	-	-	-	99	-
AH-SPV 3 Co., Ltd.	100	-	99.70	-	99	-	-	-	99	-
AH-SPV 4 Co., Ltd.	100	-	99.70	-	99	-	-	-	99	-
Ananda MF Asia Co.,Ltd.	900,000	-	100.00	-	950,510	-	-	-	950,510	-
Ashton Asoke Phraram 9 Co., Ltd.	341,000	-	100.00	-	341,000	-	-	-	341,000	-
	550,000 <sup>(1)</sup>	-	-	-	-	-	-	-	-	-
Ideo Q Victory Co., Ltd.	189,000	-	100.00	-	189,000	-	-	-	189,000	-
	240,000 <sup>(1)</sup>	-	-	-	-	-	-	-	-	-
Total					<u>7,656,109</u>	<u>4,097,100</u>	<u>(1,526,800)</u>	<u>(1,513,500)</u>	<u>6,129,309</u>	<u>2,583,600</u>

There was no dividend received from subsidiaries during the years ended 31 December 2017 and 2016.

## 16.2 Material non-controlling interests

Material non-controlling interests comprise of equity attributable to three subsidiaries' preference shareholders which their rights are described in Note 16.3.1.

Details of investments in subsidiaries that have material non-controlling interests are as below:

(Unit: Million Baht)

Company's name	Proportion of voting right of non-controlling interests		Dividend rate of preference shares		Accumulated balance of non-controlling interests	
	2017	2016	2017	2016	2017	2016
	(%)	(%)	(% p.a.)	(% p.a.)		
Ashton Silom Co., Ltd.	4.25	-	8.0	-	300	-
Ashton Asoke Phraram 9 Co., Ltd.	4.25	-	8.9	-	550	-
Ideo Q Victory Co., Ltd.	4.26	-	8.5	-	240	-

There was no dividend paid to material non-controlling interests during the year ended 31 December 2017.

## 16.3 The significant changes of investments in subsidiaries during the year

### 16.3.1 Establishment of new subsidiaries held by the Company

Board of Directors' meetings passed a resolution to establish new subsidiaries in Thailand, to engage in real estate business and real estate projects of mixed-use building, as detailed below:

Company's name	Date of incorporation	Registered	Paid-up	Shareholding
		share capital	share capital	percentage
		(Million Baht)	(Million Baht)	(%)
ADC-JV 10 Co., Ltd.	22 May 2017	0.1	0.1	100.00
ADC-JV 11 Co., Ltd.	22 May 2017	0.1	0.1	99.70
ADC-JV 12 Co., Ltd.	22 May 2017	0.1	0.1	99.70
ADC-JV 14 Co., Ltd.	22 May 2017	0.1	0.1	99.70
ADC-JV 15 Co., Ltd.	13 July 2017	0.1	0.1	99.70
ADC-JV 16 Co., Ltd.	13 July 2017	0.1	0.1	99.70
ADC-JV 17 Co., Ltd.	13 July 2017	0.1	0.1	99.70
Helix Development Thonglor Co., Ltd.	25 July 2017	0.1	0.1	99.70
AH-SPV 2 Co., Ltd.	31 October 2017	0.1	0.1	99.70
AH-SPV 3 Co., Ltd.	31 October 2017	0.1	0.1	99.70
AH-SPV 4 Co., Ltd.	8 December 2017	0.1	0.1	99.70



In addition, Board of Directors' meetings of the Company passed a resolution to establish new subsidiaries in Thailand, to engage in the holding in property development company, as detailed below:

Company's name	Registered date	Increased share type	Registered capital	Paid-up capital	Shareholding percentage	Return rate of preference share	Direct cost of issuance of preference share <sup>(1)</sup>	Term of the Company has the right to request that preference shareholders sell their shares <sup>(2)</sup>
			(Million shares)	(Million Baht)	(%)	(% per year)		(%)
Ashton Silom Co., Ltd.	2 August 2017	Common share	338	338	100.00	-	-	-
		Preference share	300	300	-	8.0	7.4	1 year 6 months
Ashton Asoke Phraram 9 Co., Ltd.	13 December 2017	Common share	620	341	100.00	-	-	-
		Preference share	550	550	-	8.9	13.3	3 years
Ideo Q Victory Co., Ltd.	13 December 2017	Common share	270	189	100.00	-	-	-
		Preference share	240	240	-	8.5	5.8	2 years 3 months

<sup>(1)</sup> Direct costs relating to the offering of preference shares, after deducting income tax and are presented as "Preference share discount of a subsidiary" in the consolidated statement of financial position.

<sup>(2)</sup> The Company has the right to request that the preference shareholders sell their shares after the maturity date as set out above starting from date of the company establishment meeting.

Additional details of incorporation of the subsidiaries are as below:

#### **Ashton Silom Co., Ltd., Ashton Asoke Phraram 9 Co., Ltd. and Ideo Q Victory Co., Ltd.**

The rights of the subsidiary's preference shareholders are as follows:

- Voting rights at 1 vote for every 20 shares
- Right to receive a cumulative, non-compounding dividend in preference to the ordinary shareholders at fixed rates per annum of the par value of the paid up shares, dependent on the subsidiary's performance.
- In the event of liquidation, after the subsidiary's liabilities are fully settled and the remaining assets suffice for the distribution to the shareholders, the preference shareholders are entitled to be paid from the remaining assets before the ordinary shareholders, but not over the par value of the paid up preference shares. Any assets and capital remaining after the distribution to the preference shareholders will be distributed to the ordinary shareholders thereafter.

Under the contract between the shareholders and the subsidiary, after the date noted on the above contract the Company, who is a joint-shareholder, has the right to request that the preference shareholders sell their shares at a price per share equal to that which the preference shareholders paid to the subsidiary, plus a fixed rates per annum of compounding margin, calculated over a period from the time the subsidiary received share subscription payment to the date on which the Company exercised its right to purchase the preference shares, and after deducting any dividends and/or any returns of share capital earlier distributed to the joint shareholders (if any).

The Company classified preference shares after deducting preference share discount as equity instruments under the caption of “Non-controlling interests of the subsidiary” in the consolidated financial statements in accordance with the opinion of a financial specialist who is a financial advisor of the Company.

### 16.3.2 Increases in capital and called up capital of subsidiaries

During 2017, the Company’s board of directors approved the three subsidiaries to increase its registered ordinary shares. These subsidiaries registered its additional ordinary shares with the Ministry of Commerce Department on 18 October 2017, detail rates below:

Company’s name	Former share capital			New share capital			Paid-up amount of issued shares	Proportion of issued shares acquired by the Company	Shareholding percentage by the Company after share increasing
	No. of shares	Par value of each share	Amount	No. of shares	Par value of each share	Amount			
	(Thousand shares)	(Baht)	(Million Baht)	(Thousand shares)	(Baht)	(Million Baht)	(Million Baht)	(%)	(%)
Helix Co., Ltd.	1,922	100	192.2	11,922	100	1,192.2	1,000.0	100.00	100.00
ADC-JV 7 Co., Ltd.	1	100	0.1	2,400	100	240.0	239.9	99.70	100.00
ADC-JV 10 Co., Ltd.	1	100	0.1	5,000	100	500.0	499.9	100.00	100.00

### 16.3.3 Sale of ordinary shares in subsidiaries and change of the status from subsidiaries to joint ventures

#### ADC-JV 2 Co., Ltd., ADC-JV 5 Co., Ltd. and ADC-JV 6 Co., Ltd

On 11 May 2017, a meeting of the Company’s Board of Directors passed a resolution to sell its investments on ordinary shares in ADC-JV 2 Co., Ltd., ADC-JV 5 Co., Ltd. and ADC-JV 6 Co., Ltd. which are the subsidiaries. On 18 May 2017, there was a registration of the changes of subsidiaries’ names from ADC-JV 2 Co., Ltd. to “Ananda MF Asia Udomsuk Two Co., Ltd.,” from ADC-JV 5 Co., Ltd. to “Ananda MF Asia Thonglor Co., Ltd.” and from ADC-JV 6 Co., Ltd. to “Ananda MF Asia Ramkhamhaeng Co., Ltd.”

On 22 May 2017, the Company entered into three joint venture agreements with a company to operate joint ventures which would principally engage in development of real estate under the name Ananda MF Asia Udomsuk Two Co., Ltd., Ananda MF Asia Thonglor Co., Ltd. and Ananda MF Asia Ramkhamhaeng Co., Ltd. As stipulated in the joint venture agreements, the shareholders are required to provide financial support in the form of loan facilities. On 25 May 2017, the Company sold a 49% interest in the ordinary shares of Ananda MF Asia Udomsuk Two Co., Ltd., Ananda MF Asia Thonglor Co., Ltd. and Ananda MF Asia Ramkhamhaeng Co., Ltd. to a company, as stipulated in the joint venture agreements. 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 the three subsidiaries and the status of those three companies changed from “subsidiaries” to “joint ventures.” The Company therefore presented investments in subsidiaries as investments in joint ventures.

#### **ADC-JV 8 Co., Ltd. and ADC-JV 13 Co., Ltd.**

On 20 September 2017, a meeting of the Company's Board of Directors passed a resolution to sell investment in ADC-JV 8 Co., Ltd. and ADC-JV 13 Co., Ltd. which are the subsidiaries. On 21 September 2017, there were a registration of the changes of subsidiaries' names from ADC-JV 8 Co., Ltd. to "Ananda MF Asia Sena Nikhom Co., Ltd." and from ADC-JV 13 Co., Ltd. to "Ananda MF Asia Ratchaprarop Co., Ltd."

On 22 September 2017, the Company entered into two joint venture agreements with a company to operate joint ventures which would principally engage in development of real estate under the name Ananda MF Asia Sena Nikhom Co., Ltd. and Ananda MF Asia Ratchaprarop Co., Ltd. As stipulated in the joint venture agreement, the shareholders are required to provide financial support in the form of loan facilities. On 27 September 2017, the Company sold a 26% interest in the ordinary shares of Ananda MF Asia Sena Nikhom Co., Ltd. and Ananda MF Asia Ratchaprarop Co., Ltd. to a company, as stipulated in the joint venture agreement. As a result, the Company's interest in those companies decreased 74% of their registered share capital. Following the above sale of investment, the Company determined that it did not have control over the business of the two subsidiaries and the status of those two companies changed from "subsidiaries" to "joint ventures" the Company therefore presented investments in subsidiaries as investment in joint ventures.

#### **ADC-JV 9 Co., Ltd.**

On 14 November 2017, a meeting of the Company's Board of Directors passed a resolution to sell investment in ADC-JV 9 Co., Ltd. which is the subsidiary. On 12 December 2017, there was a registration of the changes of subsidiary's name from ADC-JV 9 Co., Ltd. to "Ananda MF Asia Phraram 9 Two Co., Ltd"

On 15 December 2017, the Company entered into a joint venture agreement with a company to operate a joint venture which would principally engage in development of real estate under the name Ananda MF Asia Phraram 9Two Co., Ltd. As stipulated in the joint venture agreement, the shareholders are required to provide financial support in the form of loan facilities. On 21 December 2017, the Company sold a 26% interest in the ordinary shares of Ananda MF Asia Phraram 9 Two Co., Ltd. to a company, as stipulated in the joint venture agreement. As a result, the Company's interest in these companies decreased to 74% of its registered share capital. Following the above sale of investment, the Company determined that it did not have control over the business of the subsidiary and the status of these company changed from "subsidiary" to "joint venture". The Company therefore presented investment in subsidiary as investment in joint venture.

### **16.3.4 Purchase of ordinary shares in joint venture and change of the status from joint venture to subsidiary**

#### **Ananda MF Asia Co., Ltd.**

Described in Note 17.5.4, during the fourth quarter of the current year, the Company purchased 4,410,000 ordinary shares of Ananda MF Asia Co., Ltd. at Baht 111.33 per share or a total of Baht 491 million. As a result the Company's investment

increased from 51% to 100% of the total issued and paid up shares of Ananda MF Asia Co., Ltd. The management determined that the Company has control over this company and its status therefore changed from “joint venture” to “subsidiary”, with the Company transferring the investment from investment in joint venture to investment in subsidiary. These consolidated financial statement thus include the statement of financial position of Ananda MF Asia Co., Ltd. as at 31 December 2017 and the statement of comprehensive income for the period from the investment date to 31 December 2017.

#### 16.4 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.

## 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) Consolidated financial statements	
				Cost		Carrying amounts based on equity method	
		2017 (%)	2016 (%)	2017	2016	2017	2016
Ananda MF Asia Co., Ltd.	Development of real estate projects	-	51	-	459,545	-	680,820
Ananda MF Asia Ratchathewi Co., Ltd.	Development of real estate projects	51	51	280,480	280,480	325,099	135,542
Ananda MF Asia Asoke Co., Ltd.	Development of real estate projects	51	51	433,500	433,500	115,507	211,990
Ananda MF Asia Samyan Co., Ltd.	Development of real estate projects	51	51	510,000	510,000	231,272	329,637
Ananda MF Asia Chitlom Co., Ltd.	Development of real estate projects	51	51	204,000	204,000	84,497	120,255
Ananda MF Asia Bangna Co., Ltd.	Development of real estate projects	51	51	318,750	318,750	347,020	198,487
Ananda MF Asia Chongnonsi Co., Ltd.	Development of real estate projects	51 <sup>(1)</sup>	51	-	306,000	137,691	187,975
Ananda MF Asia Taopoon Co., Ltd.	Development of real estate projects	51	51	178,500	178,500	181,906	125,503
Ananda MF Asia Thaphra Co., Ltd.	Development of real estate projects	51	51	216,749	216,749	203,109	156,890
Ananda MF Asia Petchaburi Co., Ltd.	Development of real estate projects	51	51	280,500	280,500	177,246	203,200
Ananda MF Asia Bangchak Co., Ltd. <sup>(2)</sup>	Development of real estate projects	-	51	-	484,500	-	390,675
Ananda MF Asia Udomsuk Co., Ltd.	Development of real estate projects	51	51	229,500	229,500	181,007	203,308
Ananda MF Asia Saphankhwai Co., Ltd.	Development of real estate projects	51	51	229,500	229,500	172,114	202,666
Ananda APAC Bangchak Co., Ltd.	Operating a joint venture	99	99	257,804	257,804	138,430	257,419
Ananda MF Asia Phraram 9 Co., Ltd.	Development of real estate projects	51 <sup>(3)</sup>	51	-	51	393,842	(66,959)
Ananda MF Asia Victory Monument Co., Ltd.	Development of real estate projects	51 <sup>(4)</sup>	51	-	51	171,430	(8,343)
Ananda MF Asia Udomsuk Two Co., Ltd.	Development of real estate projects	51	-	433,500	-	366,508	-

Joint ventures	Nature of business	Shareholding percentage	Separate financial statements		(Unit: Thousand Baht) Consolidated financial statements	
			Cost		Carrying amounts based on equity method	
			2017	2016	2017	2016
Ananda MF Asia Thonglor Co., Ltd.	Development of real estate projects	51	-	306,000	-	246,741
Ananda MF Asia Ramkhamhaeng Co., Ltd.	Development of real estate projects	51	-	280,500	-	222,790
Ananda MF Asia Sena Nikhom Co., Ltd.	Development of real estate projects	74	-	481,000	-	456,135
Ananda MF Asia Ratchaprarop Co., Ltd.	Development of real estate projects	74	-	370,000	-	311,819
Ananda APAC Pharam 9 Two Co., Ltd.	Operating a joint venture	86.4	-	86	(34,386)	-
Total				5,010,369	4,389,430	4,429,777
						3,329,065

<sup>(1)</sup> As at 31 December 2017, 51% of share capital held by Ashton Silom Co., Ltd.

<sup>(2)</sup> As at 31 December 2017, 51% of share capital held by Ananda APAC Bangchak Co., Ltd.

<sup>(3)</sup> As at 31 December 2017, 51% of share capital held by Ashton Asoke Pharam 9 Co., Ltd.

<sup>(4)</sup> As at 31 December 2017, 51% of share capital held by Ideo Q Victory Co., Ltd.

The Company and its subsidiary entered into joint venture agreements with two foreign companies and a company to incorporate joint ventures which would principally engage in development of real estate and operating joint venture 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:

Joint ventures	Registered share capital	Loan facilities from shareholders	(Unit: Million Baht) Loan facilities granted by the Company and its subsidiary	
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 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 Pharam 9 Co., Ltd.	1,100	1,100		561
Ananda MF Asia Victory Monument Co., Ltd.	475	475		242
Ananda MF Asia Udomsuk Two Co., Ltd.	850	850		434
Ananda MF Asia Thonglor Co., Ltd.	600	600		306
Ananda MF Asia Ramkhamhaeng Co., Ltd.	550	550		281
Ananda MF Asia Sena Nikhom Co., Ltd.	650	650		481
Ananda MF Asia Ratchaprarop Co., Ltd.	550	500		370
Ananda APAC Pharam 9 Two Co., Ltd.	0.1	772		668

On 19 January 2018 and 22 February 2018, the Company entered into an addendum to a loan agreement with two joint ventures amounting to Baht 280.5 million of advances to repayment to the Company and for use as working capital. Described in Note 6 to the financial statements.

The Company and its subsidiaries determined that they do not have control over the joint ventures' business, and therefore the Company and its subsidiaries present those investments as investments in joint ventures.

## 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				Separate financial statements	
	Share of gain (loss) from investments in joint ventures during the year		Share of other comprehensive income from investments in joint ventures during the year		Dividend received during the year	
	2017	2016	2017	2016	2017	2016
Ananda MF Asia Co., Ltd.	79,995	716,227	-	-	255,510	255,000
Ananda MF Asia Ratchathewi Co., Ltd.	189,557	(39,098)	-	-	-	-
Ananda MF Asia Asoke Co., Ltd.	(96,483)	(37,178)	-	-	-	-
Ananda MF Asia Samyan Co., Ltd.	(98,365)	(56,795)	-	-	-	-
Ananda MF Asia Chittlom Co., Ltd.	(35,758)	(23,367)	-	-	-	-
Ananda MF Asia Bangna Co., Ltd.	148,533	(50,083)	-	-	-	-
Ananda MF Asia Chongnonsi Co., Ltd.	(50,285)	(64,175)	-	-	-	-
Ananda MF Asia Taopoon Co., Ltd.	56,403	(27,635)	-	-	-	-
Ananda MF Asia Thaphra Co., Ltd.	46,219	(41,495)	-	-	-	-
Ananda MF Asia Petchaburi Co., Ltd.	(25,954)	(53,193)	-	-	-	-
Ananda MF Asia Bangchak Co., Ltd.	(13,775)	(93,825)	-	-	-	-
Ananda MF Asia Udomsuk Co., Ltd.	(22,301)	(26,192)	-	-	-	-
Ananda MF Asia Saphankhwai Co., Ltd.	(30,553)	(22,966)	-	-	-	-
Ananda APAC Bangchak Co., Ltd.	(46,065)	(386)	-	-	-	-
Ananda MF Asia Phraram 9 Co., Ltd.	(100,148)	(57,228)	-	-	-	-
Ananda MF Asia Victory Monument Co., Ltd.	(62,426)	(7,196)	-	-	-	-
Ananda MF Asia Udomsuk Two Co., Ltd.	(61,753)	-	-	-	-	-
Ananda MF Asia Thonglor Co., Ltd.	(56,166)	-	-	-	-	-
Ananda MF Asia Ramkhamhaeng Co., Ltd.	(51,058)	-	-	-	-	-
Ananda MF Asia Sena Nikhom Co., Ltd.	(21,426)	-	-	-	-	-
Ananda MF Asia Ratchaprarop Co., Ltd.	(55,941)	-	-	-	-	-
Ananda APAC Pharam 9 Two Co., Ltd.	(33,773)	-	-	-	-	-
Total	(341,523)	115,415	-	-	255,510	255,000



## 17.3 Summarised financial information of jointly controlled entities

### Summarised statement of financial position

(Unit: Million Baht)

	Ananda MF Asia													
	Ananda MF Asia		Ratchathewi		Ananda MF Asia		Ananda MF Asia		Ananda MF Asia		Ananda MF Asia		Ananda MF Asia	
	Co., Ltd.		Co., Ltd.		Asoke Co., Ltd.		Samyan Co., Ltd.		Chitlom Co., Ltd.		Bangna Co., Ltd.		Chongnonsi	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Cash and cash equivalents	-	1,081	242	18	875	49	97	268	47	14	456	8	135	30
Other current assets	-	444	1,390	2,100	3,928	2,694	4,625	3,089	1,908	1,036	2,250	1,580	2,863	2,151
Non-current assets	-	61	24	38	131	78	86	62	34	29	32	40	53	45
Short-term loans from financial institutions	-	-	-	(648)	(674)	(552)	-	-	(334)	(253)	-	(370)	(925)	(844)
Current portion of long-term loans from and interest payable to related party	-	-	(645)	(611)	(957)	(619)	(918)	-	(440)	-	(676)	-	(562)	-
Current portion of long-term from	-	-	-	-	(986)	-	-	-	(441)	-	(506)	-	-	-
Other current liabilities	-	(245)	(293)	(500)	(1,786)	(1,023)	(1,304)	(858)	(506)	(220)	(764)	(343)	(826)	(431)
Long-term loans from and interest payable to related party - net of current portion	-	-	-	-	-	-	-	(870)	-	(321)	-	(447)	-	(532)
Long-term loans	-	-	-	-	-	-	(1,886)	(923)	-	-	-	-	(349)	-
<b>Net assets</b>	-	<b>1,341</b>	<b>718</b>	<b>397</b>	<b>531</b>	<b>627</b>	<b>700</b>	<b>768</b>	<b>268</b>	<b>285</b>	<b>792</b>	<b>468</b>	<b>389</b>	<b>419</b>
Shareholding percentage (%)	-	51	51	51	51	51	51	51	51	51	51	51	51	51
<b>The Company's shareholding</b>														
<b>percentage in net assets</b>	-	<b>684</b>	<b>366</b>	<b>202</b>	<b>271</b>	<b>320</b>	<b>357</b>	<b>392</b>	<b>137</b>	<b>145</b>	<b>404</b>	<b>239</b>	<b>198</b>	<b>214</b>
Elimination entries	-	(3)	(41)	(67)	(155)	(108)	(126)	(62)	(53)	(25)	(57)	(40)	(60)	(26)
<b>Carrying amounts based on equity method in joint ventures</b>	-	<b>681</b>	<b>325</b>	<b>135</b>	<b>116</b>	<b>212</b>	<b>231</b>	<b>330</b>	<b>84</b>	<b>120</b>	<b>347</b>	<b>199</b>	<b>138</b>	<b>188</b>

(Unit: Million Baht)

	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 APAC Bangchak Co., Ltd.	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Cash and cash equivalents	97	82	291	19	38	37	-	49	37	8	224	53	3	549
Other current assets	1,197	956	1,323	1,107	1,329	964	-	1,827	956	592	938	583	293	258
Non-current assets	19	17	10	17	25	17	-	30	15	9	18	7	295	-
Short-term loans from financial institutions	-	(238)	-	(166)	(353)	(313)	-	(668)	(229)	(149)	(262)	(99)	-	-
Current portion of long-term loans from and interest payable to related party	(391)	-	(476)	-	(262)	-	-	-	-	-	-	-	-	-
Current portion of long-term from	(252)	-	(180)	-	-	-	-	-	-	-	-	-	-	-
Other current liabilities	(254)	(166)	(497)	(76)	(325)	(174)	-	(255)	(132)	(45)	(179)	(72)	(1)	(547)
Long-term loans from and interest payable to related party - net of current portion	-	(370)	-	(546)	-	(51)	-	(153)	(257)	-	(357)	(50)	(564)	-
Long-term loans	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Net assets</b>	<b>416</b>	<b>281</b>	<b>471</b>	<b>355</b>	<b>452</b>	<b>480</b>	<b>-</b>	<b>830</b>	<b>390</b>	<b>415</b>	<b>382</b>	<b>422</b>	<b>26</b>	<b>260</b>
Shareholding percentage (%)	51	51	51	51	51	51	-	51	51	51	51	51	99	51
<b>The Company's shareholding percentage in net assets</b>	<b>212</b>	<b>143</b>	<b>240</b>	<b>181</b>	<b>231</b>	<b>245</b>	<b>-</b>	<b>423</b>	<b>199</b>	<b>212</b>	<b>195</b>	<b>215</b>	<b>26</b>	<b>132</b>
Elimination entries	(30)	(18)	(37)	(24)	(54)	(42)	-	(32)	(18)	(9)	(23)	(12)	112	125
<b>Carrying amounts based on equity method in joint ventures</b>	<b>182</b>	<b>125</b>	<b>203</b>	<b>157</b>	<b>177</b>	<b>203</b>	<b>-</b>	<b>391</b>	<b>181</b>	<b>203</b>	<b>172</b>	<b>203</b>	<b>138</b>	<b>257</b>

(Unit: Million Baht)

	Ananda MF Asia Phraram 9 Co., Ltd.		Ananda MF Asia Victory Monument Co., Ltd.		Ananda MF Asia Udomsuk two Co., Ltd.		Ananda MF Asia Thonglor Co., Ltd.		Ananda MF Asia Ramkhamhaeng Co., Ltd.		Ananda MF Asia Sena Nikhom Co., Ltd.		Ananda MF Asia Ratchaprarop Co., Ltd.		Ananda APAC Phraram 9 Two Co., Ltd.	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Cash and cash equivalents	520	1	247	-	70	-	342	-	313	-	424	-	260	-	-	-
Other current assets	2,291	1,664	1,068	18	1,289	-	1,202	-	821	-	635	-	772	-	-	-
Non-current assets	39	1	28	121	18	-	19	-	15	-	6	-	7	-	-	-
Short-term loans from financial institutions	(788)	-	(418)	-	(195)	-	(498)	-	(338)	-	(379)	-	(390)	-	-	-
Current portion of long-term loans from and interest payable to related party	-	(1,524)	-	(124)	-	-	-	-	-	-	-	-	-	-	-	-
Loss over interest in joint venture was recorded by equity method	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(40)	-
Other current liabilities	(498)	(145)	(217)	(17)	(244)	-	(335)	-	(165)	-	(57)	-	(73)	-	-	-
Long-term loans from and interest payable to related party - net of current portion	(619)	-	(343)	-	(155)	-	(207)	-	(153)	-	-	-	(101)	-	-	-
Long-term loans	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Net assets</b>	<b>945</b>	<b>(3)</b>	<b>365</b>	<b>(2)</b>	<b>783</b>	-	<b>523</b>	-	<b>493</b>	-	<b>629</b>	-	<b>475</b>	-	<b>(40)</b>	-
Shareholding percentage (%)	51	51	51	51	51	-	51	-	51	-	74	-	74	-	86	-
<b>The Company's shareholding</b>																
<b>percentage in net assets</b>	<b>482</b>	<b>(2)</b>	<b>186</b>	<b>(1)</b>	<b>399</b>	-	<b>267</b>	-	<b>251</b>	-	<b>465</b>	-	<b>352</b>	-	<b>(34)</b>	-
Elimination entries	(88)	(65)	(15)	(7)	(32)	-	(20)	-	(28)	-	(9)	-	(40)	-	-	-
<b>Carrying amounts based on equity</b>																
<b>method in joint ventures</b>	<b>394</b>	<b>(67)</b>	<b>171</b>	<b>(8)</b>	<b>367</b>	-	<b>247</b>	-	<b>223</b>	-	<b>456</b>	-	<b>312</b>	-	<b>(34)</b>	-

## 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.	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Revenue	740	6,086	1,918	-	-	-	-	-	-	-	1,752	-
Interest income	3	2	-	-	-	1	1	2	-	-	-	1
Interest expense	-	(28)	(20)	-	-	-	-	-	-	-	(10)	-
Income tax revenue/expense	(38)	(325)	(80)	6	24	7	17	15	4	7	(81)	18
Profit for the year	150	1,299	322	(25)	(96)	(27)	(67)	(61)	(17)	(29)	324	(73)
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	-	-
Total comprehensive income	150	1,299	322	(25)	(96)	(27)	(67)	(61)	(17)	(29)	324	(73)

(Unit: Million Baht)

	For the years ended 31 December											
	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.	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Revenue	-	-	768	-	987	-	-	-	-	-	-	-
Interest income	-	1	-	-	-	1	-	-	-	-	-	-
Interest expense	-	-	(15)	-	(9)	-	-	-	-	-	-	-
Income tax revenue/expense	8	25	(34)	9	(29)	16	7	17	-	30	6	9
Profit for the year	(30)	(102)	135	(36)	116	(63)	(30)	(69)	-	(120)	(25)	(35)
Other comprehensive income	-	-	-	-	-	-	-	-	-	-	-	-
Total comprehensive income	(30)	(102)	135	(36)	116	(63)	(30)	(69)	-	(120)	(25)	(35)

(Unit: Million Baht)

For the years ended 31 December

	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.		Ananda MF Asia Udomsuk two Co., Ltd.	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Revenue	-	-	-	-	-	-	-	-	-	-
Interest income	-	-	11	-	1	-	1	-	-	-
Interest expense	-	-	(17)	(1)	-	-	-	-	-	-
Income tax revenue/expense	10	7	2	-	38	1	27	-	17	-
Profit for the year	(41)	(28)	(6)	(1)	(153)	(3)	(109)	(1)	(66)	-
Other comprehensive income	-	-	-	-	-	-	-	-	-	-
Total comprehensive income	(41)	(28)	(6)	(1)	(153)	(3)	(109)	(1)	(66)	-

(Unit: Million Baht)

For the years ended 31 December

	Ananda MF Asia Thonglor Co., Ltd.		Ananda MF Asia Ramkhamhaeng Co., Ltd.		Ananda MF Asia Sena Nikhom Co., Ltd.		Ananda MF Asia Ratchaprarop Co., Ltd.		Ananda APAC Phraram 9 Two Co., Ltd.	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Revenue	-	-	-	-	-	-	-	-	-	-
Interest income	1	-	-	-	-	-	-	-	-	-
Interest expense	-	-	-	-	-	-	-	-	-	-
Income tax revenue/expense	19	-	14	-	5	-	7	-	-	-
Profit for the year	(76)	-	(57)	-	(21)	-	(26)	-	-	-
Other comprehensive income	-	-	-	-	-	-	-	-	-	-
Total comprehensive income	(76)	-	(57)	-	(21)	-	(26)	-	-	-

## 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 (% per annum)		Repayment schedule
2017	2016	2017	2016	2017	2016	
17,784	12,985	10,590	11,902	MLR - fixed rate and BIBOR 1M + fixed rate	MLR - fixed rate and BIBOR 1M + fixed rate	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, the domestic company and two foreign companies.

## 17.5 Changes in investments in joint ventures

### 17.5.1 Increases in capital and called up capital of joint ventures

#### **Ananda MF Asia Phraram 9 Co., Ltd.**

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 share 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.

#### **Ananda MF Asia Victory Monument Co., Ltd.**

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 share 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.

## 17.5.2 Sale of ordinary shares in subsidiaries and change of the status from subsidiaries to joint ventures

### **Ananda MF Asia Udomsuk Two Co., Ltd. (Formerly known as “ADC-JV 2 Co., Ltd.”)**

With reference to the sale of investments on 25 May 2017, as described in Note 16.3.3, subsequently, on 1 June 2017, the Extraordinary General Meeting of the shareholders of Ananda MF Asia Udomsuk Two Co., Ltd. passed a resolution to increase its registered share capital by Baht 849.9 million, from Baht 0.1 million to Baht 850.0 million, through the issuance of 8,499,000 new ordinary shares with a par value of Baht 100 each, fully called up. The Company paid for the capital increase in proportion to the amount of Baht 433.4 million. Such company registered the capital increase with the Ministry of Commerce on 9 June 2017.

### **Ananda MF Asia Thonglor Co., Ltd. (Formerly known as “ADC-JV 5 Co., Ltd.”)**

With reference to the sale of investments on 25 May 2017, as described in Note 16.3.3, subsequently, on 1 June 2017, the Extraordinary General Meeting of the shareholders of Ananda MF Asia Thonglor Co., Ltd. passed a resolution to increase its registered share capital by Baht 599.9 million, from Baht 0.1 million to Baht 600.0 million, through the issuance of 5,999,000 new ordinary shares with a par value of Baht 100 each, fully called up. The Company paid for the capital increase in proportion to the amount of Baht 305.9 million. Such company registered the capital increase with the Ministry of Commerce on 9 June 2017.

### **Ananda MF Asia Ramkhamhaeng Co., Ltd. (Formerly known as “ADC-JV 6 Co., Ltd.”)**

With reference to the sale of investments on 25 May 2017, as described in Note 16.3.3, subsequently, on 1 June 2017, the Extraordinary General Meeting of the shareholders of Ananda MF Asia Ramkhamhaeng 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. The Company paid for the capital increase in proportion to the amount of Baht 280.5 million. Such company registered the capital increase with the Ministry of Commerce on 9 June 2017.

### **Ananda MF Asia Sena Nikhom Co., Ltd. (Formerly known as “ADC-JV 8 Co., Ltd.”)**

With reference to the sale of investments on 27 September 2017, as described in Note 16.3.3, subsequently, on 28 September 2017, the Extraordinary General Meeting of the shareholders of Ananda MF Asia Sena Nikhom Co., Ltd. passed a resolution to increase its registered share capital by Baht 649.9 million, from Baht 0.1 million to Baht 650.0 million, through the issuance of 6,499,000 new ordinary shares with a par value of Baht 100 each, fully called up. The Company paid for the capital increase in proportion to the amount of Baht 480.9 million. Such company registered the capital increase with the Ministry of Commerce on 2 November 2017.

### **Ananda MF Asia Ratchaprarop Co., Ltd. (Formerly known as “ADC-JV 13 Co., Ltd.”)**

With reference to the sale of investments on 27 September 2017, as described in Note 16.3.3, subsequently, on 28 September 2017, the Extraordinary General Meeting of the shareholders of Ananda MF Asia Ratchapharop Co., Ltd. passed a



resolution to increase its registered share capital by Baht 499.9 million, from Baht 0.1 million to Baht 500.0 million, through the issuance of 4,999,000 new ordinary shares with a par value of Baht 100 each, fully called up. The Company paid for the capital increase in proportion to the amount of Baht 369.9 million. Such company registered the capital increase with the Ministry of Commerce on 24 October 2017.

### 17.5.3 Sale of ordinary shares in joint ventures

#### **Ananda MF Asia Bangchak Co., Ltd.**

On 9 November 2016, the Meeting of the Company's Board of Directors approved the restructuring of the joint investment in Ananda MF Asia Bangchak Co., Ltd. (a joint venture), whereby Ananda APAC Bangchak Co., Ltd. (a joint venture) would purchase 4,844,999 ordinary shares of the joint venture on behalf of the Company, representing 51 % of the registered share capital. The Board of Directors also assigned authority to the Company's Executive Committee to negotiate and agree the share price. The price of the shares of the joint venture was assessed by an independent financial consultant. The price of shares was at Baht 107.55 per share, or a total price of Baht 521 million. The sale of the shares was completed in March 2017.

The Company recognised the excess of the selling price over the attributable net book value of the joint venture as gain on sale of investment in joint venture in profit or loss, amounting to Baht 37 million in the separate financial statements and Baht 71 million in the consolidated financial statements.

#### **Ananda MF Asia Chongnonsi Co., Ltd.**

On 15 June 2017, the Meeting of the Company's Board of Directors approved the restructuring of the joint investment in Ananda MF Asia Chongnonsi Co., Ltd. (a joint venture). Upon the restructuring, the Company sold its investment in the joint venture totaling 3,059,999 ordinary shares, at Baht 100 per share, or a total price of Baht 306 million, to Ashton Silom Co., Ltd (a subsidiary), representing 51% of the registered share capital. The sale of the Company's investment was completed in August 2017.

#### **Ananda MF Asia Phraram 9 Co., Ltd.**

On 17 October 2017, the Meeting of the Company's Board of Directors approved the restructuring of the joint investment in Ananda MF Asia Phraram 9 Co., Ltd. (a joint venture). Upon the restructuring, the Company sold its investment in the joint venture totaling 5,609,999 ordinary shares, at Baht 100 per share, or a total price of Baht 561 million, to Ashton Asoke-Phraram 9 Co., Ltd (a subsidiary), representing 51% of the registered share capital. The sale of the Company's investment was completed in December 2017.

#### **Ananda MF Asia Victory Monument Co., Ltd.**

On 17 October 2017, the Meeting of the Company's Board of Directors approved the restructuring of the joint investment in Ananda MF Asia Victory Monument Co., Ltd. (a joint venture). Upon the restructuring, the Company sold its investment in

the joint venture totaling 2,422,499 ordinary shares, at Baht 100 per share, or a total price of Baht 242 million, to Ideo Q Victory Co., Ltd (a subsidiary), representing 51% of the registered share capital. The sale of the Company's investment was completed in December 2017.

#### **Ananda MF Asia Phraram 9 Two Co., Ltd.**

On 14 November 2017, the Meeting of the Company's Board of Directors approved the restructuring of the joint investment in Ananda MF Asia Phraram 9 Two Co., Ltd. (a joint venture). Upon the restructuring, the Company sold its investment in the joint venture totaling 739 ordinary shares, at Baht 100 per share, or a total price of Baht 0.1 million, to Ananda APAC Phraram 9 Two Co., Ltd (a joint venture), representing 74% of the registered share capital. The sale of the Company's investment was completed in December 2017.

### **17.5.4 Purchase of ordinary shares in joint venture and change of the status from joint venture to subsidiary**

#### **Ananda MF Asia Co., Ltd.**

During the fourth quarter of the current year, the Company purchased 4,410,000 ordinary shares of Ananda MF Asia Co., Ltd. at a share of Baht 111.33 or a total of Baht 491 million. Thus, the investment proportion in PPC increased from 51% to 100% of the total issued and paid up shares of Ananda MF Asia Co., Ltd. The management consider that the Company has control over such company. Thus, the status of such company changed from "joint venture" to "subsidiary". The Company changed the recording of the investments in joint venture to investments in subsidiary.

## **18 Investment properties**

he net book value of investment properties as at 31 December 2017 and 2016 is presented below:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Office building for rent:				
Cost	415,515	323,326	175,633	153,780
Less: Accumulated depreciation	(57,350)	(44,251)	(10,622)	(6,697)
Less: Allowance for impairment	(2,067)	(11,509)	(2,067)	(11,509)
Net book value	<u>356,098</u>	<u>267,566</u>	<u>162,944</u>	<u>135,574</u>

A reconciliation of the net book value of investment properties for the years 2017 and 2016 is presented below.

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Net book value at beginning of year	267,566	260,731	135,574	120,257
Purchase subsidiary during the year - net book value as at purchase date	58,618	-	-	-
Transferred from real estate development cost	12,900	30,766	8,647	30,766
Transferred from property, buildings and equipment - net book value on transfer date	20,671	-	13,206	-
Depreciation charged during the year	(13,099)	(12,422)	(3,925)	(3,940)
Reversal of impairment (loss)	9,442	(11,509)	9,442	(11,509)
Net book value at end of year	356,098	267,566	162,944	135,574

The fair value of the investment properties as at 31 December 2017 and 2016 is stated below:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Office building for rent	948,560	567,480	479,430	327,200

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 improvements	Equipment	Furniture, fixture and office equipment	Vehicles	Assets under installation and under construction	Total
<b>Cost:</b>							
1 January 2016	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
Additions	-	9,758	22,798	18,567	3,500	6,675	61,298
Transfers from real estate development cost	-	(24,637)	-	-	-	-	(24,637)
Disposals/write-offs	-	(5,994)	(2,651)	(2,382)	(2,786)	-	(13,813)
Transfers in (out)	-	32,095	192	30,878	-	(96,568)	(33,403)
31 December 2017	201,153	518,568	144,696	235,867	71,485	535	1,172,304
<b>Accumulated depreciation:</b>							
1 January 2016	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
Depreciation for the year	-	32,538	16,844	34,998	7,664	-	92,044
Depreciation on disposals/write-offs	-	(2,430)	(1,446)	(1,991)	(2,217)	-	(8,084)
Depreciation on transfers from real estate development cost	-	(3,965)	-	-	-	-	(3,965)
31 December 2017	-	118,969	60,743	116,354	46,440	-	342,506
<b>Allowance for impairment:</b>							
1 January 2016	-	8,895	-	-	-	-	8,895
Increase during the year	-	8,559	226	128	-	-	8,953
31 December 2016	-	17,454	266	128	-	-	17,848
Decrease during the year	-	(1,178)	(266)	(128)	-	-	(1,572)
31 December 2017	-	16,276	-	-	-	-	16,276
<b>Net book value:</b>							
31 December 2016	201,153	397,066	78,746	105,329	29,778	90,428	902,500
31 December 2017	201,153	383,323	83,953	119,513	25,045	535	813,522
<b>Depreciation charged for the year:</b>							
2016 (Baht 11 million included in cost of services, and the balance in administrative expenses)							63,579
2017 (Baht 20 million included in cost of services, and the balance in administrative expenses)							92,044

(Unit: Thousand Baht)

Separate financial statements							
	Land and land improvements	Buildings, structure and building improvements	Equipment	Furniture, fixture and office equipment	Vehicles	Assets under installation and under construction	Total
<b>Cost:</b>							
1 January 2016	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)
Transfer 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
Additions	-	7,221	720	5,311	3,500	6,675	23,427
Transfer from real estate development cost	-	(15,341)	-	-	-	-	(15,341)
Disposals/write-offs	-	(1,073)	(156)	(404)	-	-	(1,633)
Transfers in (out)	-	32,095	192	30,878	-	(63,165)	-
31 December 2017	65,413	338,792	4,318	174,243	68,922	535	652,223
<b>Accumulated depreciation:</b>							
1 January 2016	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
Depreciation for the year	-	22,612	674	27,527	7,617	-	58,430
Depreciation on disposals/write-offs	-	(143)	(156)	(384)	-	-	(683)
Depreciation on transfers from real estate development cost	-	(2,135)	-	-	-	-	(2,135)
31 December 2017	-	57,423	2,123	85,162	43,876	-	188,584
<b>Allowance for impairment:</b>							
1 January 2016	-	7,668	-	-	-	-	7,668
Increase during the year	-	8,608	-	-	-	-	8,608
31 December 2016	-	16,276	-	-	-	-	16,276
31 December 2017	-	16,276	-	-	-	-	16,276
<b>Net book value:</b>							
31 December 2016	65,413	262,525	1,957	80,439	29,163	57,025	496,522
31 December 2017	65,413	265,093	2,195	89,081	25,046	535	447,363
<b>Depreciation charged for the year (as included in administrative expenses in the statements of comprehensive income):</b>							
2016							39,929
2017							58,430

As at 31 December 2017, the Company and its subsidiaries had equipment under finance lease agreements with net book value amounting to Baht 54 million (2016: Baht 66 million) (the Company only: Baht 22 million, 2016: Baht 29 million).

As at 31 December 2017, 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 104 million (2016: Baht 92 million) (the Company only: Baht 63 million, 2016: Baht 49 million).

Two subsidiaries have entered into land lease agreements with a company. The proprietary rights over all structures on the land with a net book value as of 31 December 2017 amounting to Baht 19 million (2016: Baht 19 million) are to be transferred to the lessor at the end of the contract (September 2035 and December 2036).

As at 31 December 2017 and 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.

## 20 Intangible assets

Movements of the intangible assets account as at 31 December 2017 and 2016 is presented below:

	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
<b>Cost</b>									
As at 1 January 2016	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
Additions	4,801	-	-	40,733	45,534	4,615	-	34,533	39,148
Transfers in (out)	37,791	-	-	(37,791)	-	34,611	-	(34,611)	-
Disposals/write-off	(127)	(748,079)	(935)	-	(749,141)	-	(935)	-	(935)
As at 31 December 2017	248,925	-	467	47,993	297,385	229,042	466	44,973	274,481
<b>Accumulated amortisation</b>									
As at 1 January 2016	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
Amortisation	21,293	-	194	-	21,487	19,033	194	-	19,227
Amortised on disposals/write-off	(99)	(748,079)	(866)	-	(749,044)	-	(866)	-	(866)
As at 31 December 2017	78,019	-	251	-	78,270	70,845	250	-	71,095
<b>Allowance for impairment</b>									
As at 1 January 2016	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
Decrease during the year	(25)	-	-	-	(25)	-	-	-	-
As at 31 December 2017	9,463	-	-	-	9,463	9,463	-	-	9,463
<b>Net book value</b>									
As at 31 December 2016	140,147	-	479	45,051	185,677	128,541	479	45,051	174,071
As at 31 December 2017	161,443	-	216	47,993	209,652	148,734	216	44,973	193,923

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 Leasehold rights

(Unit: Thousand Baht)

Consolidated financial statements						
Project	Remaining periods of leasehold rights (years)	1 January 2017	Transfer to Property, buildings and equipment	Increase	Amortisation	31 December 2017
Somerset Ratchada	30	-	33,403	99,517	-	132,920

## 22 Short-term loans from financial institutions

(Unit Thousand Baht)

		Consolidated financial statement		Separate financial statement	
Interest rate (% per annum)		2017	2016	2017	2016
Promissory notes	MLR - fixed rate	1,231,600	855,550	-	289,170
Short-term loans	MLR - fixed rate	268,260	-	-	-
Total		1,499,860	855,550	-	289,170
Less: Deferred finance fee		(1,292)	(1,530)	-	(293)
Net		1,498,568	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 and the subsidiary, and other facilities are unsecured. Therefore, the Company and the subsidiary have to comply with covenants relating to various matters stipulated in the facility agreements such as capital reduction and the maintenance of debt to equity ratio. As at 31 December 2017, promissory notes are due from February 2018 to November 2018 (2016: Due from May 2017 to June 2017).

The Company and a subsidiary have short-term loan facilities which have not yet been drawn down as follows:

(Unit: Million Baht)

		Consolidated financial statements		Separate financial statements	
		2017	2016	2017	2016
Promissory note facilities which have not yet been drawn down		2,703	2,386	2,443	1,994
Overdraft facilities which have not yet been drawn down		20	25	10	15



## 23 Trade and other payables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Trade payables - related parties	-	2,460	81,304	7,316
Trade payables - unrelated parties	481,082	490,607	198,822	204,250
Other payables - related parties	7,768	16,494	16,777	25,327
Other payables - unrelated parties	243,928	165,061	109,458	95,119
Investment payable - related party	-	257,754	-	257,754
Accrued expenses - related parties	7,738	6,404	-	110
Accrued expenses - unrelated parties	400,316	444,103	262,548	335,652
Total trade and other payables	1,140,832	1,382,883	668,909	925,528

## 24 Short-term debentures

	(Unit: Thousand Baht)				
	Consolidated and Separate				
	financial statements				
	Issue date	Maturity date	Coupon rate (% per annum)	2017	2016
Short-term debentures	6 October 2016	6 October 2017	3.05	-	1,000,000
Less: Cost of issuing debentures				-	(2,934)
Short-term debentures - net				-	997,066

Details of approval and condition to issue the debenture and including rights and responsibilities of debenture issuer are described in Note 25.

## 25 Long-term debentures

Details of approval to issue the debenture of the Company are as follows:

Approved by	The Annual General Meeting of the Company's shareholders held on 10 April 2014, 9 April 2015 and 27 April 2017
Amount	Revolving amount of Baht 15,000 million or the equivalent in any other currencies
Term	Specified at such time
Type	Any types of debentures such as unsubordinated and/or subordinated, unsecured and/or secured, with and/or without debenture holder representation
Method of issuance	To be issued in private placement and/or to domestic and/or international institutional investors and/or high net worth investors, without debenture holder representation

As at 31 December 2017, the Company has unissued debentures under the above mentioned approval totaling Baht 5,000 million (2016: Baht 3,000 million).

The outstanding balance of debentures as at 31 December 2017 and 2016 are detailed below.

						(Unit: Thousand Baht)	
						Consolidated and Separate	
						financial statements	
Debentures	Issue date	Maturity date	Tenor (years)	Coupon rate (% per annum)	Payment	2017	2016
1	12 May 2014	12 May 2017	3	5.40	3 months	-	4,000,000
2	14 May 2015	14 May 2018	3	4.80	3 months	2,000,000	2,000,000
3	6 October 2016	6 October 2019	3	3.50	3 months	500,000	500,000
4	6 October 2016	6 October 2021	5	4.00	3 months	1,500,000	1,500,000
5	5 April 2017	5 April 2020	3	3.95	3 months	3,000,000	-
6	30 May 2017	30 May 2020	3	3.80	6 months	1,000,000	-
7	6 October 2017	6 October 2020	3	3.50	3 months	2,000,000	-
Total						10,000,000	8,000,000
Less: Deferred cost of issuing debentures						(20,706)	(10,998)
Net						9,979,294	7,989,002
Less: Current portion						(1,999,128)	(3,997,584)
Long-term debentures, net of current portion						7,980,166	3,991,418

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.

## 26 Liabilities under finance lease agreements

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Liabilities under finance lease agreements	13,237	30,417	11,841	19,933
Less: Deferred interest expense	(641)	(1,847)	(630)	(1,434)
Total	12,596	28,570	11,211	18,499
Less: Portion due within one year	(7,504)	(15,858)	(6,119)	(7,226)
Liabilities under finance lease agreements				
- net of current portion	5,902	12,712	5,092	11,273

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 2017		
	Less than 1 year	1-5 years	Total
Future minimum lease payments	7,951	5,286	13,237
Deferred interest expense	(447)	(194)	(641)
Present value of future minimum lease payments	7,504	5,092	12,596

	(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 2017		
	Less than		
	1 year	1-5 years	Total
Future minimum lease payments	6,555	5,286	11,841
Deferred interest expense	(436)	(194)	(630)
Present value of future minimum lease payments	6,119	5,092	11,211
	(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

## 27 Long-term loans

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Baht loans	884,641	1,106,280	247,501	400,380
Less: Deferred financial fees	(1,592)	(9,044)	(713)	(4,550)
Total	883,049	1,097,236	246,788	395,830
Less: Current portion	(636,261)	(149,918)	-	(149,918)
Long-term loans - net of current portion	246,788	947,318	246,788	245,912

Details of long-term loans are presented below:

(Unit: Thousand Baht)

Companies	Outstanding balance of long-term loans		Interest rate (% p.a.)		Repayment schedule
	2017	2016	2017	2016	
Ananda Development Plc.	246,788	395,830	MLR - fixed rate	MLR - fixed rate and BIBOR 1M + fixed rate	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 2022
<b>Subsidiary</b>					
Helix Co., Ltd.	636,261	701,406	MLR - fixed rate and BIBOR 1M + fixed rate	MLR - fixed rate and BIBOR 1M + fixed rate	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 2021
Total	<u>883,049</u>	<u>1,097,236</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 subsidiary, guarantees provided by the Company.

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 other things, which include the maintaining a debt to equity ratio not exceeding 2.5:1.

As at 31 December 2017, the loan facilities of the Company and its subsidiaries which have not yet been drawn down amounting to Baht 2,076 million (2016: Baht 4,238 million) (the Company only: Baht 908 million, 2016: Baht 2,376 million).

## 28 Provision for long-term employee benefits

Provision for long-term employee benefits, which represents compensation payable to employees after they retire, was as follows:

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate	
	2017	2016	2017	2016
<b>Provision for long-term employee benefits</b>				
<b>at beginning of year</b>	63,902	50,057	50,626	40,962
Included in profit or loss:				
Current service cost	13,514	15,200	8,531	11,333
Interest cost	1,579	1,188	1,228	958
Past service costs and gains or losses on settlement	-	227	-	-
Included in other comprehensive income:				
Actuarial loss (gain) arising from				
Demographic assumptions changes	2,003	(8,297)	1,439	(6,522)
Financial assumptions changes	314	3,738	323	2,967
Experience adjustments	5,266	1,789	2,213	928
Benefits paid during the year	(164)	-	-	-
<b>Provision for long-term employee benefits</b>				
<b>at end of year</b>	86,414	63,902	64,360	50,626

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	
	2017	2016	2017	2016
Cost of sales	2,805	89	115	89
Selling and administrative expenses	11,335	16,032	8,691	11,708
<b>Total expense recognised in profit or loss</b>	<b>14,140</b>	<b>16,121</b>	<b>8,806</b>	<b>11,797</b>

During 2017 and 2016, the Company and its subsidiaries allocated expenses related to long-term employee benefits amounting to Baht 1 million to real estate development costs (the Company only: Baht 1 million).

The Company and its subsidiaries expect to pay Baht 7 million of long-term employee benefits during the next year (2016: Baht 2 million) (the Company only: Baht 2 million).

As at 31 December 2017 and 2016, the weighted average duration of the liabilities for long-term employee benefit is 12 years (the Company only: 10 years).

Significant actuarial assumptions are summarised below:

	(Unit: percent per annum)			
	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
Discount rate	1.4 - 3.9	2.5	1.4 - 3.9	2.5
Future salary increase rate	5 - 8	5 - 8	5 - 8	5 - 8
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 2017 and 2016 are summarised below:

	(Unit: Million Baht)			
	As at 31 December 2017			
	Consolidated financial statements		Separate financial statements	
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Discount rate	(7)	8	(5)	6
Salary increase rate	7	(7)	5	(5)
	Increase 20%	Decrease 20%	Increase 20%	Decrease 20%
Turnover rate	(8)	10	(5)	7

	(Unit: Million Baht)			
	As at 31 December 2016			
	Consolidated financial statements		Separate financial statements	
	Increase 1%	Decrease 1%	Increase 1%	Decrease 1%
Discount rate	(4)	4	(3)	3
Salary increase rate	5	(4)	4	(3)
	Increase 20%	Decrease 20%	Increase 20%	Decrease 20%
Turnover rate	(7)	9	(5)	7



## 29 Provisions

(Unit: Thousand Baht)

Consolidated financial statements						
	Short-term provisions					Long-term provisions
	Provisions for fee from recommendation of new customers and reward for repurchase	Provisions for maintenance of housing and condominium units	Provision for public utility maintenance	Compensation for housing estate juristic persons	Total	Provision for decommissioning costs
Balance as at 1 January 2016	86,022	17,644	50,587	19,150	173,403	500
Increase during the period	60,112	22,322	48,728	4,679	135,841	32,235
Utilised	(32,584)	(936)	(13,075)	(9,475)	(56,070)	(550)
Reversal of provisions	-	(3,775)	(3,795)	(126)	(7,696)	-
Amortised	(6,831)	-	-	-	(6,831)	-
Balance as at 31 December 2016	106,719	35,255	82,445	14,228	238,647	32,185
Increase during the period	73,356	25,685	2,229	4,062	105,332	2,063
Utilised	(24,859)	(7,994)	(12,398)	-	(45,251)	-
Reversal of provisions	(38,058)	(10,009)	(48,594)	(27)	(96,688)	-
Amortised	-	-	-	-	-	(319)
Balance as at 31 December 2017	117,158	42,937	23,682	18,263	202,040	33,929

(Unit: Thousand Baht)

Separate financial statements						
	Short-term provisions					Long-term provisions
	Provisions for fee from recommendation of new customers and reward for repurchase	Provisions for maintenance of housing and condominium units	Provision for public utility maintenance	Compensation for housing estate juristic persons	Total	Provision for decommissioning costs
Balance as at 1 January 2016	86,022	5,790	39,131	-	130,943	500
Increase during the period	60,112	6,869	44,774	1,966	113,721	28,847
Utilised	(32,584)	-	(8,051)	-	(40,635)	(550)
Reversal of provisions	-	-	(3,795)	-	(3,795)	-
Amortised	(6,831)	-	-	-	(6,831)	-
Balance as at 31 December 2016	106,719	12,659	72,059	1,966	193,403	28,797
Increase during the period	73,356	9,899	2,000	1,786	87,041	1,812
Utilised	(24,859)	(6,146)	(6,535)	-	(37,540)	-
Reversal of provisions	(38,058)	(14)	(48,594)	-	(86,666)	-
Balance as at 31 December 2017	117,158	16,398	18,930	3,752	156,238	30,609

## 30 Subordinated perpetual debentures

The Company issued subordinated perpetual debentures ("Debenture") as follows:

Details of approval to issue the debenture of the Company are as follows:

Approved by	The Extraordinary General Meeting of the Company's shareholders held on 16 August 2013
Amount	Revolving amount of USD 200 million or the equivalent in any other currencies
Type	Any type of debentures such as subordinated, secured and/or unsecured, with and/or without security holder's representation, fixed redemption date
Method of issuance	To be offered in foreign countries or in Thailand, to the public and/or institutional investors and/or specific investors

As at 31 December 2017, the Company has unissued subordinated perpetual debentures under the above mentioned approval totaling USD 109 million or Baht 3,569 million (2016: USD 144 million or Baht 5,201 million).

The outstanding balance of subordinated perpetual debentures as at 31 December 2017 and 2016 are detailed below.

			(Unit: Thousand Baht)		
			Consolidated and Separate financial statements		
Subordinated perpetual debentures	Issued date	Interest rate (% per annum)	2017	2016	Cost of issuing debentures <sup>(1)</sup>
Subordinated perpetual debenture no. 1/2015	13 August 2015	1 - 5 years: 9.00% per annum	1,000,000	1,000,000	40,844
		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.			
Subordinated perpetual debenture no. 1/2016	12 May 2016	1 - 5 years: 8.50% per annum	1,000,000	1,000,000	9,962
		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.			

(Unit: Thousand Baht)

			Consolidated and Separate financial statements		
Subordinated perpetual debentures	Issued date	Interest rate (% per annum)	2017	2016	Cost of issuing debentures <sup>(1)</sup>
Subordinated perpetual debenture no.1/2017	28 February 2017	1-5 years: 8.00% per annum	770,000	-	7,034
		6-25 years: 5-year government bond yields + 6.07% per annum			
		26 years onwards: 5-year government bond yield + 6.82% per annum			
		The 5-year government bond yields will be adjusted every 5 years			
Subordinated perpetual debenture no. 2/2017	16 March 2017	1-5 years: 8.00% per annum	230,000	-	2,060
		6-25 years: 5-year government bond yields + 6.07% per annum			
		26 years onwards: 5-year government bond yield + 6.82% per annum			
		The 5-year government bond yields will be adjusted every 5 years			
Total			3,000,000	2,000,000	

<sup>(1)</sup> Costs related to an issuance of subordinated perpetual debenture were costs after tax benefits which were recorded to offset with ordinary share premium.

The debenture is registered subordinated perpetual debenture, unsecured, inconvertible, 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 fifth years onwards, 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.

## 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:

	Consolidated financial statements		(Unit: Thousand Baht) Separate financial statements	
	2017	2016	2017	2016
Costs of land and payments of construction costs during the year	5,393,536	6,162,593	5,305,509	8,114,948
Changes in land and constructions in progress	666,835	310,326	(1,398,943)	(3,079,129)
Salaries, wages and other employee benefits	1,582,297	1,562,770	859,012	845,022
Depreciation and amortisation	126,540	94,718	81,582	60,745
Advertising expenses	352,035	305,870	274,144	236,173
Professional and consultant fees	123,406	62,173	95,510	48,492
Transferred fee	74,812	47,011	47,046	34,028
Specific business tax	297,247	323,627	188,956	252,057

## 33 Income tax

Income tax expenses for the years ended 31 December 2017 and 2016 are made up as follows:

	Consolidated financial statements		(Unit: Thousand Baht) Separate financial statements	
	2017	2016	2017	2016
<b>Current income tax:</b>				
Current income tax charge	369,826	341,064	275,993	323,730
<b>Deferred tax:</b>				
Relating to origination and reversal of temporary differences	3,705	(34,331)	10,656	(30,089)
Amortisation of income tax liability on acquisition of an entity	(633)	(437)	-	-
<b>Tax expense reported in the statement of comprehensive income</b>	<b>372,898</b>	<b>306,296</b>	<b>286,649</b>	<b>293,641</b>

The amounts of income tax relating to each component of other comprehensive income for the years ended 31 December 2017 and 2016 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Deferred tax relating to actuarial loss arising from defined benefit plan of employees	1,517	(554)	795	(525)

The reconciliation between accounting profit and income tax expense is shown below:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Accounting profit before tax	1,701,353	1,807,737	1,603,113	1,704,260
Applicable tax rate (percent)	20	20	20	20
Accounting profit before tax multiplied by income tax rate	340,271	361,547	320,623	340,852
Effects of:				
Promotional privileges (Note 34)	(24,729)	(19,125)	-	-
Non-deductible expenses	2,226	22,089	573	629
Tax exempted income (expenses)	30,938	-	(51,102)	(51,000)
Additional expenses deductible allowed	(8,730)	(1,740)	(1,892)	(1,449)
Items treated as income under Revenue Code	34,059	(57,714)	15,787	-
Unused tax losses which may not be utilised	5,087	1,526	-	-
Temporary differences which may not be utilised	(3,523)	915	2,660	1,854
Others	(2,701)	(1,202)	-	2,755
Total	32,627	(55,251)	(33,974)	(47,211)
Income tax expenses reported in the statement of comprehensive income	372,898	306,296	286,649	293,641

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

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
<b>Deferred tax assets</b>				
Allowance for doubtful accounts	2,768	2,984	898	1,158
Reduction of real estate development costs to net realisable value	7,981	7,410	7,981	6,811
Provision for impairment loss of assets	3,975	6,393	3,975	6,073
Unbilled payables	2,914	9,186	2,914	9,343
Advances received from customers	-	32	-	-
Accrued rental expenses	1,548	1,350	-	-
Provision for long-term employee benefits	17,233	12,687	12,872	10,125
Short-term provisions expenses	41,877	45,455	34,679	39,028
Unused tax loss	14,888	2,572	-	-
Total deferred tax assets	93,184	88,069	63,319	72,538
<b>Deferred tax liabilities</b>				
Prepaid bank fees	4,141	2,786	4,141	2,786
Accumulated amortisation - building and equipment	1,004	923	1,004	923
Income tax liability on acquisition of an entity	7,778	7,145	-	-
Total deferred tax liabilities	12,923	10,854	5,145	3,709
Deferred tax assets (liabilities) - net	80,261	77,215	58,174	68,829
Transaction in statements of financial position				
Deferred tax assets	88,039	84,360	58,174	68,829
Deferred tax liabilities	(7,778)	(7,145)	-	-
Deferred tax assets (liabilities) - net	80,261	77,215	58,174	68,829

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 2017, the subsidiaries have deductible temporary differences and unused tax losses totaling Baht 338 million (2016: Baht 340 million) (the Company only: Baht 16 million 2016: Baht 3 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 loss are summarised as below:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
31 December 2017	-	18,207	-	-
31 December 2018	109,834	109,834	-	-
31 December 2019	12,223	12,223	-	-
31 December 2020	46,446	46,446	-	-
31 December 2021	79,096	79,043	-	-
31 December 2022	25,433	-	-	-
	<u>273,032</u>	<u>265,753</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 2016. 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 2016). 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 2017, the subsidiary's taxable revenue from promoted operations amounted to Baht 689 million (2016: Baht 693 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 2017 and 2016 are as follows:



	Consolidated		Separate	
	financial statements		financial statements	
	2017	2016	2017	2016
Profit attributable to shareholders of the company	1,328,454	1,501,442	1,316,464	1,410,619
Less: Cumulative coupon payment subordinated perpetual debenture	(193,860)	(115,792)	(193,860)	(115,792)
Profit used in calculations of earnings per share	1,134,594	1,385,650	1,122,604	1,294,827
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)	0.34	0.42	0.34	0.39

## 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 2017 and 2016, respectively.

(Unit: Million Baht)

	For the year ended 31 December 2017								
	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						
<b>Revenues</b>									
Revenue from external customers	8,932	6,166	15,098	1,908	1,208	354	18,568	(6,166)	12,402
Inter-segment revenue	-	-	-	96	414	34	544	(544)	-
<b>Total revenues</b>	<b>8,932</b>	<b>6,166</b>	<b>15,098</b>	<b>2,004</b>	<b>1,622</b>	<b>388</b>	<b>19,112</b>	<b>(6,710)</b>	<b>12,402</b>
<b>Results</b>									
<b>Segment profit (loss)</b>	<b>1,371</b>	<b>311</b>	<b>1,682</b>	<b>1,101</b>	<b>60</b>	<b>143</b>	<b>2,986</b>	<b>(150)</b>	<b>2,836</b>
Interest income									223
Other income									325
Selling expenses									(24)
Administrative expenses									(1,032)
Interest in the loss of joint ventures accounted for by the equity method									(342)
Finance cost									(285)
<b>Profit before income tax</b>									<b>1,701</b>
Income tax expense									(373)
<b>Profit for the year</b>									<b>1,328</b>

(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						
<b>Revenues</b>									
Revenue from external customers	9,780	6,086	15,866	1,128	539	290	17,823	(6,086)	11,737
Inter-segment revenue	-	-	-	71	676	89	836	(836)	-
<b>Total revenues</b>	<b>9,780</b>	<b>6,086</b>	<b>15,866</b>	<b>1,199</b>	<b>1,215</b>	<b>379</b>	<b>18,659</b>	<b>(6,922)</b>	<b>11,737</b>
<b>Results</b>									
<b>Segment profit (loss)</b>	<b>1,713</b>	<b>797</b>	<b>2,510</b>	<b>484</b>	<b>17</b>	<b>119</b>	<b>3,130</b>	<b>(609)</b>	<b>2,521</b>
Interest income									157
Other income									334
Selling expenses									(31)
Administrative expenses									(954)
Interest in the loss of joint ventures accounted for by the equity method									115
Finance cost									(335)
<b>Profit before income tax</b>									<b>1,807</b>
Income tax expense									(306)
<b>Profit for the year</b>									<b>1,501</b>

(Unit: Million Baht)

As at 31 December 2017

	Real estate segment	Real estate development segment	Construction service segment	Other segments	Total reportable segments	Adjustment s and eliminations	Consolidated
<b>Segment total assets</b>							
Investments in associate and joint ventures accounted for by the equity method	4,430	-	-	-	4,430	-	4,430
Additions to non-current assets other than financial instruments and deferred tax assets	70	-	32	24	126	-	126

(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
<b>Segment total assets</b>							
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

## 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 2017 and 2016, 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 2017, the Company and its subsidiaries contributed Baht 16 million (2016: Baht 13 million) (the Company only: Baht 13 million, 2016: Baht 11 million) to the fund. The provident fund of Baht 2 million was recognized as real estate development cost (2016: Baht 2 million) (the Company only: Baht 1 million 2016: Baht 1 million).

## 38 Dividend paid of ordinary shares

Dividends	Approved by	Total dividends (Thousand Baht)	Dividend per share (Baht)
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		359,960	0.108
Final dividends for 2016	Annual General Meeting of the shareholders on 27 April 2017	283,301	0.085
Interim dividends for 2017	Annual General Meeting of Board of Directors on 7 August 2017	199,980	0.060
Total for 2017		483,281	0.145

## 39 Commitments and contingent liabilities

### 39.1 Commitments relating to construction contracts, acquisitions of operating assets and related services

As at 31 December 2017, the Company and its subsidiaries had commitments totaling Baht 3,140 million (2016: Baht 3,348 million) (the Company only: Baht 1,265 million, 2016: Baht 1,948 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 2017, the Company and its subsidiaries had commitments to pay a total of Baht 7,121 million to third parties for land purchase, under agreements to sell and to purchase land, from January 2018 to March 2020 (2016: Baht 842 million, from March 2017 to September 2017) (the Company only: Baht 4,421 million, 2016: Baht 842 million).

### 39.3 Investment commitments

As at 31 December 2017, the Company and its subsidiaries had commitments under the joint venture agreements described in Note 17. These were commitments of Baht 3,105 million (2016: Baht 2,488 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	
	2017	2016	2017	2016
Payable:				
In up to 1 year	679	316	285	158
In over 1 and up to 5 years	1,337	596	608	264
In over 5 years	4,559	2,575	383	763

## 39.5 Commitments from ongoing projects development

As at 31 December 2017, the Company and its subsidiaries had commitments to transfer condominium units, land and construction thereon totaling Baht 2,777 million under agreements to buy and to sell in projects (2016: Baht 5,564 million) (the Company only: Baht 1,044 million, 2016: Baht 3,109 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 not 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 2017 and 2016.

## 39.7 Obligations of subordinated perpetual debenture

As at 31 December 2017, 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 30 million (2016: Baht 22 million).

## 39.8 Guarantees

- (1) As at 31 December 2017 and 2016, the Company and its subsidiaries have the following obligations in respect of guarantees:

(Unit: Million Baht)

Guarantor	Guarantee Facilities	Guarantee	Consolidated financial statements		Separate financial statements	
			2017	2016	2017	2016
The Company	Loans	Subsidiaries and joint ventures	22,339	12,366	22,339	12,366
The Company	Credit facility of fleet cards	Subsidiaries	4	4	4	4
Subsidiaries	Outstanding bank guarantees	The Company and joint ventures	98	134	-	-
			<u>22,441</u>	<u>12,504</u>	<u>22,343</u>	<u>12,370</u>

- (2) As at 31 December 2017 and 2016, there were the following outstanding bank guarantees issued by the banks in respect of certain performance bonds required in the normal course of business by the Company and its subsidiaries.

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	2017	2016	2017	2016
Letters of guarantee for contractual performance	368	241	323	241
Letters of guarantee for land allotment with provision of public utilities or public services	392	273	292	203
Letters of guarantee for purchase payment	4	3	4	3
Letters of guarantee for electricity use	37	22	25	22
Total	<u>801</u>	<u>539</u>	<u>644</u>	<u>469</u>



## 39.9 Commitments relating to the establishment of the learning center

As at 31 December 2017, the Company had commitments for supporting the establishment of a learning center with a private entity amounting to Baht 18 million (2016: Baht 23 million).

## 39.10 Litigations

As at 31 December 2017, the Company and its subsidiaries were sued in various cases, under which total claims amounted to Baht 301 million (2016: Baht 125 million) (the Company only: Baht 174 million, 2016: Baht 1 million). Some cases are detailed below:

- 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 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 so, 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. On 3 November 2017, the subsidiary filed the amendment of such appeal, and the case is being considered by the supreme court.

The subsidiary has set aside partial provision for the potential losses related to this case in the consolidated statements of financial position as at 31 December 2017 in accordance with the opinion of its legal counsel.

- In the fourth quarter of 2017, the Company was sued by a group of individuals for breach of contract, amounting to Baht 133 million. Currently, the case is in the process of scheduling for mediation and witness examination to be held in March 2018.

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 the provision for losses that may result from other cases.

## 40 Fair value hierarchy

As at 31 December 2017 and 2016, 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 2017				
	Level 1	Level 2	Level 3	Total
<b>Assets for which fair value is disclosed</b>				
Investment properties	-	-	949	949
<b>Liabilities for which fair value is disclosed</b>				
Long-term debentures	-	10,051	-	10,051

Separate financial statements				
As at 31 December 2017				
	Level 1	Level 2	Level 3	Total
<b>Assets for which fair value is disclosed</b>				
Investment properties	-	-	479	479
<b>Liabilities for which fair value is disclosed</b>				
Long-term debentures	-	10,051	-	10,051

(Unit: Million Baht)

Consolidated financial statements				
As at 31 December 2016				
	Level 1	Level 2	Level 3	Total
<b>Assets measured at fair value</b>				
Current investments				
Investments in trading securities	-	500	-	500
<b>Assets for which fair value is disclosed</b>				
Investment properties	-	-	567	567
<b>Liabilities for which fair value is disclosed</b>				
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
<b>Assets measured at fair value</b>				
Current investments				
Investments in trading securities	-	500	-	500
<b>Assets for which fair value is disclosed</b>				
Investment properties	-	-	327	327
<b>Liabilities for which fair value is disclosed</b>				
Short-term debentures	-	1,000	-	1,000
Long-term debentures	-	8,013	-	8,013

## 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, borrowings, restricted financial institutions deposits/withdrawal conditions, trade and other payables, retention payables, liabilities under finance lease agreement, 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 agreement, 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.

As at 31 December 2017 and 2016, 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).

(Unit: Million Baht)

Consolidated financial statements							
As at 31 December 2017							
	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)
	Within 1 year	1-5 years	Over 5 years				
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	1,733	330	2,063	Note 7
Trade and other receivables	-	-	-	-	1,072	1,072	-
Short-term loans to and interest receivable from related parties	762	-	-	-	-	762	Note 6
Restricted bank deposits/ withdrawal conditions	-	-	-	284	-	284	0.10 - 0.40
Long-term loans to and interest receivable from related parties	2,716	1,305	-	-	-	4,021	6.00
	3,478	1,305	-	2,017	1,402	8,202	
<b>Financial liabilities</b>							
Short-term loans	-	-	-	1,499	-	1,499	Note 22
Trade and other payables	-	-	-	-	1,141	1,141	-
Long-term debentures	1,999	7,980	-	-	-	9,979	Note 25
Liabilities under finance lease agreements	8	5	-	-	-	13	0.25 - 11.55
Long-term loans	-	-	-	883	-	883	Note 27
Provisions	-	-	-	-	236	236	-
Retention payables	-	-	-	-	208	208	-
	2,007	7,985	-	2,382	1,585	13,959	

(Unit: Million Baht)

Separate financial statements							
As at 31 December 2017							
	Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)
	Within 1 year	1-5 years	Over 5 years				
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	953	154	1,107	Note 7
Trade and other receivables	-	-	-	-	862	862	-
Short-term loans to and interest receivable from related parties	5,393	-	-	5	-	5,398	Note 6
Restricted bank deposits/ withdrawal conditions	-	-	-	188	-	188	0.10 - 0.40
Long-term loans to and interest receivable from related parties	2,430	814	-	-	-	3,244	6.00
	7,823	814	-	1,146	1,016	10,799	

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(Unit: Million Baht)

	Separate financial statements						
	As at 31 December 2017						
	Fixed interest rates						
	Within 1 year	1-5 years	Over 5 years	Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)
<b>Financial liabilities</b>							
Trade and other payables	-	-	-	-	669	669	-
Short-term loans from and interest payable to related party	1,045	-	-	2,656	-	3,701	Note 6
Long-term debentures	1,999	7,980	-	-	-	9,979	Note 25
Liabilities under finance lease agreements	6	5	-	-	-	11	0.25 - 11.55
Long-term loans	-	-	-	247	-	247	Note 27
Provisions	-	-	-	-	187	187	-
Retention payables	-	-	-	-	206	206	-
	3,050	7,985	-	2,903	1,062	15,000	

(Unit: Million Baht)

Consolidated financial statements							
As at 31 December 2016							
Fixed interest rates			Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)	
Within 1 year	1-5 years	Over 5 years					
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	2,232	(49)	2,183	Note 7
Current investments	-	-	-	-	500	500	-
Trade and other receivables	-	-	-	-	369	369	-
Short-term loans to and interest receivable from related parties	1,648	-	-	-	-	1,648	Note 6
Restricted bank deposits/ withdrawal conditions	-	-	-	288	-	288	0.10 - 0.40
Long-term loans to and interest receivable from related parties	980	1,505	-	-	-	2,485	6.00
	2,628	1,505	-	2,520	820	7,473	
<b>Financial liabilities</b>							
Short-term loans	-	-	-	854	-	854	Note 22
Trade and other payables	-	-	-	-	1,383	1,383	-
Short-term debentures	997	-	-	-	-	997	Note 24
Long-term debentures	3,998	3,991	-	-	-	7,989	Note 25
Liabilities under finance lease agreements	16	13	-	-	-	29	0.25 - 11.55
Long-term loans	-	-	-	1,097	-	1,097	Note 27
Provisions	-	-	-	-	271	271	-
Retention payables	-	-	-	-	218	218	-
	5,011	4,004	-	1,951	1,872	12,838	

	Separate financial statements						
	As at 31 December 2016						
	Fixed interest rates						
	Within 1 year	1-5 years	Over 5 years	Floating interest rate	Non- interest bearing	Total	Effective interest rate (% p.a.)
<b>Financial assets</b>							
Cash and cash equivalents	-	-	-	1,521	(90)	1,431	Note 7
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	Note 6
Restricted bank deposits/ withdrawal conditions	-	-	-	190	-	190	0.10 - 0.40
Long-term loans to and interest receivable from related parties	980	1,505	-	-	-	2,485	6.00
	6,478	1,505	-	1,821	612	10,416	
<b>Financial liabilities</b>							
Short-term loans	-	-	-	229	-	229	Note 22
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 24
Long-term debentures							
Liabilities under finance lease agreements	3,998	3,991	-	-	-	7,989	Note 25
	7	11	-	-	-	18	0.25 - 11.55
Long-term loans	-	-	-	396	-	396	Note 27
Provisions	-	-	-	-	222	222	-
Retention payables	-	-	-	-	242	242	-
	5,002	4,002	-	2,684	1,390	13,078	

## 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		Exchange rate	
	31 December		as at 31 December	
	2017	2016	2017	2016
	(Thousand)	(Thousand)	(Baht per 1 foreign currency unit)	
US dollar	-	53	-	36.00
Pound Sterling	-	15	-	44.48

Foreign currency	Separate financial statements			
	Financial liabilities as at		Exchange rate	
	31 December		as at 31 December	
	2017	2016	2017	2016
	(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 2017		As at 31 December 2016	
	Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial liabilities</b>				
Short-term debentures	-	-	997	1,000
Long-term debentures	9,979	10,051	7,989	8,013

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.



## 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 2017, the Group's debt-to-equity ratio was 1.2:1 (2016: 1.4:1) and the Company's debt-to-equity ratio was 1.3:1 (2016: 1.4:1).

## 43 Events after the reporting period

- 43.1 The Company incorporates subsidiaries as follows:  
ADC-JV 18 Co., Ltd., ADC-JV 19 Co., Ltd., ADC-JV 20 Co., Ltd., ADC-JV 21 Co., Ltd., ADC-JV 22 Co., Ltd., ADC-JV 23 Co., Ltd. and ADC-JV 24 Co., Ltd. are incorporated for real estate development, 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 in such companies. The subsidiaries' business is development of real estate projects. These companies registered the incorporation with the Ministry of Commerce on 25 January 2018.
- 43.2 Ananda APAC Phraram 9 Two Co., Ltd., which is the Company's joint ventures, resolved to increase the registered capital of Baht 772.2 million from the existing registered capital of Baht 0.1 million to Baht 772.3 million by issuing new ordinary shares of 7,722,000 shares of Baht 100 each, fully called up. The Company paid for the capital increase in proportion to the amount of Baht 667.9 million to that company on 15 January 2018. The subsidiary registered the capital increase with the Ministry of Commerce on 18 January 2018.
- 43.3 In January 2018, the Company entered into agreements with third parties to sell and to purchase land a total value of Baht 1,410 million. The Company made payment of deposits amounting to Baht 288 million and the remaining obligations in connection with land and construction thereon of Baht 1,122 million will be paid in November 2018.
- 43.4 On 22 February 2018, the Company's Board of Directors approved to pay annual dividends from the operation result of the year ended 2017 of Baht 0.068 per share, or a total of Baht 225 million. The Company's Board of Directors will propose the issue to Annual General Meeting for approval on 26 April 2018 and the dividend will be paid on 11 May 2018.

## 44 Reclassifications

The Company has reclassified certain accounts of statement of comprehensive income for the year ended 31 December 2016 to conform to classification in current period with no effect to previously reported profit or shareholders' equity.

(Unit: Thousand Baht)

	For the year ended 31 December 2016			
	Consolidated		Separate	
	financial statements		financial statements	
	As reclassified	As previously reported	As reclassified	As previously reported
<u>Statement of comprehensive income</u>				
Rental income	20,126	-	8,495	-
Service income	130,007	142,203	-	-
Other income - Revenues				
from land sourcing	189,904	-	189,904	-
Other income - Others	144,573	342,407	93,282	291,681
Cost of rental	23,463	-	10,499	-
Cost of services	93,451	106,415	-	-
Selling expenses	1,015,732	1,015,999	773,167	773,434
Administrative expenses	1,489,396	1,499,628	1,201,976	1,212,208

## 45 Approval of financial statements

These financial statements were authorised for issue by the Company's Board of Directors on 22 February 2018.